

Nomination Committee Proposal

Proposal to chair the meeting

The Nomination Committee proposes that attorney Arne Källén chair the meeting.

Directors and deputies

The Nomination Committee proposes that the Board shall consist of seven members without deputies.

Determination of remuneration of the Board

The Nomination Committee proposes that the fees until the next Annual General Meeting shall be paid in the amount of SEK 100,000 for each director who is not employed by the company and SEK 200,000 to the Chairperson.

Determination of remuneration of the auditor

The Nomination Committee proposes that remuneration of the auditors shall be paid on account.

Election of Directors

The Nomination Committee proposes reelection of: Mikael Lönn, Kenth Petersson, Lena Söderström, Peter Hein and Mårten Winge.

The Nomination Committee proposes election of: Lotta Ljungqvist and Håkan Wickholm.

Lena Mårtensson Wernrud has declined re-election.

The Nomination Committee proposes that the Meeting elect Mårten Winge as Chairperson of the Board.

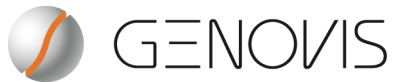
Brief information about Lotta Ljungqvist and Håkan Wickholm

Lotta Ljungqvist is CEO of GE Nordics and the Testa Center in Uppsala. She is the former CEO of IMED AB and global head of BioProcess R&D at GEHC Life Science. She has also held several project management positions at Pharmacia Corp & Pharmacia & Upjohn. Lotta sits on the Board of Directors for Vinnova, SwedenBIO, AmCham Sweden and Atlas Antibodies AB.

Håkan Wickholm has his own consultancy firm. He has 30 years of experience from senior positions in international pharmaceutical and biotechnology companies. Håkan has worked as Chief Business Officer (CBO) and CEO of Lytix Biopharma, as well as in various management positions for AstraZeneca, from which he gained strong international experience in strategy formulation, business development and commercialization.

The reasoned statement of the Nomination Committee regarding its proposal to the Board of Directors

In its proposal, the Nomination Committee has determined the degree to which the Board of Directors meets the demands that may result from the strong growth of the Company in recent years and the exciting new challenges that lie ahead. The Committee has considered the size and composition of the Board with respect to factors such as industry experience and expertise.



The Nomination Committee also noted the results of the evaluation of the work done by the Board. The lack of equal gender distribution within the Board was observed and the Nomination Committee is striving to change this situation in the long run.

Appointment of members to the Nomination Committee and adoption of guidelines for the Nomination Committee

The Nomination Committee proposes that the Committee for the AGM 2020 will consist of representatives of the four largest shareholders at September 30, 2019, who are not members of the Board. The Nomination Committee shall appoint a chairman from among its members. It is the responsibility of the Chairman to convene the Nomination Committee. Should a shareholder decline to participate in the committee the right to appoint a representative shall be transferred to the next largest shareholder not represented in the committee. If deemed appropriate as a result of ownership changes, the Nomination Committee shall invite additional shareholders to join the Nomination Committee, though the total number of members may not exceed five. If a member of the Nomination Committee were to leave before its work is completed, if the Nomination Committee deems it appropriate, the Nomination Committee shall urge the same shareholder or, if this shareholder is no longer one of the major shareholders, the next-largest shareholder, to appoint a replacement. Such a change shall be announced on the company's website.

The Nomination Committee shall prepare proposals for the Annual General Meeting 2020 for resolution as regards chairman at the meeting, Chairman of the Board and other directors, remuneration of directors and auditors, and principles for appointing the Nomination Committee. The Nomination Committee's term runs until a new Nomination Committee is appointed in accordance with the resolution on the nominating process.

The Nomination Committee proposes that remuneration shall only be paid for direct costs associated with the assignment.