

Annual Shareholders' Meeting of Skanska AB

Shareholders of Skanska AB (publ) are hereby invited to attend the Annual Shareholders' Meeting on Tuesday, April 3, 2007, at 4:00 p.m. at Hotel Rival, Mariatorget 3, Stockholm, Sweden. Doors to Hotel Rival open at 2:30 p.m.

Notification

Shareholders who wish to participate in the Meeting

- must be recorded in the share register maintained by VPC AB (Swedish Securities Register Center) on March 28, 2007, and
- must give notice of their intention to participate in the Meeting, addressed to:

Skanska AB
Group Legal Affairs
SE-169 83 Solna, Sweden

or by telephone, +46-8 753 88 14, from 10:00 a.m. to 4:00 p.m.
or by telefax, +46-8 753 37 52
or via e-mail: bolagsstamma@skanska.se
or via the Skanska website: www.skanska.com

When giving notice, a shareholder must state name, personal identification number (or corporate registration number), address and telephone number and, where relevant, the number of any accompanying assistants. Shareholders represented by proxy must send the company a power of attorney for the proxy and proof of registration or other authorization documentation, in sufficient time prior to the Annual Shareholders' Meeting. Notification must be received by the company not later than

12:00 noon on Wednesday, March 28, 2007. Registered participants will receive an admission card, which is to be presented at the entrance to the Meeting venue.

Shareholders whose shares are held in trust must temporarily re-register their shares in their own name with VPC in order to be entitled to participate in the Meeting. Re-registration should be requested from the bank or stockbroker acting as trustee in sufficient time prior to March 28, 2007.

The Board's full text of the motions under Item 16 will be made available to shareholders at the company's offices, Råsundavägen 2, Solna, Sweden, Group Legal Affairs, and on Skanska's website, www.skanska.com, as of March 2, 2007. The financial documents and auditors' report will be available to shareholders on Skanska's website as of March 9, 2007, and at the above address as of March 15, 2007. The Board's statement in accordance with Chapter 18, Paragraph 4 of the Swedish Companies Act (2005:551) regarding the proposed distribution is included in the statutory administration report.

The President's address under item 7 of the Agenda will be delivered in English. The address will be simultaneously translated into Swedish.

Proposed agenda

1. Opening of Meeting.
2. Election of Meeting Chairman.
3. Preparation and approval of the list of shareholders entitled to vote at the Meeting.
4. Approval of agenda.
5. Election of two persons to check the minutes together with the Chairman.
6. Determination of whether the Meeting has been duly convened.
7. Address by the Chairman of the Board of Directors on Board and Group Management issues. Followed by the President's address on operations.
8. Presentation of the annual report and auditors' report for 2006 and the consolidated accounts and the auditors' report for the consolidated accounts for 2006.
9. Motion to adopt the income statement and balance sheet, and the consolidated income statement and the consolidated balance sheet.
10. Motion regarding the disposition of the Company's profit as shown in the adopted balance sheet, and determination of the record date for payment of dividend.
11. Motion to discharge members of the Board and the President from liability for the fiscal year.
12. Determination of the number of Board members and deputy members to be elected by the Meeting.
13. Determination of fees for Board members and auditors.
14. Election of Board members and deputy members and of the Board Chairman.
15. Decision on appointment of the members of the Nomination Committee.
16. Decision on principles for salary and other remuneration to senior executives.
17. Closing of the Meeting.

Motions

Item 2 Election of a Chairman for the Meeting

The Nomination Committee proposes that attorney Sven Unger be elected Chairman of the Meeting.

Item 10 Dividend and record date

The Board proposes an ordinary dividend of SEK 4.75 per share and an extraordinary dividend of SEK 3.50 per share be paid to the shareholders for fiscal year 2006. April 10, 2007 is proposed as the record date for payment of the dividend. If the Meeting

votes in favor of this motion, it is expected that VPC will make dividend payments on April 13, 2007.

Nomination Committee's motions under Items 12-15

Item 12 Nomination Committee's motion: Nine Board members and no deputies.

Item 13 Nomination Committee's motion: It is proposed that a fee of SEK 1,275,000 be paid to the Chairman of the Board of

Directors and SEK 425,000 to each of the other elected Board members that are not employed by the Group. A special appropriation of SEK 125,000 is proposed for each of the members on the Project Committee, SEK 75,000 to each of the members on the Audit Committee, and SEK 50,000 to each of the members on the Remuneration Committee. The proposed compensation for committee work does not apply to Board members who are employed by the Group. It is proposed that the fee to the auditors be paid in the amount shown on approved invoices.

