

THE COMPLETE PROPOSAL OF THE BOARD OF DIRECTORS FOR RESOLUTIONS REGARDING CHANGES OF THE ARTICLES OF ASSOCIATION (INCLUDING SHARE SPLIT), BONUS ISSUE, REDUCTION OF SHARE CAPITAL AND AUTHORIZATION FOR THE BOARD TO ACQUIRE AND TRANSFER OWN SHARES

The figures below refer to each matter's number in the proposed agenda to the Annual General Meeting to be held on September 21, 2005.

Points 15 - 17 – Question of changing the articles of association and bonus issue

In the light of the trend in market prices for Elekta's shares, the board of directors has decided to propose a share split, 3:1, by which one old A share and B share respectively will be replaced by three new shares of the same kind. At present Elekta's shares have a nominal value of SEK 5 per share. A share split would give the shares a nominal value of SEK 1.66666 per share, which is not practicable. The board therefore proposes an adjustment, so that the new nominal value, after the share split, will be SEK 2 per share. This adjustment will be made through a bonus issue. The procedure is carried out in three steps.

Point 15

The Board proposes that the first sentence under § 5 of the Articles of Association shall read: "Each share shall have a par value of SEK 6."

The resolution is conditioned by a resolution being passed by the shareholders' meeting to increase the share capital through the bonus issue proposed under point 16.

Point 16

The Board proposes that the Company's share capital shall be increased by SEK 31,596,236 through a bonus issue. The bonus issue is made by the increase of the shares' nominal value under point 15 above. SEK 31,596,236 shall be transferred to the Company's share capital from the Company's legal reserve, according to the adopted balance sheet, where after the share capital will amount to SEK 189,577,416. Record day for the bonus issue will be October 19, 2005.

The Chairman of the Board and the President shall have the right to make such minor changes to the decision that may be required in conjunction with registration of the issue.

Point 17

The Board proposes that the first sentence under § 5 of the Articles of Association shall read: "Each share shall have a par value of SEK 2."

The resolution means that the above mentioned share split 3:1 is carried out. Record day for the share split will be October 19, 2005 which means that the last day for trading in the Elekta share before the split will be October 14, 2005.

Point 18 – Reduction of share capital

In accordance with the authorization given at the latest Annual General Meeting, Elekta has during the last financial year acquired 224,900 of its own B-shares. After the execution of the resolutions under points 15 -17 the number of B-shares held by the Company will be 674,700. The board has previously announced that the intention is to maculate the acquired B-shares.

The board therefore proposes that the shareholders' meeting decides to reduce the Company's share capital by SEK 1,349,400. The reduction amount shall be allocated to the Company's disposition fund to be used in accordance with a decision made by the shareholders' meeting. The reduction shall be effected through withdrawal without any repayment of the 674,700 B-shares held by the Company.

The decision of the Meeting in accordance with the Board's proposal pursuant to point 18 must be supported by shareholders with at least two thirds of the votes cast and of the number of shares represented at the Meeting.

Point 19 - Authorization for the Board to acquire and transfer own shares

The Board proposes that the Meeting authorize the Board during the period until the next Annual General Meeting, on one or more occasions, to decide on acquisition of a maximum number of own shares to the extent that after purchase the Company holds not more than ten percent of the total number of shares in the Company. The repurchase shall be carried out on Stockholmsbörsen (the Stockholm Stock Exchange) at a price within the registered price interval (spread) at any given time, that is the interval between the highest bid price and the lowest ask price, and in other respects taking into consideration the recommendations issued by the Swedish Industry and Commerce Stock Exchange Committee at any given time. The purpose of the repurchase of own shares is firstly to align the Company's capital structure to the Company's capital requirements and where appropriate to be able to transfer shares in conjunction with the financing of company acquisitions and other types of strategic investments and acquisitions.

The Board proposes that the Meeting authorize the Board during the period until the next Annual General Meeting, on one or more occasions, to decide on the transfer of shares in the Company. The transfer of shares may be carried out in the maximum amount of own shares that the Company holds at any given time. In conjunction with the acquisition of companies, the transfer may be effected with waiver of the shareholders preferential rights and to a price within the so-called spread (see above) at the time of the decision on transfer and where appropriate taking into account the recommendations issued by the Industry and Commerce Stock Exchange Committee at any given time. The payment for the transferred shares may be made in cash or through non-cash issue or offsetting of claims against the Company, or on specific terms. The reason for the Board's authorization to waive the shareholders' preferential rights is to, where appropriate, be able to transfer shares in conjunction with the financing of any company acquisitions and other types of strategic investments and acquisitions in a cost-efficient manner.

The decision of the Meeting in accordance with the Board's proposal pursuant to point 19 must be supported by shareholders with at least two thirds of the votes cast and of the number of shares represented at the Meeting.