

HUSQVARNA AB (publ)

Explanatory Statement of the Nomination Committee to the 2021 Annual General Meeting (“AGM”) (April 14, 2021)

*This document is provided in accordance with Section 2.6 of the Swedish Code of Corporate Governance (the “**Swedish Code**”), and explains how the Nomination Committee has conducted its work and the reasoning behind certain of the Nomination Committee’s proposals to the AGM. The full list of such proposals is contained in a separate document (the “**Nomination Committee Proposals**”) that has been published in connection with the Notice of AGM.*

A. Establishment and Work of the Nomination Committee

According to the process first established at its 2013 AGM, Husqvarna AB has a five-member Nomination Committee that is established each year, and which consists of (A) one representative from each of the four largest shareholders in terms of voting rights, and (B) the Company’s Chair of the Board. The Nomination Committee for the 2021 AGM was formed in September 2020, and consists of the following persons (with nominating shareholder shown in parenthesis):

- Petra Hedengran (Investor AB), Chair of the Nomination Committee
- Claes Boustedt (L E Lundbergföretagen AB)
- Fredrik Ahlin (If Skadeförsäkring AB)
- Henrik Didner (Didner & Gerge Fonder AB)
- Tom Johnstone, Chair of the Husqvarna AB Board

The Nomination Committee has held five formal meetings and has had ongoing communication in between and following such formal meetings. The main work of the Nomination Committee has been to assess, and make proposals with respect to, the composition of, and compensation to, the Board of Directors and making a recommendation on, and compensation to, the Company’s external auditor. To assist the Nomination Committee in its work, the Chair of the Board has presented to the Committee (A) an evaluation of the current Board and its work, and (B) a report on the Company’s operations, objectives and strategies. In preparation of the Nomination Committee’s proposal with respect to election of external auditor, the Nomination Committee has assessed the recommendation from the Company’s Audit Committee.

Due to Ulla Litzén giving notice to the Nomination Committee that she will not be available for re-election as a Board member, the Nomination Committee has also assessed replacement candidates and proposes that Ingrid Bonde be elected as a new board member at the 2021 AGM.

Ingrid Bonde, born 1959, is Chair of the Board in Apoteket AB and Alecta, Vice Chair of the Board in Telia Company AB and a Board member in Securitas AB. She has previously been Chair of Klimatpolitiska Rådet (authority in charge of monitoring the Swedish politics for climate), CFO and deputy CEO at Vattenfall AB and CEO at AMF Pensionsförsäkring AB. Ingrid Bonde is deemed independent in relation to both the Company and Company’s management and major shareholders. Ingrid Bonde has a broad industry background with focus on the financial industry, extensive board experience and experience and knowledge in the area of sustainability. The Nomination Committee therefore believes that Ingrid Bonde will contribute with valuable competence and experience and that she is well suited as Board member for the Company.

B. Explanation of Proposals regarding the Board of Directors

Actual Proposals

The Nomination Committee has proposed that the following eight persons be elected as Directors by the 2021 AGM:

1. **Tom Johnstone**
2. **Katarina Martinson**
3. **Bertrand Neuschwander**
4. **Daniel Nodhäll**
5. **Lars Pettersson**
6. **Christine Robins**
7. **Ingrid Bonde (new election)**
8. **Henric Andersson**

Further information about all individuals proposed for election can be found in the separate “Nomination Committee Proposals” document.

The Nomination Committee has proposed that **Tom Johnstone** be re-elected as Chair of the Board of Directors.

Diversity & Breadth of Competence

The Nomination Committee's view, consistent with the Swedish Code, is that the composition of the Board should exhibit diversity and breadth, and that the Directors elected by the AGM should reflect those skills, experiences, and backgrounds needed for the Company's operations, growth, and other conditions. The Nomination Committee has applied Section 4.1 of the Swedish Code as its diversity policy.

In carrying out its work, the Nomination Committee paid particular attention to the following factors:

- The extent to which the current Board of Directors meets the requirements that are placed on the Board in light of the Company's situation, strategic development and future direction.
- The goal of having a diverse, gender-balanced Board of Directors.

The Nomination Committee believes that the proposed Directors are very well suited for carrying out Husqvarna AB's board work over the coming term of office. The Nomination Committee considers that the eight proposed Directors, together, have an appropriate composition to meet the Company's needs with respect to its operations and its competitive situation over the coming term.

Regarding diversity, the Nomination Committee noted that, of the non-management Board members proposed to be elected by the 2021 AGM (i.e., excluding the President & CEO):

- three of seven (43%) are women, and
- three of seven (43%) have a non-Swedish nationality.

Independence Requirements

Under the Swedish Code, a majority of the Directors to be elected by shareholders must be independent from the Company and its executive management (herein, “**Company Independent**”). Furthermore, at least two of those Directors deemed Company Independent must also be independent in relation to the Company’s major shareholders (herein “**Shareholder Independent**”). The Nomination Committee has assessed each proposed Director and concluded that the Swedish Code’s independence requirements are satisfied, as shown in the below chart:

Proposed Director	Company Independent	Shareholder Independent
Henric Andersson	NO	YES
Tom Johnstone	YES	NO
Katarina Martinson	YES	NO
Daniel Nodhäll	YES	NO
Lars Pettersson	YES	NO
Bertrand Neuschwander	YES	YES
Christine Robins	YES	YES
Ingrid Bonde	YES	YES

C. No Changes to “Criteria and Duties of the Nomination Committee”

The Nomination Committee has also reviewed the Criteria and Duties of the Nomination Committee, as last revised in 2013, and determined that no changes are needed at this time.

The Nomination Committee, March 2021