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THE NOMINATION COMMITTEE'S PROPOSALS PRIOR TO THE 2020 AGM

The Nomination Committee for the 2020 AGM consisted of the following members: Jannis Kitsakis of Fjärde AP-fonden (Chairman of the Nomination Committee); Anders Algotsson of AFA Försäkring; Lennart Francke of Swedbank Robur fonder; and Anders G. Carlberg (Chairman of the Board).

The Nomination Committee makes the following proposals prior to the 2020 AGM:

Election of a chairman for the General Meeting

The Nomination Committee proposes that Anders G. Carlberg be elected as chairman of the meeting.

Resolution on the number of Board members

The Nomination Committee proposes that for the period up to the close of the next AGM, the Board of Directors should consist of seven members elected by the general meeting with no alternates.

Resolution on fees payable to the Board members

The Nomination Committee proposes that fees paid to the Board members for the period up to the close of the next AGM be unchanged at SEK 625,000 for the Chairman of the Board and SEK 310,000 for the other members elected by the general meeting. Remuneration would be unchanged at SEK 100,000 for the chairman of the Audit Committee and SEK 50,000 for the other members. Remuneration would be unchanged at SEK 50,000 for the chairman of the Remuneration Committee and SEK 25,000 for the other members. Fees to all the employee representatives on the Board would remain unchanged at SEK 40,000 each, for the same period.

Election of Board members and Chairman of the Board

The Nomination Committee proposes the re-election of Carina Andersson, Mats Backman, Peter Carlsson, Katarina Lindström, Hans Porat, and Ragnhild Wiborg, and also proposes that Fredrik Arp be elected as a new Board member for the period up to the close of the next AGM. Anders G. Carlberg has declined re-election. It is furthermore proposed that Fredrik Arp be elected as Chairman of the Board.

Information about the proposed Board members is available on the company's website, www.granges.com.

Resolution on the number of auditors, fees to the auditors and election of auditor

The Nomination Committee proposes that the company, for the period up to the close of the next AGM, have one auditor and no deputy auditor, that fees to the auditor be paid in accordance with approved invoices and that the registered accountancy firm Ernst & Young AB be re-elected as auditor for the period up to the close of the next AGM.

The Nomination Committee's proposal accords with the recommendation of the Audit Committee.

Ernst & Young AB has notified that if the meeting approves the Nomination Committee's proposal, the authorised public accountant Erik Sandström will continue as the chief auditor.

THE NOMINATION COMMITTEE'S REASONED STATEMENT CONCERNING PROPOSALS FOR THE BOARD OF DIRECTORS OF GRÄNGES AB (PUBL)

The Nomination Committee proposes the re-election of the current Board members Carina Andersson, Mats Backman, Peter Carlsson, Katarina Lindström, Hans Porat, and Ragnhild Wiborg. After Anders G. Carlberg has rejected re-election, the Nomination Committee also proposes that Fredrik Arp be elected as a new Board member and Chairman of the Board. The Nomination Committee's proposal therefore means that for the forthcoming period of office the Board of Directors unchanged would consist of seven board members elected by the general meeting and no alternates.

Since the Nomination Committee was formed in the autumn of 2019 it has held three meetings at which minutes were taken. In addition to these meetings, the Nomination Committee has been in contact by e-mail and telephone. At the first meeting of the Nomination Committee the Chairman of the Board gave an account of how the work of the Board had been conducted over the past year. The Chairman also presented to the Nomination Committee the internal written evaluation of the work of the Board that had been commissioned by the Chairman in the autumn of 2018. The results of this evaluation were overwhelmingly positive.

In addition to this evaluation, the independent members of the Nomination Committee, who are not members of the Board, have conducted interviews with Board members, except for the Chairman of the Board. The Nomination Committee can state that also the interviews provided a very positive image of the work of the Board and the Board members' commitment to their assignments. The work of the Board is characterised by open and constructive dialogue, where the cooperation between the Chairman, the Board and its committees and the CEO with executive management is considered to function very well.

Prior to the annual general meeting 2020 the Nomination Committee got notice from the current Chairman of the Board, Anders G. Carlberg, that he after six years on the Gränges'

Board (and, moreover, all six years as chairman), no longer was available for re-election. Hence the Nomination Committee put extra focus on finding a replacement with good qualifications. The proposed chairman Fredrik Arp has a long and deep experience from industries and companies that gives a relevant background to the chairmanship of Gränges.

Prior to the annual general meeting 2020 the Nomination Committee has assessed whether the current Board is appropriately composed in terms of size, breadth and diversity as regards to expertise, age, gender, background and experience, and whether it meets the demands placed on the Board given the company's current and future circumstances. The Nomination Committee has applied a diversity policy in accordance with Rule 4.1 of the Swedish Corporate Governance Code. An assessment has also been made as to whether each individual Board member is able to devote sufficient time and commitment to the Board's work. The outcome of these assessments has been positive.

The Nomination Committee notes that three of the seven proposed members of the company's Board, or 43 per cent, are women. The Nomination Committee will continue to strive for gender balance on the Board in the future. The Nomination Committee can also state that the proposal means that all of the members are independent in relation to the company and the company management, and are also independent in relation to major shareholders in the company.