



ANNUAL REPORT

2004

Ainax AB (publ)

Hovslagargatan 5 b
SE-111 48 Stockholm
Tel 08- 611 88 10 Fax 08-678 84 05
Company number 556579-4459

TABLE OF CONTENTS

General meeting	2
The past year	3
President's report	4-6
Ainax in brief	7
Scania	8-9
The Ainax share	10
Management report	11-14
Income statement	15
Balance sheet	16
Cash flow statement	17
Notes and comments	18-21
Board of Directors and auditors	22
Signatures	23
Audit report	24

GENERAL MEETING

Time and place

The annual general meeting of the Company will be held at 6.00 pm on Wednesday, 18 May 2005 at Näringslivets Hus, Wallenbergaren room, Storgatan 19, Stockholm.

Notification

Shareholders who wish to participate at the general meeting *must* be registered in the share register maintained by VPC AB not later than Friday, 6 May 2005 and *must* notify Ainax of their participation not later than 12 noon on 12 May 2005.

Notification may be made to Ainax AB, Bolagsstämma, Box 47021, 100 74 Stockholm or by phone on +468-775 01 66 or by fax to +468-775 81 65.

Nominee-registered shares

Shareholders whose shares are nominee-registered must, in order to be entitled to participate in the proceedings at the general meeting, cause the nominee to temporarily reregister the shares in the shareholder's own name in due time prior to 6 May 2005.

Temporary reregistration of shares in the shareholder's own name must be completed by 6 May 2005.

FUTURE REPORTS

Interim report, January-March	18 May, 2005
Interim report January-June	3 August, 2005
Interim report January-September	3 November, 2005
Press release (unaudited earnings for 2005)	February 2006

THE PAST YEAR

- λ The loss for the year amounted to SEK 14.5 million (0.0)
- λ Net worth as per share on 31 December 2004 was SEK 266 (125)
- λ A dividend is proposed of SEK 15.00 per share (-)

5-YEAR SUMMARY

(SEK millions)	2004	2003	2002	2001	2000
Operating profit	-15.6	-	-	-0.0	-
Earnings after financial items	-14.5	0.0	0.4	26.4	1.2
Earnings for the year	-14.5	0.0	0.3	19.0	0.9
Earnings for the year per share, SEK <i>Before and after dilution</i>	-0.84	5.17	282.01	19,031.81	882.61
Management and administration costs	-15.5	-	-	-0.0	-
Net financial items	1.1	0.0	0.4	26.4	1.2
Net worth	7,271.0	0.1	0.4	19.2	3,461.3
Equity ratio, %	99.9	100	78.6	72.1	99.9
Equity	6,178.2	0.1	0.4	19.2	3,461.3
Equity per share, SEK	226.13	125.57	402.40	19,152.40	3,461,276.57
Net worth per share, SEK	266.14	125.57	402.40	19,152.40	3,461,276.5
Average number of outstanding shares	17,141,613	1,000	1,000	1,000	1,000
Number of outstanding shares	27,320,838	1,000	1,000	1,000	1,000
Dividend per share, SEK	15.00*	-	282.00	19.032.00	3,461,156.00**
Number of employees at end of period	2***	-	-	-	-

*) *The Board of Directors' proposal*

**) *Repayment of conditional shareholders' contribution*

The company received a conditional shareholders' contribution of SEK 3,460,293,964, which has earned interest on a bank account. The company's shares were pledged to Renault S.A as security for the shares in AB Volvo, representing 5% of AB Volvo's share capital, which AB Volvo undertook to deliver to Renault S.A.

AB Volvo delivered the shares on 9 February 2001, following which the shareholders' contribution of SEK 3 460,293,964 was repaid and, at the annual general meeting in the spring of 2001, a resolution was adopted to distribute the SEK 862,036 interest earned on the bank account.

***) *At the end of 2004, the company had 2 part-time employees.*

DEFINITION OF KEY RATIOS

See page 21.



PRESIDENT'S REPORT

Ainax's almost nine months as an independent listed company have been a period of very intensive activity for the company's Board of Directors and part-time management. During this short period of time, Ainax has implemented measures that normally take companies several years: a spin-off with approx. 140,000 shareholders, listing on Nya Marknaden, the creation of a website and information to provide good shareholder service, contacts with the EU concerning implementation of their decisions, initiation of contacts regarding possible future transactions, listing on the O-list, participation in nomination work, quarterly reports and compliance with

regulations which govern listed companies, the handling of a bid to the company's shareholders and now, in the spring of 2005, delisting and plans for future liquidation.

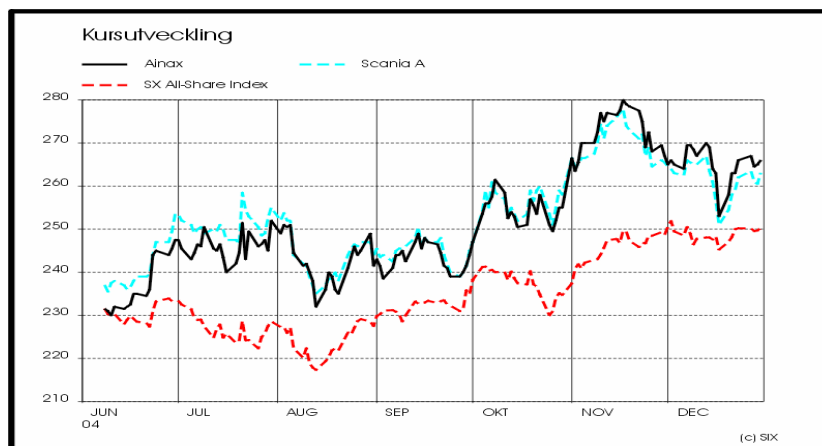
The background to Ainax's existence as public company lies in the decision adopted at Volvo's annual general meeting on 16 April 2004. It was then decided to transfer Volvo's Class A Scania shares to Volvo's wholly-owned subsidiary, Ainax, as well as cash balances of SEK 100 million, and thereafter to distribute the Ainax shares to Volvo's shareholders. This represented a method of meeting the EU's demand that Volvo sell, within four years, the Scania shares that Volvo purchased from Investor in 2000.

When this had taken place, the Ainax share was listed on Nya Marknaden on 8 June 2004. Ainax's shareholders thereby obtained a liquid asset.

