

Nomination Committee's proposals for the 2011 Annual General Meeting

Background

Holmen's AGM has decided to set up a Nomination Committee to nominate candidates for election to the Board, to propose the fee to be paid to the Board and, in relevant years, to nominate candidates for election as auditors and to propose the auditors' fee. Pursuant to the AGM's decision, the Nomination Committee shall consist of the Chairman of the Board and one representative of each of the three largest shareholders in terms of votes on 31 August each year.

The Nomination Committee for the period until the 2011 AGM consists of:

Fredrik Lundberg, Chairman of the Board
Mats Guldbrand, L E Lundbergföretagen
Johan Kempff, Kempe Family Foundations, and
Håkan Sandberg, Handelsbanken and its pension foundation.

The Chairman of the Nomination Committee is Mats Guldbrand.

Nomination Committee's proposals

- The Nomination Committee proposes that Fredrik Lundberg be elected to chair the AGM.
- The Nomination Committee proposes that the number of members of the Board to be elected by the AGM be nine.
- The Nomination Committee proposes that Fredrik Lundberg, Carl Bennet, Magnus Hall, Carl Kempe, Hans Larsson, Louise Lindh, Ulf Lundahl and Göran Lundin be re-elected to the Board, and that Lars G Josefsson be elected to the Board. Curt Källströmer is not available for re-election.

Further information about the above nominees is available on the company's website.

- The Nomination Committee proposes that Fredrik Lundberg be elected Chairman of the Board.

- The Nomination Committee proposes that a fee of SEK 2 700 000 be paid to the Board, of which SEK 600 000 be paid to the Chairman, and SEK 300 000 be paid to each of the members elected by the AGM who is not an employee of the company.

It is proposed that compensation to the auditors be paid against approved invoice.

According to the Nomination Committee, of the individuals being nominated for election to the Board, Carl Bennet, Lars G Josefsson, Carl Kempe, Hans Larsson, Louise Lindh, Ulf Lundahl, Fredrik Lundberg and Göran Lundin are independent of the company and its senior management, and Magnus Hall, Lars G Josefsson, Hans Larsson and Göran Lundin are independent of the company's major shareholders. Carl Bennet is the chairman and main shareholder in Lifco AB, an industrial group that includes Renholmen AB. During 2010, Renholmen AB had a significant business relationship with Holmen Timber AB, in the form of deliveries of sorting lines and other equipment to Braviken Sawmill. Based on an overall assessment of this relationship as well as all other relevant factors, the Nomination Committee has reached the conclusion that Carl Bennet shall continue to be regarded as independent of the company and its senior management.

Nomination Committee's statement regarding the proposed Board

In its proposal for a new Board, the Nomination Committee has taken into account the demands concerning skills and experience that will be made of the Board during the coming year.