

Proposal for resolution regarding a Nomination Committee at the Annual General Meeting of Investor AB on March 27, 2007

Agenda Item 19

The Nomination Committee propose as follows:

1. The company shall have a Nomination Committee consisting of the Chairman of the Board of Directors and one representative for each of the four shareholders, or group of shareholders in accordance with item 2 below, controlling the largest number of votes and, wishing to nominate a representative. The names of the four representatives of the owners and the names of the shareholders they represent shall be published not later than six months prior the Annual General Meeting in 2008. The Nomination Committee shall remain in office until a new Nomination Committee has been appointed. The Chairman of the Nomination Committee shall, unless the members agree otherwise, be the member who represents the shareholder controlling the largest number of votes.
2. The Nomination Committee shall be constituted based upon statistics of ownership from the shareholders' register kept by VPC, as per the last banking day in August 2007 and other reliable ownership information that has been provided to the company at that time. When considering who constitute the four shareholders holding the largest number of votes, a group of shareholders shall be deemed to constitute one owner if they (i) have been registered as a group in the VPC-system or (ii) if they have published and informed the company in writing that they have entered into a written agreement to co-ordinate the exercise of their voting right in order to take a long-term joint position regarding the administration of the company.
3. If, earlier than two months prior to the Annual General Meeting, one or more of the shareholders who have appointed members of the Nomination Committee ceases to belong to the four shareholders controlling the largest number of votes, the members appointed by such shareholder shall resign from the Committee and the shareholder or shareholders who have become one of the four shareholders controlling the largest number of votes shall, after contact with the Chairman of the Nomination Committee, appoint its representatives.

A shareholder who has become one of the four shareholders controlling the largest number of votes less than two months prior to the Annual General Meeting shall, instead of being part of the Nomination Committee, be entitled to appoint a representative to be a co-opted member of the Nomination Committee.

A shareholder who has appointed a representative to be member of the Nomination Committee shall be entitled to dismiss such member and appoint a replacement member of the Nomination Committee. Changes in the composition of the Nomination Committee shall be published immediately after such changes having been made.

4. That the Nomination Committee shall present the following proposals for resolutions to the Annual General Meeting in 2008:
 - (a) proposal for Chairman of the Meeting;
 - (b) proposal for Members of the Board of Directors;
 - (c) proposal for Chairman of the Board of Directors;
 - (d) proposal for remuneration to the Members of the Board of Directors, distinguishing between the Chairman of the Board of Directors and other Members of the Board of Directors and remuneration for committee work;
 - (e) proposal for remuneration to the Company's auditors; and
 - (f) proposal for rules to the Nomination Committee for the Annual General Meeting in 2009.

5. That, the Nomination Committee shall otherwise discharge any functions or assignments which are incumbent on the Nomination Committee under the terms of the Code of Corporate Governance, and that the Company on the request of the Nomination Committee shall put at the Committee's disposal staff resources, such as secretarial functions in the Committee to facilitate the Committee's work. If required, the Company shall also defray reasonable expenses for external advisors that the Nomination Committee judges necessary to engage for the due discharge of the Committee's functions and assignments.