



**Amendment of 21 July 2005 to the  
Public Tender Offer of 27 June 2005 of**

**Hexagon AB (publ.), Stockholm, Sweden**

**for all publicly held registered shares  
with a par-value of CHF 50 each of**

**Leica Geosystems Holdings AG, Balgach, Switzerland**

**Reduction of the Offer Price to CHF 436**

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**Registered Shares of  
Leica Geosystems Holdings AG:**

Security number: 1087048 / ISIN: CH0010870480  
Ticker-Symbol: LGSN

**Executing Bank:**

Bank Julius Baer & Co. AG

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**1. Introduction**

On 27 June 2005, Hexagon AB (publ), Stockholm, Sweden, ("Hexagon") published a public tender offer ("Offer") for all publicly held registered shares of Leica Geosystems Holdings AG, Balgach, Schweiz, ("Leica") with a par-value of CHF 50 each ("Leica-Shares").

In section 2.3 of the prospectus the offer price was defined as follows:

*"The net Offer price per Leica Share corresponds to CHF 440 ("Offer Price"). The Offer Price is reduced by the gross amount of any dilution effects (e.g. dividend payments, capital increases with an issue price of the shares below the offer price, repayments of capital, sales of treasury shares below the offer price, issuances of options) becoming effective prior to the settlement of the Offer.*

*It is emphasized that the exercise of options that were outstanding at 31 March 2005 and could lead to the issue of a maximum 196,971 new shares will not be taken into account when assessing any dilution effect according to the preceding paragraph. The options outstanding at 31 March 2005 referred to in this paragraph are mentioned on page 46 of Leica's English Corporate Governance and Financial Report Fiscal Year 2005 (note 20 to the consolidated financial statement on "Stock option plans")."*

ENGLISH TRANSLATION OF THE GOVERNING  
GERMAN AND FRENCH VERSION

**2. Reduction of the Offer Price Because of the Payment of a Dividend by Leica**

On 6 July 2005, the shareholders' meeting of Leica approved the payment of a dividend of CHF 4 per Leica-Share. Such payment was made on 11 July 2005. In the prospectus, Hexagon reserved the right to reduce the offer price in case of a dividend payment. Thus, Hexagon is entitled to reduce the Offer Price.

**Therefore, the new net Offer Price amounts to: CHF 436 per Leica-Share.**

The other terms and conditions as well as the reservations made in the prospectus regarding the Offer Price (cf. section 1 above) remain unchanged, insofar they have not been amended or taken into account by this amendment to the Offer.

**3. Amendment to the Report of the Auditors**

As Auditors recognized by the Federal Act on Stock Exchanges and Securities Trading (hereinafter the "Stock Exchange Act") to review public tender offers, we have reviewed this amendment to the Offer. By amending our report of 24 June 2005, which was published as part of the offer prospectus on 27 June 2005, we confirm as follows:

Based on our procedures performed:

- the amendment to the Offer complies with the Stock Exchange Act and the Ordinances;
- the amendment to the Offer is complete and accurate;
- the recipients of the Offer are treated equally;
- the financing of the Offer is still assured and the necessary funds are available at closing; and
- the effects of the pre-announcement of the public tender offer are complied with.

Zurich, 20. Juli 2005

Ernst & Young AG

Peter Dauwalder  
Swiss Certified Accountant

Stefan Seiler  
Attorney at Law

**4. Publication**

This amendment is published in Neue Zürcher Zeitung and in Le Temps. It is provided to Reuters and Bloomberg.

**5. Reference to the Prospectus**

Except for the above mentioned amendment to the Offer Price, the offering prospectus of 27 June 2005 remains valid. This concerns in particular the **sales restrictions** with regard to the **United States of America** and the United Kingdom, as well as the indicative time table. The amendments made herein form an integral part of the offer prospectus published on 27 June 2005.

**6. Applicable Law and Place of Jurisdiction**

All rights and obligations arising out of this amendment to the Offer are subject to **Swiss law**. All disputes arising out of or in connection with this amendment to the Offer shall be submitted to the exclusive jurisdiction of the **Commercial Court of the Canton of Zurich**, Switzerland.