

Annual General Meeting of Saab AB (publ) on 5 April 2006

The Board's proposal for decision to empower the Board to decide on acquisition and transfer of the company's own shares

Agenda item 13

1. The Board proposes that the Annual General Meeting empower the Board to decide on acquisition of the company's own shares in accordance with the following conditions.
 - a) Acquisition shall be limited to the company's shares of share class B.
 - b) Acquisition shall take place on the Stockholm Stock Exchange or through an offer directed to all shareholders.
 - c) The acquisition of shares on the Stockholm Stock Exchange may take place only at a price within the officially quoted price range on each occasion, which is the interval between the highest buying price and the lowest selling price.
 - d) The acquisition of shares through an offer to all shareholders in the company shall take place at a price that is neither lower nor 20 per cent higher than the Stock Exchange price at the time of the offer.
 - e) The number of shares acquired shall be such that the company's holding on no occasion exceeds 10 per cent of all the shares in the company.
 - f) The empowerment may be utilized on one or more occasions before the next Annual General Meeting.

2. The Board furthermore proposes that the Annual General Meeting empower the Board to resolve on transfer of the company's own shares in accordance with the following conditions.
 - a) Transfer may take place on the Stockholm Stock Exchange at a price within the officially quoted price range on each occasion.
 - b) Transfer may take place under the Companies Act, Chapter 19, Articles 35 - 37, i.e. in other way than on the Stock Exchange.
 - c) The empowerment includes the right to resolve on deviations from shareholders' preferential rights and entitlement to make payment in other than monetary form.

- d) The transfer of shares in connection with acquisitions of companies or operations shall take place at a price that correspond closely to the market value of the company's share at the time of the transaction.
- e) The number of shares transferred shall not exceed the number acquired with the support of the empowerment in Point 1 above.
- f) The empowerment may be utilized on one or more occasions before the next Annual General Meeting.

The purpose of the empowerments is to provide the Board with increased scope for action in working with the company's capital structure and to enable acquisitions to be made where considered appropriate.

The reason for permitting deviations from shareholders' preferential rights in transfers relating to acquisitions of companies and operations is to enable alternative forms of payment in the event of such acquisitions.

In order to be valid, decisions on empowerment of the Board to decide on the acquisition and transfer of the company's own shares shall be approved by shareholders with at least two thirds of both the number of shares for which shareholders have voted in person at the Annual General Meeting and the number of shares for which shareholders have been represented.