Trading in Ainax shares has been active during the period. The significant interest and consequent strong liquidity of the Ainax share has promoted the pricing of the share, which has been priced at just above or just below the price of the Scania share.

On 1 December 2004, Ainax shares were listed on Stockholmsbörsen's O-list. Significant internal and external endeavours were made in order to meet the O-list requirements within half a year.

Between 8 June 2004 and the end of the year, the Ainax share price rose by just over 18 percent, which is somewhat stronger than the performance of the General Index. On 1 April 2005, Ainax shares were traded at SEK 294, representing an increase of 31 percent since listing in June 2004, compared with an increase of 15 % in the General Index during the same period.



A large number of Board meetings were held during 2004. Between the meetings, analyses were undertaken of various conceivable solutions which might be implemented in order to achieve the best result for Ainax's shareholders and which would also be beneficial for Scania's future development. Scania's operations and the potential of, and challenges facing, the heavy vehicle industry were studied. The goal was to realise an estimated added value in Ainax's total Scania shareholding representing 24.8 percent of the voting capital and 13.7 percent of the share capital. The work was to be carried out in an independent and structured manner.

Due to Ainax's background and the company's structure, the legal requirements and challenges were many and complicated. This has resulted in a significant number of, primarily, legal consultations.

Potential purchasers of the Scania shares, both industrial and financial, were identified and, in certain cases, contacted. However, since a transaction prior to May 2005 was precluded for corporate tax reasons, most of the contacts were aimed at obtaining an indication of future interest in acquiring the shareholding in Scania.

Following contacts with potential purchasers, the Board of Directors reached the conclusion that there was no interest from any strategic or other purchaser in acquiring Ainax or Ainax's shares in Scania on terms which were more favourable than those offered by Scania (see below).

On 1 November 2004, Scania declared its intention of making a public tender offer pursuant to which the Ainax shareholders would receive, during the offer period, one Class A Scania share for every share in Ainax.

Ainax's Board of Directors engaged in the production of a recommendation to Ainax's then approximately 100,000 shareholders. In addition to the offer, the main focus was to identify a method, which was feasible for all parties involved, of distributing the cash balance of approximately SEK 80 million to Ainax's shareholders.

The Board of Directors also analysed the conditions for placing Ainax into voluntary liquidation, which would enable the company's shareholders to obtain access to Ainax's existing liquid funds. However, this would have triggered a taxable capital gain for, among others, Ainax's private shareholders and for owners in the corporate sector who are liable to taxation on capital gains.

Furthermore, a voluntary liquidation would have resulted in it taking longer for the shareholders to obtain Ainax's Scania shares, as compared with Scania's offer. In addition, primarily due to tax considerations the view was taken that other alternatives also could not offer terms and conditions which, all in all, were more financially favourable for Ainax's shareholders than Scania's share swap offer.

There were clear indications that a majority of Ainax's shareholders would accept Scania's offer, irrespective of whether or not compensation would be paid for the cash balances. This meant that in all likelihood the offer would succeed and, consequently, it would be disadvantageous for the minority shareholders not to accept the offer.

Accordingly, on 11 January 2005 Ainax's Board of Directors issued a recommendation to the shareholders to accept Scania's offer. At the same time, Ainax's Board of Directors recommended that all shareholders consider their own tax consequences in the event of a possible sale of Ainax's shares during the period up to and including the conclusion of a liquidation of Ainax.

The Board of Directors noted that no taxable capital gains or tax-deductible capital losses arose for Ainax's shareholders in connection with the share swap, provided that the rules regarding deferred taxation are applicable.

On Tuesday, 22 February 2005, Scania announced that shareholders representing slightly more than 96 percent of Ainax's shares had accepted the offer to swap their Ainax shares for shares in Scania. Ainax thereby became an almost wholly-owned subsidiary of Scania.

Approximately 32,000 shareholders who did accept Scania's offer will remain shareholders in Ainax (provided they do not sell their Ainax shares) until such time as Ainax can finally be liquidated, which Scania has indicated will take place around July 2006 at the earliest.

The next stage is that the company, which no longer fulfils Stockholmsbörsens ownership concentration regulations, will be delisted on 29 April 2005, that the general meeting on 18 May 2005 will elect a new Board of Directors and that preparations will be commenced for the liquidation procedure.

With the benefit of hindsight, it can be noted that Ainax's shareholders did not obtain the company's cash balances. On the other hand, Ainax's shareholders will receive the generous dividend that Scania's Board of Directors will propose to its shareholders at the upcoming general meeting, and that the Ainax's shareholder's have enjoyed strong share performance during the period.

Furthermore, the prospects for the future as described by Scania's Board of Directors and management in, among other things, the press release of unaudited annual earnings, indicate that Scania faces a very interesting future with a strong financial and industrious base from which it can take advantage of the many current and future industrial opportunities.

I believe that the strong interest that the Ainax share has evoked has benefited the shareholders and has possibly also been well in line with many of the most optimistic hopes of what a premium might have been.

This has been a very interesting period in which to serve as President of Ainax.

Stockholm, April 2005

Mariana Burenstam Linder

AINAX IN BRIEF

On 16 April 2004, Volvo's annual general meeting adopted a resolution to transfer Volvo's Class A Scania shares to Volvo's wholly-owned subsidiary, Ainax, and thereafter distribute the Ainax shares to Volvo's shareholders.

The object of Ainax's operations is to manage the holdings of Class A Scania shares. Ainax's articles of association prescribe that if Ainax has not transferred all of its shares in Scania by 1 May 2008 at the latest, the company shall immediately enter into liquidation.

Ainax AB holds 27,320,838 Class A Scania shares, representing 24.8 percent of the voting capital and 13.7 percent of the share capital. The number of outstanding Ainax shares corresponds to the company's holding of Class A Scania shares, which provides a transparent basis for valuation of the company.

In connection with the spin-off of Ainax, Volvo contributed SEK 100 million in order to cover operating costs during Ainax's maximum lifespan, which according to Ainax's articles of association is up to May 2008. Ainax has a small and cost-efficient organisation comprising a part-time President and a part-time Chief Financial Officer.

As part of its cost-efficient operations, Ainax does not distribute annual reports, interim reports or other financial information to its shareholders. Instead, such information is available on Ainax's website. The information can also be ordered from the company.

