

The Nomination Committee proposes (item no. 1, 8, 9, 10, 11, 12 and 13 of the proposed agenda):

1. that attorney Sven Unger be appointed to chair the meeting;
8. that there be eight directors;
9. that Board fees be paid on a yearly basis in the amount of SEK 1,850,000 to the Chairman of the Board and SEK 615,000 to each director who is not employed in the Group. That compensation to directors in respect of committee work in the Audit Committee be paid in the amount of SEK 140,000 each, with the exception of the position of Chairman of the Audit Committee, for which payment shall be made in the amount of SEK 250,000. That compensation to directors in respect of committee work in the Remuneration Committee be paid in the amount of SEK 115,000 each, with the exception of the position of Chairman of the Remuneration Committee, for which payment shall be made in the amount of SEK 185,000. Fees shall be paid to the auditor in accordance with approved invoices;
10. that the following directors be re-elected: Bo Annvik, Petra Einarsson, Marika Fredriksson, Marie Grönborg, Bengt Kjell, Pasi Laine, and Martin Lindqvist. Election of Annareetta Lumme-Timonen as new director. Matti Lievonen has declined re-election.

Annareetta Lumme-Timonen was born in 1967 and holds a Technology Doctorate from the Technical University of Espo (now Aalto University). She is Investment Director and member of the Group Management of Solidium Oy, Member of the external advisory board for sustainability issues at Aalto University in Helsinki and Chairman of Outotec Oy's Nomination Committee. She has previously, among other things, been Director of the start-up fund Vera Oy, investment manager for 3i Nordic plc, Helsinki and Director of the Finnish Sustainable Investment Forum (Finsif);
11. that Bengt Kjell be re-elected as Chairman of the Board;
12. in accordance with the recommendation by the Audit Committee, that the auditors shall be one registered auditing company and to re-elect the audit firm Ernst & Young AB as the Company's auditor for the period until the end of the 2021 Annual General Meeting; and
13. that the Instruction for the Nomination Committee shall be as set out below.

Instruction for the Nomination Committee in SSAB

The Nomination Committee's assignments and tasks are set out in the Swedish Corporate Governance Code.

The Chairman of the Board is authorized to invite not less than three and not more than five of the major shareholders in terms of votes to each appoint a member who, together with the Chairman of the Board, shall constitute a Nomination Committee. The determination as to which shareholders constitute the three to five major shareholders in terms of votes shall be based on ownership information from Euroclear Sweden AB's register as per the final day of trading in July (grouped by owner) unless, not later than the sixth weekday in August, any other shareholder gives written notice to the Chairman of the Board and proves his status as one of the three to five major shareholders in terms of votes.

If the Chairman of the Board deems that there is reason to believe that a proposed member's conflict of interest or any other circumstances relating to the individual or the company he or she is representing may damage or have other adverse effects on the Company and its business interests, the Chairman of the Board shall constitute the Nomination Committee together with its members. Thereafter, the Nomination Committee shall decide whether or not the proposed member should be offered a seat on the Nomination Committee. The member concerned shall be given opportunity to comment but may not participate in the decision.

If deemed appropriate as a consequence of any subsequent change in ownership structure, the Nomination Committee shall be entitled to invite additional shareholders to assume a place on the Nomination Committee; however, the total number of members shall not exceed six.

The member representing the largest shareholder in terms of votes shall be Chairman of the Committee. Regardless of how and by whom a member is appointed, the member has to safeguard the interests of all shareholders. The composition of the Nomination Committee shall be published not later than six months prior to the next Annual General Meeting. In the event a member of the Nomination Committee leaves the Committee before its work is completed, the Chairman of the Board shall, if considered necessary by the Nomination Committee, invite the same shareholder - or, if the latter is no longer one of the major shareholders, - the shareholder who, in terms of size of shareholding, is next entitled to appoint a replacement. Members of the Nomination Committee shall receive no fees, but any costs incurred in the course of the nomination work shall be borne by the Company.

If a member is appointed by a shareholder who has sold parts of its holding of SSAB shares and where the shareholder is no longer found among the six largest shareholders in terms of voting, the Nomination Committee can decide that the member shall resign. The member concerned shall be given opportunity to comment but may not participate in the decision.

If a member of the Nomination Committee deems that there is reason to believe that a member's conflict of interest or any other circumstances relating to the individual or the company he or she is representing may damage or have other adverse effects on the Company and its business interests, the Nomination Committee may decide that the member shall resign. The member concerned shall be given opportunity to comment but may not participate in the decision.

Prior to the Nomination Committee's proposal to the General Meeting, the Nomination Committee must take into account any potential Board member's conflict of interest or other circumstances relating to the individual or the company he or she is representing and which may damage or have other adverse effects on the Company and its business interests.

The Nomination Committee shall, when preparing its proposals for Board members, apply a diversity policy consisting of Rule 4.1 in the Swedish Corporate Governance Code.

When deciding on the Nomination Committee, unanimity shall be sought. When unanimity cannot be reached, decisions are taken by a simple majority and in the case of equal number of votes, the chairman has the casting vote.

The term of office of the Nomination Committee shall extend until the composition of a new Nomination Committee is published. This instruction for the appointment of the Nomination Committee is applicable until decided otherwise by a future General Meeting.
