



*Reasoned statement including report on the work of the Nomination Committee*

The Nomination Committee was tasked with preparing motions for the 2021 Annual General Meeting of Beijer Alma concerning:

- Meeting Chairman
- Directors
- Chairman of the Board
- Auditors
- Fees to the Board, the Board's committees and auditors
- Where considered necessary, amendments to the current instructions to the Nomination Committee.

Ahead of the 2021 Annual General Meeting, the Nomination Committee held five meetings during which minutes were taken.

At the first meeting of the Nomination Committee, the CEO presented an overview of the company's operations and his opinion on the work of the Board. The Chairman of the Board also presented his views on the work of the Board and the participation of the company's directors, and informed the Nomination Committee about the Board evaluation that had been carried out. The Board has devoted particular focus to the company's operations, goals and strategies as well as the work of the company's committees.

As part of its work, the Nomination Committee assessed the directors' ability to devote sufficient time and commitment to their assignment as a director of the company. Overall, the Board was portrayed as proactive, involved and dedicated. The rate of attendance at Board and committee meetings was high.

The Nomination Committee also discussed various requirements that may be or already are imposed on the Board of Directors and its members in a rapidly changing world, both in terms of globalization and digitization and with respect to increased competition. In its work ahead of the Annual General Meeting, the Nomination Committee aimed to ensure that the Board of Directors has the combined competence and experience required, mainly given the company's operations, stage of development and other circumstances, as well as the competence and experience to continue successfully leading the company.

The Nomination Committee has applied Rule 4.1 of the Swedish Corporate Governance Code as its diversity policy in the preparation of its motion concerning directors. The Nomination Committee has also focused on gradually adding younger directors to the Board.

The company's shareholders have had the opportunity to present proposals to the Nomination Committee. The Nomination Committee did not receive any proposals from the shareholders.

In light of the above, the Board of Directors proposes that Johnny Alvarsson, Carina Andersson, Oskar Hellström, Hans Landin, Caroline af Ugglas and Johan Wall be re-elected.

The motion entails that one third of the company's directors would be women.

The Nomination Committee believes that the proposed directors jointly possess the expertise and experience to support the future development of Beijer Alma's operations.

Over the next few years, the work of the Nomination Committee will continue to focus on ensuring that the Board possesses relevant expertise and experience concerning the development of the industry from a global perspective as well as on gradually adding younger directors to the Board.

According to the assessment of the Nomination Committee, the proposed directors also meet the requirements of the Swedish Corporate Governance Code with respect to independence in relation to the company, management and the company's major shareholders.

The Nomination Committee discussed the level of fees to be paid to the directors for their work on the Board and its committees. The Nomination Committee is of the opinion that the fees to the Board and the Audit Committee are competitive and therefore proposes that the fees to the Board and Audit Committee remain unchanged. For work on the Remuneration Committee, a fee of SEK 25,000 is proposed for each member and a fee of SEK 50,000 is proposed for the Chairman of the Committee, entailing an increase compared with previous years when no fees were paid for work on the Remuneration Committee.

The Nomination Committee is in favor of the directors building up personal shareholdings in Beijer Alma over time.

The 2020 Annual General Meeting appointed the auditing firm KPMG as Beijer Alma's new auditor, with KPMG appointing Helena Arvidsson Älgne as Chief Auditor. The Audit Committee proposes to the Nomination Committee that KPMG be re-elected at the 2021 Annual General Meeting. The Nomination Committee proposes that the Annual General Meeting appoint an auditor in accordance with the proposal of the Audit Committee.

It is proposed that the auditors' fees be paid in accordance with approved invoices. The motions of the Nomination Committee and Audit Committee correspond with one another.

As part of its work, the Nomination Committee has also reviewed the current principles and instructions to the Nomination Committee, which were adopted at the 2020 Annual General Meeting, and decided not to propose any material changes. Finally, it is proposed that Anders G. Carlberg, in his capacity as representative of the principal owner, be appointed as the Chairman of the Nomination Committee at the 2021 Annual General Meeting. This would mean that the company would no longer deviate from rule 2.4 of the Swedish Corporate Governance Code, as described above.

February 2021

The Nomination Committee of Beijer Alma AB