Since Ainax's costs are covered by the aforementioned funds from Volvo, the entire dividend from the Scania holding will be distributed to Ainax's shareholders. In conjunction with the 2005 annual general meeting, the Board of Directors has proposed a dividend of SEK 15 per share, equal to the estimated dividend to be received from Scania.

Ainax reports Scania's dividend as income since it is established and available for receipt. From an accounting perspective, Scania is a company which is affiliated to Ainax, and its value is reported in accordance with the acquisition value method, at the lower of acquisition value and actual value.

Number of shares

27,320,838. Each share carries one vote.

Share portfolio, affiliated companies

Share (SEK millions)	Number of shares	Market value 31 Dec. 2004	Share capital %	Voting capital %
Scania A	27,320,838	7,185.3	13.7	24.8

Dividend income

Ainax is expected to receive SEK 15 per share, equal to SEK 409,812,570, in dividend income during 2005, provided that Scania's annual general meeting adopts a resolution in accordance with the proposal presented by Scania's Board of Directors.



SCANIA YEAR-END REPORT – JANUARY – DECEMBER 2004

“Scania had a successful year in 2004 and strengthened the company as supplier of heavy vehicles and services. Truck deliveries were high, and sales of buses as well as industrial and marine engines reached record levels. Net income rose by 34 percent to SEK 4,077 m. (3,034), equivalent to earnings per share of SEK 20.39 (15.17). The operating margin was 11.2 percent,” says Leif Östling, President and CEO.

2004 IN BRIEF	Full year			Change in %	Q4	
Units	2004		2003		2004	2003
Trucks and bus chassis						
– Order bookings		59,981	48,746	23	15,429	13,749
– Deliveries		56,082	49,955	12	16,862	14,486
Revenues and earnings SEK m. (unless otherwise stated)	EUR m.*					
• Revenue	6,305	56,788	50,581	12	16,264	13,995
Operating income, Vehicles and Service	654	5,887	4,759	24	1,953	1,399
Operating income, Customer Finance	50	450	366	23	115	90
Operating income	704	6,337	5,125	24	2,068	1,489
Income before taxes	668	6,014	4,604	31	2,006	1,400
• Net income	453	4,077	3,034	34	1,315	915
Operating margin, in percent		11.2	10.1		12.7	10.6
Return on equity, in percent		20.8	17.4			
Return on capital employed, Vehicles and Service, in percent		28.1	22.0			
• Earnings per share, SEK		20.39	15.17		6.58	4.57
Cash flow excluding Customer Finance	298	2,685	2,450		956	1,534
Number of employees, 31 December		29,993	29,112			

Number of shares: 200 million

* Translated to euros solely for the convenience of the reader at a balance sheet date exchange rate of SEK 9.0070 = EUR 1.00.

Unless otherwise stated, all comparisons in brackets refer to the same period of last year.

This report is also available at www.scania.com

SCANIA, FULL YEAR 2004 – COMMENTS BY THE PRESIDENT AND CEO

Scania had a successful year in 2004 and strengthened the company as supplier of heavy vehicles and services. Truck deliveries were high, and sales of buses as well as industrial and marine engines reached record levels. Order bookings rose by 23 percent and deliveries by

12 percent. Service revenues showed continued good development, as did our customer finance business. Net income rose by 34 percent to SEK 4,077 m. (3,034), equivalent to earnings per share of SEK 20.39 (15.17). The operating margin was 11.2 percent, says Leif Östling, President and CEO

During the fourth quarter of 2004, order bookings rose by 12 percent and deliveries by

16 percent. Net income for the quarter increased by 44 percent to SEK 1,315 m.

The new truck range – with vehicles for long-haulage, construction haulage and distribution – which was launched during the year, was well received by customers and the trade press. The R-series, which is intended for long-haulage, was awarded the “Truck of the Year 2005” award by an international trade press jury. Driver comfort, operating economy and handling were the main arguments behind the award.

The changeover to the new truck range at production units went without disruptions. Thanks to new working methods and a global production system, delivery capacity was maintained. As earlier announced, the changeover will lead to staffing reductions at plants that have been affected by parallel truck ranges. This primarily affects cab production in Oskarshamn, Sweden.

During 2004, demand for heavy trucks continued to rise throughout western Europe. The increase is due in part to replacement needs, and in part to continued exports of used vehicles to central and eastern Europe. In western Europe, order bookings rose by 17 percent. Good economic development in Europe is important since the need for transport services is directly linked to GDP growth.

During 2004, growth outside Europe was also good, in South America, the Middle East and South East Asia as well as Africa.

The demand for heavy vehicles in 2005 looks stable, with continued good development in eastern Europe and elsewhere, but a weak economic development in Europe may affect the positive trend. There is also uncertainty regarding the development of raw material prices.

In November 2004, an Extraordinary General Meeting of Scania’s shareholders voted to approve a public offer for all shares in Ainax, the company that manages the Scania Series

A shares previously owned by Volvo.

The purpose of the offer is to restore a normal ownership structure and eliminate the uncertainty concerning Scania’s ownership picture that has prevailed for nearly six years. Ainax shareholders are being offered one Scania A share in exchange for each Ainax share, which means that those who accept the offer will receive direct voting rights at Scania’s Annual General Meeting in April 2005. The Ainax Board of Directors and the Swedish Shareholders’ Association have recommended that Ainax shareholders accept Scania’s offer, for which the acceptance period runs until 15 February 2005.

Reflecting the good earnings, as well as the strong balance sheet of the company, Scania’s Board of Directors proposes a dividend of SEK 15 per share.

THE AINAX SHARE

Shares and ownership structure

Ainax's share capital amounts to SEK 273,208,380 divided into 27,320,838 shares, each with a nominal value of SEK 10.0. All shares carry equal voting rights, rights to dividends and rights to the company's assets. The share will be listed on OM Stockholmsbörsen's O-list until 29 April 2005. Thereafter, Handelsbanken Capital Markets will act as market maker by purchasing outstanding Ainax shares at a price equal to the bid price for Scania's Class A shares less 1%.

Tax considerations

As long as Ainax's shareholding represents more than 10 percent of the voting capital in Scania, from a tax perspective the holding is considered to be held for business purposes. Provided the holding is for business purposes and this status is maintained for at least one year, dividends received on the Scania shares are tax-exempt irrespective of whether the dividend is received before or after the requirement of a one-year holding period is fulfilled. Furthermore, sales of shares in Scania do not trigger any tax liability provided that, at the time of the sale, the holding is for business purposes and, at such time, has been held for business purposes for at least one year.

