

Minutes from Extraordinary General Meeting of shareholders in Tele2 AB (publ), company reg. no. 556410-8917 on 26 August 2009 at 9.00 a.m. CET in Stockholm

This is a translation of the Swedish version.

Present: As set out in the list in **appendix 1**, stating the number of shares, class of shares and votes for each person entitled to vote.

The following persons were also present: Chairman of the Board Vigo Carlund, the Board members Mia Bruneli Livfors, John Hepburn, Mike Parton, John Shakeshaft, Cristina Stenbeck, Pelle Törnberg and Jere Calmes, the Managing Director Harri Koponen, Chief Financial Officer Lars Nilsson, legal counsel Lena Möllerstedt and the lawyer Martin Börresen.

§ 1

The Chairman of the Board, Vigo Carlund opened the meeting and welcomed the shareholders. It was resolved that representatives from the media should be permitted to attend the meeting.

It was resolved to appoint Martin Börresen to conduct the meeting in the capacity of chairman. It was noted that the chairman had appointed Lena Möllerstedt to keep the minutes at the meeting.

§ 2

The list of shareholders present, **appendix 1**, was approved as the voting list for the Extraordinary General Meeting of today.

§ 3

It was resolved to approve the agenda for the meeting, which had been distributed at this meeting to the participants and which previously had been included in the notice to the meeting.

§ 4

It was resolved that the minutes should be verified by Åsa Nisell from Swedbank Robur fonder and Frank Larsson från Handelsbanken Fonder, jointly with the chairman of the meeting.

§ 5

It was noted that the notice of the meeting had been given by way of an announcement in Post-och Inrikes Tidningar and in Svenska Dagbladet on 29 July 2009.

It was noted that the meeting was duly convened.

§ 6

It was resolved by the required majority that holders of Class A shares shall be entitled to reclassify their Class A shares into Class B shares, upon which time one Class A share shall be eligible for reclassification into one Class B share. An application for reclassification shall be made during the period 26 August 2009 through 31 December 2009. The reclassification request may include some or all of the shareholder's Class A shares and should either state the number of Class A shares that shall be reclassified, or the fraction (stated in percentage with no more than two decimals) of the total number of votes in the company that the Class A shareholder wants to hold after the reclassification. An application for reclassification shall be made in writing to the board of directors which will thereafter handle the issue of reclassification. Such a request shall be made on a special form which is available on the Company's website or may be ordered from Linklaters Advokatbyrå AB.

Ulf Forsgren representing the shareholders specified in **appendix 2**, representing in total 40,544 shares and votes, voted against the decision.

§ 7

Since there were no other issues, the chairman closed the meeting.

Keeper of the minutes:

Lena Möllerstedt

Verified:

Martin Börresen

Åsa Nisell

Frank Larsson

Voting list

Nay votes**Tele2 AB**

Item on the agenda;

6) Nay

Shareholder:	Number of shares:	Class:
Eaton Vance Corporation	100	B
Fire and Police Pension Association of Colorado	1,250	B
Louisiana State Employees Retirement System	27,594	B
Metropolitan Life Insurance Company on behalf of its Separate Account No 372	11,600	B
Total	40,544	