

## WELCOME TO SCANIA'S ANNUAL GENERAL MEETING

The shareholders of Scania AB (publ) are hereby invited to the Annual General Meeting (AGM) at 2.00 p.m. on Monday, 5 May 2008 at Scaniarinken, AXA Sports Center, Södertälje, Sweden.

### NOTIFICATION

Shareholders who wish to participate in the AGM must

- first** be recorded in the shareholders' list maintained by VPC AB (the Swedish Central Securities Depository and Clearing Organisation) as of Monday, 28 April 2008.
- second** notify Scania AB (publ) ("the company") no later than 4.00 p.m. on Monday, 28 April 2008 by post to Scania AGM, Box 47011, SE-100 74 Stockholm, Sweden, or by telephone at +46 8 775 01 10 or by fax at +46 8 775 81 65 or via Scania's website [www.scania.com](http://www.scania.com) that they intend to participate in the AGM. This notification must state the shareholder's name, personal or corporate identity number, address and telephone number as well as the number of any accompanying assistants, but no more than two.

### NOMINEE SHARES

To be entitled to participate in the AGM, shareholders whose shares have been registered in the name of a nominee through the trust department of a bank or other nominee must temporarily reregister their shares in their own name in the shareholders' list maintained by VPC AB. To ensure that this registration is recorded in the shareholders' list by Monday, 28 April 2008, the shareholder must request that the nominee arrange reregistration *well before this date*.

### PROXY

Shareholders represented by proxy must issue a written power of attorney for the representative. If the power of attorney is issued by a legal entity, a certified copy of proof of registration (or if such a document does not exist, an equivalent authorisation document) for the legal entity must be attached. The documents may not be older than one year. To facilitate admission to the AGM, the original power of attorney plus certified copies of proof of certificates and other authorisation documents should be in the hands of the company at the above address no later than Friday, 2 May 2008.

Power of attorney forms are available on the company's website, [www.scania.com](http://www.scania.com).

## **ADMISSION CARD**

An admission card, which must be shown at the entrance to the AGM venue, will be sent to those who have notified the company of their intention to participate in the AGM within the above-stated period.

## **ITEMS OF BUSINESS**

1. Opening of the AGM.
2. Election of a Chairman of the AGM.
3. Establishment and approval of the voting list.
4. Approval of the agenda.
5. Election of two persons to verify the minutes.
6. Consideration of whether the AGM has been duly convened.
7. Presentation of the annual accounts and auditors' report, and the consolidated annual accounts and auditors' report.
8. Report on the work of the Board of Directors and its Audit and Remuneration Committees.
9. Address by the President and CEO.
10. Questions from the shareholders.
11. Adoption of the income statement and balance sheet and the consolidated income statement and balance sheet.
12. Resolution concerning discharge of the members of the Board and President from liability for the financial year.
13. Resolution concerning distribution of the profit or loss accorded to the adopted balance sheet and resolution concerning the record date for the dividend.
14. Resolution concerning split and transfer of assets through withdrawal of shares and bonus issue:
  - a) Share split.
  - b) Reduction of the share capital through withdrawal of shares.
  - c) Bonus issue without issuance of new shares.

- d) Authorisation.
- 15. Resolution concerning guidelines for salary and other remuneration of the President and CEO as well as other executive officers.
- 16. Resolution concerning the 2008 incentive programme.
- 17. Report on the work and proposals of the Nomination Committee, election of the Board of Directors and auditors etc.
  - a) Determination of the number of Board members and deputy Board members to be elected by the AGM.
  - b) Determination of remuneration for the Board.
  - c) Election of the Chairman of the Board, the Vice Chairman, other Board members and deputy Board members.
  - d) Determination of remuneration for the auditors.
- 18. Resolution concerning amendment to the Articles of Association.
- 19. Resolution concerning criteria for how members of the Nomination Committee shall be appointed.
- 20. Adjournment of the AGM.

## **PROPOSED RESOLUTIONS**

### **Proposed dividend and record date for the dividend**

Point 13 The Board of Directors proposes a dividend of SEK 5.00 per share. The Board proposes Thursday 8 May 2008 as the record date for the dividend. Provided that the AGM approves this proposal, the dividend is expected to be sent from VPC AB on Tuesday, 13 May 2008.

### **Resolution concerning split and transfer of assets through withdrawal of shares and bonus issue**

Point 14 The Board of Directors proposes that the AGM approve the implementation of a share split combined with a withdrawal of shares and a bonus issue in accordance with Points a) – d) below.