Item 14 Nomination Committee's motion: Re-election of Jane Garvey, Stuart Graham, Finn Johnsson, Curt Källströmer, Sverker Martin-Löf, Anders Nyrén and Lars Pettersson, and the new election of Sir Adrian Montague and Matti Sundberg. Roger Flanagan and Ulrika Francke have declined re-election.

Sir Adrian Montague is Board Chairman of several British companies in the energy and financial sectors. He has extensive experience with privately financed projects, including for the British government. Matti Sundberg is a member of the Board of among others Boliden AB, SSAB and sales companies within Scania. He has previously served as President of Metso, Valmet and Ovako Steel Oy.

The Committee proposes that the Annual Shareholders' Meeting re-elect Sverker Martin-Löf as Board Chairman.

Information about the proposed new Board members and account of the Nomination Committee's work is available on the company's website, www.skanska.com.

Item 15 Nomination Committee's motion: That a mandate be given to the Chairman of the Board to contact the three to five largest shareholders in terms of voting rights, each of which will appoint a representative to comprise, together with the Board Chairman, the Nomination Committee for the period until after the next Annual Shareholders' Meeting or, if such a need arises, until a new Nomination Committee has been appointed. The largest shareholders refers to VPC registered and ownership grouped shareholders as of August 31, 2007. If, due to ownership changes occurring after that date, it is deemed necessary, the Nomination Committee is entitled to offer one or two additional shareholders a position on the Nomination Committee, so that the total number of members is at most six.

The Nomination Committee shall appoint a Chairman from the largest shareholder in terms of voting rights. If a member of the Nomination Committee leaves the committee before its work is completed, a substitute shall be appointed, if this is deemed necessary, by the same shareholder who appointed the member who has resigned, or, if this shareholder is no longer one of the three to five largest shareholders in terms of voting rights, by the new shareholder belonging to this group. No fee

shall be paid to members of the Nomination Committee. Any expenses arising in connection with the work of the Nomination Committee shall be paid by the company. The names of the members of the Committee shall be announced not later than six months prior to the Annual Shareholders' Meeting in 2008.

The Nomination Committee proposes that the Annual Shareholders' Meeting give the Nomination Committee the task, prior to the 2008 Annual Shareholders' Meeting, of submitting proposals on the following matters:

- Proposal for Meeting Chairman
- Proposal for number of Board members and alternates
- Proposal for Members of the Board
- Proposal for Chairman of the Board
- Proposal for Board compensation for the Chairman and each of the other Board members elected by the Annual Shareholders' Meeting
- Proposal for remuneration for each of the members of the Board's committees
- Proposal for auditor remuneration
- Proposal for principals for how members of the Nomination Committee shall be appointed

Item 16 Proposal for guidelines for salaries and other remuneration to senior executives

The Board's proposal for guidelines for salaries and other remuneration to senior executives mainly means that the total remuneration shall be on market and competitive terms and that outstanding performance shall be reflected in the total remuneration. Benefits shall comprise fixed salary, possible variable salary, other usual benefits and pension. The variable salary shall be payable in either cash and/or shares and shall be maximized and related to the fixed salary. Allotment of shares shall require a three-year earning period and shall be part of a long-term incentive program. The variable remuneration shall be based on the outcome in relation to established goals and take into account the shareholders' interests. Pension benefits shall be either defined-benefit or defined-contribution and normally provide rights to receive pension at 65 years of age. In principle, variable remuneration shall not be pensionable. The Board of Directors may in an individual case depart from the guidelines if deemed necessary under special circumstances.

Other information

The Nomination Committee comprised Carl-Olof By, Chairman, representing AB Industrivärden, Håkan Sandström, representing Svenska Handelsbanken AB and Handelsbanken's pension funds, Jan-Erik Erenius, representing AMF Pension and AMF Fonder, KG Lindvall, representing Robur Fonder, Conny Karlsson, representing SEB Fonder, and Sverker Martin-Löf, Chairman of the Board of Skanska AB.

Solna, March 2007
Board of Directors

SKANSKA