

ANNUAL GENERAL MEETING OF INVESTOR AB

Shareholders of Investor AB (publ) are hereby summoned to the Annual General Meeting ("the Meeting") to be held on Tuesday, March 31, 2009, at 1:00 p.m. at City Conference Centre, Barnhusgatan 12-14, Stockholm, Sweden. Registration for the Meeting will commence at 11:30 a.m.

Participation

To be entitled to participate in the business of the Meeting, shareholders *must* be recorded in the register of shareholders maintained by Euroclear Sweden AB (former VPC AB, the Swedish Securities Register Center) on Wednesday, March 25, 2009, and *must* notify Investor of their intention to attend the Meeting no later than on Wednesday, March 25, 2009, on the website of Investor AB www.investorab.com, or by calling +46 8 611 29 10, or by writing to Investor AB, Annual General Meeting, SE-103 32 Stockholm, Sweden, whereby notification should also be given of the attendance of any assistants.

Personal data collected from the register of shareholders maintained by Euroclear Sweden AB will be used for registration and the drawing up of the voting list for the Meeting.

Nominee-registered shares

Shareholders whose shares are registered in the name of a nominee through the trust department of a bank or similar institution must, in order to be entitled to participate in the Meeting, request that their shares are temporarily re-registered in their own names in the register of shareholders maintained by Euroclear Sweden AB. Such registration must be effected on Wednesday, March 25, 2009. Shareholders are requested to inform their nominees well in advance of this date.

Proxies, etc.

Shareholders who are represented by a proxy must authorize the proxy by issuing a power of attorney. If such power of attorney is issued by a legal entity, an attested copy of the certificate of registration must be attached. The power of attorney and certificate of registration may not be issued more than one year before the date of the Annual General Meeting. The original power of attorney and the certificate of registration, where applicable, are to be sent to Investor AB, Annual General Meeting, SE-103 32 Stockholm, Sweden, well in advance of the Meeting. The form to use for a power of attorney can be found on Investor AB's website, www.investorab.com.

Agenda

1. Election of the Chairman of the Meeting.
2. Drawing up and approval of the voting list.
3. Approval of the agenda.
4. Election of two persons to attest to the accuracy of the minutes.
5. Decision on whether proper notice of the Meeting has been made.
6. Presentation of the annual report and the auditors' report, as well as of the consolidated financial statements and the auditors' report for the Investor Group.
7. The President's address.

8. Report on the work of the Board of Directors, the Remuneration Committee, the Audit Committee and the Finance and Risk Committee.
9. Resolutions regarding adoption of the income statement and the balance sheet for the parent company, as well as of the consolidated income statement and the consolidated balance sheet for the Investor Group.
10. Resolution regarding discharge from liability of the Members of the Board of Directors and the President.
11. Resolution regarding disposition of Investor's earnings in accordance with the approved balance sheet and determination of a record date for dividends.
12. Decisions on the number of Members and Deputy Members of the Board of Directors, who shall be appointed by the Meeting.
13. Decisions on the compensation that shall be paid to the Board of Directors and auditors.
14. Election of Chairman of the Board of Directors, other Members and Deputy Members of the Board of Directors.
15. Proposal for resolution on amendment of the Articles of Association.
16. Proposals for resolution on guidelines for salary and on other remuneration for the President and other Members of the management and on a long-term variable remuneration program for the management and other employees.
17. Proposal for resolution on purchase and transfer of own shares.
18. Proposal for resolution regarding a Nomination Committee.
19. Conclusion of the Meeting.

The Board of Directors' proposals for decision

Item 11 – Dividend and Record Date

The Board of Directors and the President propose a dividend to the shareholders of 4.00 Swedish kronor per share and that Friday, April 3, 2009, shall be the record date for receipt of the dividend. Should the Meeting decide in favor of the proposal, payment of the dividend is expected to be made by Euroclear Sweden AB on Wednesday, April 8, 2009.