#### a) Share split

The Board of Directors proposes that the AGM approve the implementation of a 2:1 split, which will result in each share being divided into two shares of its original class.

The reason for implementing the split is to redeem one of the shares that replace the original share automatically, in accordance with the Board's proposal under Point b) below. When the split has been implemented, every second share shall be separated in the register of VPC AB as a redemption share of its respective class, A and B. The redemption shares shall be traded on the OMX Nordic Exchange Stockholm during the period between 21 May and 3 June 2008.

The AGM's decision to implement the share split shall be conditional upon a decision by the AGM to implement a reduction in share capital through a withdrawal of shares according to Point b) below and to implement a bonus issue without issuance of shares according to Point c) below.

The Board proposes that the AGM approve authorising the Board to set the date when the share split according to this Point a) shall be implemented.

b) Reduction in share capital through withdrawal of shares

The Board proposes that the AGM approve a reduction in share capital in the amount of SEK 1,000,000,000, resulting in a reduction in share capital from SEK 2,000,000,000 to SEK 1,000,000,000. The reduction shall be implemented by means of a mandatory withdrawal of 800,000,000 shares, of which 400,000,000 shall be A shares and 400,000,000 shall be B shares. The shares that shall be redeemed are the shares that are labelled as redemption shares under Point a) above. The purpose of the reduction in share capital is a repayment to the shareholders.

An amount of SEK 7.50 shall be paid to shareholders for each redemption share, of which SEK 1.25 will be transferred from share capital and SEK 6.25 constitutes a premium and will be transferred from unrestricted equity.

The Board of Directors shall be authorised to set the record date for the right to receive the redemption amount. Payment of the redemption amount share shall occur on the third banking day after the record date that the Board sets, but no later than 15 banking days after this decision and the decision concerning the bonus issue in Point c) below are recorded with the Swedish Companies Registration Office.

The AGM's decision to implement a reduction in share capital by means of a withdrawal of shares is conditional upon a decision by the AGM to implement a share split according to Point a) above and to implement a bonus issue without issuance of shares according to Point c) below.

It is noted that the company's share capital, after the reduction as provided above, will amount to SEK 1,000,000,000, divided into a total of 800,000,000 shares, of which 400,000,000 Series A shares and 400,000,000 Series B shares, each share with a quota value of SEK 1.25.

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As its statement pursuant to Chapter 20, Section 13, fourth paragraph of the Swedish Companies Act, the Board declares the following: The decision on reduction in share capital according to this Point b) may be implemented without obtaining permission from the Swedish Companies Registration Office or a court of general jurisdiction, since at the same time the company is implementing a bonus issue according to Point c) below, and as a result of this action neither the restricted equity nor the share capital of the company will be reduced. The effect of the reduction and the

bonus issue on the restricted equity of the company is clear, as regards the reduction, from what is stated in the preceding paragraph and, as regards the bonus issue, from what is stated in Point c), fourth paragraph below.

Provided that the AGM approves the Board's proposal according to Point a) above as well as the Board's proposal according to Point c) below, a minimum of SEK 6,303,000,000 in unrestricted equity will remain which is available for distribution in accordance with Chapter 17, Section 3 of the Swedish Companies Act, after also taking into account the regular dividend of SEK 5.00 per share proposed by the Board.

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c) Bonus issue without issuance of new shares

The Board proposes that the AGM approve an increase in the share capital of SEK 1,000,000,000 from SEK 1,000,000,000 to SEK 2,000,000,000. The capital that is used to increase the share capital shall be transferred from unrestricted equity. No new shares shall be issued.

The bonus issue will restore restricted equity and share capital to their original levels before the reduction in share capital by means of a withdrawal of shares. This procedure avoids the requirement of applying for the permission of the Swedish Companies Registration Office in order to implement the reduction in share capital.

The AGM's decision to implement the bonus issue is conditional upon a decision by the AGM to implement a share split according to Point a) above and to implement a reduction in share capital by means of a withdrawal of shares according to Point b) above.

