

Minutes recorded at the Annual
General Meeting of Investor
Aktiebolag (Reg No. 556013-8298)
(the "Company") held at City
Conference Centre, Barnhusgatan 12 -
14, Stockholm, at 15:00 p.m. on
Tuesday, May 12, 2015.

§ 1

The Annual General Meeting was opened by the Chairman of the Board of Directors, Jacob Wallenberg, who made an introductory statement. (Appendix 1)

At the proposal of the Nomination Committee, represented by its Chairman, Hans Wibom, barrister Axel Calissendorff was appointed Chairman of the Annual General Meeting to lead the proceedings.

It was noted that the Company's Head of Legal, Petra Hedengran, was appointed to serve as Secretary of the Meeting.

The Annual General Meeting resolved to approve the presence of media representatives and invited guests in the audience, and that all sound or picture recording during the Annual General Meeting, except the Company's own, was prohibited.

§ 2

The attached list (Appendix 2) was approved as the voting list for the Annual General Meeting.

§ 3

The proposed agenda was approved. (Appendix 3)

§ 4

At the proposal of Hans Wibom, Marianne Nilsson of Swedbank Robur fonder and Ossian Ekdahl of Första AP-fonden, were appointed to attest the accuracy of the minutes of the Annual General Meeting together with the Chairman.

§ 5

The Annual General Meeting was declared duly convened.

§ 6

The Annual Report for the parent Company and for the Investor Group, for fiscal year 2014, as well as the Audit Report were presented. ([Appendix 4](#))

Authorised Public Accountant Thomas Strömberg, as auditor in charge for the audit, reported on the auditing work within Investor and commented on selected parts of the Audit Report and the auditor's comments on guidelines for remuneration.

§ 7

The President of the Company, Börje Ekholm, gave his address together with an illustrated presentation. ([Appendix 5](#))

On behalf of the Board of Directors, Investor AB and all shareholders, Jacob Wallenberg thanked Börje Ekholm for his valuable contributions to Investor, particularly his extraordinary achievements over the past ten years as President and CEO.

Jacob Wallenberg presented the elect President and CEO Johan Forssell, whereupon Johan Forssell briefly introduced himself.

§ 8

Jacob Wallenberg reported on the work of the Board of Directors and the work of the Board's committees. ([Appendix 6](#))

Jacob Wallenberg and Börje Ekholm replied and commented on questions from the shareholders.

§ 9

The Annual General Meeting adopted the income statements and balance sheets of the Annual Report of the parent Company and the Investor Group.

§ 10

The Annual General Meeting resolved to discharge the Members of the Board of Directors and the President from liability for the administration of the Company's business for the period covered by the Audit Report.

It was noted that the Members of the Board of Directors and the President did not take part in this decision.

§ 11

The Annual General Meeting approved the Board of Directors and the President's proposed allocation of earnings, including a dividend to be paid to shareholders of SEK 9.00 per share and the remaining funds to be carried forward as disposable money.

The Annual General Meeting approved Friday, May 15, 2015 as the record date for receipt of the dividend.

§ 12

The Chairman of the Nomination Committee, Hans Wibom, summarized the report on the Nomination Committee's work. (Appendix 7-12)

A. The Annual General Meeting approved the Nomination Committee's proposal that the number of Members of the Board of Directors appointed by the Annual General Meeting, for the time until the next Annual General Meeting of 2016, shall be eleven (11) Members of the Board of Directors and no Deputy Members of the Board of Directors.

B. The Annual General Meeting approved the Nomination Committee's proposal to appoint one (1) registered auditing company for the period until the end of the Annual General Meeting 2016.

§ 13

A. The Annual General Meeting approved the Nomination Committee's proposal regarding a total compensation to the Board of Directors of SEK 9,021,000, to be allocated with SEK 2,340,000 to the Chairman of the Board, SEK 625,000 to each of the other Members of the Board of Directors which are not employed by the Company, in cash and so called synthetic shares, and a total of SEK 1,056,000 in cash as remuneration for work in the committees of the Board of Directors. The compensation for the work in the committees of the Board of Directors would be allocated in the sum of SEK 250,000 to the Chairman of the Audit and Risk Committee and SEK 165,000 to the three other Members each, SEK 155,000 to the Chairman of the Remuneration Committee and SEK 78,000 to the two other Members each.

