

**The Nomination Committee's Proposals for Resolutions regarding Chairman of the Annual General Meeting, number of Board members, fees to the Board of Directors, election of Chairman and members of the Board of Directors, fees to the auditor and Nomination Committee (Agenda items 2, 15 – 18 and 20)**

The Nomination Committee of Boliden AB has been composed of Jan Andersson, Chairman of the Nomination Committee (Swedbank Robur fonder), Anders Algotsson (AFA Försäkring), Thomas Ehlin (Nordeas Fonder), Lars-Erik Forsgårdh, Anders Oscarsson (AMF), Caroline af Ugglas (Skandia Liv) 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 be elected by the Annual General Meeting;
- p.16: that fees to the Board of Directors be paid in the amount of SEK 1 035 000 to the Chairman and SEK 415 000 to Board member not employed by the company;  
  
that unchanged fees of SEK 150 000 be paid to the Chairman of the Audit Committee and of SEK 75 000 to each of the members of the Audit Committee;  
  
that unchanged fees of SEK 50 000 be paid to each of the members of the Compensation Committee;
- p.17: that Marie Berglund, Staffan Bohman, Lennart Evrell, Ulla Litzén, Michael G:son Löw, Leif Rönnbäck, Matti Sundberg and Anders Ullberg be re-elected as members of the Board of Directors  
  
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. 20: that the instruction of the Nomination Committee be changed, entailing that the Nomination Committee shall consist of at least five (previously six) and no more than seven members. Five (previously six) of the members shall be appointed by the Annual General Meeting. Three (previously four) of the members shall represent the three largest shareholders at the turn of the month preceding the notice to the AGM and who have accepted to participate in the Nomination Committee's work. One member should represent the minority shareholders and one member shall be the Chairman of the Board of Directors.

that Jan Andersson (Swedbank Robur fonder), Lars-Erik Forsgårdh, Frank Larsson (Handelsbanken fonder), Anders Oscarsson (AMF) and Anders Ullberg (chairman of the Board) be elected members of the Nomination Committee.

Stockholm, March 2012  
The Nomination Committee of  
**Boliden AB (publ)**