

Instruction for the Nomination Committee in Boliden AB (publ)

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.

These instructions for the formation of the Nomination Committee shall apply until the General Meeting decides otherwise.

Stockholm, March 2025
The Nomination Committee of
Boliden AB (publ)