

Proposals by the Nomination Committee to be presented at the Annual General Meeting of shareholders of Husqvarna AB (publ) on Wednesday April 6, 2016

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 Björn Kristiansson be elected Chairman of the Annual General Meeting.

Determination of the number of Directors to be elected (item 9)

The Nomination Committee proposes that the Board of Directors shall be comprised of nine Directors to be elected by the Annual General Meeting, and no deputies.

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

The Nomination Committee proposes that Directors receive the following basic compensation for their Board work (including the indicated additional remuneration for committee work):

	Proposal	Previous	Percentage Increase
Chairman of the Board	SEK 1,775,000	SEK 1,725,000	3%
Director	SEK 515,000	SEK 500,000	3%
Remuneration Committee Chair	SEK 110,000	SEK 100,000	10%
Remuneration Committee Member	SEK 55,000	SEK 50,000	10%
Audit Committee Chair	SEK 180,000	SEK 175,000	3%
Audit Committee Member	SEK 85,000	SEK 80,000	6%

In addition to the basic compensation described above and reimbursement for travel expenses, the Nomination Committee proposes that the following compensation be paid to Directors for each physical meeting attended in Sweden:

Residence of Director	Per Meeting Compensation
Nordic Countries	None
Europe (non-Nordic)	SEK 10,000
Outside of Europe	SEK 20,000

The Nomination Committee declares that it expects the Directors to engage themselves financially in Husqvarna by acquiring Husqvarna shares within a period of five years, corresponding to approximately one year's remuneration, calculated before tax.

The Nomination Committee proposes that the Auditors' fee shall be paid on the basis of approved invoice, in accordance with previous years' practice.

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

The Nomination Committee proposes re-election of Magdalena Gerger, Tom Johnstone, Ulla Litzén, David Lumley, Katarina Martinson, Daniel Nodhäll, Lars Pettersson and Kai Wärn. In addition, the Nomination Committee proposes the election of Bertrand Neuschwander as a new Director.

The Nomination Committee proposes that Tom Johnstone be appointed Chairman of the Board.

Presentation of all proposed Directors, along with an evaluation of such proposed Directors' independence is set forth in **Appendix 1**.

The Nomination Committee of Husqvarna AB (publ)
March 2016

Annual General Meeting 2016

Proposal on the Board of Directors by the Nomination Committee



Tom Johnstone, born 1955

Chairman of the Board

M.A., University of Glasgow, Scotland, Hon. Doc. in B.A., University of South Carolina, USA, Hon. Doc. in Science, Cranfield University, UK, and has been a member of the Board since 2006. Chairman of the Remuneration Committee.

Other important board engagements: Board Chairman of Combient AB and of the British-Swedish Chamber of Commerce. Board member of Investor AB, Volvo Cars and Wärtsilä Corporation.

Previous positions: President and CEO of AB SKF 2003-2014, Executive Vice President of AB SKF 1999–2003. President Automotive Division 1995–2003.

Shareholding in Husqvarna: 990 A-shares and 14,800 B-shares.



Magdalena Gerger, born 1964

M.Econ. and MBA, Stockholm School of Economics, Sweden, and has been a member of the Board since 2010.

President of Systembolaget AB.

Other important board engagements: Board member of Investor AB and IFN (the Research Institute of Industrial Economics). Member of IVA (Royal Swedish Academy of Engineering Sciences) and of the Swedish Trade Federation (*Svensk Handel*).

Previous positions: Senior Vice President responsible Global Fresh Dairy, Arla Foods 2005–2009, Management consultant Futoria AB, 2004, Category Director (UK and Ireland), Nestlé UK Ltd 2000–2003, ICI Paints 1998–2000 and in Procter & Gamble 1996–1997.

Shareholding in Husqvarna: 4,300 A-shares.



Ulla Litzén, born 1956

B. Sc. in Econ., Stockholm School of Economics, Sweden and MBA, Massachusetts Institute of Technology, USA, and has been a member of the Board since 2010. Chairman of the Audit Committee.

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

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

Shareholding in Husqvarna: 10,000 B-shares.



David Lumley, born 1954

B.A in Communications/Marketing, Western Illinois University, Macomb, Illinois, USA; MSJ Journalism, Northwestern University Medill School of Journalism, Evanston, Illinois, USA and MBA, Northwestern University Kellogg School of Management, Evanston, Illinois, USA, and has been a member of the Board since 2014. Member of the Remuneration Committee.

