

ATLAS COPCO AB Annual General Meeting 27 April 2009

The Board of Directors proposal regarding agenda points 12 and 14

Point 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 70 000 series A shares
2. The shares may only be acquired on the NASDAQ OMX 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 elected to receive 50% of the Board fee in the form of synthetic shares.

Item 14 – The proposal from the Board of Directors regarding the sale of own shares in connection with the performance related personnel option programs 2006 and 2007

The Board proposes that the Board is granted the mandate to sell at one or more occasions together maximum 1 445 000 series B shares, currently kept by the Company for this purpose, to cover costs, primarily cash settlement and social charges, that may be incurred in connection with the exercise of rights under the 2006 and 2007 performance related personnel option program. The sale shall take place on the NASDAQ OMX Stockholm at a price within the registered price interval at any given time.