



## AGENDA

### **Annual General Meeting of shareholders 2014 in Telefonaktiebolaget LM Ericsson**

- 1 Election of the Chairman of the Annual General Meeting.
- 2 Preparation and approval of the voting list.
- 3 Approval of the agenda of the Annual General Meeting.
- 4 Determination whether the Annual General Meeting has been properly convened.
- 5 Election of two persons approving the minutes.
- 6 Presentation of the annual report, the auditors' report, the consolidated accounts, the auditors' report on the consolidated accounts and the auditor's report whether the guidelines for remuneration to group management have been complied with, as well as the auditors' presentation of the audit work during 2013.
- 7 The President's speech and questions from the shareholders to the Board of Directors and the management.
- 8 Resolutions with respect to
  - 8.1 adoption of the income statement and the balance sheet, the consolidated income statement and the consolidated balance sheet;
  - 8.2 discharge of liability for the members of the Board of Directors and the President; and
  - 8.3 the appropriation of the profit in accordance with the approved balance sheet and determination of the record date for dividend.
- 9 Presentation of the proposals of the Nomination Committee, election of the Board of Directors etc.
  - 9.1 Determination of the number of Board members and deputies of the Board of Directors to be elected by the Annual General Meeting.
  - 9.2 Determination of the fees payable to members of the Board of Directors elected by the Annual General Meeting and members of the Committees of the Board of Directors elected by the Annual General Meeting.
  - 9.3 Election of the Chairman of the Board of Directors, other Board members and deputies of the Board of Directors.
  - 9.4 Determination of the fees payable to the auditor.
  - 9.5 Determination of the number of auditors.
  - 9.6 Election of auditor.



## EXHIBIT 3

- 10 Resolution on the Guidelines for remuneration to Group management.
- 11 Long-Term Variable Compensation Program 2014.
  - 11.1 Resolution on implementation of the Stock Purchase Plan.
  - 11.2 Resolution on transfer of treasury stock for the Stock Purchase Plan.
  - 11.3 Resolution on Equity Swap Agreement with third party in relation to the Stock Purchase Plan.
  - 11.4 Resolution on implementation of the Key Contributor Retention Plan.
  - 11.5 Resolution on transfer of treasury stock for the Key Contributor Retention Plan.
  - 11.6 Resolution on Equity Swap Agreement with third party in relation to the Key Contributor Retention Plan.
  - 11.7 Resolution on implementation of the Executive Performance Stock Plan.
  - 11.8 Resolution on transfer of treasury stock for the Executive Performance Stock Plan.
  - 11.9 Resolution on Equity Swap Agreement with third party in relation to the Executive Performance Stock Plan.
- 12 Resolution on transfer of treasury stock in relation to the resolutions on the Long-Term Variable Remuneration Programs 2010, 2011, 2012 and 2013.
- 13 Resolution on proposal from the shareholder Einar Hellbom that the Annual General Meeting resolve to delegate to the Board of Directors to review how shares are to be given equal voting rights and to present a proposal to that effect at the Annual General Meeting 2015.
- 14 Resolution on proposals from the shareholder Thorwald Arvidsson that the Annual General Meeting resolve to delegate to the Board of Directors:
  - 14.1 to take necessary action to create a shareholders' association in the company;
  - 14.2 to write to the Government of Sweden, requesting a prompt appointment of a commission instructed to propose legislation on the abolishment of voting power differences in Swedish limited liability companies; and
  - 14.3 to prepare a proposal regarding board representation for the small and midsize shareholders.
- 15 Resolution on proposal from the shareholder Thorwald Arvidsson to amend the articles of association.
- 16 Resolution on proposal from the shareholder Thorwald Arvidsson for an examination through a special examiner under the Swedish Companies Act (2005:551), chapter 10, section 21 (Sw. särskild granskning) to make clear whether the company has acted contrary to sanctions resolved by relevant international bodies. The audit should primarily concern the company's exports to Iran.
- 17 Closing of the Annual General Meeting.