

Minutes No. 36
recorded at the Annual
General Meeting of
Shareholders in Elekta
AB (pub), 556170-4015
held on 1 September
2015, 1:00 p.m.,
Radisson Blu
Waterfront Hotell,
Stockholm

§ 1

Laurent Leksell, Chairman of the Board of Directors, opened the Meeting and welcomed all present.

§ 2

Laurent Leksell presented the Nomination Committee's proposal for Chairman of the Meeting, attorney-at-law Bertil Villard.

Bertil Villard was elected Chairman of the Meeting.

It was noted that the company's General Counsel, Jonas Bolander, was appointed to keep the minutes at the Meeting.

The Meeting approved the presence of guests at the Meeting.

It was noted that the following members of the Board of Directors were present at the Meeting namely Hans Barella, Luciano Cattani, Laurent Leksell, Siaou-Sze Lien, Tomas Puusepp, Wolfgang Reim, Jan Secher and Birgitta Stymne Goransson. Further it was noted that the company's auditor PwC was present with Johan Engstam as principally responsible auditor.

§ 3

The prepared list of attending shareholders, representatives and assistants as well as shares and votes represented by shareholders and representatives, Appendix 1, was presented and approved as the voting list for the Meeting.

§ 4

The Agenda was approved, Appendix 2.

§ 5

The Meeting elected one minutes-checker, Maria De Geer from the Swedish Shareholders' Association, to verify the Minutes in addition to the Chairman of the Meeting.

§ 6

It was noted that the notice of the Meeting had been published in *Post- och Inrikes Tidningar* on 4 August 2015 and on the company's website as of 3 August 2015, and that information about the notice being published was advertised in *Svenska Dagbladet* on 4 August 2015.

It was determined that the Meeting had been duly convened.

§ 7

The Report of the Board of Directors and the President, including the Annual Report, the Audit Report, the consolidated accounts and the Audit Report for the consolidated accounts for the 2014/2015 financial year were presented.

§ 8

The President, Tomas Puusepp, reported on market trends and the company's operations during the financial year. In conjunction with this report, questions from shareholders in attendance were answered, among others from Maria De Geer from the Swedish Shareholders' Association, Thorwald Arvidsson, Gunnar Björkman, Per Lundin and Bengt Wernersson.

Laurent Leksell reported on the work by the Board of Directors and its committees during the 2014/2015 financial year.

The company's principally responsible auditor, Johan Engstam, PwC, reported on the audit work during 2014/2015, the Auditor's Report 2014/2015 and on the auditor's review of the Board of Director's adherence to the principles on compensation to senior executives adopted by the 2014 Annual General Meeting. It was noted that the auditor supported the proposals under items 9-11 below.

§ 9

The Meeting resolved to adopt the balance sheet, the income statement, the consolidated balance sheet and the consolidated income statement as of 30 April 2015.

§ 10

The Board of Director's proposed dividend and record date for the dividend were presented. Gunnar Björkman asked about the division of dividend into ordinary and extraordinary dividend.

The Meeting approved the proposal of the Board of Directors and the President to distribute, from the year's retained earnings of SEK 1,971,134,244, a dividend of SEK 0.50 per share to shareholders, of which the whole amount is ordinary dividend, and that the remainder should to be carried forward to a new account. It was decided that Thursday, 3 September 2015, would be the record date for the dividend.

§ 11

The members of the Board of Directors and the former President Niklas Savander were granted exemption from liability for their administration during the 2014/2015 financial year.

It was noted that the resolution was unanimous.

It was noted that the members of the Board of Directors in attendance who hold shares in the company did not participate in the decision in this item 11.

§ 12

Laurent Leksell reported on the work and proposals of the Nomination Committee and presented the Nomination Committee's reasoned statement regarding the proposal for the Board of Directors.

§ 13

The Meeting decided that the Board of Directors shall consist of nine members and no deputy members.

§ 14

Laurent Leksell reported on the proposal of the Nomination Committee regarding compensation to the Board of Directors and the auditors.

The Meeting approved the Nomination Committee's proposal of fees, up until the next Annual General Meeting, to the Board of Directors totalling SEK 4,295,000 (3,710,000), of which SEK 1,075,000 (1,040,000) to the Chairman of the Board of Directors and SEK 460,000 (445,000) to each of member of the Board of Directors not employed by the company.

The Meeting further resolved on remuneration for committee work, up until the next Annual General Meeting, totalling SEK 660,000 (unchanged), of which SEK 90,000 (unchanged) to the Chairman and SEK 50,000 (unchanged) to any other member of the company's Executive Compensation Committee, as well as SEK 200,000 (unchanged) to the Chairman and SEK 110,000 (unchanged) to any other member of the company's Audit Committee.

The Meeting decided that the auditors should be paid a fee in accordance with approved accounts.

It was noted that shareholders holding 0.348% of the votes represented at the Meeting, did not vote or voted against the proposal. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

The Meeting decided to reject the proposal from the shareholder Thorwald Arvidsson regarding that that the members of the Board, under no circumstances, shall be entitled to invoice their remunerations from another physical or legal person. Thorwald Arvidsson made a reservation against the resolution.

