

Semcon AB's Nominations Committee – explanatory statement on the Nominations Committee's proposals to the Board (item 2.6 in the Code of Corporate Governance).

Semcon's Board currently consists of six members elected by the AGM. Jorma Halonen notified the Board prior to the 2011 AGM that he was declining re-election.

The Nominations Committee proposes the re-election of Hans-Erik Andersson, Marianne Brismar, Gunvor Engström, Håkan Larsson and Kjell Nilsson.

The Nominations Committee proposes that the AGM elects Joakim Olsson as a new Board member.

Joakim Olsson has solid international management experience from the energy and automotive sectors, which are important areas for Semcon. The Nominations Committee believes that Joakim Olsson's experience will add valuable competence to the work of the Board.

The Nominations Committee proposes the re-election of Hans-Erik Andersson as Chairman of the Board.

The Nominations Committee's proposals mean that the number of AGM-elected members remains unchanged at six.

The Nominations Committee has received the evaluation made by the Board and also interviewed the AGM-elected Board members. It has therefore been demonstrated that the Board's cooperation has worked well, with a strong commitment and that the attendance ratio was high. The Nominations Committee has considered the Board's need for versatility, expertise and experience. Against this background the Nominations Committee considers that the Board, with the Nominations Committee's proposals, now has a well-suited structure, considering the company's business, future development and general conditions.

In carrying out its duties the Nominations Committee has also considered the requirements set out in the Code of Corporate Governance concerning the impartiality of Board members.

Göteborg, 21 March 2011

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