

**Point 20 a) – Proposal by the Board of Directors of Elekta AB (publ) for a resolution regarding authorization for the Board to decide upon acquisition of own shares and the reasoned statement in accordance with Chapter 19, Section 22 of the Swedish Companies Act**

The Board proposes that the Annual General Meeting authorizes the Board during the period until the next Annual General Meeting to decide, on one or more occasions, on the acquisition of a maximum number of own shares so that, after the purchase, the Company holds not more than five percent of the total number of shares in the Company. Such shares shall be purchased on Nasdaq Stockholm at a price that is within the registered price interval (spread) at any given time, meaning the interval between the highest bid price and the lowest ask price, and in other respects in accordance with the rules of Nasdaq Stockholm 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 enable share transfers in conjunction with the financing of company acquisitions and other types of strategic investments and acquisitions. An additional objective is to facilitate hedging of costs and delivery in relation to the Performance Share Plan 2015 proposed under point 18.

The resolution of the Meeting in accordance with the Board's proposal pursuant to this point 20 a) must be supported by shareholders representing at least two-thirds of the votes cast and the shares represented at the Meeting.

In accordance with Chapter 19, Section 22 of the Swedish Companies Act (2005:551), the Board shall render a reasoned statement with the proposal for the Annual General Meeting to authorize the Board to decide upon acquisition of own shares. The Board hereby makes the following reasoned statement:

The financial position of the Company and the Group as per April 30, 2015, is stated in the Annual Report 2014/15. The Annual Report also includes the principles for measuring assets, appropriations and liabilities.

The Board of Directors' proposal regarding the acquisition of own shares means that the Board is authorized to decide upon acquisition of a maximum number of own shares to

the extent that after purchase the Company holds not more than five percent of the total number of shares in the Company.

The Board of Directors has also received a proposal from the shareholder Mahamed Abdi who has proposed that acquisition of own shares shall be made of a maximum of ten per cent of the total number of shares.

The Board of Directors is of the opinion that both the proposed authorizations to acquire own shares are justifiable in view of the requirements posed by the nature, scope and risks on the size of the Company's and the Group's equity as well as the consolidation needs, liquidity and position of the Company and the Group in other respects. The proposed dividend of SEK 0.50 per share has herewith been taken into account.

Stockholm in July, 2015

The Board of Directors of Elekta AB (publ)