

The Nomination Committee's Proposals for Resolutions regarding Chairman of the Annual General Meeting, number of Board members and auditors, fees to the Board of Directors, election of Chairman and members of the Board of Directors, fees to the auditor, election of auditor and Nomination Committee (Agenda items 2, 15 – 19 and 21)

The Nomination Committee of Boliden has been composed of Jan Andersson (Swedbank Robur fonder), Chairman of the Nomination Committee, Thomas Ehlin (Nordeas Fonder), Lars-Erik Forsgårdh, Frank Larsson (Handelsbanken fonder), Anders Oscarsson (AMF) and Anders Ullberg (Chairman of the Board of Directors).

The Nomination Committee proposes:

- p.2: that Anders Ullberg be elected Chairman of the meeting;
- p.15: that eight Board members and one registered accounting firm be elected by the Annual General Meeting;
- p.16: that the Chairman of the Board shall be paid a fee of SEK 1 075 000 (1 035 000) and that each of the other Directors elected by the Annual General Meeting not employed by the company shall be paid a fee of SEK 430 000 (415 000);
- that unchanged fees shall be paid to the Audit Committee, with SEK 150 000 to the Chairman of the Audit Committee and SEK 75 000 to each of its members;
- that unchanged fees of SEK 50 000 shall be paid to each of the members of the Remuneration Committee;
- p.17: that Marie Berglund, Staffan Bohman, Lennart Evrell, Ulla Litzén, Michael G:son Löw, Leif Rönnbäck and Anders Ullberg be re-elected as members of the Board of Directors;
- that Tom Erixon is appointed as new member of the Board. Tom Erixon, aged 52, LL.B, MBA, has broad experience from senior operational positions as well as from management consulting. Since 2011 he is the President and CEO of Ovako, prior to which he worked for over ten years in a range of senior managerial positions within Sandvik, including as CEO of Sandvik Coromant;
- that Anders Ullberg be re-elected Chairman of the Board of Directors;
- p. 18: that auditor's fees are paid in accordance with approved invoices;
- p. 19: that Ernst & Young AB be re-elected as auditor for the period until the next Annual General Meeting;
- p. 21: that Jan Andersson (Swedbank Robur fonder), Thomas Ehlin (Nordeas Fonder), Lars-Erik Forsgårdh, Anders Oscarsson (AMF) and Anders Ullberg (chairman of the Board) be elected members of the Nomination Committee;

Stockholm, March 2013
The Nomination Committee of
Boliden AB (publ)