

## **Scania Nomination Committee Report for the AGM 2010**

The Nomination Committee was first established by Scania's Annual General Meeting (AGM) of shareholders held on April 29, 2005, in order to reflect the requirements in the new Swedish Code of Corporate Governance. Thereby, the prior nomination process was replaced. From 2006 the AGM each year decides on the criteria for appointing the Nomination Committee and its members for the next AGM.

According to the decision of the AGM on May 7, 2009, Scania's Nomination Committee shall consist of one representative of each of the four largest shareholders in voting power. On November 3, 2009, Scania announced that Gudrun Letzel (Chairman) for Volkswagen AG, Thomas Kremer for MAN SE, Mats Lagerqvist for Swedbank Robur funds and Ramsay Brufer for Alecta had been appointed as members of Scania's Nomination Committee. On November 26, 2009, Scania announced that Mats Lagerqvist had decided to resign from the Nomination Committee of Scania and was therefore replaced by KG Lindvall for Swedbank Robur funds. On 19 March 2010 KG Lindvall and Ramsay Brufer announced that they had decided to resign from the Nomination Committee.

The Nomination Committee has held four minuted meetings and has had informal contacts between meetings. The meetings were attended by all members of the Nomination Committee.

The work of the Committee has mainly concerned the following issues:

- Proposal for Chairman of the AGM 2010
- Evaluating the Board of Directors
- Proposing Board members
- Proposing Chairman and Vice Chairman of the Board of Directors
- The composition of the Board of Directors
- The composition of the Nomination Committee
- Reviewing the remuneration to the auditors
- Reviewing the remuneration to the Board of Directors

The information about the proposals given by Nomination Committee is set out in the invitation to the 2010 Annual General Meeting of the shareholders in Scania.

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