

Point 18 – Resolution regarding Performance Share Program 2011

Calculations of dilution are based on the number of shares issued at the time this notice was drafted.

Background

At the 2009 Annual General Meeting the Elekta Group introduced a performance-based share program (Performance Share Program 2009) for key employees. The 2010 Annual General Meeting resolved on Performance Share Program 2010 with in essence the same terms and conditions as Performance Share Program 2009.

The Board proposes that the Annual General Meeting pass a resolution regarding a Performance Share Program for 2011. The terms of the proposed Performance Share Program 2011 are in all material respects the same as the terms of the Performance Share Program 2009 and 2010.

Performance Share Program 2011

It is proposed that the Performance Share Program 2011 cover approximately 120 key employees in the Elekta Group with an opportunity to be allotted class B shares in Elekta free of charge under the following principal terms and guidelines.

The participants in the Performance Share Program 2011 shall be divided into five groups: the President and CEO, other members of the Group management and three additional groups for other senior executives and key employees. For each group, the Board will determine a maximum value for the Performance Share Program 2011 per individual denominated in SEK. The maximum value for the President and CEO is SEK 2,400,000, for other members of Group management SEK 900,000 and for other senior executives and key employees not less than SEK 225,000 and not more than SEK 520,000. The total sum of the maximum values for all participants shall not exceed SEK 57,325,000, excluding social security contributions.

Each participant's value shall be converted into a number of shares, based on the average closing share price of the Elekta class B share on NASDAQ OMX Stockholm during a period of ten trading days prior to the date on which the participants are offered the opportunity to participate in the program.

The number of shares that can be allotted depends on the degree of fulfillment of a financial target based on the average earnings per share (EPS) growth during the period from the 2011/2012 financial year to the end of the 2013/2014 financial year. The financial target for being allotted shares under the Performance Share Program 2011 include a threshold that must be exceeded in order for any allotment to occur at all, as well as a ceiling in excess of which no additional allotment will occur. Allotments between the threshold and ceiling are linear. The value that the employee could receive upon the allotment of shares in the program is maximized at 400 percent of the share price at the time of the offer to participate in the program. The performance target shall be adjusted upon the occurrence of events affecting the Elekta Group's operations or the number of outstanding shares in the Company or otherwise affecting the performance target and deemed relevant by the Board.

The allotment of shares normally requires that the persons covered by the program are employed in the Elekta Group during the entire performance period. If all conditions included in the Performance Share Program 2011 are met, the shares shall be allotted free of charge following the conclusion of the three-year performance period and upon approval of the results by the Board. Before the final number of shares to be allotted is determined, the Board shall

examine whether the allotment is reasonable considering the Company's financial results and position, conditions on the stock market and other circumstances. Should the Board determine that this is not the case, it shall reduce the number of shares to be allotted to a lower number of shares deemed appropriate by the Board.

The participants shall not provide any payment for their rights under the program. At the time the shares are allotted, the participants shall receive compensation for cash dividends during the three-year performance period.

The Board is entitled to introduce an alternative incentive solution for employees in countries where participation in the Performance Share Program 2011 is not appropriate. Such alternative incentive solutions shall, as far as practically possible, correspond to the terms of the Performance Share Program 2011.

Assuming that the maximum number of shares is allotted under the Performance Share Program 2011 and a share price of SEK 250, a maximum of 266,000 class B shares will be required to fulfill the commitments under the program (including social security contributions), corresponding to approximately 0.28 percent of the total number of outstanding shares.

To secure delivery under the Performance Share Program 2011, the Board proposes under point 17 c), that not more than 266,000 class B shares be transferred to employees in the Elekta Group and, in addition, that a portion of the shares also be transferred on NASDAQ OMX Stockholm to cover social security contributions and other expenses.

Assuming that the maximum number of shares is allotted under the Performance Share Program 2011 and a share price of SEK 250, the cost is estimated at approximately SEK 66,500,000 including social security contributions and the financing cost for repurchased own shares.