

**Instruction for the Nomination Committee of Mekonomen
(Applicable as from 9 May 2018)**

This instruction for the Nomination Committee was adopted by the Annual General Meeting on 9 May 2018 and applies until further notice.

- Mekonomen shall have a Nomination Committee consisting of four members. The four largest shareholders of Mekonomen shall be contacted by the Board of Directors based on the record provided by Euroclear Sweden AB on the registered shareholders of the Company as of the last banking day of August. Each of the four largest shareholders shall be entitled to appoint one member each. Should any of the four largest shareholders abstain from its right to appoint a member to the Nomination Committee, the right to appoint such member shall transfer to the subsequent largest shareholder. The Chairman of the Nomination Committee shall, unless its members agree otherwise, be the member appointed by the largest shareholder. The Nomination Committee's composition shall be publicly announced by Mekonomen as soon as the Nomination Committee has been appointed.
- The Nomination Committee's mandate period runs until a new Nomination Committee has been appointed. If a member of the Nomination Committee leaves the committee before its assignment has been completed or if a material change occurs in the ownership structure after the appointment of the Nomination Committee, the Nomination Committee's composition shall be changed in accordance with the above procedure. Deadline for changes in the composition of the Nomination Committee is three months before the Annual General Meeting. A shareholder who has appointed a member to the Nomination Committee is always entitled to replace such member or appoint a new member should its member leave the assignment. Changes in the Nomination Committee's composition shall be publicly announced on Mekonomen's website.
- The Nomination Committee is tasked with submitting recommendations for the following ahead of the Annual General Meeting: a) chairman to preside over the Annual General Meeting, b) the number of directors and deputy directors, c) directors' and auditor's fees, and any special fees for committee work, d) Chairman and other directors of the Board, e) auditors, and f) changes to the instruction for the Nomination Committee, if any.
- The Nomination Committee shall in connection with its assignment fulfil the duties which, according to the Swedish Code of Corporate Governance, are incumbent upon Mekonomen's nominating process, and at the request of the Nomination Committee, Mekonomen shall provide personnel resources, such as a secretarial function for the committee, to facilitate its work. Fees will not be paid to the members of the Nomination Committee. However, where needed, Mekonomen shall bear reasonable costs for external consultants which are deemed by the Nomination Committee to be necessary for the committee to fulfil its assignment.

This is a translation of the Swedish original wording. In case of discrepancies, the Swedish version shall prevail.