

Proposal by the Board of Directors of B&B TOOLS AB (publ) to the Annual General Meeting to be held 27 August 2008 regarding authorisation for the Board of Directors to decide on purchase and conveyance of own shares (Item 14)

The Board of Directors proposes that the Annual General Meeting authorises the Board of Directors to decide on acquisition of the Company's own class B shares in accordance with the following terms and conditions:

1. Purchases shall be made via OMX Nordic Exchange Stockholm.
2. The authorisation may be exercised on one or more occasions before the next-following Annual General Meeting.
3. A maximum number of shares may be purchased so that the Company's holding of own shares from time to time does not exceed 10 percent of the total number of shares outstanding in the company.
4. For shares purchased via OMX Nordic Exchange Stockholm may be paid the current market price prevailing at the time of purchase.

The purpose of the repurchases is to provide the Board of Directors – until the time of the next-following Annual General Meeting – with an additional instrument to use in its work with the Company's capital structure, to enable acquisitions using the Company's own shares in payment and to secure the Company's obligations under incentive programmes for members of senior management.

The Board of Directors further proposes that the Annual General Meeting authorises the Board of Directors – in a departure from the preferential rights of existing shareholders – to decide on conveyance of some or all of the company's own shares held in treasury from time to time as payment in conjunction with future acquisitions of companies or businesses, and to decide on sale of some or all of the company's own shares held in treasury from time to time – with or without the preferential rights of existing shareholders in ways other than via OMX Nordic Exchange Stockholm to finance the acquisition of companies or businesses. The authorisation includes the right that payments may be made with means other than money. In cases where shares are sold in a departure from the preferential rights of existing shareholders, compensation for shares sold shall be equivalent to estimated market value. The authorisation may be exercised on one or more occasions before the next-following Annual General Meeting.

The resolution of the Annual General Meeting is valid only if seconded by shareholders representing not less than two thirds of the votes cast as well as of two thirds of the shares represented at the Annual General Meeting.