Ownership structure

On 28 February 2005 there were 32,007 shareholders.

According to a printout from VPC, the ten largest shareholders on 28 February 2005, as well as changes known thereafter, were as follows:

Shareholder	Number of shares	Share of vote and capital (%)
Scania AB	26,296,508	96.25
JP Morgan Chase Bank	118,610	0.43
Bengt Norman	100,000	0.37
Svenska Röda Korset	45,416	0.17
Sten Carl-Vilhelm Bertil Dybeck	37,734	0.14
Föreningssparbanken	33,936	0.12
Credit Agricole Indosuez	29,353	0.11
Lehman Brothers Int'l (Europe)	28,400	0.10
Stadshypotek Bank, owner's position	12,181	0.04
SIS Segaintersettle	11,112	0.04
Other, 31 997 shareholders	607,588	2.23
Total	27,320,838	100.00

Net worth

Ainax	Number of	Acquisition	Market value	Unrealised
Share portfolio (SEK millions)	shares	value	31 Dec. 2004	surplus value
Scania Class A	27,320,838	6,092.5	7,185.3	1,092.8

Stock market price

Share (SEK)	30 December, 2004
Ainax	266.00
Scania A	263.00

Ainax

Net worth	31 December 2004
Per share (SEK)	266.14
Total (SEK millions)	7,271.0

AINAX AB MANAGEMENT REPORT

The Board of Directors and President of Ainax AB (publ), company number 556579-4459, the registered office of which is situated in Stockholm, hereby present the annual report for the 2004 financial year.

BUSINESS FOCUS

Ainax AB is a management company with one primary asset, viz. Scania AB Class A shares. The object of the company's operations is, directly or through subsidiaries, to conduct operations consisting of the ownership and management of holdings in companies operating within the transport sector, to engage in asset management, primarily with respect to funds received following divestment of such holdings (however, not operations as governed by the Swedish Banking Business Act and the Swedish Credit Market Companies Act), to manage real and personal property and to conduct other operations compatible therewith.

The company was formed in 1999. Between the autumn of 2000 and spring of 2001, the company managed liquid funds within the Volvo Group as part of the fulfilment of Volvo's payment obligation to Renault S.A. as consequence of Volvo's acquisition of Renault V.I. These operations ceased in the spring of 2001. Thereafter, until May 2004, the company has been a subsidiary of Volvo and has not conducted any operations.

OWNERSHIP STRUCTURE

On 31 December 2004, the largest shareholder in Ainax AB was the Knut and Alice Wallenberg Foundation with a holding of 21.02 percent of the shares. The next largest shareholder was Renault S.A. with 20.85 percent. At the end of 2004, there were in total 106,102 shareholders. There are 27,320,838 shares, with each share carrying one vote.

WORK OF THE BOARD OF DIRECTORS

The Board of Directors decides on the company's overall strategy, as well as acquisitions and sales of companies and real property. The Board of Directors is otherwise responsible for the company's organisation and management in accordance with the Swedish Companies Act. On 31 December 2004, the Board of Directors comprised seven ordinary members. During 2004, the Board of Directors met twenty times.

At Board meetings during 2004, the Board of Directors has addressed strategy and divestment possibilities. In addition, the Board addressed and complied with the requirements imposed by the EC Commission in connection with the transfer of Volvo's 27,328,830 Class A Scania shares to Ainax. Among other things, this included ensuring that the Ainax shares could be traded and that the company would become listed on an official market place. During the year, as a first step, the Board of Directors decided that the company's shares would be traded on the Nya Marknaden marketplace. Subsequently, in a second step after the company had fulfilled applicable requirements, a decision was taken to list on Stockholmsbörsen's O-list.

On 19 November 2004, Scania's general meeting adopted a resolution to make a public tender offer to the shareholders of Ainax AB to acquire all outstanding shares in the company. Ainax's Board of Directors analysed the consequences for Ainax's shareholders. Ainax retained financial and legal advisors to assist in the evaluation work. Discussions were also conducted between Ainax and other affected parties, including Scania and a number of Ainax's largest shareholders. The Board of Directors decided to recommend to the shareholders that they accept the offer.

On 23 February 2005, Thierry Moulounguet resigned from the Board of Directors after Renault had decided to transfer its shares to Scania.

RESULTS

Administration costs amounted to SEK –14.1 million (-), personnel costs to SEK –1.4 million (-), depreciation to SEK –0.1, whereupon the operating result for the year was SEK –15.6 million (-). Financial income and costs amounted to SEK 1.1 million (0.0), whereupon the result after financial items is reported as SEK –14.5 million (0.0). The loss for the year was SEK 14.5 million (0.0), equal to SEK –0.84 per share (5.17).

LIQUIDITY AND EQUITY RATIO

Liquid funds amounted to SEK 88.5 million (0.0) and the equity ratio was 99.9 percent (100).

PORTFOLIO AND PERFORMANCE

The share portfolio consists of 27,320,838 Scania AB Class A shares. At the time of acquisition on 16 May 2004, the value was SEK 6,092.5 million, equal to SEK 223 per share. The market capitalisation of the holding on 31 December 2004 was SEK 7,185.3 million, equal to SEK 263 per share. Thus, the unrealised surplus value as per 31 December 2004 amounted to SEK 1,092.8 million.

NET WORTH

As per 31 December 2004, the net worth amounted to SEK 7,271.0 million, equal to SEK 266 per share.

THE AINAX SHARE

There are 27,320,838 shares. Each share carries one vote. Upon commencement of trading in the company's shares on Nya Marknaden on 8 June 2004, the opening price was SEK 225. The stock market price on 31 December 2004 was SEK 266, representing an increase of 18.2 percent.

During the period 8 June to 30 December 2004, 27,157,200 shares were traded at a value corresponding to SEK 6,566 million. The average daily trading volume corresponded to a value of SEK 45.3 million.

On 30 December 2004, the Ainax share's closing price was SEK 266, while the closing price for the Scania Class A share was SEK 263. The difference represents an SEK 3 premium for the Ainax share compared with the Scania Class A share.

