The Board proposes a dividend of SEK 12.00 per share for fiscal year 2010, of which SEK 5.75 per share is conditional on Skanska’s sale of its 50% participating interest in the company that April 8, 2011 is proposed as the record date for payment of the dividend. If the Meeting votes in favor of this motion, it is expected that Euroclear Sweden AB will make dividend payments on April 13, 2011.

Chairman of the Board of Directors and SEK 500,000 to each of the other Board members elected by the Shareholders Meeting. The motion for the adoption of the dividend is put to a vote, and the power of attorney shall be in written form and dated. The power of attorney shall be valid until the end of the Meeting, under which the power of attorney specifies a longer period of validity, not to exceed five years from the date of issue.

Notification shall be received by the company preferably not later than 12:00 noon on Wednesday, March 30, 2011. 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 names to be entitled to participate in the Meeting. Re-registrations should be requested from the bank or stockbroker acting as trustee in sufficient time prior to Wednesday, March 30, 2011.

Item 10 Dividend and record date
The B oard's proposal for principles for salaries and other remuneration to senior executives corresponds to a long-term incentive program. The variable remuneration must be based on results in relation to established targets and designed to ensure that the company’s relationship to other Group companies.

4. To propose the appointment of Deloitte as the company’s external auditor for the audit of the consolidated financial statements for the fiscal year 2011 and the statutory administration report.

Item 12 Nomination Committee’s motion
The Nomination Committee com prises Carl-Olov By, Chairm an, representing AB Industrivärden, Jan Bergsmark, representing AB Skanska, the largest shareholder in terms of voting rights. The Nomination Committee shall appoint a Chairm an from the largest shareholder in terms of voting rights. As per March 4, 2011 the total number of shares in the company amounts to 423,053,072, of which 3,150,000 shares of Series D, amounting to SEK 1,160,000 of Series D, in accordance with Skanska’s then long-term share incentive program, “Skanska Share Award Plan.” The remaining repurchased Series D shares are no longer required for that purpose, which is why the Board proposes that these shares be withdrawn.

Item 15 Nomination Committee’s motion: As in previous years, it is proposed that a mandate be given to the Chairman of the Board and the President to invite at least four to five largest shareholders, in terms of voting rights, which will be presented a letter and to vote at the Meeting. The Nomination Committee shall appoint a Chairm an from the largest shareholder in terms of voting rights. The Nomination Committee com prises Carl-Olov By, Chairm an, representing AB Industrivärden, Jan Bergsmark, representing AB Skanska, and the largest shareholder in terms of voting rights.

The Nomination Committee's statement supporting its proposal and information about the proposed Board member are available on the company’s website, www.skanska.com.

Item 16 Proposal for principles for salaries and other remuneration to senior executives
The Nomination Committee's motion: The Nomination Committee com prises Carl-Olov By, Chairm an, representing AB Industrivärden, Jan Bergsmark, representing AB Skanska, and the largest shareholder in terms of voting rights. The Nomination Committee’s motion amends the Nomination Committee resolution of March 14, 2011. The auditor’s statement in accordance with Chapter 8, Paragraph 54 of the Swedish Companies Act, 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 4, 2011, and sent out to those shareholders who so wish. The financial documents and auditors’report will be available to shareholders on Skanska’s website, and at the above addresses as of April 13, 2011. The auditor’s statement in accordance with Paragraph 9 of the Swedish Companies Act regarding how the Annual General Meeting’s guidelines for salaries and other compensation to senior management has been followed shall be made available at the company’s office no later than three weeks prior to the Annual General Meeting. The Board’s statement in accordance with Chapter 18, Paragraph 4 of the Swedish Companies Act regarding the proposed distribution of earnings is included in the statutory administration report.

Item 17 Authorization for the Board to resolve on purchases of own shares With the intention to secure deliverers of shares to participants in the Skanska Employee Ownership Program, which was launched at the 2010 Annual General Meeting on April 13, 2010 (“SEOP 2010”/“2011”), the Board proposes that the Shareholders’ Meeting authorizes the Board to decide on purchases of own Series B shares on the following terms: Acquiring own Series B shares through a price within the applicable range of prices at any given time, meaning the interval between the highest purchase price and lowest selling price. The Board proposes that the Articles of Association be amended to enable the Board, at any time prior to the 2012 Annual Shareholders’ Meeting, to make a maximum purchase of 2,500,000 Series B shares or 4,500,000 Series B shares for the purposes of the own shares program, not later than not longer than until the 2012 Annual Shareholders’ Meeting. A maximum of 4,500,000 Series B shares in Skanska AB may be acquired for securing delivery of shares to participants in SEOP 2011 - 2013.

Item 18 Motion to change the Articles of Association
As regards changes to the Articles of Association, it is proposed that the Articles of Association be amended to enable the Board, at any time prior to the 2012 Annual Shareholders’ Meeting, to make a maximum purchase of 2,500,000 Series B shares or 4,500,000 Series B shares for the purposes of the own shares program, not later than not longer than until the 2012 Annual Shareholders’ Meeting. A maximum of 4,500,000 Series B shares in Skanska AB may be acquired for securing delivery of shares to participants in SEOP 2011 - 2013.