It was noted that the Nomination Committee, as last year, recommends the Board of Directors to establish a policy pursuant to which the Members of the Board are expected to, over a five-year period, acquire an ownership in Investor shares (or a corresponding exposure to the Investor share) with a market value which is expected to correspond to at least one year board remuneration, before taxes, excluding remuneration for committee work. In order to facilitate the establishment of such holding or exposure, each Member of the Board shall be entitled to elect to receive 50 per cent of the proposed remuneration before taxes, excluding remuneration for committee work, in the form of synthetic shares and 50 per cent in cash, instead of receiving 100 per cent of the remuneration in cash.

B. The Annual General Meeting approved the Nomination Committee's proposal regarding the auditors' fees to be paid upon approval of their invoices.

§ 14

It was noted that other assignments of nominated Members of the Board of Directors have been published on the Company's website and have also been included in the material that have been handed out to the shareholders at the Annual General Meeting. (Appendix 9)

For the time until the next Annual General Meeting in 2016, the Members of the Board of Directors, Dr. Josef Ackermann, Gunnar Brock, Magdalena Gerger, Tom Johnstone, Grace Reksten Skaugen, Hans Stråberg, Lena Treschow Torell, Jacob Wallenberg and Marcus Wallenberg were re-elected as Members of the Board of Directors and Johan Forssell and Sara Öhrvall were elected as new Members of the Board of Directors. Sune Carlsson, Börje Ekholm, O. Griffith Sexton and Peter Wallenberg Jr. had declined re-election as Members of the Board of Directors.

The Annual General Meeting re-elected Jacob Wallenberg as Chairman of the Board of Directors.

Jacob Wallenberg thanked, on behalf of the Board of Directors, Investor AB and all shareholders, Sune Carlsson, O. Griffith Sexton and Peter Wallenberg Jr. for all their valuable contributions to the Company.

§ 15

The Annual General Meeting approved to appoint the registered auditing company Deloitte AB as Auditor for the period until the end of the Annual General Meeting 2016. It was noted that Deloitte AB reported that the Authorized Public Accountant Thomas Strömberg will continue as the auditor in charge for the audit.

§ 16

The proposal from the Board of Directors on guidelines for salary and other remuneration for the President and other Members of the Management Group and on a long-term variable remuneration program for Members of the Management Group and other employees 2015, was presented. (Appendix 13 and 14)

A. The Annual General Meeting approved the proposal from the Board of Directors on guidelines for salary and other remuneration for the President and other Members of the Management Group.

B. The Annual General Meeting approved the proposal from the Board of Directors on a long-term variable remuneration program for Members of the Management Group and other employees 2015, which also includes the right of the Board of Directors to make minor amendments that are considered to be necessary for implementing the program.

§ 17

The Secretary declared that shareholders representing 18,881,748 shares had left the Annual General Meeting since the voting list was prepared and approved, which represented 4.255% of the shares at the Annual General Meeting according to the voting list.

The Annual General Meeting resolved that a new voting list should be prepared.

The attached list (Appendix 15) was approved as voting list.

The Board of Directors' proposal for resolution regarding purchase and transfer of own shares was presented. (Appendix 16)

A. The Annual General Meeting approved the proposal under item 17A of the agenda. It was noted that the resolution was supported by more than 2/3 of both the votes cast and of the shares represented at the Annual General Meeting.

B. The Annual General Meeting approved the proposal under item 17B of the agenda. It was noted that the resolution was supported by more than 9/10 of both the votes cast and of the shares represented at the Annual General Meeting.

§ 18

The shareholder Thorwald Arvidsson presented his proposals listed under item 18A-D on the agenda. (Appendix 17)

Jacob Wallenberg and Börje Ekholm commented on Thorwald Arvidsson's proposals.

Hans Wibom, representative for among others the Wallenberg Foundations, presented the view of the Foundations to vote against the proposals of Thorwald Arvidsson.

Thereafter, the Annual General Meeting resolved to reject the shareholder Thorwald Arvidsson's proposals under item 18A-D on the agenda.

Thorwald Arvidsson made a reservation against all decision under this item.

§ 19

Jacob Wallenberg finished with a short statement and welcomed all shareholders back for the next Annual General Meeting.

The Chairman declared the Annual General Meeting concluded.

Minutes taken by:
Petra Hedengran

Approved by:
Axel Calissendorff
Marianne Nilsson
Ossian Ekdahl

Note: Appendices not translated.