

Item 18

The Board and the Nomination Committee propose that the Meeting decide on a Nomination Committee ahead of the 2014 Annual General Meeting as follows.

The company shall have a Nomination Committee consisting of four (4) members who represent the company's shareholders.

Two of the members shall be nominated by the largest shareholder, which as of 16 April 2013 was ICA-handlarnas Förbund (the Association of ICA Retailers), and two members shall be nominated by the two subsequent largest shareholders. The largest shareholders based on voting rights shall be determined based on a list of registered shareholders provided by Euroclear Sweden AB as of 30 August 2013 and they will be contacted soon thereafter by the company. In the event that any of the three largest shareholders decides to forego the right to appoint a representative to the Nomination Committee, this right shall transfer to the shareholder that has the largest shareholding after the affected shareholder on the aforementioned date. The names of the shareholder representatives and the names of the shareholders they represent shall be announced not later than six months prior to the 2014 Annual General Meeting. The mandate period of the Nomination Committee shall extend until the next Nomination Committee is appointed. Unless the members agree otherwise, the Chairman of the Nomination Committee shall be one of the members who represent the largest shareholder in terms of votes. The Chairman shall have the decisive vote.

If, during the mandate period of the Nomination Committee, one or more of the shareholders that appointed members of the Nomination Committee is no longer among the three largest shareholders, the members appointed by these shareholders shall resign and the, or those, shareholder(s) that are now among the three largest shareholders shall be entitled to appoint members. Unless there is specific reason, however, no changes shall occur in the composition of the Nomination Committee if only minor changes in ownership have occurred or if changes occur later than two months prior to the 2014 Annual General Meeting. Shareholders who have appointed a member to the Nomination Committee are entitled to remove such member and appoint a new member of the Nomination Committee. Any change in the composition of the Nomination Committee shall be announced on the company's website as soon as it occurs.

The Nomination Committee shall present proposals regarding the following matters prior to the 2014 Annual General Meeting:

- a) Proposal for Chairman of the Meeting
- b) Proposal for members of the Board of Directors
- c) Proposal for Chairman of the Board of Directors
- d) Proposals for fees payable to the Board of Directors, distributed between the Chairman and other members, and remuneration for committee work
- e) Where relevant, proposals for auditor or auditors and proposal for fees to be paid to the company's auditor

The Nomination Committee shall in general fulfil the duties in accordance with the Swedish Code of Corporate Governance. At the request of the Nomination Committee, the company shall provide personnel resources – such as a secretarial function in the Nomination Committee – to facilitate its work. As required, the company shall also be responsible for reasonable costs for external consultants that the Nomination Committee deems necessary to fulfil its assignment.

