

**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, 14 – 18 and 20)**

The Nomination Committee of Boliden has been composed of Jan Andersson (Swedbank Robur fonder), Chairman, Hans Ek (SEB Investment Management), Lars-Erik Forsgårdh, Ola Peter Gjessing (Norges Bank Investment Management), Anders Oscarsson (AMF) 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 Board members and one registered accounting firm be elected by the Annual General Meeting;
- p. 15:           that the Chairman of the Board shall be paid a fee of SEK 1,650,000 (1,575,000) and that each of the other Board members elected by the Annual General Meeting and not employed by the company shall be paid a fee of SEK 550,000 (525,000);
- that unchanged fees shall be paid to the Audit Committee, with SEK 190,000 to the Chairman of the Audit Committee and SEK 90,000 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. 16:           that the President shall not be elected as Board member but that all remaining Board members, consisting of Marie Berglund, Tom Erixon, Michael G:son Löw, Elisabeth Nilsson, Pia Rudengren, Anders Ullberg and Pekka Vauramo be re-elected as members of the Board of Directors;
- 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), Anders Oscarsson (AMF) and Anders Ullberg (Chairman of the Board of Directors) be appointed as members of the Nomination Committee.

Stockholm, March 2018  
The Nomination Committee of  
**Boliden AB (publ)**