It is noted that the company's share capital after recording of the decisions in accordance with Points a) – c) will amount to SEK 2,000,000,000 divided into a total of 800,000,000 shares, of which 400,000,000 shares are A shares and 400,000,000 are B shares, each with a quota value of SEK 2.50. After the recording of the decisions in accordance with Points a) – c), each shareholder will hold one shares of the original class, with a quota value of SEK 2.50, for each share held before the split.

d) Authorisation

The Board proposes that the AGM approve authorising the Chairman and the President and CEO or another person designated by the AGM to make minor changes in the decisions made by the AGM and that are required in order to implement the split, the reduction in share capital and the bonus issue; and to record the decisions with the Swedish Companies Registration Office or VPC AB.

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A resolution adopted by the AGM in accordance with Points a) – d) above shall be regarded as a single resolution. In order to be valid, the resolution of the AGM must be approved by shareholders with at least two thirds of both the votes cast and of the shares represented at the AGM.

### **Proposed guidelines for salary and other remuneration of the President and CEO as well as other executive officers**

Point 15 The Board of Directors proposes that the AGM approve the following:

#### Background

The proposed principles have mainly been used since 1998. The motive for their introduction was to be able to offer employees a market-related remuneration package that will enable the company to recruit and retain executive officers.

The proposal of the Board of Directors to the Annual General Meeting stated below is, in all essential respects, consistent with the principles for the remuneration that executive officers have received in prior years and is based on existing employment agreements between Scania and each respective executive officer.

Preparation of remuneration issues is handled as follows. With regard to the President and CEO, the Remuneration Committee of the Board of Directors proposes a fixed salary, criteria for variable remuneration and other employment conditions, which are then adopted by the Board of Directors. For other Executive Board members, the President and CEO proposes the equivalent employment conditions, which are then adopted by the Remuneration Committee of the Board of Directors and reported to the Board – all in compliance with the remuneration principles approved by the Annual General Meeting (AGM).

Share-related incentive programmes for executive officers are decided by the AGM.

#### Proposal

Scania shall endeavour to offer competitive overall remuneration that will enable the company to recruit and retain executive officers. Remuneration to executive officers shall consist of fixed salary, variable remuneration in the form of the Scania Incentive Programme, pension and other remuneration.

Total remuneration shall take into account the individual's performance, areas of responsibility and experience.

The fixed salary of Executive Board officers shall be re-assessed every second year, except for the President and CEO. The fixed salary of the

President and CEO has been set by an agreement for the period 31 March 2006 to 31 March 2009 and amounts to SEK 7,500,000 per year. Otherwise fixed salary shall be reviewed annually.

Variable salary shall be dependent on Scania's earnings and consist of an incentive programme that is divided into two parts. The outcome shall be calculated on the basis of operating return, defined as Scania Group net income after subtracting the cost of equity, residual net income (RNI) and be adopted by the Board's Remuneration Committee. Part one of the incentive programme shall be related to actual ability to generate a return during the year in question, all provided that RNI is positive, and shall be determined as a cash amount that may vary between 0 – 150 percent of fixed salary. Part two of the incentive programme shall be related to Scania's ability to increase RNI from one year to another, and the outcome shall be determined as a cash amount that may vary between 0 – 80 percent of fixed salary.

The Board shall also be authorised to approve transitional compensation in individual cases due to negative changes in certain parameters of the incentive programme. Such compensation may not exceed 75 percent of the difference between the outcome according to these parameters for the preceding year and according to the parameters for the year in question and may apply only to one year.

The Board's proposal for the incentive programme will be stated in its entirety in a complete proposal to the AGM for the 2008 incentive programme.

Executive officers may be covered by a defined contribution pension system in addition to the public pension and the ITP occupational pension. In addition to the above-mentioned pension principle, through a special agreement with the company, during the period 31 March 2006 to 31 March 2009 the President and CEO has an extra annual pension provision of SEK 4,410,000. The retirement age of the President and CEO as well as other executive officers shall be no lower than 60.

Other remuneration and benefits shall be competitive and help facilitate the executive officer's ability to fulfil his or her duties.

If the President and CEO resigns of his own volition, he is entitled to his salary for a six-month period. The applicable outcome of variable remuneration shall be proportional to the length of his period of employment during the year in question. In case of termination by the company before the end of March 2009, during the remaining time until said date the President and CEO shall be entitled to his fixed salary in an unchanged amount per year, plus annual compensation equivalent to the average of variable remuneration for the previous three years.