Item 15 – Amendment of the Articles of Association

The Board of Directors proposes that Section 12, 2nd paragraph, in the Articles of Association is amended in accordance with the following:

§12, 2nd paragraph Notice of a General Meeting of shareholders shall be published in the Official Swedish Gazette (Post- och Inrikes Tidningar) as well as at the Company's website. At the time of the notice, an announcement with information that the notice has been issued shall be published in Dagens Nyheter and in Svenska Dagbladet.

The Board of Directors' proposal for the amendment of Section 12, 2nd paragraph, of the Articles of Association is conditional upon that an amendment of the Companies Act (SFS 2005:551) has come into force, entailing that the proposed wording above is in accordance with the Companies Act.

Item 16 - Guidelines for Salary and other Remuneration for the President and other Members of the Management and on a Long-term Variable Remuneration Program

The Board of Directors of Investor seeks to attain a remuneration system for the President, the Management and other employees which is in line with market conditions and competitive and thereby interesting for the qualified circle of employees that Investor wants to attract and retain.

For continuity, the Board of Directors' proposal is essentially in line with previous years' remuneration principles and is based on agreements already entered into between Investor and each executive.

Item 16A - Guidelines for Salary and other Remuneration for the President and other Members of the Management

"Management" and "executives" refer to the President and the other Members of the Management.

Investor shall offer a total remuneration in line with market conditions which will enable Investor to recruit and retain the most suitable executives. The remuneration to the Management shall consist of basic salary, variable salary, long-term variable remuneration programs, pensions and other remuneration. Together, those elements constitute the total remuneration of the individual. Basic salary, variable salary and long-term variable remuneration programs together constitute the salary of the employee.

The basic salary will be reviewed annually and constitutes the basis for calculating variable salary.

The variable salary is dependent upon the individual's capacity to meet yearly set goals.

The long-term variable remuneration program is dealt with under item 16B.

Pension benefits shall, as in previous years, partly consist of a defined benefit pension plan and partly of a premium based pension plan. The ratio of pension provisions to basic salary depends on the age of the executive. The age of retirement for the President and other executives shall be 60 years.

Other remunerations and benefits shall be on market terms and shall contribute to facilitating the executive's discharge of his or her tasks.

Investor and executives may terminate the contract of employment at six months' notice and severance pay shall not exceed 24 months of basic salary.

16B - Long-term Variable Remuneration Program 2009

As concerns the long-term variable remuneration program, it is the Board of Directors' ambition to create a structure which provides a balance between the employees' risk – by the requirements to make own investments in Investor shares in order to participate in the program – and the employees' possible reward – through performance-related allocation of Investor shares. The own investment further makes the employees committed to Investor. Thereby, part of the remuneration to the employees is related to the long-term development of Investor

and the Investor share entailing that the employee is exposed to share price increases and decreases and will have goals equivalent to those of Investor's shareholders.

In order to achieve this, Investor prepared, with the help of international expertise and in consultation with representatives of a number of Investor's shareholders, a proposal for a new long-term variable remuneration program which was presented at the Annual General Meeting 2006. The Board of Directors has decided to propose that the Annual General Meeting 2009 approve a long-term variable remuneration program for 2009 which in its basic principles corresponds to the programs introduced during 2006 to 2008.

In summary, the 2009 year program is built on a Stock Matching Plan under which the employees, for each Investor share in which they invest, receive two options and the right to purchase one share. In addition, the President and senior management may participate in a Performance-Based Share Program. Under the program, opportunities are given to purchase additional Investor shares depending on the total return on the Investor share over a three-year period in relation to certain pre-defined goals. The value of the long-term variable remuneration program is in line with the program from last year.

In order to reduce the cost of the long-term variable remuneration program, the Board of Directors intends to hedge the program through total return swaps with third parties and/or, subject to the shareholders' approval under item 17 on the agenda, repurchases of Investor's shares which can then be transferred to the employees under the Stock Matching Plan and the Performance Share Program.

