

**Proposals by the Nomination Committee
to be presented at the Annual General Meeting
of shareholders of Husqvarna AB (publ) on 4 May 2011**

The below proposals correspond with the numbering set forth in the agenda proposed by the Board of Directors.

Election of Chairman of the Meeting (item 2)

The Nomination Committee proposes that Lars Westerberg is elected chairman of the Annual General Meeting.

Determination of the number of Directors (item 9)

The Nomination Committee proposes that the Board of Directors shall comprise ten Directors without Deputies.

Determination of the remuneration to the Directors and the Auditor (item 10)

Remuneration

The Nomination Committee proposes a total Board remuneration of SEK 5,975,000, whereof SEK 1,650,000 to the Chairman of the Board and SEK 475,000 to each of the Directors not employed by the Company. For work within the Remuneration Committee, the Chairman shall receive SEK 100,000 and the two members SEK 50,000 each. For work within the Audit Committee, the Chairman shall receive SEK 175,000 and the two members shall receive SEK 75,000 each.

The Nomination Committee proposes that the previous set-up with a remuneration partly paid by way of synthetic shares not be renewed. However, the Nomination Committee expects the Board members to engage themselves financially in Husqvarna by acquiring Husqvarna-shares within a period of five years corresponding to one year's remuneration.

The Nomination Committee proposes that the Auditor's fee shall be paid on the basis of the approved invoice.

Election of Directors and Chairman of the Board (item 11)

The Nomination Committee proposes re-election of the Directors Lars Westerberg, Peggy Bruzelius, Robert F. Connolly, Börje Ekholm, Magdalena Gerger, Tom Johnstone, Ulla Litzén, Ulf Lundahl, Anders Moberg and Magnus Yngen.

The Nomination Committee considers that the ten Board Members proposed by the Nomination Committee are very well suited for carrying out Husqvarna's Board work and have an appropriate composition to meet Husqvarna's needs with respect to its operations, its strategy and direction. Thus no proposal for new election has been made. The Nomination Committee has paid particular attention to the company's strategic development and the importance of having a competent and well composed board of directors from a governance and supervision point of view. The Nomination Committee has also paid attention to the Board Members diversity for instance in background and experience.

The Nomination Committee proposes that Lars Westerberg is appointed chairman of the Board.

Presentation of all proposed Directors including evaluation of the Directors' independence is set forth in **Appendix 1**.

Nomination Committee (item 12)

The Nomination Committee proposes:

1. That the Company shall have a Nomination Committee consisting of one representative of each of the four largest shareholders in the Company with regard to the number of votes held, together with the Chairman of the Board of Directors. The names of the four representatives and the names of the shareholders they represent shall be announced at the latest six months before the Annual General Meeting 2012 and shall be based on the known number of votes as of August 31, 2011. The term of office for the Nomination Committee shall be for the period until a new Nomination Committee has been appointed. Unless the members of the Nomination Committee agree otherwise, the Chairman of the Nomination Committee shall be the member that represents the largest shareholder with regard to the number of votes held.
 2. That if, during the term of office of the Nomination Committee, shareholder having appointed a representative to the Nomination Committee no longer is among the four largest shareholders with regard to the number of votes held, representative appointed by such shareholder shall resign and the shareholder who is among the four largest shareholders with regard to the number of votes held, may appoint its representative. If there are only marginal changes in the number of votes held or if the change occurs later than three months before the Annual General Meeting, no changes shall be made in the composition of the Nomination Committee unless there are special circumstances. A shareholder who has appointed a representative as member of the Nomination Committee has the right to dismiss such member and appoint a new representative as member of the committee. Changes in the composition of the Nomination Committee shall be announced as soon as they have occurred.
 3. That the Nomination Committee shall prepare the below proposals to be submitted to the Annual General Meeting 2012 for resolution:
 - a) Proposal regarding Chairman of the Annual General Meeting;
 - b) Proposal regarding number of Directors and Directors on the Board;
 - c) Proposal regarding Chairman of the Board of Directors;
 - d) Proposal regarding Directors' fees and remuneration for committee work; stating the distribution between each member of the Board of Directors;
 - e) Proposal regarding Auditor's fees; and
 - f) Proposal regarding Nomination Committee for the Annual General Meeting of 2013
 4. That the Nomination Committee, when performing its duties, shall fulfil the tasks that rest upon the Nomination Committee under the Swedish Code on Corporate Governance including, i.a. to provide the Company with certain information in order to enable the Company to fulfil its disclosure obligation under the Code and for the Company to, upon request of the Nomination Committee, provide personnel resources such as secretary function for the Nomination Committee to facilitate the work of the committee. If needed, the Company shall also be able to pay reasonable costs for external consultants that the Nomination Committee deems necessary in order for the Committee to be able to fulfil its assignment.
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Annual General Meeting 2011

Proposal on the Board of Directors by the Nomination Committee

Determination of the number of Directors to be elected

The Nomination Committee proposes that the Board of Directors shall comprise ten Directors without Deputies.

