

N.B. The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.

Item 2

The Nomination Committee's proposal for the election of the Chairman for the meeting

The Nomination Committee of Alfa Laval AB (publ) proposes that the Annual General Meeting of shareholders to be held on April 26, 2010 adopts a resolution in the form set out below regarding the election of the Chairman for the meeting.

It was resolved to appoint the Chairman of the Board of Directors Anders Narvinger to be the Chairman for the Annual General Meeting 2010.

N.B. The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation the Swedish text shall prevail.

Item 10 b)

The Board of Directors' proposal for a resolution on the allocation of the Company's profit according to the adopted balance sheet, and record date for distribution of profits

The Board of Directors of Alfa Laval AB (publ) proposes that the Annual General Meeting of shareholders to be held on April 26, 2010 adopts a resolution in the form set out below regarding the allocation of the Company's profit according to the adopted balance sheet, and record date for distribution of profits.

It was resolved that the distribution of profits shall be SEK 2.50 per share for 2009 corresponding to SEK 1,055,098,665 and that the remaining income of SEK 6,265,910,227 shall be carried forward. Record date for distribution of profits shall be April 29, 2010. Euroclear Sweden AB (previously VPC AB) is expected to pay the distribution on Tuesday May 4, 2010.

The statement from the Board of Directors pursuant to Chapter 18, Section 4 of the Swedish Companies Act is attached to this proposal and will be presented at the Annual General Meeting.

N.B. The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation the Swedish text shall prevail.

Item 12

The Nomination Committee's proposal for a resolution on the determination of the number of members of the Board of Directors and deputy members of the Board of Directors to be elected by the meeting

The Nomination Committee of Alfa Laval AB (publ) proposes that the Annual General Meeting of shareholders to be held on April 26, 2010 adopts a resolution in the form set out below regarding the determination of the number of members of the Board of Directors and deputy members of the Board of Directors to be elected by the meeting.

It was resolved that the number of members of the Board of Directors to be elected by the meeting shall be eight without any deputies.

N.B. The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation the Swedish text shall prevail.

Item 13

The Nomination Committee's proposal for a resolution on the determination of the compensation to the Board of Directors and the Auditors

The Nomination Committee of Alfa Laval AB (publ) proposes that the Annual General Meeting of shareholders to be held on April 26, 2010 adopts a resolution in the form set out below regarding the determination of the compensation to the Board of Directors and the Auditors.

It was resolved that the compensation to the Board of Directors shall be SEK 3,060,000 to be distributed among the members of the Board of Directors who are elected by the meeting and not employed by the Company, as follows:

- Chairman of the Board of Directors SEK 900,000
- Other members of the Board of Directors SEK 360,000

Furthermore, it was resolved that, in addition to the above compensation to the members of the Board of Directors who are elected by the Annual General Meeting and who are not employed by the Company, the compensation mentioned below shall be distributed to the members who are Chairman or members of the Committees mentioned below:

- Extra amount for the Chairman of the Audit Committee SEK 125,000
- Extra amount for the other members of the Audit Committee SEK 75,000
- Extra amount for the Chairman of the Remuneration Committee SEK 50,000
- Extra amount for the other members of the Remuneration Committee SEK 50,000

It was resolved that compensation to the Auditors shall be paid as per approved invoice.

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Item 14

The Nomination Committee's proposal for a resolution on the election of Chairman of the Board of Directors, other members of the Board of Directors and deputy members of the Board of Directors

The Nomination Committee of Alfa Laval AB (publ) proposes that the Annual General Meeting of shareholders to be held on April 26, 2010 adopts a resolution in the form set out below regarding the election of Chairman of the Board of Directors, other members of the Board of Directors and deputy members of the Board of Directors.

It was resolved to re-elect Gunilla Berg, Björn Hägglund, Anders Narvinger, Finn Rausing, Jörn Rausing, Lars Renström and Ulla Litzén as members of the Board of Directors, to elect Arne Frank as a new member of the Board of Directors and to appoint Anders Narvinger to be the Chairman of the Board of Directors.

Should Anders Narvinger's assignment as Chairman of the Board of Directors end prematurely, the Board of Directors shall appoint a new Chairman.

Information on all members proposed to the Board of Directors and a report on the Nomination Committee's work is available at Alfa Laval AB's website, www.alfalaval.com and will also be available at the meeting.