Item 17 - Purchase and transfer of own shares

The Board of Directors proposes that the Board is authorized, during the period until the next Annual General Meeting, to decide on (i) purchases of Investor's shares on NASDAQ OMX Stockholm AB and purchases in accordance with purchase offerings to shareholders, respectively, and on (ii) transfer of Investor's shares on NASDAQ OMX Stockholm AB, or in a manner other than on NASDAQ OMX Stockholm AB including the right to decide on waiver of the shareholders' preferential rights and that payment may be effected other than in cash. Repurchases may take place so that Investor's holding amounts to a maximum of 1/10 of all the shares in the Company.

Furthermore, the Board of Directors proposes that the Meeting resolves that transfer of Investor's shares, in a maximum number of 2,500,000 (or the higher number that may follow from a recalculation because of a split, bonus issue or similar action), to the employees in accordance with the long-term variable remuneration program described in item 16B shall be possible. The number of shares has been calculated with a certain margin as share price fluctuations during the period up and until the measurement period following the 2009 Annual General Meeting may have an effect on the value of the program and, thus, on the number of shares to be included in the program.

The purpose of the proposed repurchase option is to give the Board of Directors wider freedom of action in the work with Investor's capital structure and, in accordance with what is described above, to give Investor the possibility to transfer shares to the employees. In addition, the repurchased shares are aimed to be used to secure the costs, including the social security payments, in connection with the long-term variable remuneration program and in connection with the allocation of synthetic shares as part of the remuneration to the Board of Directors (as regards synthetic shares, see the Nomination Committee's proposal for decision below).

The Nomination Committee's proposals for decision

Items 1, 12, 13, 14, and 18 – The Chairman of the Meeting, the number of Members of the Board of Directors, the compensation to the Board of Directors and the Auditors, the election of the Chairman of the Board of Directors and other Members of the Board of Directors, and resolution regarding the Nomination Committee

Investor's Nomination Committee, consisting of Jacob Wallenberg (Chairman of the Board of Directors), Johan Stålhånd (Wallenberg foundations), Lars Isacson (SEB Foundation), Caroline af Ugglas (Skandia Liv) and Curtis Jensen (Third Avenue Management LLC), jointly representing approximately 60 per cent of the voting rights for all the shares in Investor, proposes the following:

- Jacob Wallenberg as Chairman of the Meeting.
- Ten Members of the Board of Directors and no Deputy Members of the Board of Directors.
- A total compensation to the Board of Directors of SEK 6,937,500 to be divided between, in aggregate, SEK 5,875,000 (whereof SEK 1,875,000 to the chairman and SEK 500,000 to each of the eight remaining Members of the Board, which are not employed by the Company) in cash and in so-called synthetic shares and, in aggregate, SEK 1,062,500 in cash as remuneration for work in the committees of the Board of Directors.

With the purpose of further enhancing the Board of Director's long term interest in the Company's financial development to be comparable with the shareholders', the Nomination Committee, in conformity with 2008, proposes that at least 25 per cent of the remuneration, before taxes, excluding remuneration for committee work, shall be paid through allocation of synthetic shares. A Member of the Board of Directors may, however, elect to receive 50 per cent of the remuneration in synthetic shares. For administrative reasons, Members of the Board of Directors with foreign tax domicile shall be entitled to receive 100 per cent of the remuneration in cash.

The proposal thus entails that the Annual General Meeting approves remuneration to the Board of Directors in an amount of, in aggregate, SEK 6,937,500, whereof not less than SEK 1,093,750 and not more than SEK 2,937,500 shall consist of synthetic shares.

- Auditors' fees to be paid upon approval of their invoice.
At the 2007 Annual General Meeting, the registered auditing company KPMG AB was elected as auditor for the period until the end of the Annual General Meeting 2011 with the certified auditor Carl Lindgren as auditor in charge until further notice.
- The following persons are proposed for re-election as Members of the Board of Directors: Sune Carlsson, Börje Ekholm, Sirkka Hämäläinen, Håkan Mogren, Grace Reksten Skaugen, O. Griffith Sexton, Lena Treschow Torell, Jacob Wallenberg and Peter Wallenberg Jr.