SIGNIFICANT EVENTS SINCE THE EXPIRY OF THE FINANCIAL YEAR

Scania's offer to Ainax's shareholders

On 1 November 2004, the Board of Directors of Scania published a proposal that an extraordinary general meeting of Scania adopt a resolution to make a public tender offer to the shareholders of Ainax AB to acquire all of the outstanding shares in the company. The proposed resolution was adopted by the general meeting of Scania on 19 November 2004.

A prospectus from Scania's Board of Directors dated 16 December 2004 (the "Prospectus") was distributed to all of Ainax's shareholders. Ainax's shareholders were invited to transfer their Ainax shares to Scania in exchange for consideration in the form of one newly issued Class A Scania share for each Ainax share. The acceptance period was between 12 January and 15 February 2005.

On 15 February 2005, it was established that Scania's offer had been accepted by approximately 70% of all shareholders, representing 96% of the share capital and voting capital in Ainax. Thus, since 15 February 2005, Scania holds 96.3% of the shares in Ainax. As a consequence of Scania's holding, the company no longer fulfils the Stockholmbörsen's ownership concentration regulations, and accordingly Ainax will be delisted on 29 April 2005. Thereafter, Handelsbanken Capital Markets will act as market maker by purchasing outstanding Ainax shares at a price equivalent to the bid price for Scania's Class A shares less 1%.

THE COMPANY'S TAX SITUATION

Following changes in tax legislation in 2003, dividends and capital gains on shares held for business purposes are exempt from taxation. With respect to listed holdings, more than 10 percent of the voting capital must be held in order for the holding to be deemed to be for business purposes. Furthermore, with respect to tax-exempt dividends, the holding for business purposes must subsist for a minimum of one year, while in order for capital gains to be tax-exempt the holding for business purposes must have subsisted for at least one year at the time of the sale. Unlisted holdings are always deemed to be held for business purposes. Ainax's holding in Scania is for business purposes and, in May 2005, will have fulfilled the requirement of a one-year holding period.

TRANSITION TO IFRS 2005

According to Regulation (EC) no. 1606/2002 of the European Parliament and of the Council, companies whose securities are listed on an exchange or authorised marketplace must, in their consolidated accounts, apply International Financial Reporting Standards ("IFRS") in respect of financial years commencing 1 January 2005. The regulation provides that each Member State may, in addition, allow or demand application of IFRS with respect to reporting by legal persons.

According to amendments to the Swedish Annual Reports Act, IFRS shall not be applied to legal persons. Instead, the Annual Reports Act shall apply. The Swedish Financial Accounting Standards Council's Recommendation RR 32 – Reporting with respect to Legal Persons, provides that, subject to certain exceptions, legal persons whose securities are listed on a Swedish exchange or authorised marketplace on the balance sheet date shall, as a main rule, apply the IFRS/IAS applicable to consolidated accounts. According to the Recommendation, such legal persons shall not apply reporting in accordance with the equity method.

Accordingly, Ainax will continue to report its holding in Scania in accordance with the acquisition value method.

OTHER INFORMATION

Transactions with closely-related persons

At present, there are no transactions between Ainax and closely-related persons; see, however, the section headed "Agreement with Volvo" below regarding previous relationships. No Board member or senior executive has, or has had, any direct or indirect participation in any commercial transaction which is, or was, unusual in nature with respect to terms and conditions, which has been entered into during the current or preceding financial years. Nor has Ainax provided loans, issued guarantees or entered into any guarantee commitment in respect of any Board member, senior executive, or auditors of the company.

Agreement with Volvo

As part of the transfer of 27,320,838 Class A Scania shares from Volvo to Ainax, the parties entered into a non-cash transfer agreement pursuant to which 1,469,642 Class A Scania shares were transferred to Ainax as non-cash consideration in exchange for 27,310,838 newly issued Ainax shares. In addition, Volvo provided an unconditional shareholder's contribution of SEK 5,864,816,708 which – with the exception of SEK 100,000,000 (see the section, "Financing", below) – was used by Ainax in order to pay the purchase sum to Volvo in respect of the remaining 25,851,196 Class A Scania shares. In connection with the transfer to the company of the Scania Class A shares, Volvo provided no warranties or indemnities regarding the limited operations previously conducted by the company. Unqualified audit reports have been issued with respect to all financial years.

Other significant agreements

Ainax's operations include only a very limited number of agreements. Ainax does not believe that any such agreements are of material significance for the company's operations or profitability.

Intellectual property rights

Ainax's operations are not dependent to any material extent on any patent, trade mark or other intellectual property right.

Financing

In connection with the transfer of Class A Scania shares from Volvo to Ainax, Volvo provided Ainax with an unconditional shareholder's contribution of SEK 5,864,816,708 (see the section "Agreements with Volvo"). Of this shareholder's contribution, SEK 100,000,000 is intended for financing Ainax's operations.

Real property

The company conducts its operations from leased premises and owns no real property.

Insurance

Ainax believes that the company possesses sufficient insurance cover taking into consideration the operations conducted by the company.

Disputes

Ainax is not involved in any dispute and the Board of Directors of Ainax is not aware of any circumstance which might lead to any dispute of a significant scope.

Agreements between shareholders

To the best knowledge of the Board of Directors of Ainax, there exist no agreements between major shareholders of Ainax to vote in a particular manner at general meetings of the company.

Other

Ainax is a public limited company. The company number is 556579-4459. The company was registered with the Swedish Companies Registration Office on 3 December 1999. The current operations have been conducted since the spring of 2004. The company's corporate structure is governed by the Swedish Companies Act (1975:1385). The company's current articles of association were adopted at an extraordinary general meeting held on 16 May 2004. According to article 13 of the articles of association, the Board of Directors is entitled to sell all of the assets in Ainax without approval by the general meeting. Article 13 of the articles of association may be amended through a resolution adopted by the general meeting. Resolutions are adopted where supported by shareholders representing two thirds of the votes cast and the present at the general meeting.

PROPOSED ALLOCATION OF EARNINGS

The following funds are at the disposal of the general meeting:

Funds carried forward	5,864,822,389
Loss for the year	<u>-14,510,938</u>
	5,850,311,451

The Board of Directors and President propose that the funds available to the general meeting be allocated as follows:

SEK 15.00 per share be distributed to the shareholders	409,812,570
to be carried forward	<u>5,440,498,881</u>
	5,850 311,451

With respect to the result for the financial years 2004 and 2003, reference is made to the attached income statement and balance sheet as well as related changes in equity, accounting and valuation principles, notes and cash flow statements.

