

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 Chairman of the Nomination Committee (Swedbank Robur fonder), Hans Ek (SEB Investment Management), Lars-Erik Forsgårdh, Frank Larsson (Handelsbanken Fonder), Anders Oscarsson (AMF) and Anders Ullberg (the Chairman of Boliden's 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 1 200 000 (1 075 000) 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 460 000 (430 000);
- 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, Tom Erixon, Lennart Evrell, Ulla Litzén, Michael G:son Löw, Leif Rönnbäck 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. 19: that Ernst & Young AB be re-elected as auditor for the period until the next Annual General Meeting;
- p. 21: that Hans Ek (SEB Investment Management), Lars-Erik Forsgårdh, Frank Larsson (Handelsbankens Fonder), Anders Oscarsson (AMF) and Anders Ullberg (chairman of the Board) be elected members of the Nomination Committee;

Stockholm, March 2014
The Nomination Committee of
Boliden AB (publ)