

Report on the work of TeliaSonera's Nomination Committee

At TeliaSonera's Annual General Meeting on April 3, 2012, it was resolved that the Nomination Committee consist of Kristina Ekengren (the Swedish State), Kari Järvinen (the Finnish State via Solidium Oy), Thomas Eriksson (Swedbank Robur fonder), Per Frennberg (Alecta) and the Chairman of the Board of Directors, Anders Narvinger. At the statutory meeting of the Nomination Committee, Kristina Ekengren was elected Chairman of the Nomination Committee.

After Thomas Eriksson declined further work in the committee, Swedbank Robur fonder informed in June 2012 that Jan Andersson had been appointed to substitute Thomas Eriksson as a member of the nomination committee.

No other shareholder has, within the scope of the instructions for the Nomination Committee, made a request to take part in the work of the Nomination Committee. The Nomination Committee has performed their duties in accordance with the instructions approved by the Annual General Meeting as well as the Swedish Code of Corporate Governance.

The Nomination Committee has held 13 minuted meetings since the Annual General Meeting of April 3, 2012. The conclusion of the Nomination Committee is that TeliaSonera needs a new start in many respects. This conclusion is based on the Committee's interviews with Board members and the former CEO regarding the Board's internal work and the company's current situation as well as on the conclusions in the Mannheimer Swartling report and the subsequent external communication by the Board of Directors of TeliaSonera.

The Nomination Committee was at an early stage informed that the Chairman of the Board, Anders Narvinger, and the Vice-Chairman of the Board, Timo Peltola, and Director Lars Renström decline re-election. Further, Directors Ingrid Jonasson Blank, Maija-Liisa Friman and Jon Risfelt have also informed the Nomination Committee that they decline re-election.

The Nomination Committee has found that – in addition to the previously identified competences, such as experience from the telecommunications industry and industries closely related to it, from market and consumer oriented operations and from major listed companies – there is reason to strive for experience from operational sustainability work and from Internet-based operations. Suitable candidates have been searched for on the basis of these competence needs.

The Nomination Committee considers that Marie Ehrling, Mats Jansson, Tapio Kuula, Nina Linander, Martin Lorentzon and Kersti Strandqvist together with the Board members who are available for re-election, Olli-Pekka Kallasvuo and Per-Arne Sandström, meet these qualifications.

Marie Ehrling is proposed to be elected as Chairman of the Board of Directors. Since 2010, TeliaSonera's Board of Directors has elected a Vice Chairman from among its members. The Nomination Committee proposes that the Vice Chairman be elected by TeliaSonera's shareholders instead and nominates Olli-Pekka Kallasvuo as Vice Chairman of the Board of Directors.

Before the Annual General Meeting of 2011, the Nomination Committee went through a slightly more extensive process for the evaluation and election of auditors. Before drawing up the proposal for 2013, the Nomination Committee received a shorter report from the Chairman of the Audit Committee. In April 2012, Bo Hjalmarsson turned over the role of the auditor in charge to Anders Lundin. The Nomination Committee proposes that PricewaterhouseCoopers AB, with Anders Lundin as the auditor in charge, be re-elected as TeliaSonera's auditors until the Annual General Meeting of 2014.

The Nomination Committee presents the following proposals to TeliaSonera's Annual General Meeting 2013

Number of Board members elected by the Annual General Meeting

The Nomination Committee's proposal for the number of Board members is eight with no deputy members, which means that the number remains unchanged.

Board members

The Nomination Committee proposes re-election of:
Olli-Pekka Kallasvuo and Per-Arne Sandström.

The Nomination Committee proposes new election of:
Marie Ehrling, Mats Jansson, Tapio Kuula, Nina Linander, Martin Lorentzon and Kersti Strandqvist.

It is the opinion of the Nomination Committee that all proposed Board members are independent in relation to the company and the major shareholders.

Chairman of the Board

The Nomination Committee proposes new election of Marie Ehrling as Chairman of the Board.

Vice Chairman of the Board

The Nomination Committee proposes new election of Olli-Pekka Kallasvuo as Vice Chairman of the Board.

Chairman of the Annual General Meeting

The Nomination Committee proposes that Sven Unger be elected as Chairman of the Annual General Meeting.

Remuneration to the Board of Directors

The Nomination Committee's proposal for annual remuneration to the Board members (resolution of 2012 in parentheses):

- Chairman of the Board: SEK 1,200,000 (SEK 1,100,000)
- Vice Chairman of the Board: SEK 750,000 (no Vice Chairman was elected by the Annual General Meeting)
- Other Board members elected by the Annual General Meeting: SEK 450,000 (SEK 450,000)
- Chairman of the Board's Audit Committee: SEK 150,000 (SEK 150,000)
- Other members of the Audit Committee: SEK 100,000 (SEK 100,000)
- Chairman of the Board's Sustainability and Ethics Committee: SEK 150,000 (the committee is new)
- Other members of the Sustainability and Ethics Committee: SEK 100,000 (the committee is new)
- Chairman of the Board's Remuneration Committee: SEK 65,000 (SEK 55,000)
- Other members of the Remuneration Committee: SEK 45,000 (SEK 35,000)

Auditors

The Nomination Committee proposes that the audit company PricewaterhouseCoopers AB be re-elected for a term expiring at the end of the Annual General Meeting 2014.

Members of the Nomination Committee

The Nomination Committee has reviewed the latest available information on the owners of TeliaSonera and has received proposals for members from the owners with the largest shareholdings in terms of voting rights. The Nomination Committee's proposal for members of the Nomination Committee until the Annual General Meeting 2014 is as follows: Magnus Skåninger (the Swedish State), Kari Järvinen (the Finnish State via Solidium Oy), Jan Andersson (Swedbank Robur fonder), Per Frennberg (Alecta) and the Chairman of the Board of Directors.

The Nomination Committee has also reviewed the instructions for the Nomination Committee and finds no reason to propose any changes.

On behalf of TeliaSonera's Nomination Committee

Kristina Ekengren

Chairman