Board of Directors

The Nomination Committee proposes re-election of the Directors Lars Westerberg, Peggy Bruzelius, Robert F. Connolly, Börje Ekholm, Magdalena Gerger, Tom Johnstone, Ulla Litzén, Ulf Lundahl, Anders Moberg and Magnus Yngen.

The Nomination Committee proposes that Lars Westerberg is appointed chairman of the Board.



Lars Westerberg, born 1948

Chairman of the Board

Lars Westerberg is M. Sc. Eng., Royal Institute of Technology, Stockholm, Sweden, BBA, Stockholm University, Sweden, and has been Chairman of the Board since 2006.

Other important board engagements: Chairman of the board of Autoliv Inc. Board member of AB Volvo, SSAB and Sandvik AB.

Previous positions: President and CEO and board member of Autoliv Inc. 1999–2007. President and CEO of Gränges AB 1994–1999. President and CEO of Esab AB 1991–1994.

Shareholding in Husqvarna: 234,000 B-shares.



Peggy Bruzelius, born 1949

Peggy Bruzelius is M. Econ., Hon. Doc. in B.A., Stockholm School of Economics, Sweden, and has been a member of the Board since 2006.

Other important board engagements: Chairman of the board of Lancelot Asset Management AB. Deputy Chairman of AB Electrolux. Board member of Akzo Nobel nv, Axfood AB, Diageo AB, Syngenta AG and the Association of the Stockholm School of Economics.

Previous positions: Executive Vice-President of SEB, Skandinaviska Enskilda Banken AB 1997–1998. President and CEO of ABB Financial Services AB 1991–1997.

Shareholding in Husqvarna: 2,925 A-shares and 9,750 B-shares.



Robert F. Connolly, born 1943

Robert F. Connolly is B.A., Rochester Institute of Business, New York, USA, and has been a member of the Board since 2006.

Other important board engagements: –

Previous positions: Executive Vice-President and Chief Marketing Officer Wal-Mart Stores Inc. 2001–2006. Positions in merchandising and marketing 1996–2006 and 1989–1993, Wal-Mart Stores Inc. Executive Vice-President as well as positions in merchandising, Montgomery Ward & Company Inc., 1994–1995 and 1987–1989.

Shareholding in Husqvarna: 300 A-shares and 1,000 B-shares.

**Börje Ekholm**, born 1963

Börje Ekholm has an MBA from INSEAD, France and M. Sc. Eng., Royal Institute of Technology, Stockholm, Sweden, and has been a member of the Board since 2006.

Börje Ekholm is President and CEO and board member of Investor AB (publ).

Other important board engagements: Chairman of the board and board member in a number of Investor group companies. Chairman of the board of the University Board of KTH. Board member of AB Chalmersinvest, EQT Partners AB, Lindorff Group AB, Scania AB and Telefonaktiebolaget LM Ericsson.

Previous positions: Senior management positions in the Investor Group since 1995. President of Investor Growth Capital Inc. 1998–2005. Responsible for New Investments 1999 and Executive Vice-President of Investor AB 1997.

Shareholding in Husqvarna: 4,200 A-shares, 14,000 B-shares and 50,000 A-shares held in a company.

**Magdalena Gerger**, born 1964

Magdalena Gerger is MBA from Stockholm School of Economics, Sweden, and has been a member of the Board since 2010.

Magdalena Gerger is President of Systembolaget AB.

Other important board engagements: Board member of IKEA (Ingka Holding BV) and Kungsträdgården Park och Evenemang AB.

Previous positions: Senior Vice President and responsible for Nordic Marketing & Innovation within Arla Foods 2005-2009, management consultant Futoria AB 2004, Category Director (UK & Ireland) in Nestlé UK Ltd 2000-2003, ICI Paints 1998-2000 and in Procter & Gamble 1996-1997.

Shareholding in Husqvarna: –

**Tom Johnstone**, born 1955

Tom Johnstone is M.A., University of Glasgow, Hon. Doc. in B.A., University of South Carolina, USA, and has been a member of the Board since 2006.