N.B. The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation the Swedish text shall prevail.

Item 15

The Board of Directors' proposal for a resolution on the guidelines for compensation to senior management

The Board of Directors of Alfa Laval AB (publ) proposes that the Annual General Meeting of shareholders to be held on April 26, 2010 adopts a resolution in the form set out below regarding the guidelines for compensation to senior management.

It was resolved to adopt the following guidelines for compensation to senior management.

1. Scope

The term "senior management" refers to the Managing Director and the group management. These guidelines apply to employment contracts for members of the senior management entered into following the adoption of these guidelines by the meeting, and to amendments to existing employment contracts for such individuals made thereafter. The Board of Directors has the right to deviate from the guidelines where special cause exists therefor in an individual case. Special cause may, *e.g.*, be that it must be possible to offer to members of the senior management who reside outside Sweden terms which are competitive in their country of residence.

2. The main principle and how compensation matters are prepared

The main principle for the guidelines is that Alfa Laval AB shall offer compensation on market terms so that the Company can attract and retain a competent senior management. The Board of Directors has established a Committee with the tasks of preparing matters regarding the guidelines for compensation to senior management which shall be resolved upon by the Annual General Meeting, as well as to the Board of Directors propose remuneration and employment provisions for the Managing Director. The Board of Directors shall resolve on matters regarding remuneration and employment provisions for the Managing Director following preparation by the Remuneration Committee. The Committee shall resolve on matters regarding remuneration and employment provisions for senior management who reports directly to the Managing Director. The Committee shall continuously report to the Board of Directors.

3. Fixed compensation

The fixed salaries shall be revised annually and shall be based upon the

competence and areas of responsibility of each individual.

4. Variable compensation

The variable compensation comprises (i) an individual annual variable compensation, and may also, as a supplement, include (ii) a long-term incentive program.

- (i) The individual annual variable compensation may be between 15 and 60 percent of the fixed compensation, depending on position. The outcome depends on the degree of fulfilment of, in particular, financial targets, and to a more limited extent also on qualitative targets.
- (ii) The long-term incentive program directed to not more than 75 of the Company's top executives, including the senior management is intended to be a supplement to the individual variable compensation. It is the Board of Directors' proposal to implement a long-term incentive program also in 2010, on terms similar to those of the current programs. The long-term incentive program for 2010 is, just as the long-term incentive programs for 2008 and 2009, a cash-based program connected to the Company's earnings per share and will run for three years. The program may each year generate up to a maximum of 16.67 percent of the participants' individual annual variable compensation, provided that the annual target regarding earnings per share determined by the Board of Directors is exceeded. Payment to the participants of the program will be made after three years, provided, however, that they are still employees at that time.

The Board of Directors may consider to propose the meeting a share or share price-related program for the senior management.

5. Pension benefits

A detailed description of current pension schemes for the senior management is available in note 6 of the Annual Report for 2009.

Early retirement is offered selectively and only after a special decision by the Remuneration Committee. As from 2006, a premium-based early retirement scheme with a premium of 15 percent of the pensionable income is offered. Old-age pension following the age of 65 and family pension according to the ITP plan also include salary portions above the 30 basic amounts of the ITP plan. This previous defined benefit scheme was renegotiated in 2006 with the majority of those included in the scheme, and was replaced by a premium based scheme, with a premium of 30 percent of the pensionable income above 30 basic amounts.

Members of the senior management also have a special family pension which fills the gap between the old-age pension and the family pension according to the ITP plan. In addition, they have the opportunity to allocate salary and bonus to a temporary old-age and family pension.

6. Non-monetary benefits

Members of the senior management have the right to normal non-monetary benefits, such as company car and healthcare benefits. In certain cases, Alfa Laval AB can also arrange for a residence supplied by the Company.

7. Dismissal and severance pay

Should Alfa Laval AB dismiss a member of the senior management, the compensation during the notice period and the severance pay may be an amount corresponding to a maximum of 2 yearly salaries.

The auditors' report, in accordance with Chapter 8, Section 54 of the Swedish Companies Act, regarding the compliance with the Annual General Meeting's principles for compensation to senior management is attached to this proposal and will also be available at the meeting.

