The board of directors statement under Chapter 19 Sections 22–23 of the Companies Act

The board of directors of Genovis AB (publ), reg. no. 556574-5345 ("**Genovis**" or the "**Company**") has proposed that the extraordinary general meeting on 8 December 2026 resolves to authorize the board of directors to acquire own shares so that the Company's holding of own shares in total amounts to a maximum of ten per cent of all shares in the Company. The board of directors considers, in light of what is stated below, that the resolution to acquire the Company's own shares is justifiable in view of the requirements that the nature, scope and risks of the business place on the size of the shareholders' equity, as well as the Company's need for consolidation, liquidity and position in general. In doing so, the board of directors has also taken into account the requirements that the nature, scope and risks of the group's operations place on the group's equity, as well as the group's consolidation needs, liquidity and position in general.

Equity

The board of directors considers that the Company's equity will be of sufficient amount after the proposed acquisitions, taking into account the business' nature, scale and the risk that the business is associated with and the current economic situation, historical development and forecasts for the Company as well as for the market.

Consolidation needs, liquidity and position in general, and available distributable amount

The board of directors has made a comprehensive assessment of the Company's financial position and its ability to fulfil its undertakings in the long term. As set out in the Company's annual report for 2025, the group's equity amounted to approximately KSEK 271,524 and the parent company's non-restricted equity amounted to approximately KSEK 242,654 as of December 31, 2025. The parent company's restricted equity amounted to approximately KSEK 18,021 as of December 31, 2025.

Following the most recently adopted balance sheet, the Company issued 1,395,587 new shares in June 2026 as partial payment to the sellers of KPL ApS in connection with the Company's acquisition of KPL ApS. Through the share issue, the Company's share capital increased from approximately KSEK 16,516 to approximately KSEK 16,865. The Company's non-restricted equity according to the most recently adopted balance sheet, adjusted for the increase in restricted equity resulting from the share issue in June 2026, amounts to approximately KSEK 242,305. The Company has not resolved on any value transfer during 2026. The available distributable amount therefore amounts to approximately KSEK 242,305.

The proposed share purchases do not affect the Company's ability to fulfil its current or anticipated payment obligations in a timely manner or the Company's ability to carry out planned investments.

The board of directors has also considered other known circumstances that may be significant to the Company's financial position and that have not been considered within the framework of the above. In that regard, nothing has come to light that would render the proposed acquisitions unjustifiable.

Kävlinge in November 2026

Genovis AB (publ)

The board of directors