

ATLAS COPCO AB – ANNUAL GENERAL MEETING 2008

Board proposals regarding the agenda items 12, 14 and 15

Item 12 – Board proposal in connection with the proposal from the Nomination Committee regarding synthetic shares

The Board proposes that the Board is granted the mandate until the next Annual General Meeting to decide on the acquisition of shares in the Company at one or more occasions in accordance with the following:

1. Acquisition of not more than 75 000 series A shares
2. The shares may only be acquired on the Nordic Stock Exchange in Stockholm
3. The shares may only be acquired at a price per share within the registered trading interval at any given point in time

The intention with the acquisition is to hedge the obligations of the Company towards Board members, inclusive of social charges, who have chosen to receive a part of the Board fee in the form of synthetic shares.

For a decision in accordance with the proposal from the Board the resolution must be supported by shareholders holding at least two-thirds of the votes cast as well as of the shares represented at the Meeting.

Item 14 – The proposal from the Board of Directors regarding the sale of own shares in connection with the performance related personnel option program 2006

The Board proposes that the Board is granted the mandate to sell at one or more occasions together maximum 200 000 series B shares, currently kept by the Company for this purpose, to cover costs, including social charges, that may be incurred in connection with the exercise of rights under the 2006 performance related personnel option program. The sale shall take place on the Nordic Stock Exchange in Stockholm at a price within the registered price interval at any given time.

For a decision in accordance with the proposal from the Board the resolution must be supported by shareholders holding at least two-thirds of the votes cast as well as of the shares represented at the Meeting.

Item 15 – The proposal from the Board of Directors regarding the acquisition of own shares

The Board proposes that the Board is granted the mandate until the next Annual General Meeting, considering the proposals in Items 12 and 13 regarding mandate for the Board to acquire shares as well as to the number of shares already owned by the Company, to decide at one or more occasions on the acquisition of shares in the Company in accordance with the following:

1. The acquisition may be made by maximum the number of series A shares or series B shares or a combination of those that the Company's possession of shares after each acquisition does not exceed 10% of the total number of the shares issued by the Company
2. The shares may only be acquired on the Nordic Stock Exchange in Stockholm
3. The shares may only be acquired at a price per share within the registered trading interval at any given point in time

The intention with the acquisition is to be able to continuously adapt the capital structure of the Company and by doing this, to increase shareholder value. The acquired shares, to the extent they will not be used for the purposes stated in items 12, 13 and 14, will be nullified subject to a proposal from the Board at a later Annual General Meeting.

For a decision under this item it is required that the proposal of the Board is supported by shareholders representing at least two thirds of both the votes cast and the number of shares represented at the Meeting.