

Minutes of the Extraordinary Shareholders' Meeting of Skanska AB (publ) held at the Company's headquarters, Råsundavägen 2, Solna, at 4:00 p.m. on November 29, 2007

§ 1

The Chairman of the Board, Sverker Martin-Löf, opened the Meeting by greeting the assembled shareholders.

§ 2

Sverker Martin-Löf submitted the Board's proposal that attorney-at-law Sven Unger be appointed Chairman of the Meeting.

The Meeting approved the proposal.

§ 3

The enclosed list of shareholders present, representatives of shareholders and assistants to shareholders was prepared (Appendix 1).

The prepared list, including the number of shares and voting rights stated thereon, was approved as the voting list.

§ 4

The Meeting approved the Agenda proposed by the Board.

§ 5

Erik Röjvall, AB Industrivärden, and Peter Lundkvist, The Third Swedish National Pension Fund, were appointed to attest the Minutes, jointly with the Chairman.

§ 6

A notice to shareholders to attend the Extraordinary Shareholders' Meeting had been published on October 26, 2007, in *Svenska Dagbladet*, *Dagens Nyheter*, *Göteborgsposten*, *Sydsvenska Dagbladet* and *Post- och Inrikes Tidningar*, and on the Company's website. Information concerning the Meeting had also been detailed in the Company's interim report for the third quarter published on November 1, 2007. For this reason, it was resolved that the Meeting was duly convened.

§ 7

The Board presented its proposal for a long-term share-savings program, Appendix 2.

It was noted that the Board's proposal, report and presentation in addition to the auditors' report was made available to shareholders at the Company's office from November 2, 2007, and that the documentation has been available on the company's website and has been presented at today's Meeting.

Sverker Martin-Löf and Stuart Graham commented on the Board's proposal for a long-term share-savings program.

Sverker Martin-Löf responded to questions posed by shareholder Bengt Bergström and the representative for the Swedish Association of Share Investors, John Örtengren.

In accordance with the Board's proposal under item A in Appendix 2, the Meeting approved the adoption of a long-term share-savings program for employees of the Skanska Group under item 7 A in the agenda.

It was noted in the minutes that 27 shareholders, detailed in the list in Appendix 3, the shareholders KAS Bank N.V./KDTC and Lehman Brothers International (Europe), and E*Trade International Index Fund and PGGM voted against the proposal for the introduction of a long-term share-savings program.

In accordance with item 7 B in the agenda, the Meeting resolved to adopt the Board's proposal, pursuant to item B in Appendix 2, to authorize the Board to decide on the acquisition of Series B shares in Skanska over a regulated market and the transfer to participants in the share-savings program of own Series B shares in Skanska.

It was also noted in the minutes that 77 shareholders, detailed in the list in Appendix 4, shareholders KAS Bank N.V./KDTC and Lehman Brothers International (Europe), and shareholders in E*Trade International Index Fund and PGGM voted against the proposal authorizing the Board to decide on the acquisition of own shares and the transfer to participants in the share-savings program of acquired own shares.

The Chairman declared that the resolution pursuant to item 7B on the agenda had been supported by shareholders representing not less than nine tenths of the votes cast and votes represented at the Meeting.

§ 8

The Chairman then declared the Meeting closed.

Minutes recorded by:

Approved by:

Sven Unger

Einar Lundgren

Erik Røjvall

Peter Lundkvist