

Final minutes from Boliden AB's Nomination Committee's work before the Annual General Meeting 2025

Members of the Nomination Committee

Lennart Francke (Swedbank Robur fonder), Chairman

Karin Eliasson (Handelsbanken Fonder)

Patrik Jönsson (SEB fonder)

Karl-Henrik Sundström, Chairman of the Board of Boliden AB, adjunct

Under the leadership of Chairman Lennart Francke, the Nomination Committee has held five formal meetings and in addition interviewed four of the current members of the Board of Directors elected by the Annual General Meeting. The Nomination Committee has also held several meetings and interviews in connection with the recruitment of a new Board member.

The Nomination Committee has agreed on the following proposals for the Annual General Meeting 2025:

Chairman of the Meeting

The Chairman of the Board of Directors, Karl-Henrik Sundström

Number of Board members

Nine

Members and Chairman of the Board of Directors

Re-election of Helene Biström, Tomas Eliasson, Per Lindberg, Perttu Louhiluoto, Elisabeth Nilsson, Pia Rudengren, Derek White and Karl-Henrik Sundström. New election of Victoire de Margerie. Karl-Henrik Sundström is proposed to be re-elected as Chairman of the Board of Directors.

Fees for the Board of Directors

Increased fees to the Chairman of the Board of SEK 2,100,000 (2,025,000) and to each of the other Directors not employed by the company of SEK 700,000 (675,000).

Fees for the committees

Increased fees of SEK 350,000 (300,000) to the Chairman of the Audit Committee and SEK 175,000 (160,000) for each of the other members of this committee. An unchanged fee of SEK 80,000 for each of the members of the Remuneration Committee.

Auditor

New election of Öhrlings PricewaterhouseCoopers (PWC) until the Annual General Meeting 2026.

Fees for the auditor

The auditor's fees shall be paid in accordance with approved invoices.

Nomination Committee

The Chairman of the Board shall contact the three largest shareholders in the company in terms of voting rights according to Euroclear Sweden AB's transcript of the share register as of 31 August, who shall each be given the opportunity to appoint a representative to the Nomination Committee. In addition, the Chairman of the Board shall be co-opted (adjunct) to the Nomination Committee. It is the task of the Chairman of the Board to convene the Nomination Committee for an inaugural meeting, normally before the end of October.

If any of the three largest shareholders in terms of voting rights do not exercise the right to appoint a member, the right to appoint such a member is passed to the next largest shareholder in terms of votes

who does not already have the right to appoint a member of the Nomination Committee.

The Chairman of the Nomination Committee shall be the member representing the largest shareholder in terms of voting rights, unless the Nomination Committee decides otherwise. However, the Chairman of the Board shall never be the Chairman of the Nomination Committee.

The names of the members of the Nomination Committee shall be announced as soon as the Nomination Committee has been appointed, but no later than six months before the next Annual General Meeting. The Nomination Committee is appointed for a mandate period from the time its composition is announced until a new Nomination Committee is appointed.

If there is a change in the company's ownership structure after 31 August but before the majority of the Nomination Committee's work has been completed and complete proposals have been announced, and if a shareholder who, after this change, has become one of the three largest shareholders in the company in terms of voting rights (apart from shareholders who have been offered but have abstained from appointing a member of the Nomination Committee), presents a request to the Chairman of the Nomination Committee to be included in the Nomination Committee, this additional shareholder shall be entitled to appoint an additional member to the Nomination Committee.

If a member appointed by a shareholder resigns from the Nomination Committee during the mandate period or if such member is prevented from fulfilling his or her duties before the majority of the Nomination Committee's work has been completed, the Nomination Committee shall invite the shareholder who appointed the member to nominate a new member. If the shareholder does not exercise the right to appoint a new member within a reasonable time, the right to appoint such member shall pass to the next largest shareholder in terms of voting rights, who has not already appointed or abstained from appointing a member of the Nomination Committee. Changes in the composition of the Nomination Committee shall be announced as soon as they occur.

Minutes taken by:

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Eva Rydén

Minutes verified by:

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Lennart Francke

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Karin Eliasson

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Patrik Jönsson

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Karl-Henrik Sundström