

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 members and Chairman of the Board of Directors, fees to the auditor, election of auditor and Nomination Committee (Agenda items 2, 14 – 18 and 20)

The Nomination Committee of Boliden has been composed of Jan Andersson (Swedbank Robur fonder), Chairman, Lars-Erik Forsgårdh, Ola Peter Gjessing (Norges Bank Investment Management), Anders Oscarsson (AMF), Tommi Saukkoriipi (SEB Investment Management) 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. 14: that seven ordinary Board members and one registered accounting firm be elected by the Annual General Meeting;
- p. 15: that the Chairman of the Board shall be remunerated with the unchanged fee of SEK 1,750,000 and that each of the other Directors not employed by the company shall be remunerated with the unchanged fee of SEK 580,000;
- that the Chairman of the Audit Committee shall be remunerated with the unchanged fee of SEK 225,000, that each of the Audit Committee's members shall be remunerated with the unchanged fee of SEK 125,000;
- that the unchanged fee of SEK 50,000 shall be paid to each of the members of the Remuneration Committee;
- p. 16: that Tom Erixon, Michael G:son Löw, Elisabeth Nilsson, Pia Rudengren, Perttu Louhiluoto and Anders Ullberg be re-elected as members of the Board of Directors;
- that Helene Biström is proposed as new board member. She has a Master of Science in Engineering from the Royal Institute of Technology and is currently Executive Vice President, Division Paper, BillerudKorsnäs. Previously she has been CEO of Infranord and Norrenergi and Vice President of Vattenfall;
- that Anders Ullberg be re-elected as Chairman of the Board of Directors;
- p. 17: that the auditor's fees shall be paid in accordance with approved invoices;
- p. 18: that the accounting firm Deloitte AB be appointed as auditor for the period until the end of the next Annual General Meeting (in accordance with the recommendation of the Audit Committee);
- p. 20: that Jan Andersson (Swedbank Robur fonder), Lars-Erik Forsgårdh, Ola Peter Gjessing (Norges Bank Investment Management), Lilian Fossum Biner (Handelsbankens fonder) and Anders Ullberg (Chairman of the Board of Directors) are appointed as Nomination Committee members.

Stockholm, March 2020
The Nomination Committee of
Boliden AB (publ)