

PRESS RELEASE

4 April 2006

Fabege's annual general meeting on 4 April 2006

At Fabege AB's annual general meeting on 4 April 2006 the meeting decided on a directed new share issue of 4,381,376 shares. The directed new issue is related to the Company's offer to the shareholders of Fastighets AB Tornet. According to the final count 4,421,470 shares has been registered for the Offer. Combined with Fabege's previous shareholding this represents 99.5 per cent of the capital and votes of Tornet. Out of the total number of shares registered for the Offer, 4,381,376 were registered for the share alternative, and 40,094 for the cash alternative.

The board's proposal of a dividend of SEK 7.50 per share for 2005 was ratified. The record date for payment of the dividend is Friday 7 April 2006. It is estimated the cash dividend will be distributed by VPC AB on 12 April 2006.

The AGM resolved the board's proposal regarding principles for remuneration and other employment terms of the Company's management.

The AGM also decided on several changes aimed at adapting the Articles of Association to the provisions of the new Companies Act (SFS 2005:551). The main changes are as follows:

- The provision on the par value of a share is withdrawn and replaced by a provision stipulating that the number of shares must be at least 33,400,000 and not exceed 133,600,000.
- The provision on notification of an Annual General Meeting is amended so that notification is made by advertisement in Post- och Inrikes Tidningar and Svenska Dagbladet.
- The record date for the right to participate in the AGM is changed to the fifth workday before the AGM.
- A provision stipulating that a person who is not included in the register of shareholders shall have the right to attend the AGM subject to terms to be decided by the Board of Directors.
- The provision requiring that the AGM chairman provide information on Board nominees' assignments on behalf of other companies and organisations is withdrawn.
- The record clause is adjusted to the new legal definition of VPC-affiliated company (avstämningsbolag).

The AGM authorised the Board, for a period ending no later than the next AGM, to buy back shares in the Company and transfer ownership of such shares. Share buybacks are

subject to a limit of no more than 10 per cent of the total number of registered shares at any time.

The AGM also resolved to approve that the Company's shareholders, upon a decision by the Board, be offered to buy or sell free of commission the number of shares required to achieve a shareholding consisting of round lots. It is proposed that a decision on the period and precise terms of the offering be left to the discretion of the Board, with the condition that the offering, if implemented, must be completed before the 2007 AGM.

The AGM resolved to re-elect the board members Mats Qviberg, Sven-Åke Johansson, Stefan Dahlbo, Göte Dahlin, Märtha Josefsson, Erik Paulsson and Maths O. Sundqvist with Mats Qviberg as Chairman. The AGM also resolved that Directors' fees totalling SEK 1,325,000 be paid and distributed as follows: SEK 350,000 to the Chairman of the Board, SEK 175,000 to other Directors who are not employed by the Company, SEK 100,000 as remuneration for the Board's work in the Audit Committee, of which SEK 50,000 to the Chairman and SEK 25,000 to the other Directors.

The AGM also decided on principles for the appointment of a Nomination Committee:

1. The Nomination Committee shall consist of one representative from each of the four largest shareholders. In addition, the Nomination Committee may decide that the Company's Chairman should sit on the Nomination Committee. The names of the members of the Nomination Committee and the owners they represent shall be announced no later than six months before the AGM and be based on the known ownership immediately prior to the announcement. The mandate period of the Nomination Committee shall expire upon the election of a new Nomination Committee. The chairman of the Nomination Committee shall be the member representing the largest shareholder, unless the Nomination Committee agrees otherwise.
2. If an owner is no longer one of the four largest shareholders, the representative of this owner shall vacate his seat, and the new shareholder that is now among the four largest shareholders shall be offered a seat on the Nomination Committee. Marginal changes need not be taken into account, however. An owner that has appointed a representative to the Nomination Committee shall be entitled to relieve the representative of his duties and appoint a new representative. Any changes in the membership of the Nomination Committee shall be announced.
3. The Nomination Committee shall prepare proposals on the following issues to be decided at the AGM:
 - a. proposal for chairman of the AGM
 - b. proposal for Board of Directors
 - c. proposal for Chairman of the Board of Directors
 - d. proposal for Directors' fees, specifying the breakdown between the Chairman and other Directors and any remuneration due for committee work
 - e. proposal for auditors
 - f. proposal for fees to the Company's auditors
 - g. any proposals for changes to the procedure for appointing the Nomination Committee
4. The Company shall bear the cost of any reasonable expenses that the Nomination Committee believes are required to enable the Committee to complete its assignment.

Fabege AB (publ)

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