If the company terminates their employment, the other members of the Executive Board are entitled to severance pay equal to a maximum of

two years' salary, in addition to their salary during the six-month notice period. If they obtain new employment within 18 months, counting from their termination date, the severance pay ceases. In case of a substantial change in the ownership structure of Scania, two members of the Executive Board are entitled to resign of their own volition with severance pay amounting to two years' salary. Otherwise there shall be no notice period longer than six months.

If it finds that there are special reasons in an individual case, the Board of Directors shall be able to diverge from these guidelines.

### **Proposal concerning the 2008 incentive programme**

Point 16 The Board of Directors proposes that the AGM approve the following:

#### *Background*

##### **Part 1**

Since 1997, one component of Scania's compensation to executive officers as well as to other key officials of the company has been variable remuneration in the form of a two-part incentive programme.

The outcome of the first part (Part 1) of the incentive programme has been calculated as a percentage of cash salary depending on Residual Net Income (RNI) and the level of the position. RNI has been defined as Scania's net income according to the annual accounts minus a cost of equity. The maximum possible remuneration has been set at between 45 and 150 percent of the participants' annual fixed cash salary, depending on their position. In 2007, Part 1 of the incentive programme covered 129 individuals.

##### **Part 2**

Since 1997, a second part (Part 2) of the incentive programme for executive officers has also existed at Scania. Part 2 also covers certain other key employees of the company. Until 2005, the outcome was paid in cash.

In 2005 the AGM decided that this remuneration would be determined as a cash amount, but that participants would receive Scania B shares in the amount of the outcome, after subtracting income tax, purchased in the market by a third party. The AGM also decided that participants would have no right of disposal over the shares thus received during a period of two years from the date received.

The outcomes of Part 2 were dependent on a positive change in RNI between the preceding year and the year in question. The possible maximum remuneration was set at between 30 and 75 percent of the participants' annual fixed cash salary. In 2007, Part 2 of the incentive programme covered 129 individuals.

#### *Proposal*



The Board of Directors makes the assessment that it is advantageous for the company to continue applying a profitability-based, long-term two part incentive programme in 2008, so that executive officers and certain other key employees of the company can be retained and recruited under market-related conditions.

The Board of Directors therefore proposes an incentive programme in 2008 that encompasses a maximum of 150 officers, mainly in accordance with the following conditions and guidelines:

- a) The outcome of Part 1 of the incentive programme is determined as a cash amount calculated as a percentage of the annual fixed cash salary depending on position. The percentage shall depend on the RNI and be decided by the Board's Remuneration Committee. RNI is calculated as Scania's net income according to the annual accounts minus a cost of equity, as decided by the Board's Remuneration Committee. The maximum outcome of Part 1 shall be determined at between 45 and 150 percent of the participants' annual fixed cash salary, depending on their position.
- b) The outcome of Part 2 of the incentive programme is determined as a cash amount calculated as a percentage of annual fixed cash salary depending on position. The percentage shall depend on a positive change in RNI between the preceding year and the year in question and be set by the Board's Remuneration Committee. RNI shall be calculated as set out in a) above. The highest possible cash amount for the outcome of Part 2 shall be determined at between 35 and 80 percent of participants' annual fixed cash salary, depending on their position.
- c) Of the combined outcome of Part 1 and Part 2, 50 percent shall be paid in cash as salary the year after the year when earned.
- d) Of the combined outcome of Part 1 and Part 2, the remaining 50 percent shall be determined as a cash amount that, after subtracting income tax, shall be used for the purchase of Scania B shares through a third party designated by the company, on a day determined by the company. However, this cash amount shall be rounded off to an amount that, after subtracting for income tax, is equivalent to the next lower whole number of Scania B shares on the purchase date. If the cash amount, after subtracting for income tax, should mean that fewer than 10 Scania B shares can be obtained, the amount shall instead be disbursed in cash. Payment of the portion of the combined outcome of Part 1 and Part 2 that shall be used for the purchase of Scania B shares will be held and disbursed over a three-year period, with one third per year. These payments will be made on the condition that the participant is employed in the Scania Group at the close of the calendar year or that employment has ended through agreed retirement.
- e) The participants shall not have the right of disposal over the Scania B shares that have been purchased as set out in d) above during a period of one year from the date of purchase.

f) Participants shall, however, have the right of disposal over the return on the Scania B shares purchased as set out in d) above.

