

Motivated opinion regarding the nomination committee's of Bravida Holding AB (publ) proposals to the annual general meeting 2016

Background

The nomination committee of Bravida, which consists of Monica Caneman (chairman of the board), Jeff Scherer (representing Bain Capital, also chairman of the nomination committee), Peter Lagerlöf (representing Lannebo Fonder) and Håkan Berg (representing Swedbank Robur),

The nomination committee has held two meetings and has further had several discussions via e-mail and telephone. The nomination committee has discussed and evaluated the board of directors' work and monitored the election process as regards new board members with desired knowledge and experience. The nomination committee has also evaluated the remuneration rates to the board.

The nomination committee's proposals

Jeff Scherer has declined re-election.

The nomination committee makes the following proposals for Bravida's board of directors:

- that the board of directors shall consist of seven board members with no deputy members,
- that the board members Monica Caneman, Michael Siefke, Ivano Sessa and Jan Johansson are re-elected and that Staffan Pålsson, Cecilia Daun Wennborg and Mikael Norman are elected as new board members, all for the period up until the end of the next annual general meeting,
- that Monica Caneman is re-elected as chairman of the board.

Motivated opinion

The nomination committee has as basis for its work been provided with an evaluation of the board of directors and its work. The nomination committee has conducted interviews with members of the board and the chairman of the board has given a report on how the board's work has been carried out. The size and composition of the board, as regards for example sector experience and competence, has been discussed.

Based on inter alia the above, the nomination committee has been given a positive impression of the board of directors' work during 2015. Further, the nomination committee is of the opinion that the board members complement each other well as regards qualifications and experiences. The nomination committee has also discussed diversity perspectives on the premise that this is of importance in the board composition. The nomination committee will continue its process to, in a longer perspective, further strengthen the diversity of the board.

Based on the evaluation made, the nomination committee proposes that the annual general meeting 2016 re-elects Monica Caneman, Michael Siefke, Ivano Sessa and Jan Johansson as board members and elects Staffan Pålsson, Cecilia Daun Wennborg and Mikael Norman as new board members. The nomination committee has assessed that the proposed seven member strong board, represents adequate competencies and capacity. The nomination committee has further resolved to propose that Monica Caneman is re-elected as chairman of the board of directors.

A presentation of the persons proposed by the nomination committee to be re-elected board members is available at www.bravidagroup.com and a presentation of the persons proposed for election is included in the nomination committee's proposal to the annual general meeting 2016.

Stockholm, April 2016
Bravida Holding AB (publ)
The nomination committee