Tom Johnstone is President and CEO and board member of AB SKF.

Other important board engagements: Board member of Chalmers University of Technology and Investor AB.

Previous positions: Senior management positions within AB SKF since 1987. Executive Vice-President of AB SKF 1999–2003.

President Automotive Division 1995–2003.

Shareholding in Husqvarna: 990 A-shares and 4,800 B-shares.

**Ulla Litzén**, born 1956

Ulla Litzén is M. Sc. In Econ. and BA, Stockholm School of Economics, Sweden and MBA from Massachusetts Institute of Technology, USA, and has been a member of the Board since 2010.

Other important board engagements: Board member of Atlas Copco AB, AB SKF, Boliden AB, Alfa Laval AB and NCC AB.

Previous positions: President of W Capital Management AB, wholly owned by the Wallenberg Foundations, 2001-2005. Senior management positions and member of the Management Group, Investor AB, 1996-2001. Managing Director, responsible for Core Holdings, 1999-2000. President Investor Scandinavia AB 1996-1998.

Shareholding in Husqvarna: 10,000 B-shares.



Ulf Lundahl, born 1952

Ulf Lundahl is M. of Law and MBA, Lund University, Sweden, and has been a member of the Board since 2008.

Ulf Lundahl is Executive Vice President and deputy President of L E Lundbergföretagen AB (publ).

Other important board engagements: Board member of Holmen AB, Cardo AB, Indutrade AB, Stockholm City Fire Insurance Office and Handelsbanken, Regional Bank Stockholm.

Previous positions: Senior adviser of L E Lundbergföretagen AB 2003–2004, President of Danske Securities 2001–2003, President of Östgöta Enskilda Bank/Danske Bank Sverige 1992–2001, President of Nokia Data Sverige 1989–1992, Executive Vice President of Götabanken/GOTA Bank 1983–1989, Strategy consultant SIAR 1976–1983.

Shareholding in Husqvarna: 1,125 A-shares and 3,750 B-shares.



Anders Moberg, born 1950

Anders Moberg has been a member of the Board since 2006.

Other important board engagements: Chairman of the board of Clas Ohlson AB and Biva A/S. Board member of Ahlstrom Corporation, Byggmax AB, DFDS A/S, Hema BV and Zeta Display AB.

Previous positions: CEO of Majid Al Futtaim Group LLC, 2007–2008. President and CEO of Royal Ahold N.V. 2002–2007. Division President Home Depot, Inc. USA, 1999–2002. President and CEO of IKEA Group 1986–1999.

Shareholding in Husqvarna: 180 A-shares and 110.600 B-shares.



Magnus Yngen, born 1958

Magnus Yngen is M. Eng. Lic. Tech., Royal Institute of Technology, Stockholm, Sweden, and has been a member of the Board since 2009. President and CEO of Husqvarna AB (publ).

Other important board engagements: Board member of Duni AB and the Association of Swedish Engineering Industries. Member of the Business Executives Council of IVA.

Previous positions: Head of Major Appliances Europe, Electrolux, 2006–September 2008, Executive Vice-President and member of Electrolux Group Management 2002–2008. Head of the Electrolux Floor-care and Small Appliances business sector 2002. Head of this sectors European operation 2001, Head of Floor Care International operations, 1999. Technical Director in the Electrolux direct sales operation LUX, 1995.

Shareholding in Husqvarna: 67,678 B-shares.

Requirements for independence

According to the Swedish Code on Corporate Governance, a majority of the directors of the Board elected at the General Meeting should be independent in relation to the Company and the Company's management, and at least two of the directors that are independent in relation to the Company should also be independent in relation to the Company's major shareholders.

The Nomination Committee is of the opinion that the proposed Board of Directors fulfils the requirements of the Code.

Name		Nationality	Independence in relation to the company and management	Independence in relation to major shareholders
Lars Westerberg	Chairman of the Board and member of the Remuneration Committee	SE	Yes	Yes
Peggy Bruzelius	Member of the Audit Committee	SE	Yes	Yes
Robert F. Connolly		US	Yes	Yes
Börje Ekholm	Chairman of the Audit Committee	SE	Yes	No
Magdalena Gerger		SE	Yes	Yes
Tom Johnstone	Chairman of the Remuneration Committee	UK	Yes	No
Ulla Litzén		SE	Yes	Yes
Ulf Lundahl	Member of the Audit Committee	SE	Yes	No
Anders Moberg	Member of the Remuneration Committee	SE	Yes	Yes
Magnus Yngen		SE	No	Yes