g) The Board is authorised to decide that the portion of the outcome which, as set out in d) above shall be used for the purchase of shares or, as set out in i) below, is utilised for a pension, shall instead be paid in cash to all or some participants, if on the payment date there is a risk that participants are regarded as possessing insider information or there is some other circumstance that makes payment as set out in d) above or i) below difficult or impossible. In addition, the Board is also authorised, in whole or part, to waive the requirement under e) above. The Board is also authorised to approve transitional compensation in individual cases due to negative changes in certain parameters of the incentive programme. Such compensation may not exceed 75 percent of the difference between the outcome according to these parameters for the preceding year and according to the parameters for the year in question and may apply only to one year.

h) The outcomes of the President and CEO from Part 1 and Part 2 may, in whole or part, be used for a pension according to a pension obligation, secured by depositing a gross amount without deduction of tax in a special pension fund.

i) As an alternative, participants shall be entitled to choose to instead utilise a portion of the combined outcome of Part 1 and Part 2 as set out in d) above that shall be used to purchase shares for a pension according to a pension obligation, secured through endowment insurance. The insurance company will initially invest the outcome in Scania B shares. Provided that the participants are employed by the Scania Group or their employment has ended through agreed retirement, this endowment insurance will be released to the participants, with one third being paid each year during a three-year period. After this, the participants may choose to change the investment profile of the endowment insurance. Except for changing the investment profile, participants shall not be entitled to transfer, pledge or otherwise divest the insurance. Participants shall, before the date when the outcome as set out in d) above shall be paid, decide whether they will choose the pension alternative, otherwise disbursement will occur as set out in d) above.

#### *Cost*

The cost of Part 1 and Part 2 of the incentive programme shall be recognised in the accounts in the year that funds are disbursed and may not exceed SEK 350,000,000, including mandatory payroll fees and transaction costs.

#### *Dilution and purchases of the company's own shares*

The proposal does not imply any dilution or any acquisition by Scania of its own shares.

## Proposals of the Nomination Committee to the AGM

Points

2 and 17 The company's Nomination Committee, which consists of Lennart Johansson, representing Investor AB (Chairman); Marcus Wallenberg, representing the Knut and Alice Wallenberg Foundation; Gudrun Letzel, representing Volkswagen AG; and Ekkehard D. Schultz, representing MAN AG, who together represent shareholders with more than 60 percent of the possible votes at the AGM, propose the following:

- that Claes Zettermarck, Attorney at Law, be elected as Chairman of the AGM
- that the Board of Directors shall consist of ten members without deputies
- that during the period until the end of the next AGM, the members of the Board shall receive remuneration for their work as follows:
  - a) Remuneration to the Board of Directors is fixed at SEK 4,718,750, to be allocated among Board members as follows: SEK 1,250,000 to the Chairman, SEK 625,000 to the Vice Chairman and SEK 406,250 to each of the other Board members who are elected by the AGM and who are not employees of the company,
  - b) For the work performed in the Audit Committee, remuneration is fixed at SEK 150,000 to the Chairman of the Audit Committee and SEK 75,000 to each of the other members of the Audit Committee; and for the work performed in the Remuneration Committee, remuneration is fixed at SEK 50,000 to each of the members of the Remuneration Committee.

Remuneration is payable only on the condition that the Board member has been elected by the AGM and is not an employee of the company.

- that remuneration to the auditors shall be paid according to approved invoices.
- election of Helmut Aurenz and Gunnar Larsson as new Board members
- re-election of Staffan Bohman, Peggy Bruzelius, Börje Ekholm, Hans Dieter Pötsch, Francisco Javier Garcia Sanz, Peter Wallenberg Jr, Martin Winterkorn and Leif Östling as Board members
- re-election of Martin Winterkorn as Chairman of the Board
- election of Staffan Bohman as new Vice Chairman of the Board

Information on the proposed new members of the Board of Directors:

Helmut Aurenz was born in 1937. In 1958 he started a now-sizeable garden and fertiliser products business in the ASB Group in Ludwigsburg, Germany. Mr Aurenz is and has been a member of various boards and advisory bodies, among them the advisory assemblies for Baden-

Württembergische Bank AG, Mannheimer Versicherung AG, Landeskreditbank Baden-Württemberg, Landesbank Baden-Württemberg and Germany's MMC Marsh & McLennan. He is also a member of the World Economic Forum in Geneva and is or has been a Board member of Raab Karcher AG and Germany's Tank & Rast AG. He is also an independent Board member of both Audi AG and Automobili Lamborghini Holding Spa.

