

Annual General Shareholders' Meeting of SAS AB, April 7, 2010



The Nomination Committee's statement in accordance with rule 2.6 in the Swedish Code of Corporate Governance (the Code)

The company's situation with ongoing cost-saving and refinancing measures in combination with continued market weakness and stiff competition means that the company faces major business challenges in the short and medium term. Thus, after an overall assessment in accordance with rule 4.1 of the Code, the Nomination Committee finds that the company is best served by a Board characterized by continuity, broad qualifications, previous experience with the company as well as a certain degree of renewal on the Board that will bolster expertise in certain areas important to the company. The proposed Board composition is appropriate with regard to the company's situation, and the Nomination Committee also believes that the Code's requirements for versatility, breadth and gender balance will be met in a satisfactory manner.

The Nomination Committee recommends the reelection of Fritz H. Schur, Jens Erik Christensen, Dag Mejdell, Timo Peltola and Jacob Wallenberg and the election of Monica Caneman and Gry Mølleskog. The present Board members Berit Kjöll and Anitra Steen have declined reelection. Fritz H. Schur is recommended for reelection as Chairman of the Board.



Chairman Fritz H. Schur

Born 1951
Chairman of the Board of SAS AB since April 2008. Member of the Board of SAS AB since 2001. Chairman of the companies in the Fritz Schur Group.
Directorships: Chairman of Posten Norden AB, DONG Energy A/S, F. Uhrenholt Holding A/S., Relationscore ApS and C.P. Dyvig & Co. A/S. Vice Chairman of Brd. Klee A/S.
Education: Handelshøjskolens Afgangseksamen (HA) business degree.
Shareholding: 300,000



Vice chairman Jacob Wallenberg

Born 1956
Vice Chairman of the Board of SAS AB since 2001.
Chairman of Investor AB.
Directorships: Vice Chairman of Atlas Copco and SEB. Member of the Board of ABB Ltd, The Coca-Cola Company, the Knut and Alice Wallenberg Foundation and the Stockholm School of Economics.
Education: B.Sc. in Economics and MBA, Wharton School, University of Pennsylvania.
Shareholding: 75,000



Jens Erik Christensen

Born 1950
Member of the Board of SAS AB since 2006.
Directorships: Chairman of Scandinavian Private Equity A/S, Dansk Merchant Capital, Tower Group A/S, Alpha Holding A/S, Your Pension Management A/S, Nordisk Kontoforsikring AS, Copenhagen Multiarena A/S, EcsACT A/S. Vice Chairman of P/F Føroya Banki. Member of the Board of Falck Holding A/S, Hugin Expert A/S, mBox A/S, Amrop Hever A/S, Andersen & Martini A/S, Nordic Corporate Investments A/S, member of the Danish Government's infrastructure commission and the executive board of the Danish Cancer Society.
Education: Cand. act, Univ. of Copenhagen.
Shareholding: 95,000

According to the Nomination Committee, all members elected by the Shareholders' Meeting are to be regarded as being independent of the company and company management. The Nomination Committee deems all members of the Board to be independent of major shareholders, with the exception of Dag Mejdell, owing to his position as CEO of the wholly Norwegian-government owned Posten Norge AS.



Dag Mejdell

Born 1957
Member of the Board of SAS AB since 2008. President and CEO of Posten Norge AS.
Directorships: Chairman of the employers' association Spekter. Member of the Board of International Post Corporation, IK Investment Partners, Orkla ASA (corporate assembly).
Education: MBA, Norwegian School of Economics and Business Administration.
Shareholding: 31,160

Proposed new members



Monica Caneman

Born 1954
Proposed new member of the Board of SAS AB.
Directorships: Chairman of Fjärde AP-fonden, Linkmed AB, SOS International AS and Point International AB. Member of the Board of Investment AB Öresund, Poolia AB, Orexo AB, Schibsted ASA, Securia AB, Intermail AS and SJ AB (retiring in April).
Education: Civilekonom degree, Stockholm School of Economics.
Shareholding: 0



Timo Peltola

Born 1946
Member of the Board of SAS AB since 2005.
Directorships: Chairman of Neste Oil. Member of the Boards of Nordea, AW Energy Oy, Telia-Sonera, CVC Capital Partners Advisory Board. Adviser in the CapMan public market fund.
Education: MBA, Turku School of Economics and Business Adm. Studied at IMI, Geneva. Honorary doctorate in economics, Swedish School of Economics and Business Adm. in Helsinki and Turku School of Economics and Business Administration.
Shareholding: 15,000



Gry Mølleskog

Born 1962
Proposed new member of the Board of SAS AB.
Senior Client Partner in Korn/Ferry International.
Directorships: Member of the Board of Posten Norge AS, DnB NOR Finans and Norwegian Property ASA, et al.
Education: Studies at the University of Oslo and BI Norwegian School of Management.
Shareholding: 0