

## **The Nomination Committee's proposals for Humana's 2018 Annual General Meeting**

The Nomination Committee of Humana AB, comprising Lloyd Perry, representative of Argan Capital (through the company Air Syndication SCA) (Chair of the Committee); Alexander Kopp, representative of Incentive AS; Katarina Hammar, representative of Nordea Funds Ltd; Sven-Erik Zachrisson, representative of Zirkona AB and Per Båtelson, Humana's Chairman of the Board, presents the following proposals prior to the Annual General Meeting of Humana AB on 16 May 2018.

### Chairman of the Annual General Meeting

Per Båtelson to be chairman of the AGM.

### Number of Board members and auditors

The number of Board members to be kept unchanged at seven Board members without deputies.

The Company to have one auditor without a deputy.

### Auditor

In accordance with the Audit Committee's recommendation, the re-election of KPMG AB as auditor until the end of the 2019 AGM.

Neither the Nomination Committee's nor the Audit Committee's recommendation of auditor have been subject to influence from third parties or been forced by any contractual terms that restricted the freedom of choice in the election of auditor.

### Directors' fees

Directors' fees are proposed to remain unchanged, with the exception of the proposal to increase the fee to the chairman of the Audit Committee. The proposal is that the fees should be paid as follows:

- Chairman of the Board: SEK 600,000 (600,000)
- Other non-executive directors: SEK 230,000 (230,000)
- Chair of Audit Committee: SEK 150,000 (100,000)
- Other members of the Audit Committee: SEK 20,000 (20,000)
- Chair and other members of the Remuneration Committee: SEK 12,500 (12,500)

The proposal means total Board remuneration of SEK 1,997,500 (1,947,500). Lloyd Perry waives his right to remuneration for board and committee work.

### Auditors' fees

Auditors' fees to be paid according to approved invoice.

## Election of Chairman and other Board Members

Re-election of Board members Per Båtelson, Helen Fasth Gillstedt, Per Granath, Kirsi Komi, Monica Lingegård, Lloyd Perry and Ulrika Östlund.

Re-election of Per Båtelson as Chairman of the Board.

## Nomination Committee's explanatory statement

The Nomination Committee's explanatory statement on the Board recommendations and information about the proposed Board members can be found in a separate document, which is available on the Company's website <http://corporate.humana.se>

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Stockholm, January 19, 2018

Nomination Committee, Humana AB

Lloyd Perry  
(Chair)

Alexander Kopp

Katarina Hammar

Sven-Erik Zachrisson

Per Båtelson  
(Chairman, Humana AB)