N.B. The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation the Swedish text shall prevail.

Item 16

The Nomination Committee's proposal for a resolution on the Nomination Committee for the next Annual General Meeting

The Nomination Committee of Alfa Laval AB (publ) proposes that the Annual General Meeting of shareholders to be held on April 26, 2010 adopts a resolution in the form set out below regarding the Nomination Committee for the next Annual General Meeting.

It was resolved:

that there shall be a Nomination Committee to prepare and present proposals to the Shareholders at the Annual General Meeting regarding the election of Chairman of the Annual General Meeting, Chairman of the Board of Directors, members of the Board of Directors and, where applicable, Auditors as well as compensation to the Board of Directors and the Auditors;

that the Nomination Committee shall have no more than five members, who shall be the representatives of the largest Shareholders at the end of the third quarter. The majority of the Nomination Committee members may not be members of the Board of Directors. Members of the Nomination Committee shall be appointed as follows. The Chairman of the Board of Directors shall at the end of the third quarter contact the largest Shareholders in the Company, who shall have the right to appoint one member each of the Nomination Committee. In addition, the Nomination Committee may decide that the Chairman of the Board of Directors and other members of the Board of Directors shall be members of the Nomination Committee. If any of the five largest Shareholders gives up the right to appoint a member of the Nomination Committee, the next Shareholder in terms of the size of its shareholding shall be offered the opportunity to appoint a member of the Nomination Committee. Should several Shareholders give up their right to appoint a member of the Nomination Committee, no more than eight of the largest Shareholders need to be asked unless this is required for the Nomination Committee to consist of at least three members. Should a member resign from the Nomination Committee before its work is completed, the Shareholder who appointed such member shall have the right to appoint a substitute. The Chairman of the Nomination Committee shall be a Shareholder representative who at the same time may be a member of the Board of Directors. However, the Chairman of the Board of Directors shall not be the Chairman of the Nomination Committee. The Chairman of the

Board of Directors shall, as part of the Nomination Committee's work, inform the Nomination Committee of such circumstances relating to the Board of Directors' work and need for specific competence etc. which may be of importance for the work of the Nomination Committee. Individual Shareholders shall have the right to submit proposals to the Nomination Committee regarding members of the Board of Directors for further evaluation within the work of the Nomination Committee;

that an appointed Nomination Committee shall remain until a new Nomination Committee has been constituted. Should a Shareholder who is represented in the Nomination Committee substantially decrease its holding and no longer be qualified for a post in the Nomination Committee, then the Shareholder's representative shall, where the Nomination Committee so decides, be dismissed and another of the Company's largest Shareholders be offered to appoint a member in his or her place;

that information on the composition of the Nomination Committee shall be announced in the Company's third-quarter interim report and on the Company's website not later than six months prior to the Annual General Meeting;

that the Nomination Committee shall be entitled to charge the Company for costs of recruitment consultants, where so deemed necessary to obtain a suitable selection of nominees for the Board of Directors; and

that the Nomination Committee shall report its work at the Annual General Meeting.

N.B. The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation the Swedish text shall prevail.

Item 17

The Board of Directors' proposal for a resolution on authorisation for the Board of Directors to purchase shares in the Company

The Board of Directors of Alfa Laval AB (publ) proposes that the Annual General Meeting held on April 26, 2010, adopts a resolution in the form set out below regarding authorisation for the Board of Directors to resolve on purchases of shares in the Company.

It was resolved to authorise the Board of Directors to, at on one or more occasions prior to the next Annual General Meeting, resolve on purchases of shares in the Company, not more than to an amount corresponding to a maximum of five percent (5%) of all shares in the Company. Purchases shall be made on NASDAQ OMX Stockholm at a price within the registered price interval from time to time. The purpose with the repurchase is to give the Board of Directors the possibility to, until next Annual General Meeting, adjust the capital structure in the Company whereupon the Board of Directors intend to propose the next Annual General Meeting to make a resolution on withdrawal of the shares repurchased by the Company in accordance with the authorization.

The statement from the Board of Directors pursuant to Chapter 19, Section 22 of the Swedish Companies Act is attached to this proposal and will be presented at the Annual General Meeting.

The above resolution is valid only where supported by shareholders holding not less than two- thirds of both the votes cast and the shares represented at the Meeting.