The Member of the Board of Directors, Anders Scharp, has declined re-election.

Gunnar Brock is proposed to be elected as a new Member of the Board of Directors.

Gunnar Brock is President and Chief Executive Officer of the Atlas Copco Group (until May 31, 2009), Chairman of the Board of Mölnlycke Health Care AB, Member of the Board of Directors of Stora Enso Oyj and of the Association of Swedish Engineering Industries, and Member of the Royal Swedish Academy of Engineering Sciences (IVA).

Jacob Wallenberg is proposed to be re-elected as Chairman of the Board of Directors.

- Nomination Committee:
 1. That Investor shall have a Nomination Committee consisting of one representative for each of the four shareholders or group of shareholders controlling the largest number of votes and the Chairman of the Board of Directors. The names of the four shareholder representatives and the names of the shareholders they represent shall be published not later than six months prior to the Annual General Meeting in 2010.
 2. That, if during the incumbency of the Nomination Committee, one or more shareholders who have been appointed Members of the Nomination Committee cease to belong to the four shareholders controlling the largest number of votes, the composition of the Nomination Committee may be changed.
 3. That the Nomination Committee shall present proposals for resolutions on the following matters at the Annual General Meeting in 2010:
 - (a) proposal for Chairman of the Meeting;
 - (b) proposal for Members of the Board of Directors;
 - (c) proposal for Chairman of the Board of Directors;
 - (d) proposal for remuneration to the Members of the Board of Directors, distinguishing between the Chairman of the Board of Directors and other Members of the Board of Directors and remuneration for committee work;
 - (e) proposal for remuneration to Investor's auditors; and
 - (f) proposal for rules for the Nomination Committee regarding the Annual General Meeting in 2011.

Shares and Votes

Investor's share capital amounts to 4,795 million Swedish kronor, represented by 767,175,030 shares divided into 311,690,844 A-shares and 455,484,186 B-shares. A-shares carry one vote while B-shares carry 1/10th vote. Investor holds, as per February 17, 2009, 2,483,800 own B-shares, corresponding to 248,380 votes, which cannot be represented at the Meeting.

Further information

Information about all persons proposed as Members of the Board of Directors of Investor AB, the motivated opinion by the Nomination Committee regarding the proposal for the Board of Directors, the Nomination Committee's complete proposal regarding the Nomination Committee, proposal regarding remuneration in the form of synthetic shares and the allocation of the remuneration for committee work, can be found on Investor's website, www.investorab.com, as of February, 20, 2009, and will, without charge, be sent to the shareholders that request the Company to do so.

The Board of Directors' complete proposal and related documents for the Meeting's resolutions regarding item 15, 16 and 17, the amendment of the Articles of Association, the guidelines for salary and other remuneration, the long-term variable remuneration program and the purchase and transfer of own shares, will be available at Investor and on Investor's website as of February 20, 2009, and will, without charge, be sent to the shareholders that request the Company to do so. The

proposal regarding item 16, the guidelines for salary and other remuneration, and the long-term variable remuneration program, will in addition without charge be sent to the shareholders that have given notice of their intention to attend the Meeting.

Accounting documents, the Audit Report, and the statement of the Auditors regarding the application of guidelines for remuneration will be made available at Investor and on Investor's website no later than as of March 17, 2009, at the latest and will be sent without charge to shareholders that request the Company to do so.

For the convenience of non-Swedish speaking shareholders that are attending the Meeting, the proceedings of the Annual General Meeting will be simultaneously interpreted into English.

The President's address will be available on Investor's website, www.investorab.com, as of Wednesday, April 1, 2009.

Stockholm, February 2009

Investor AB (Publ)
The Board of Directors