INCOME STATEMENT (SEK MILLIONS)

	Note	<u>2004</u>	<u>2003</u>
Operating income		-	-
Operating costs			
Other external costs	1	-14.1	-
Personnel costs	2	-1.4	-
Depreciation	3	<u>-0.1</u>	-
Operating earnings		-15.6	-
 Result from financial investments			
Interest income		1.1	0.0
Interest costs and similar profit/loss items		<u>-0.0</u>	<u>-0.0</u>
Total result from financial investments		1.1	0.0
 Earnings after financial items		-14.5	0.0
 Tax on earnings the year	4	<u>-</u>	<u>-</u>
 EARNINGS FOR THE YEAR		-14.5	0.0
 EARNINGS PER SHARE (SEK) (Before and after dilution)	5	-0.84	5.17
 Proposed dividend per share, SEK		15.00	-

BALANCE SHEET (SEK MILLIONS)

ASSETS	Not	<u>2004-12-31</u>	<u>2003-12-31</u>
Fixed assets			
<u>Tangible fixed assets</u>			
Equipment and cars	3	0.4	-
<u>Financial assets</u>			
Interests in affiliated companies	6	6,092.5	-
Claims, parent company		-	<u>0.1</u>
Total fixed assets		6,092.9	0.1
Current assets			
<u>Current receivables</u>			
Other receivables		0.0	0.0
Prepaid costs and accrued income		<u>0.5</u>	<u>-</u>
Total current assets		0.5	0.0
Liquid funds		<u>88.5</u>	<u>-</u>
TOTAL ASSETS		6,181.9	0.1
EQUITY AND LIABILITIES			
Equity	7		
<u>Restricted equity</u>			
Share capital		273.2	0.1
Statutory reserve		54.7	-
<u>Unrestricted equity</u>			
Earnings carried forward		5,864.8	0.0
Earnings for the year		<u>-14.5</u>	<u>0.0</u>
Total equity		6,178.2	0.1
Current liabilities			
Accounts payable		1.2	-
Other current liabilities		0.1	0.0
Accrued costs and deferred income		<u>2.4</u>	<u>-</u>
Total current liabilities		3.7	0.0
TOTAL EQUITY AND LIABILITIES		6,181.9	0.1
Security provided		None	None
Contingent liabilities		None	None

CASH FLOW STATEMENT (SEK MILLIONS)

	<u>2004</u>	<u>2003</u>
The ongoing operations		
Operating profit/loss	-15.6	0.0
Items not included in cash flow	0.1	0.4
Interest received	1.1	0.0
Paid income tax	-	<u>-0.1</u>
	-14.4	0.3
Increase in current receivables	-0.4	-
Increase in accounts payable	1.2	-
Increase in other current operating liabilities	<u>2.6</u>	<u>-</u>
Cash flow from ongoing operations	-11.0	0.3
Investment operations		
Investments in equipment	-0.5	-
Investments in shares	<u>-5,764.8</u>	<u>-</u>
Cash flow from investment operations	-5,765.3	-
Financing operation		
Dividends paid	-	-0.3
Unconditional shareholder's contribution	<u>5,864.8</u>	<u>-</u>
Cash flow from financing operations	5,864.8	-0.3
Cash flow for the year	88.5	0.0
Opening liquid funds	0.0	0.0
Closing liquid funds	88.5	0.0

Liquid funds include cash funds on bank accounts

CHANGES IN EQUITY (SEK)

	Share capital	Statutory reserves	Unrestricted equity	Total equity
Equity 31 Dec. 2001	100,000	20,000	19,032,389	19,152,389
Dividend	-	-	-19,032,000	-19,032,000
Earnings for the year	-	-	282,014	282,014
Equity 31 Dec. 2002	100,000	20,000	282,403	402,403
Dividend	-	-	-282,000	-282,000
Earnings for the year	-	-	5,168	5,168
Equity 31 Dec. 2003	100,000	20,000	5,571	125,571
Non-cash issue	273,108,380	54,621,786	-	327,730,166
Unconditional shareholder's contribution	-	-	5,864,816,818	5,864,816,818
Earnings for the year	-	-	-14,510,938	-14,510,938
Equity 31 Dec. 2004	273,208,380	54,641,786	5,850,311,451	6,178,161,617

COMMENTS ON THE ACCOUNTS AND NOTES

Accounting and valuation principles

General information

Ainax applies the Annual Reports Act and Recommendations and opinions issued by the Swedish Financial Accounting Standards Council. Historically, Ainax has applied the general guidelines issued by the Swedish Accounting Standards Board. Commencing 1 January 2004, Ainax has instead applied the Recommendations issued by the Swedish Financial Accounting Standards Council. The switch in accounting principles to the Swedish Financial Accounting Standards Council's Recommendations has not had any significant effect on the Company's earnings and financial position.

Provided below is a description of the accounting principles as applied by Ainax commencing 1 January 2004.

Affiliated company reporting

From an accounting perspective, Scania is an affiliated company to Ainax. Since Ainax does not prepare consolidated accounts, holdings of shares in affiliated companies are reported in accordance with the acquisition value method at the lower of acquisition value or actual value.

When calculating the value of the shares in Scania in connection with the annual accounts, Ainax makes a composite assessment in which consideration is given to both the share price on the balance sheet date and factors which may increase or diminish the value of the holding as a whole. Examples of such factors include the effect which a controlling holding is deemed to have and the company valuations (in accordance with accepted methods) which Ainax makes in respect of the holding. Dividends from shareholdings are reported as income at the time the dividend is established and available for receipt.

Income tax

In accordance with the Swedish Financial Accounting Standards Council's Recommendation – RR9 Taxes, deferred tax claims relating to losses carried forward are reported as an asset to the extent it is probable that the losses carried forward can be set off against future taxable profits. No deferred tax claims are reported since, at present, it is not deemed likely that the company will report taxable profits since the dividends from Scania are not taxable.

Financial instruments, information and classification

According to the Swedish Financial Accounting Standard Council's Recommendation – RR27, Financial Instruments, liquid funds are defined as cash and bank balances as well as other liquid funds. Other liquid funds consist of short-term, liquid investments which may be converted into a known amount of cash within three months as well as bank balances, and which are subject to only insignificant risks of fluctuations in value.