Gunnar Larsson was born in 1942. Until 1993 he held various management positions at Saab AB, Volvo AB, Audi AG and Volkswagen AG and since then has served as a Board member in various companies, among them Haldex AB. Since 1996 Mr Larsson has run an international consultancy for clients in the vehicle industry, and since 1997 he has been a member of the Royal Swedish Academy of Engineering Sciences (IVA).

The composition of the Board of Directors meets the independence requirements stipulated by the OMX Nordic Exchange Stockholm and the Swedish Code of Corporate Governance. Information on each Board member is available on Scania's website, [www.scania.com](http://www.scania.com).

### **Resolution concerning amendment to the Articles of Association**

Point 18 The Board of Directors proposes that the AGM approve an amendment of the wording of the Articles of Association, § 8, to read as followings.

#### **§ 8**

Two Auditors and two Deputy Auditors or a registered auditing company shall be appointed at the Annual General Meeting, for the period up to the end of the Annual General Meeting held during the fourth financial year after the election of Auditors, to carry out the company's audit. If the same Auditor or auditing company is to be reappointed after the term has come to an end, the general meeting may decide that the appointment shall be valid up to the close of the Annual General Meeting held during the third financial year after the election of the Auditor.

### **Nomination Committee**

Point 19 The Nomination Committee proposes the following nomination process:

1. That the company shall have a Nomination Committee consisting of one representative of each of the three largest shareholders in voting power. The names of the three shareholder representatives and the names of the shareholders they represent shall be publicly announced no later than six months before the 2009 AGM and be based on known voting power immediately before the announcement. The term of office of the Nomination Committee shall run until a new Nomination Committee has been appointed. The Chairman of the Nomination Committee shall, unless the members otherwise agree, be the member who represents the shareholder with the largest voting power.

2. That if, during the term of the Nomination Committee, one or more of the shareholders that have appointed members to the Nomination Committee are no longer among the three largest shareholders in voting power, members appointed by these shareholders shall make their seats available and the shareholder or shareholders that have joined the three largest shareholders in voting power shall be entitled to appoint their representatives. Unless there are special reasons, however, no changes in the composition of the Nomination Committee shall occur if only marginal changes in voting power have taken place or if the change occurs later than two months before the AGM. Shareholders that have appointed a representative to the Nomination Committee shall be entitled to dismiss such a member and appoint a new representative as a member of the Nomination Committee. Changes in the composition of the Nomination Committee shall be publicly announced as soon as they have occurred.

3. That the Nomination Committee shall work out proposals on the following issues to be submitted to the 2009 AGM for decisions:

- (a) proposed Chairman of the AGM,
- (b) proposed Board of Directors,
- (c) proposed Chairman and Vice Chairman of the Board,
- (d) proposed remuneration to the Board, including its allocation between the Chairman and the other members of the Board as well as compensation for committee work, and
- (e) proposed remuneration to the company's Auditors.

4. That in conjunction with its duties, the Nomination Committee shall otherwise fulfil the tasks incumbent upon a Nomination Committee in compliance with the Swedish Code of Corporate Governance and that the company, at the request of the Nomination Committee, shall provide employee resources such as secretarial functions for the Nomination Committee in order to make the task of the Nomination Committee easier. As needed, the company shall also be able to assume responsibility for reasonable expenses for external consultants that the Nomination Committee deems necessary to enable the Nomination Committee to fulfil its duties.

### **The complete proposal of the Board of Directors**

The Annual Report for 2007 and the complete proposal of the Board of Directors for new wording of the Articles of Association proposed under Point 18, the Board's reports pursuant to Chapter 18 Section 4 and Chapter 20 Section 8 as well as the auditors' opinions pursuant to Chapter 8 Section 54, Chapter 20 Section 8 and Chapter 20 Section 14 of the Swedish Companies Act will be available on the company's website [www.scania.com](http://www.scania.com) and at the company's head office at Nyköpingsvägen 33, Södertälje, Sweden, no later than 21

April 2008 and will be sent to those shareholders who request them and state their postal address.

**Number of shares and votes**

On 28 April 2008, there will be a total of 800,000 shares in the company, of which 400,000 Series A and 400,000 Series B, equivalent to 440,000 votes altogether.

Södertälje, March 2008

THE BOARD OF DIRECTORS

**Web-based Annual Report**

Scania's web-based Annual Report in Swedish and English have been published at the following address: [www.scania.com](http://www.scania.com)