

**Proposal for the
AGENDA
at the Annual General Meeting with the shareholders of ASSA ABLOY AB
Wednesday 7 May 2014 at 3.00 p.m.**

1. Opening of the Meeting.
2. Election of Chairman of the Meeting.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Election of two persons to approve the minutes.
6. Determination of whether the Meeting has been duly convened.
7. Report by the President and CEO, Mr. Johan Molin.
8. Presentation of:
 - a) the Annual Report and the Audit Report as well as the Consolidated Accounts and the Audit Report for the Group,
 - b) the Group Auditor's Report regarding whether there has been compliance with the remuneration guidelines adopted on the 2013 Annual General Meeting, and
 - c) the Board of Directors proposal regarding distribution of earnings and motivated statement.
9. Resolutions regarding:
 - a) adoption of the Statement of Income and the Balance Sheet as well as the Consolidated Statement of Income and the Consolidated Balance Sheet,
 - b) dispositions of the company's profit according to the adopted Balance Sheet, and
 - c) discharge from liability of the members of the Board of Directors and the CEO.
10. Determination of the number of members of the Board of Directors.
11. Determination of fees to the Board of Directors and the Auditors.
12. Election of the Board of Directors, Chairman of the Board of Directors, Vice Chairman of the Board of Directors and the Auditors.
13. Election of members of the Nomination Committee and determination of the assignment of the Nomination Committee.
14. Resolution regarding guidelines for remuneration to senior management.
15. Resolution regarding authorisation to repurchase and transfer Series B shares in the company.
16. Resolution regarding long term incentive programme.

17. Closing of the Meeting.