

*N.B. The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation the Swedish text shall prevail.*

#### **Item 16**

#### **The Nomination Committee's proposal for a resolution on the Nomination Committee for the next Annual General Meeting**

The Nomination Committee of Alfa Laval AB (publ) proposes that the Annual General Meeting to be held on April 23, 2013 adopts a resolution in the form set out below regarding the Nomination Committee for the next Annual General Meeting.

#### It was resolved:

**that** there shall be a Nomination Committee to prepare and present proposals to the Shareholders at the Annual General Meeting regarding the election of Chairman of the Annual General Meeting, Chairman of the Board of Directors, members of the Board of Directors and, where applicable, Auditors as well as compensation to the Board of Directors and the Auditors;

**that** the Nomination Committee shall consist of representatives of five larger, with Euroclear Sweden AB, directly registered shareholders ("Directly Registered Shareholders") at the end of the third quarter. The majority of the Nomination Committee's members may not be members of the Board of Directors. The members of the Nomination Committee shall be appointed as follows. The Chairman of the Board of Directors shall at the end of the third quarter contact five larger Directly Registered Shareholders of the Company, who shall have the right to appoint one member each of the Nomination Committee. In addition to such owner representatives, the Nomination Committee may decide that the Chairman of the Board of Directors shall form part of the Nomination Committee. If any of the larger Directly Registered Shareholders gives up the right to appoint a member of the Nomination Committee, another larger Directly Registered Shareholder shall be offered the opportunity to appoint a member of the Nomination Committee whereby no more than eight larger Directly Registered Shareholders need to be asked unless this is required for the Nomination Committee to consist of at least three members. Should a member resign from the Nomination Committee before its work is completed, the shareholder who appointed such member shall have the right to appoint a substitute. The Chairman of the Nomination Committee shall be a shareholder representative who at the same time may be a member of the Board of Directors. However, the Chairman of the Board of Directors shall not be the Chairman of the Nomination Committee. The Chairman of the Board of Directors shall, as part of the Nomination Committee's work, inform the Nomination Committee of such circumstances relating to the Board of Directors' work and need for specific competence etc. which may be of importance for the work of the Nomination Committee. Individual shareholders shall have the right to submit proposals to the Nomination

Committee regarding members of the Board of Directors for further evaluation within the work of the Nomination Committee;

**that** an appointed Nomination Committee shall remain for one year until a new Nomination Committee has been constituted. Should a shareholder who is represented in the Nomination Committee substantially decrease its shareholding and no longer be qualified for a post in the Nomination Committee, the shareholder's representative shall, where the Nomination Committee so decides, be dismissed and another of the Company's larger Directly Registered Shareholders be offered to appoint a member in his or her place;

**that** information on the composition of the Nomination Committee shall be announced in the Company's third-quarter interim report and on the Company's website not later than six months prior to the Annual General Meeting;

**that** the Nomination Committee shall be entitled to charge the Company for costs of recruitment consultants, where so deemed necessary to obtain a suitable selection of nominees for the Board of Directors; and

**that** the Nomination Committee shall report its work at the Annual General Meeting.

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