

Report on the work of the Nominating Committee of Rezidor Hotel Group AB (the “Company”)

Following the nomination procedure established by the Annual General Meeting on April 25th, 2012 the three largest shareholders were identified as per August 31st, 2012. The names of the members of the Nominating Committee were published in a press release issued by the Company on October 23rd, 2012. The Nominating Committee consists of Mr. William van Brunt (Carlson group) as the Chairman, Mr. Peter van Berlekom (Nordea Investment Funds), and Mr. Björn Franzon (Swedbank Robur fonder). The Nominating Committee has worked in accordance with the procedure adopted by the Annual General Meeting and also in accordance with the Swedish Code of Corporate Governance. The Nominating Committee has held four minuted meetings since the Annual General Meeting of April 25th, 2012. In addition the members of the Nominating Committee have had informal telephone contacts in relation to its proposals for the Annual General Meeting 2013. The Nominating Committee began its work in October 2012.

The Nominating Committee has obtained information from the Chairman of the Board on the work of the Board of Directors and on the Company’s situation. The Nominating Committee has also reviewed the results of the assessment that was carried out on the internal work of the Board of Directors in 2012.

The Nominating Committee submits the following proposals to Rezidor Hotel Group AB’s Annual General Meeting 2013.

Number of Board members elected by the Annual General Meeting

The Nominating Committee’s proposal regarding the number of Board members is six without deputy members.

Board members

The Nominating Committee proposes that the following Board members be re-elected to the Board of Directors: Mr. Staffan Bohman, Mr. Göte Dahlin, Mr. Anders Moberg, Ms. Wendy Nelson and Mrs. Trudy Rautio.

The Nominating Committee proposes that Mr. Douglas M. Anderson is elected as a new member to the Board of Directors. Douglas M. Anderson (born 1954) is the President & CEO for Carlson Wagonlit Travel since April 2008. He was Executive Vice President & Chief Financial Officer for Carlson Wagonlit Travel since April 2007. From August 2005 to March 2007 he worked for Eastman Kodak S.A. as Finance Director of Digital & Film Imaging Systems for the Europe, Middle East and Africa region.

It is noted that Elizabeth Bastoni and Barry Wilson will be resigning from the Board.

No proposals for Board members have been submitted to the Nominating Committee from other shareholders.

The Nominating Committee makes the following assessment of independency of the proposed members. Trudy Rautio is the President & CEO and a Director of Carlson, Inc. (“Carlson”). Wendy Nelson is a member of the Board of Carlson Holdings, Inc., the holding company owning all of the shares in Carlson. Douglas M. Anderson is the President & CEO of Carlson Wagonlit Travel, a global business travel management company of which Carlson is the majority shareholder. All three are dependent in relation to the largest shareholder, Carlson. None of the three are dependent in relation to the company Rezidor, or Rezidor’s executive management.

The Nominating Committee considers that Staffan Bohman, Göte Dahlin and Anders Moberg are independent board members both in relation to the Company and in relation to larger shareholders.

Chairman of the Board of Directors

The Nominating Committee proposes that Trudy Rautio is elected as Chairman of the Board of Directors.

Chairman of the Annual General Meeting

The Nominating Committee proposes that Dick Lundqvist, attorney at law, be elected as Chairman of the Annual General Meeting.

Remuneration to the Board of Directors

The Nominating Committee's proposal for annual remuneration to Board members is a total of € 341,000 of which € 36,000 relates to committee work, to be apportioned amongst the Board members elected at the Annual General Meeting as follows:

- Chairman of the Board: € 80,000,
- Vice Chairman of the Board: € 65,000,
- Other Board members elected by the Annual General Meeting: € 40,000,
- Chairman of the Board's Audit Committee: € 9,000,
- Other members of the Audit Committee: € 6,500,
- Chairman of the Board's Compensation Committee: € 6,000,
- Other members of the Board's Compensation Committee: € 4,000.

The above proposal is € 44,000 less than the total remuneration which was approved by the 2012 Annual General Meeting.

Provided that it is cost neutral for Rezidor Hotel Group AB and after a written agreement between Rezidor Hotel Group AB and a (Swedish) limited liability company which is wholly-owned by a Board member, Rezidor Hotel Group AB may approve that the board fee is invoiced by the company wholly-owned by the Board member. In such case the invoiced fee shall be increased with an amount corresponding to social security payments pursuant to law and value added tax pursuant to law.

Remuneration Auditors

The Nominating Committee's proposal for remuneration to the Auditors is payment of approved invoices.

Auditors

The Nominating Committee proposes re-election of the registered public accounting firm Deloitte as the Company's auditor for a three year period until the end of the 2016 Annual General Meeting. Deloitte AB has informed that if it is elected as auditor, the chartered accountant Mr. Thomas Strömberg will continue as responsible for the audit.

Proposal for appointment of the Nominating Committee for the Annual General Meeting 2014

The Nominating Committee proposes to the Annual General Meeting that the same nomination procedure used in the nomination work this year should be used also for the coming year.

The three largest known shareholders will be contacted by the Chairman of the Board of Directors based on the Company's index of registered shareholders provided by Euroclear Sweden AB as of August 31st, 2013.

On behalf of Rezidor Hotel Group AB (publ) Nominating Committee

15 March 2013

William van Brunt, Chairman