Other important board engagements: Board member of Valspar Corporation.

Previous positions: President and CEO of Spectrum Brands, Middleton, Wisconsin, USA. President Rubbermaid Home Products, Newell-Rubbermaid Inc., Atlanta, Georgia, USA. President and CEO, EAS Inc., Golden, Colorado, USA. President Brunswick Bicycles, Brunswick Corp., Lake Forest, Illinois, USA. President OMC International and Senior Vice President Marine Power Group, Outboard Marine Corp., Waukegan, Illinois, USA. General Manager Wilson Sporting Goods Co., Chicago, Illinois, USA.

Shareholding in Husqvarna: 6,252 ADR, B-shares.



Katarina Martinson, born 1981

M. Sc. in Econ., Stockholm School of Economics, Sweden and has been a member of the Board since 2012. Member of the Audit Committee.

Portfolio management for the Lundberg Family.

Other important board engagements: Board member of L E Lundbergföretagen AB, Fastighets AB L E Lundberg, Byggnads AB Karlsson & Wingsjö, L E Lundberg Kapitalförvaltning AB, Indutrade AB, Fidelio Capital AB, AniCura AB, Lyko AB and Greenfood AB.

Previous positions: Analyst at Handelsbanken Capital Markets 2008, Vice President at Strategas Research Partners LLC, New York, USA, 2006–2008, investment research at ISI, International Strategy & Investment Group, New York, 2005-2006.

Shareholding in Husqvarna: 113,478 A-shares (own) and 378,737 B-shares (own).



Bertrand Neuschwander, born 1962

Graduate engineer, Institut National Agronomique de Paris-Grignon, France, with an MBA from INSEAD.

Chief Operating Officer, Groupe SEB, France.

Other important board engagements: Board member of Orosdi Management SARL and Serge Ferrari Group SA.

Previous positions: Senior Executive Vice President for Strategy, Groupe SEB, 2012-2014, Chairman of SEB Alliance, 2011-2012, Senior Executive Vice President for Business Units, Groupe SEB, 2010-2011, CEO, Devanlay/Lacoste, 2004-2009, Chairman and Chief Executive Officer, Aubert Group, 2001-2004.

Shareholding in Husqvarna: 0



Daniel Nodhäll, born 1978

M. Sc. in Econ., Stockholm School of Economics, Sweden and has been a member of the Board since 2013. Member of the Audit Committee.

Managing Director, Head of Listed Core Investments at Investor AB.

Previous positions: Analyst focused on the engineering sector at Investor AB since 2002.

Shareholding in Husqvarna: 10,000 B-shares.



Lars Pettersson, born 1954

M. Sc. in Technical Physics, Material Sciences, Uppsala University, Sweden and has been a member of the Board since 2014. Member of the Remuneration Committee.

Other important board engagements: Board Chairman of KP-Komponenter A/S. Board member of Festo AG, AB Industrivärden, Indutrade AB, LKAB, L E Lundbergföretagen AB and Uppsala University.

Previous positions: President and CEO of AB Sandvik 2002-2011 and various positions within AB Sandvik 1978-2002.

Shareholding in Husqvarna: 5,000 B-shares.



Kai Wärn, born 1959

M. Sc. in Mechanical Engineering, the Royal Institute of Technology, Stockholm, Sweden, and has been a member of the Board since 2014.

President and CEO of Husqvarna AB.

Previous positions: Operations partner at IK Investment Partners Norden AB 2011-2013. President and CEO of Seco Tools AB 2004-2010. Various positions within ABB 1985-2004.

Shareholding in Husqvarna: 100,000 B-shares(Legal person), 63,634 B-shares (own).

Requirements for independence

According to the Swedish Code of 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 those directors who 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
Tom Johnstone	Chairman of the Board and Chairman of the Remuneration Committee	UK	Yes	No
Magdalena Gerger		SE	Yes	No
Ulla Litzén	Chairman of the Audit Committee	SE	Yes	Yes
David Lumley	Member of the Remuneration Committee	US	Yes	Yes
Katarina Martinson	Member of the Audit Committee	SE	Yes	No
Bertrand Neuschwander		FR	Yes	Yes
Daniel Nodhäll	Member of the Audit Committee	SE	Yes	No
Lars Pettersson	Member of the Remuneration Committee	SE	Yes	No
Kai Wärm		SE	No	Yes