§ 15

Laurent Leksell reported on the Nomination Committee's proposal for the Board of Directors.

In accordance with the Nomination Committee's proposal, the Meeting resolved to re-elect Luciano Cattani, Laurent Leksell, Siaou-Sze Lien, Tomas Puusepp, Wolfgang Reim, Jan Secher and Birgitta Stymne Göransson as members of the Board of Directors and to elect Annika Espander Jansson and Johan Malmqvist as new members of the Board of Directors.

Laurent Leksell was re-elected Chairman of the Board of Directors.

It was noted that shareholders holding 0.679% of the votes represented at the Meeting, did not vote or voted against the proposal. Since all other shareholders in attendance voted in favor of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

§ 16

Laurent Leksell reported on the Nomination Committee's proposal for auditor.

In accordance with the Nomination Committee's proposal, the Meeting resolved to re-elect PwC, with Authorized Public Accountant Johan Engstam as auditor in charge, for the period until the end of the Annual General Meeting in 2016.

It was noted that shareholders holding 0.008% of the votes represented at the Meeting, did not vote or voted against the proposal. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

§ 17

Laurent Leksell reported on the main aspects of the Board of Directors' proposal for guidelines for remuneration to senior executives.

The Board of Directors' proposal for guidelines for remuneration to senior executives, Appendix 3, was presented.

Maria De Geer from the Swedish Shareholders' Association criticised part of the structure of the remuneration principles and voted against the proposal.

The Meeting decided to adopt guidelines for remuneration to senior executives in accordance with the Board of Directors' proposal.

It was noted that shareholders holding 1.424% of the votes represented at the Meeting, did not vote or voted against the proposal. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

§ 18

Laurent Leksell reported on the main aspects of the Board of Directors' proposal for the Performance Share Plan 2015.

The Board of Directors' proposal for the Performance Share Plan 2015, Appendix 4, was presented.

18 a)

It was noted that shareholders holding 1,114% of the votes represented at the Meeting, did not vote or voted against the proposal for the Performance Share Plan 2015. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

18 b)

It was noted that shareholders holding 1,113% of the votes represented at the Meeting, did not vote or voted against the proposal on transfer of own shares in conjunction with the Performance Share Plan 2015. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

§ 19

The Board of Directors' proposal to transfer, and to authorize the Board of Directors to decide upon transfer of own shares in conjunction with the Performance Share Plan 2014 as well as resolving on the transfer of own shares with reference to Performance Share Plan 2013 and 2014 in accordance with Appendix 5 was presented.

19 a)

It was noted that shareholders holding 2.039% of the votes represented at the Meeting, did not vote or voted against the proposal on authorization for the Board to decide upon the transfer of own shares in conjunction with the Performance Share Plan 2014. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

19 b)

It was noted that shareholders holding 2.039% of the votes represented at the Meeting, did not vote or voted against the proposal on authorization for the Board to decide upon the transfer of own shares in conjunction with the Performance Share Plan 2013 and 2014. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

§ 20

The Board of Directors' proposal to authorize the Board of Directors to decide upon transfer and acquisition of own shares and to decide upon transfer of own shares in accordance with Appendix 6 was presented. The shareholder Mahamed Abdi's proposal to expand the Board's authorization to acquire own shares was presented.

20 a)

Maria De Geer stated that the Swedish Shareholders' Association does not recommend authorizations for the Board of Directors to transfer own shares to align the Company's capital structure or to use repurchased shares in conjunction with company acquisitions and therefore voted against the proposal.

It was noted that shareholders holding 4.839% of the votes represented at the Meeting, did not vote or voted against the proposal on authorization for the Board to decide upon acquisition of not more than 5% of the company's own shares. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

It was noted that requisite majority had not been obtained to expand on the Board's authorization to acquire up to 10% of the company's shares.

20 b)

It was noted that shareholders holding 6.034% of the votes represented at the Meeting, did not vote or voted against the proposal on authorization for the Board to decide upon the transfer of own shares. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

§ 21

The Chairman of the Meeting reported on the Nomination Committee's proposal of a decision with respect to the Nomination Committee for the next Annual General Meeting.

It was noted that shareholders holding 9.777% of the votes represented at the Meeting, voted against the proposal. Since all other shareholders in attendance voted in favour of the proposal, it was determined that the requisite majority had been obtained to adopt the proposal.

§ 22

The Chairman of the Meeting reported on the proposals from the shareholder Thorwald Arvidsson.

The Meeting resolved to resolve upon all proposals together. The Meeting did not resolve in accordance with the proposals from the shareholder Thorwald Arvidsson.

Thorwald Arvidsson made a reservation against the resolution.

[This is a translation only. For the formal minutes from the Meeting, please see the Swedish language version.]

§ 23

The Chairman of the Board of Directors, Laurent Leksell, thanked resigning member of the Board Hans Barella for his outstanding efforts for the company during his time as a member of the Board.

As there were no other items the Meeting was declared closed.

Minutes recorded by:

Jonas Bolander

Verified by:

Bertil Villard

Maria De Geer