

**Proposal by the Board of Directors of B&B TOOLS AB (publ) to the Annual General Meeting on 27 August 2009 concerning the authorisation of the Board of Directors to decide on the repurchase and conveyance of the Company's own shares (Item 14)**

The Board of Directors proposes that the Annual General Meeting pass a resolution authorising the Board to repurchase the Company's class B shares in accordance with the following terms.

1. Purchases shall be made through NASDAQ OMX Stockholm.
2. The authorisation may be exercised on one or more occasions prior to the next Annual General Meeting.
3. A maximum number of shares may be repurchased so that the Company's holding at no time exceeds 10 percent of the total number of shares in the Company.
4. For shares repurchased through NASDAQ OMX Stockholm, the share price prevailing on the acquisition date shall be paid.

The purpose of repurchasing the Company's own shares is to provide the Board of Directors with an additional instrument to use in its work pertaining to the Company's capital structure, to enable the Company to pay for acquisitions using the Company's own shares and to secure the Company's obligations under its incentive programmes for members of senior management.

The Board of Directors also proposes that the Annual General Meeting authorise the Board to deviate from the preferential right of the Company's shareholders and make decisions concerning the disposal of all or a portion of the shares held in treasury by the Company, at any given time, to be used as payment in connection with the acquisition of companies or businesses. The Board also proposes that the Annual General Meeting authorise the Board, with or without the preferential right of the Company's shareholders, to make decisions regarding the disposal of all or a portion of the shares held in treasury by the Company in ways other than through NASDAQ OMX Stockholm in order to finance the acquisition of companies or businesses. The authorisation includes the right to make payments using non-monetary means. In the event that a disposal deviates from the preferential right of the Company's shareholders, compensation shall be paid for the shares sold corresponding to their estimated market value. The authorisation may be exercised on one or more occasions prior to the next Annual General Meeting.

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The resolution of the Annual General Meeting is only valid if it is supported by a minimum of two thirds of the voting rights and shares represented at the Meeting.