



**Auditors' report in accordance with Chapter 8, Section 54 of the Swedish Companies Act (2005:551), regarding compliance with the guidelines for remuneration to senior executives approved by the Annual General Meeting**

**To the Annual General Meeting of the Investor AB (publ.) Corporate Identity Number 556013-8298**

We have audited whether the Board of Directors and the managing director of Investor AB (publ.) have complied with the guidelines for remuneration to senior executives during the financial year 2013 which were approved by the Annual General Meeting on April 17<sup>th</sup> 2012 and by the Annual General Meeting on April 15<sup>th</sup> 2013.

**Responsibilities of the Board of Directors and the managing director**

The Board of Directors and the managing director are responsible for compliance with these guidelines and for such internal control as the Board of Directors and the managing director determine is necessary to enable compliance with these guidelines.

**Auditor's responsibility**

Our responsibility is to express an opinion, based on our audit, to the Annual General Meeting as to whether the guidelines have been complied with. We conducted our audit in accordance with FAR's standard RevR 8 *Audit of Remuneration to Senior Executives in Listed Companies*. This standard requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the guidelines have, in all material aspects, been complied with.

Our audit has included a review of the organization for and the documentation supporting the remuneration to senior executives as well as new decisions related to compliance with the guidelines. Our procedures have also included testing a sample of payments during the year to senior executives. The procedures selected depend on the auditor's judgment, including the assessment of the risks of whether the guidelines have not, in all material aspects, been complied with. In making those risk assessments, the auditor considers internal control relevant to the compliance of the guidelines in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

We believe that our audit procedures provide a reasonable basis for our opinion, as set out below.

**Opinion**

In our opinion, the Board of Directors and the managing director of Investor AB (publ.) have, during the financial year 2013 complied with the guidelines for remuneration to senior executives which were approved by the Annual General Meeting on April 17<sup>th</sup> 2012 and by the Annual General Meeting on April 15<sup>th</sup> 2013.

Stockholm March 31, 2014

Deloitte AB

Thomas Strömberg  
Authorized Public Accountant