



World-wide Appraisal Value Appreciation Plan - The 2000 extension

This schedule shall only apply to eligible executives who have been granted Stock Appreciation Units for the years 1999 and 2000. The schedule shall be appended as Appendix 3 to the Plan. The Rules of the Plan shall be amended only as follows:

2 Grant Provisions

The second sentence of this rule shall be replaced by the following amendment:

The total number of Stock Appreciation Units to be granted shall be 1,375,000 for the year 1998 and 1,385,000 for each of the Performance Years 1999 and 2000, each unit corresponding to an Appraisal Value Unit Outstanding at the beginning of each of the years 1998 or 1999 or 2000.

3 Vesting Provisions

An Award recipient will become vested in the Plan upon the earlier of (1) in the event of a Change of Control, or other contingency as specified in Paragraph 7 and (2) the following dates in respect of the relevant Performance Year.

| Performance Year | Vesting    |
|------------------|------------|
| 1998             | 31/12/2000 |
| 1999             | 31/12/2001 |
| 2000             | 31/12/2002 |

4. Calculating the amount of Award

The following amendment shall be added to the third paragraph of this Rule:

"Where the total Awards exceed 300 million Swedish kronor, the excess will be carried forward and form part of the Award for the Performance Year 2000."

The following amendment shall be added to the end of this Rule:

"The executive may request that the Trustees of any trust, instead of holding the Award in cash, shall convert the cash into SICL shares. Such request must be made before the end of January 2001 and may only be made in respect of either all or half of the executive's total Awards held within the trust. No other percentage may be requested and the executive may not request the trustees to sell the resulting shares at any time before vesting".

Where amounts are not invested in SICL shares the trustees will be asked to place the Award (or the balance) in suitable interest bearing accounts until the Vesting of the appropriate Performance Year. ↴

9. Funding

458

Rule 9 shall be deleted.

14. Definitions

The definitions “Appraisal Value-Unit Value” and “Performance Year” shall be deleted and replaced by the following:

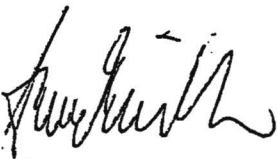
- “b. Appraisal Value-Unit Value: The value of the Appraisal Value Unit is determined by dividing the Appraisal Value of Skandia AFS Worldwide by the number of Appraisal Value Units outstanding. The Appraisal Value Unit Values have been calculated (and shall be used for calculations under the Rules) as follows:

| Performance Year | Appraisal Value Unit Value |
|------------------|----------------------------|
| 1998             | 141,80 SEK                 |
| 1999             | 75,80 SEK                  |
| 2000             | 478.70 SEK                 |

- i Performance Year: This will be the period over which the Award recipient will receive the benefit of increases in Appraisal Value Unit Value. The first performance year will be 1998. Additional grants have been made for 1999 and 2000. In respect of 2000, the performance year shall be taken to have ended on 16th May 2000”.

Incorporated in the Rules under the provisions of Paragraph 13 - General Provisions.

Stockholm, 31 October 2000



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Lars-Eric Petersson  
President and Chief Executive Officer

413