

## **Motivated opinion regarding the nomination committee's of Bravida Holding AB (publ) proposals to the annual general meeting 2019**

### *Background*

The nomination committee of Bravida, consists of Marianne Flink (the chairman of the nomination committee, appointed by Swedbank Robur), John Wilson (appointed by Mawer Investment Management), Peter Lagerlöf (appointed by Lannebo Fonder), and Fredrik Arp (chairman of the board).

The nomination committee has held two meetings and has further had several discussions via email and telephone. The nomination committee has discussed and evaluated the board of directors' work and evaluated the remuneration rates to the board.

### *The nomination committee's proposals*

The nomination committee makes the following proposals for Bravida's board of directors:

- that the board of directors shall consist of six board members with no deputy members,
- that Fredrik Arp, Cecilia Daun Wennborg, Jan Johansson, Mikael Norman, Marie Nygren and Staffan Pålsson, are re-elected, all for the period up until the end of the next annual general meeting,
- that Fredrik Arp is re-elected as chairman of the board.

### *Motivated opinion*

The nomination committee has as basis for its work been provided with an evaluation of the board of directors and its work. The nomination committee has conducted interviews with members of the board and the chairman of the board has given a report on how the board's work has been carried out. The size and composition of the board, as regards for example sector experience and competence, has been discussed.

Based on inter alia the above, the nomination committee has been given a positive impression of the board of directors' work during 2018. Furthermore, the nomination committee is of the opinion that the board members complement each other well as regards qualifications and experiences. In relation to the composition of the board of directors, the provisions of rule 4.1 of the Swedish Code of Corporate Governance has been applied as diversity policy and objective. The nomination committee has discussed diversity perspectives on the premise that this is of importance to the composition of the board. The nomination committee will continue its process to, in a longer perspective, further strengthen the diversity of the board.

Based on the evaluation made, the nomination committee proposes that the annual general meeting 2019 re-elects Fredrik Arp, Cecilia Daun Wennborg, Jan Johansson, Mikael Norman, Marie Nygren and Staffan Pålsson as board members. The nomination committee has assessed that the proposed six member strong board, represents adequate competencies and capacity. The nomination committee further proposes that Fredrik Arp is re-elected as chairman of the board of directors.

A presentation of the persons proposed by the nomination committee to be re-elected board members is available at [www.bravida.se/en](http://www.bravida.se/en).

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Stockholm, March 2019  
**Bravida Holding AB (publ)**  
The nomination committee