

## **Notice of Annual General Meeting 2003**

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[This document is a translation of the Swedish original.]

**Shareholders of AB Industrivärden (publ) are hereby invited to attend the Annual General Meeting to be held at 2 p.m. on Wednesday, April 2, 2003, at the Grand Hotel, Vinterträdgården (entrance at the corner of Stallgatan/Blasieholmsgatan), in Stockholm. Coffee will be served before the Meeting.**

### **Notice of Attendance, etc.**

To be entitled to participate in the Annual General Meeting, shareholders must be listed on the print-out of the shareholder register issued by VPC as per Sunday, March 23, 2003, and give notice of their intention to participate in the Meeting no later than 3 p.m. on Monday, March 31, 2003.

Notice of intention to participate in the Meeting can be given in writing to AB Industrivärden (publ), Box 5403, SE-114 84 Stockholm, Sweden; by phone at +46-8-666 6400; by fax at +46-8-661 46 28; or by e-mail at [agm@industrivarden.se](mailto:agm@industrivarden.se). Notification by e-mail requires receipt of confirmation (within 24 hours) that notification has been made.

To be entitled to participate in the Meeting, shareholders whose shares are registered in the name of a trustee must request temporary registration of their shares in their own names with VPC as per Sunday, March 23, 2003.

### **Agenda**

- 1 Election of the AGM chairman.
- 2 Drawing-up and approval of the register of voters.
- 3 Approval of the agenda.
- 4 Election of one or two persons to check the minutes.
- 5 Decision as to whether the AGM has been duly convened.
- 6 Presentation of the annual report and audit report, and of the consolidated accounts and audit report for the group.
- 7 Decisions concerning.
  - a. adoption of the income statement and balance sheet, and the consolidated income statement and consolidated balance sheet.
  - b. allocation of the company's profit as shown in the adopted balance sheet.
  - c. discharge from liability of the members of the board of directors and the president.
- 8 Determination of the number of directors to be appointed by the AGM, and deputies for them.
- 9 Determination of directors' fees.
- 10 Election of directors.
- 11 The matter of a nominating committee for future election of directors.
- 12 Request by Carl Axel Bruno for an account of the equities portfolio as per March 1, 2003.
- 13 Proposal from Lennart Israelsson that Industrivärden distribute its assets to the shareholders and be liquidated.
- 14 Proposal from Einar Hellbom that the AGM resolve to give the Class A and C shares equal voting power, with compensation being paid to holders of Class A shares.

## Proposals

*The nominating committee proposes the following with respect to the items of business above:*

- 8 Eight directors and no deputy.
- 9 SEK 2,500,000 in directors' fees, to be apportioned among the directors in accordance with the Board's decision.
- 10 Reelection of the directors Boel Flodgren, Tom Hedelius, Finn Johnsson, Sverker Martin-Löf, Arne Mårtensson, Lennart Nilsson, Anders Nyrén and Clas Reuterskiöld.
- 11 Authorization of the Chairman of the Board to appoint members from among the shareholders' representatives, who are not directors on the Company's board, to form with the Chairman a nominating committee for future Board elections.

Shareholders who together represent more than 65% of the total number of votes have declared that they intend to vote in favour of the nominating committee's recommendation as above.

*Lennart Israelsson has submitted a proposal in accordance with item 13 above.*

*Einar Hellbom has submitted a proposal in accordance with item 14 above.*

## Dividend

The Board proposes a shareholder dividend of SEK 5.00 per share, plus a bonus dividend of SEK 0.80 per share, for a total of SEK 5.80 per share.

The Board proposes Monday, April 7, 2003, as the record date for payment of the dividend. Provided that the AGM votes in favor of the proposal, dividends are expected to be sent from VPC on Thursday, April 10, 2003.

Stockholm, Sweden, March 2003

*The Board of Directors*  
AB Industrivärden (publ)