

## Nomination Committee Report 2017/18

---

The Nomination Committee works according to an annual wheel with fixed agenda items.

In 2017/18 the Nomination Committee held three meetings. One of the three members was excused from one meeting within the member's term in 2017/18. The Committee dealt with the following main matters:

### **Board composition**

- Reviewed and proposed changes to the Board Competency Profile.
- Evaluated the independency criteria relevant for the Board and its committees, and reviewed the Board members' independence.
- Reviewed the diversity ambition of the Board and the composition of the Board in relation to diversity.
- Discussed succession planning for the Board and desired competences to be on the Board.

### **Search for and recommendation of Board candidates**

- Recommended a proposal to the Board for nomination of candidates for election or re-election at the Annual General Meeting as Chairman and board members. Prepared the Board's recommendation to the Annual General Meeting.
- Presented a proposal to the Board for appointment or re-appointment of individual members as Board committee members.

### **Board evaluation**

- Reviewed and discussed an external Board evaluation and presented the results to the Board and the Executive Board.
- Reviewed the attendance of board members in board and committee meetings.
- Reviewed the number of directorships and other offices of board members.

### **Executive Board and Corporate Leadership Team (CLT)**

- Reviewed and discussed succession planning for the Executive Board and CLT.
- Interviewed candidates for the EVP position in Natural Colors and recommended candidates to the CEO.
- Evaluated and presented the performance of the Executive Board to the Board on a continuous basis.

### **People and Organization**

- Reviewed and discussed
  - the progress of the Core Scientists Program to identify and secure knowledge sharing/succession of Core Scientists
  - the Job Architecture project mapping and calibrating all jobs across the organization into a global job hierarchy

## Nomination Committee Report 2017/18

---

- the corporate diversity targets and their status, as well as the Inclusion and Diversity Objectives for Chr. Hansen
- the Organizational Review from the CLT, including the talent and succession pipeline and presented the results to the Board
- the 2018 Engagement Matters results for Chr. Hansen and presented follow up actions to the Board
- the Chr. Hansen culture model
- the global onboarding project “Come Fly with Me”
- the People, knowledge and organization policy
- the Annual Report 2017/18 wording on diversity and endorsed it to the Board

### **Nomination Committee matters and governance**

- Reviewed and approved the Annual Wheel for 2017/18.
- Conducted a self-assessment, including a review of the Nomination Committee Charter.
- Conducted private meetings without the Executive Board being present.
- Approved a report on the committee’s activities in 2017/18.