

Reasoned statement concerning the Nomination Committee's motions ahead of the 2022 Annual General Meeting of Beijer Alma AB (publ)

At the Annual General Meeting of Beijer Alma on March 23, 2021, a Nomination Committee was appointed to prepare motions for submission to the 2022 Annual General Meeting.

The composition of the Nomination Committee was as follows:

- Anders Carlberg, representative for the principal owner
- Malin Björkmo, Handelsbanken Fonder
- Mats Gustafsson, Lannebo Fonder
- Jonathan Schönback, Verdipapirfond Odin
- Johan Wall, Chairman of the Board

The Meeting appointed Anders Carlberg as Chairman of the Nomination Committee.

At year-end 2021, the members of the Nomination Committee jointly represented approximately 43 percent of the shares and about 62 percent of the votes in the company.

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.

Nomination Committee motion regarding election of directors

The Nomination Committee unanimously proposes the following:

- That the Board of Directors comprise eight directors with no deputies.
- That Johnny Alvarsson, Carina Andersson, Oskar Hellström, Hans Landin, Caroline af Ugglas and Johan Wall be re-elected.
- That Johan Wall be re-elected as Chairman of the Board.

Detailed information about the directors is available from Beijer Alma's website www.beijeralma.se.

Nomination Committee motion regarding election of auditor

The 2021 Annual General Meeting appointed the auditing firm KPMG as Beijer Alma's auditor, with KPMG appointing Helena Arvidsson Älgne as Chief Auditor. The Nomination Committee proposes, in accordance with the Audit Committee's recommendation, that KPMG be re-elected as the auditor at the Annual General Meeting. The Nomination Committee thus proposes that the number of auditors be one registered auditing firm with no deputies.

Nomination Committee proposals regarding fees

The proposed fee to the Chairman of the Board is SEK 1,000,000 and SEK 350,000 to each regular director. The proposed fee to the Chairman of the Audit Committee is SEK 125,000 and SEK 75,000 to each regular Committee member. The proposed fee to the Chairman of the Remuneration

Committee is SEK 50,000 and SEK 25,000 to each regular Committee member. It is proposed that the auditors' fees proposed by the Audit Committee be paid in accordance with approved invoices.

Reasoned statement including report on the work of the Nomination Committee

The Nomination Committee was tasked with preparing motions for the 2022 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 2022 Annual General Meeting, the Nomination Committee held seven 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. Particular focus has been devoted 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, sustainability and digitization and with respect to increased competition.

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.

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 proposed fee to the Chairman of the Board is SEK 1,000,000 (950,000) and SEK 350,000 (325,000) to each regular director. The Nomination Committee is of the opinion that the fees to the Remuneration and Audit Committee are competitive and therefore proposes that the fees remain unchanged.

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

As part of its work, the Nomination Committee has also reviewed the current instructions to the Nomination Committee, which were adopted at the 2021 Annual General Meeting, and decided not to propose any changes.

The Nomination Committee's proposal for the Meeting Chairman is presented in the notice of the Meeting.

February 2022

The Nomination Committee of Beijer Alma AB