

Complete proposal for decision on point 16 of the agenda

Annual General Meeting's authorization for the Board to decide on acquisition of own shares

The Board of Directors of Catena propose that the Annual General Meeting on April 23, 2007 authorize the Board, if the Board so deems appropriate, to decide on the acquisition and transfer of own shares in accordance with the following.

Acquisition of own shares

Terms: The Board shall, on one or more occasions prior to Catena's Annual General Meeting 2008, be entitled to decide on the acquisition of own shares up to a number of 1,156,450 shares, corresponding to not more than a total of 10% of all shares in the company.

Such repurchases may be implemented through:

- cash purchases on the Stockholm Stock Exchange at the registered price interval on any given occasion and otherwise in accordance with applicable trading rules; and/or
- a purchase offer made to all shareholders for cash payment in which the price shall correspond to the lowest price quoted on the stock exchange at the time of the offer, with a maximum deviation of 30% upward.

Reason: the Board considers that the acquisition of own shares is a suitable measure to achieve continued desirable alignment of Catena's and the Group's capital structure. Capital requirements, taking into account the Catena Group's growth based on its current operations and through company acquisitions, were considered in this assessment.

Transfer of own shares

Terms: The Board shall, on one or more occasions prior to Catena's Annual General Meeting 2008, be entitled to decide on the transfer of own shares, which Catena holds after acquisitions in accordance with the above.

Such transfers of shares may occur:

- on the Stockholm Stock Exchange at a price within the registered price interval at any given time.
- also off the Stockholm Stock Exchange, with or without waiver of the preferential rights of the shareholders and with or without provision about contribution in kind or offset rights. Such transfers shall be at a price in money or value of property received corresponding to the price quoted on the stock exchange at the time of the transfer of the Catena shares being conveyed with the deviation that the Board deems appropriate.

Reason: The Board considers that from the shareholders' viewpoint own shares can be suitable payment (wholly or partly) in conjunction with company acquisitions in which the shareholders' preferential rights for obvious reasons must be waived.

Gothenburg, April 2007
Catena AB (publ)
Board of Directors

Statement by the Board of Directors of Catena AB pursuant to Chapter 19, Section 22 of the Swedish Companies Act

The Board proposes that the Annual General Meeting on April 23, 2007 authorize the Board to decide on the acquisition of own shares. Accordingly, the Board is required to provide a separate statement regarding whether the proposal is warranted considering the requirements that the nature, scope and risks of the Group's operations impose on the amount of shareholders' equity, as well as the Group's consolidation requirements, liquidity and overall financial position.

Financial position of Catena and the Catena Group

Catena and the Catena Group's financial position at December 31, 2006 is presented in the annual report for the 2006 financial year. The principles applied in the valuation of assets, provisions and liabilities are also presented in the annual report.

The proposal to repurchase own shares means that the Board is authorized to acquire shares in a maximum number so that the company's holding of own shares (treasury stock) amounts to not more than one tenth of all shares outstanding in the company.

Justification for repurchase authorization

Taking into account the above and what in other respects is known to the Board of Directors, it is the opinion of the Board that the proposed repurchase authorization is justifiable taking into account the requirements that the nature, scope and risks of the Group's operations impose on the amount of shareholders' equity, as well as the Group's consolidation requirements, liquidity and overall financial position. The proposed cash dividend of SEK 5 per share was taken into consideration in this respect.

Gothenburg, April 2007
Catena AB (publ)
Board of Directors