Receivables and liabilities

Receivables are reported in the amount which is expected to be received. Receivables and liabilities in foreign currencies are valued at the closing date rate.

Depreciation of tangible fixed assets

Tangible fixed assets are depreciated systematically by 20% per year over the assessed economic life of the asset. In conjunction therewith, a depreciation period of 5 years is applied.

Reporting of pensions

Commencing 1 January 2004, Ainax applies the Swedish Financial Accounting Standards Council's Recommendation – RR29 Remuneration to Employees. The company's employees are covered by the ITP (supplementary pensions for salaried employees) plan, which is financed through pension policies via SEB Trygg Liv and Moderna försäkringar. At present, SEB Trygg Liv and Moderna försäkringar do not have the possibility to provide any of their policy holders with the information which is required in order to report the benefit-based obligations as well as managed assets and costs which are tied to the plan. Accordingly, information is also lacking regarding Ainax's share of surpluses or deficits in the plan. Consequently, pursuant to the particular exemption rules set forth in RR 29 with respect to these specific cases, the plan is reported as if it were a contribution-based plan, notwithstanding that the ITP plan is a benefit-based plan.

Cash flow statement

The cash flow statement has been prepared in accordance with the indirect method. The reported cash flow includes only transactions which have resulted in payment being received or made. Cash and bank balances as well as short-term investments are reported as liquid funds.

Reporting of segments

Ainax's operations cover only one branch of business, viz. management of the holdings in Scania, and thus the company's income statement and balance sheet in their entirety constitute the primary segment in accordance with the Swedish Financial Accounting Standards Council's Recommendation – RR25, Reporting for segments.

NOTE 1 Remuneration to the auditors, Deloitte & Touche AB

The audit fee for the financial year amounts to SEK thousands 800 (-), as well as a consultancy fee of SEK thousands 688 (-). "Audit engagement" means the auditing of the annual report and bookkeeping as well as management by the Board of Directors, other work duties incumbent on the company's auditors as well as advice or other assistance resulting from observations made in conjunction with the audit or performance of such other work duties. Everything else constitutes other engagements.

NOTE 2 Salaries, other remuneration and payroll costs and personnel

Salaries and other remuneration have been paid to the President in the amount of SEK thousands 562 (-), of which SEK thousands 21 (-) relates to a company car benefit, as well as payroll overheads of SEK thousands 386 (-), of which SEK thousands 180 (-) relates to premium-based pension costs. Mariana Burenstam Linder assumed the position of President on 16 June 2004. With respect to the period prior thereto, consultancy fees regarding start-up of the company have been paid to the acceding President's company in the amount of SEK thousands 221. In the agreement with the President, an agreement has been reached regarding a pension corresponding to the ITP plan. There is the possibility to exchange salary for pension.

An agreement has been reached with the President regarding severance compensation amounting to one year's salary and a period of notice of termination of 12 months.

Costs for fees to the Board of Directors amount to SEK thousands 581 (-), as well as payroll overheads in the amount of SEK thousands 189 (-). With respect to Board member Lars Otterbeck, the rest of the Board of Directors have decided to propose that the general meeting approve compensation of SEK thousands 30 in respect of the work carried out by him in his capacity as Ainax's representative in Scania's nomination committee.

The company has purchased liability insurance for the Board of Directors in the amount of SEK thousands 236. The Swedish Tax Agency has expressed the opinion that such a policy is to be regarded as a benefit and that social security fees are payable thereon in accordance with, among other things, a judgment recently rendered by the Administrative Court of Appeal. However, in view of the fact that the aforementioned judgment has been appealed and leave to appeal has been granted by the Supreme Administrative Court, and in light of the fact that earlier case law indicates that the insurance does not constitute a benefit, the company has decided not to report any amount with respect to social security fees regarding liability insurance in the results for the year.

Administration and accounts are handled by a part-time Chief Financial Officer, Mats Löfgren. Salary and other remuneration to the Chief Financial Officer for 2004 amounted to SEK thousands 344 (-), as well as payroll overheads of SEK thousands 155 (-) of which SEK thousands 42 (-) relates to premium-based pension costs.

The agreement with the Chief Financial Officer includes an agreement regarding pension corresponding to the ITP plan.

The employment agreement includes a 6-month period of notice of termination.

During the financial year, the company had 2 (-) part-time employees, viz. the President and Chief Financial Officer. The breakdown by gender in the company consisted of 50% (-) women.

The breakdown by gender in the Board of Directors as per the balance sheet date of 31 December 2004 consisted of 14 % women (67).

No company employees were on sick leave during 2004.

NOTE 3 Tangible fixed assets (SEK millions)

	2004	2003
Opening acquisition value	-	-
Purchases	0.5	-
Closing acquisition value	0.5	-
Opening depreciation	-	-
depreciation	-0.1	-
Closing depreciation	-0.1	-
Book value	0.4	-

NOTE 4 Tax on earnings for the year (SEK millions)

	2004	2003
<i>Difference between the company's tax cost and tax costs based on current tax rate</i>		
Reported earnings before tax	-14.5	0.0
Tax according to current rates	-	0.0
Tax effect of non-deductible costs	0.0	0.0
Tax effect of non-taxable income, dividends	-0.0	-0.0
Tax on earnings for the year according to the income statement	0.0	0.0

Tax rate

The current income tax rate for is 28% (28%).

NOTE 5 Earnings per share (SEK)

	2004-12-31	2003-12-31
Earnings per share	-0.84	5.17
<i>Amounts used in the nominator (upon calculation before and after dilution) as well as a reconciliation between these amounts and the reported earnings (where appropriate)</i>		
Earnings per share calculated on the average number of outstanding shares on the balance sheet date	17,141,613	1,000
Number of outstanding shares at beginning of the year	1,000	1,000
Number of shares at end of year	27,320,838	1,000

NOTE 6 Interests in affiliated companies (SEK millions)

	2004-12-31	2003-12-31
Opening balance	-	-
Non-cash consideration, new issue*	6,092.5	-
Sales for the year	-	-
Closing accumulated acquisition value	6,092.5	-

*) As part of the transfer of 27,320,838 Class A Scania shares from Volvo to Ainax, the parties entered into a non-cash transfer agreement pursuant to which 1,469,642 Class A Scania shares were contributed to Ainax as non-cash consideration in exchange for 27,310,838 newly issued Ainax shares. In addition, Volvo provided an unconditional shareholder's contribution of SEK 5,864,816,708 which, with the exception of SEK 100 million, was used by Ainax in order to pay the purchase price to Volvo for the remaining 25,851,196 Class A Scania shares.

