

The nominating committee's motivating statement regarding the proposal for directors of the board of in Mekonomen Aktiebolag (publ)

The nominating committee of Mekonomen Aktiebolag (publ) ("Mekonomen") consists of Göran Ennerfelt, chairman, (Axel Johnson AB and subsidiaries), Johan Lannebo (Lannebo Fonder AB), Maj-Charlotte Wallin (AFA Försäkring AB) and Eva Fraim Pålman. The chairman of the board of directors Fredrik Persson is co-opted to the nominating committee.

The nominating committee proposes the re-election of the directors Antonia Ax:son Johnson, Kenny Bräck, Anders G Carlberg, Wolff Huber, Fredrik Persson, Helena Skåntorp and Marcus Storch. The nominating committee also proposes re-election of Fredrik Persson as chairman of the board of directors.

The nominating committee deems all seven proposed board members to be very well suited to form the board of directors of Mekonomen for the coming term of office.

The nominating committee is of the opinion that the board of directors with the proposed board members will have an appropriate composition with regard to the operations, phase of development and other relevant circumstances pertaining to the company. A basis for the proposal has been that the composition of the board of directors shall reflect and provide for such knowledge and experience that the company's strategic development and operation may demand. It is the opinion of the nominating committee that the composition of the board of directors is well adapted to meet such demands of the business activities of the company.

The nominating committee has deliberated on the issue of independency of the board members. The nominating committee is of the opinion that the proposal for the composition of the board of directors meets the requirements in the Swedish Code of Corporate Governance regarding the independency of the directors of the board.

All of the proposed board members are to be considered as independent with respect to the company and its management. The proposed composition of the board of directors also meets the requirement that at least two of the board members who are independent with respect to the company and its management shall also be independent with respect to the major shareholders of the company.

The nominating committee has gathered the following information concerning the board members proposed for re-election.

Antonia Ax:son Johnson

Born:	1943
Member of the board since:	2006
Holdings in Mekonomen:	8,951,958 shares (indirectly)
Main education:	Bachelor's degree, University of Stockholm
Other assignments:	Chairman of Axel Johnson AB, Axel Johnson Inc. and Axel and Margaret Ax:son Johnson foundation. Vice chairman of Axel and Margaret Ax:son Johnson Foundation and in Nordstjernan AB. Board member of Axfood Aktiebolag (publ), AxFast AB, NCC AB and the World Childhood Foundation.

Independent with respect to the company and the management. Not independent with respect to the major shareholders in the company.

Kenny Bräck

Born: 1966
Member of the board since: 2007
Holdings in Mekonomen: 1,000 shares
Main education: High/Upper secondary school education
Other assignments: Self-employed and previously a professional race driver

Independent with respect to the company, the management and the major shareholders in the company.

Anders G Carlberg

Born: 1943
Member of the board since: 2006
Holdings in Mekonomen: None
Main education: MBA, University of Lund
Other assignments: Board member of Axel Johnson AB, Axel Johnson Inc., Svenskt Stål AB (SSAB) and Sapa AB.

Independent with respect to the company and the management. Not independent with respect to the major shareholders in the company.

Wolff Huber

Born: 1942
Member of the Board since: 2006
Holdings in Mekonomen: None
Other assignments: Former managing director of Bil Sweden, Volvo Car Europe and IBM Svenska AB

Independent with respect to the company, the management and the major shareholders in the company.

Fredrik Persson

Born: 1968
Member of the board since: 2006
Holdings in Mekonomen: 1,000 shares
Main education: MBA, Stockholm School of Economics and studies at Wharton School, USA.
Other assignments: Chairman of Axel Johnson International AB, Axfood Aktiebolag (publ), Novax AB, Servera R&S AB, Svensk BevakningsTjänst AB and Åhléns AB. Vice-chairman of Svensk Handel. Board Member of AxFast AB, Lancelot Holding AB, Svenska Handelsbanken Region Stockholm and Svensk Näringsliv. Managing director of Axel Johnson AB.

Independent with respect to the company and the management. Not independent with respect to the major shareholders in the company.

Helena Skåntorp

Born: 1960
Member of the Board since: 2004
Holdings in Mekonomen AB: 2,000 shares
Main education: MBA, University of Stockholm
Other assignments: Managing Director and Managing director of the group of Sveriges Bostadsrättscentrum AB and Board Member of Ångpanneföreningen AB

Independent with respect to the company, the management and the major shareholders in the company.

Marcus Storch

Born: 1942
Member of the Board since: 2006
Holdings in Mekonomen AB: None
Main education: Master of Engineering, KTH, Medicine Dr h.c.
Other assignments: Chairman of the Nobel Foundation and the foundation Min Stora Dag. Vice Chairman of Axel Johnson AB. Board Member of Axfood Aktiebolag (publ), NCC AB, AB Hannells Industrier, Nordstjernan AB, the Royal Swedish Academy of Science and the Royal Swedish Academy of Engineering Sciences (IVA).

Independent with respect to the company and the management. Not independent with respect to the major shareholders in the company.

Stockholm in March 2010

The Nominating Committee

MEKONOMEN AKTIEBOLAG (publ)

This is a translation of the Swedish version of the statement. In case of any discrepancies, the Swedish version shall prevail.