Investor AB's Annual General Meeting den 27 mars 2007

Agenda Item 18

The Board of Directors' in Investor AB proposal for resolution regarding transfer of shares in the subsidiary EQT Partners AB to a company owned by employees in EQT Partners AB

Background and Reasons

Investor AB ("Investor") owns through the subsidiary Investor Holding AB ("Holding") approximately 67 per cent of the shares in EQT Partners AB (the "Company"). The officers of the Company (the "Partners") own through a legal entity the remaining 33 per cent. The Company's business is focused on advisory services to the different funds managed by EQT, at present eleven funds.

Investor was one of the founders of EQT's private equity operations in 1994 and has been the largest sponsor of all EQT's funds over the years. However, as EQT's funds have grown in size, Investor's holdings in the funds have decreased.

The Board of Directors of Investor considers that a transfer of shares to Partners would strengthen the platform for EQT's continuing development and make EQT's independence clearer. Furthermore, the change in ownership is in line with current market practice where the advisor company often is majority owned by the partners.

The change in the Company's ownership will not affect Investor's agreements with the eleven funds to which the Company acts as advisor. Investor will thus remain the largest investor and sponsor of these funds in these funds on unchanged financial terms and conditions, including Investor's part of the carried interest and the surplus from management fees.

The Board of Directors proposes against this background that Investor decreases its holdings in the Company from approximately 67 per cent to 31 per cent through transfer of 35.68 per cent of all shares to a legal entity wholly owned by the Partners.

Purchase Price

Key figures for the Company during the last five years:

(MSEK)	**2002**	**2003**	**2004**	**2005**	**2006**
Net sales	187	231	241	245	348
EBIT	38	41	39	37	47
Earnings after tax	27	29	27	26	33

The purchase price for the 35.68 per cent of the shares of the Company that are intended to be transferred to Partners will be EUR 31,200,000 (approximately SEK 290,000,000). The purchase price shall be effected in cash. Subject to the approval of the Annual General

Meeting the transfer is expected to be concluded on 29 March 2007. The Company's profit for 2006 will be distributed before the transfer.

The purchase price has been established on basis of Investor's own valuation of the Company and negotiations with representatives of the Partners.

The valuation is based on an overall assessment of the historical outcome, estimated future cash flows and reasonable multiples. In assessing the future cash flows the presumed growth has been estimated to 3-10 per cent annually during a foreseeable future. A discount rate of 10-15 per cent, which corresponds to a market based rate of return, has been utilised. As the shareholders' equity in the Company is limited and the profits from previous years have been distributed, there are no accumulated profits to take into account in the valuation. In assessing the value notice has been taken to macro as well as company specific risks.

The Board of Directors has obtained two independent opinions regarding the fairness of the proposed transaction, one from PricewaterhouseCoopers and another from Deloitte

PricewaterhouseCoopers and Deloitte have evaluated the transaction by, inter alia, assessing a reasonable fair market value of all shares in the Company, by a cash flow valuation based on discounted expected future cash flows using discount rates in line with market requirements. The information that has formed the basis for the analysis and estimations of the value is inter alia the annual accounts for 2004 and 2005, preliminary annual report for 2006, budget for 2007 and other internal financial and business related information.

PricewaterhouseCoopers and Deloitte consider based on the estimations of the value of the Company that the agreed purchase price is fair from a financial viewpoint to the shareholders of Investor.

The valuation reports obtained by the Board of Directors from PricewaterhouseCoopers and Deloitte are enclosed as Appendix A and Appendix B.

The implementation of the proposal is subject to the approval at the Annual General Meeting with at least 9/10 of both the votes cast and of the shares represented at the Meeting.

Stockholm, Februari 2007

INVESTOR AB (publ)
The Board of Directors