	Number of shares	% of share capital	% of voting capital	Book value	Market value
Scania A	27,320,838	13.7%	24.8%	6,092.5	7,185.3

Information regarding affiliated companies, company number, equity and earnings after tax:

	Company No.	Registered office	Equity	Earnings after tax
Scania AB	556184-8564	Södertälje	21,050	4,077

NOTE 7 Equity

The share capital consists of 27,320,838 shares, each with a nominal value of SEK 10.

NOTE 8 Deferred tax claims

Ainax has non-utilised losses carried forward of SEK thousands 14,475. No deferred tax claims are reported since it is uncertain when in time such losses carried forward might be utilised.

DEFINITION OF KEY RATIOS

Earnings per share, before and after dilution

The result for the year divided by the average number of outstanding shares.

Net worth

Equity plus hidden reserves in assets which have an "objective" market value after deferred taxes at the current tax rate.

Equity ratio

Equity divided by the balance sheet total

Equity per share

Total equity divided by the number of outstanding shares at the end of the year

Net worth per share

Asset plus any established surplus value therein minus liabilities divided by the number of outstanding shares

Average number of shares

A weighted average of outstanding shares during the period

TRANSLATION

This annual report is a non-official translation of the Swedish original annual report. In case of differences between the English translation and the Swedish original, the Swedish text shall prevail.

BOARD OF DIRECTORS AND AUDITORS

Tuve Johannesson (born 1943)

Chairman of the Board of Directors of Ainax since 2004. Chairman of the Board of Directors of Arctic Island Ltd, Chumak & Odintsovo, Ecolean International A/S and Findus Sverige AB. Member of the Board of Directors of Cardo AB, Skandinaviska Enskilda Banken AB and Swedish Match AB.

Shareholding in Ainax: 0.

Mariana Burenstam Linder (born 1957)

Board member and President of Ainax since 2004. Chairman of the Board of Directors of Kontanten AB. Board member and partner in Burenstam & Partners AB which provides financial advisory services to private persons and foundations. Member of the Board of Directors of BTS Group AB, Säkl AB and TietoEnator.

Shareholding in Ainax: 0.

Clas Reuterskiöld (born 1939)

Member of the Board of Directors of Ainax since 2004. Former President of AB Industrivärden. Chairman of the Board of Directors of Östanå Fideikommiss AB and Deputy Chairman of the Board of Directors of the Panel for Monetary Financial Reporting.

Shareholding in Ainax: 0.

Lars Otterbeck (born 1942)

Member of the Board of Directors of Ainax since 2004. President of Alecta pensionsförsäkring, ömsesidigt until retirement in June 2004. Chairman of the Board of Directors of Forskningsstiftelsen SSE-MBA. Member of the Board of Directors of AB Lindex, Aberdeen Property Investors AB and the Industry and Commerce Stock Exchange Committee.

Shareholding in Ainax: 0.

Tor Marthin (born 1944)

Member of the Board of Directors in Ainax since 2004.

Responsible for asset management and Deputy President of AMF Pension until retirement in April 2004. Member of the Board of Directors of Stockholms Stads Brandförsäkringskontor, Stockholm Institute for Financial Research and *Stiftelsen för finansforskning* (Foundation for Financial Research).

Shareholding in Ainax: 0.

Anders Rydin (born 1945)

Member of the Board of Directors of Ainax since 2004 (former Deputy President and Chief Financial Officer of Skandinaviska Enskilda Banken AB). Chairman of the Board of Directors of Handelshögskolan i Stockholm Executive Education AB and MGruppen Holding AB among others. Member of the Board of Directors of AP-Fastigheter AB, Biotage AB, Cardo AB, Enskilda Securities AB, NCC AB and SEB Kort AB among others.

Shareholding in Ainax: 0.

Auditors

Since 2004, Ainax's auditors are the registered accounting firm, Deloitte & Touche AB, with Leif Lundfors (born 1942) as principal auditor.

Stockholm, 13 April 2005



Tuve Johannessen
Chairman



Tor Marthin



Lars Otterbeck



Clas Reuterskiöld



Anders Rydin



Mariana Burenstam Linder
President

Our audit report was presented on *29 April* 2005

Deloitte & Touche AB

Leif Lundfors
Authorised public accountant



AUDIT REPORT

(Translation)

To the general meeting of the shareholders of Ainax AB (publ)

Corporate identity number 556579-4459

We have audited the annual accounts, the accounting records and the administration of the board of directors and the managing director of Ainax AB (publ) for the financial year 2004. These accounts and the administration of the company and the application of the Annual Accounts Act when preparing the accounts are the responsibility of the board of directors and the managing director. Our responsibility is to express an opinion on the annual accounts and the administration based on our audit.

We conducted our audit in accordance with generally accepted auditing standards in Sweden. Those standards require that we plan and perform the audit to obtain reasonable assurance that the annual accounts are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the accounts. An audit also includes assessing the accounting principles used and their application by the board of directors and the managing director and significant estimates made by the board of directors and the managing director when preparing the annual accounts as well as evaluating the overall presentation of information in the annual accounts. As a basis for our opinion concerning discharge from liability, we examined significant decisions, actions taken and circumstances of the company in order to be able to determine the liability, if any, to the company of any board member or the managing director. We also examined whether any board member or the managing director has, in any other way, acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association. We believe that our audit provides a reasonable basis for our opinion set out below.

The annual accounts have been prepared in accordance with the Annual Accounts Act and, thereby, give a true and fair view of the company's financial position and results of operations in accordance with generally accepted accounting principles in Sweden. The statutory administration report is consistent with the other parts of the annual accounts.

We recommend to the general meeting of shareholders that the income statement and balance sheet be adopted, that the profit be dealt with in accordance with the proposal in the administration report and that the members of the board of directors and the managing director be discharged from liability for the financial year.

Stockholm, April 29, 2005
Deloitte & Touche AB

Leif Lundfors
Authorized Public Accountant