

The nomination committee's reasoned statement on its proposal for members of the board of directors in Q-linea AB (publ) and report on how the nomination committee has conducted its work

Composition of the nomination committee

Ahead of the annual general meeting 2024 in Q-linea AB (publ), the nomination committee was established by the chairperson of the board by contacting the three largest shareholders as per 1 September 2023 and offering them the opportunity to appoint one member each to the nomination committee. The third largest owner declined a seat on the nomination committee, after which Ulf Landegren, representing Landegren Gene Technology, was offered the seat.

The nomination committee has consisted of Erika Kjellberg Eriksson, appointed by Nexttobe AB, Øystein Engberetsen, appointed by Investment AB Öresund and Ulf Landegren appointed by Landegren Gene Technology AB. At the first meeting of the nomination committee, Øystein Engberetsen was appointed chairperson of the nomination committee.

Report on the nomination committee's work ahead of the annual general meeting 2024

The nomination committee has held two recorded meetings. Its members have also had regular contact and additional dialogues by telephone in between the meetings.

The nomination committee has reviewed the board's self-evaluation, which shows and demonstrates good results. The result of the evaluation has been presented in its entirety for the nomination committee and has thus been accounted for in a satisfactory manner. The nomination committee has noted that the board members have a high attendance at meetings and that they are well prepared for the board's meetings.

The chairperson of the board has informed the nomination committee of the diversity policy that applies to the company which corresponds with the Swedish Corporate Governance Code, rule 4.1.

The nomination committee has dealt with all the issues that the committee shall examine according to the Swedish Corporate Governance Code as outlined in below reasoned statement.

Furthermore, the nomination committee has, in order to enable the company to fulfil its information obligations towards shareholders, informed the company about how the nomination committee's work has been conducted and about the proposals that the nomination committee has decided to put forward.

Reasoned statement of the proposal of board of directors

The nomination committee reasons its proposal to board of directors as follows.

The nomination committee has in the assessment of appropriate size and appropriate composition of the board considered the competence and experience of individual members and especially valued how the members complement each other and that the board jointly possesses the required width in terms of both background and competence.

The nomination committee has particularly considered the requirements that will be placed on the board going forward, considering the company's operations, development, and conditions in general, and also the value of both continuity and renewal among the board members. Issues of independence have also been considered, as has the pursuit of equal gender distribution.

Based on what follows from the information on the board's work that the nomination committee has received, the nomination committee assesses that the board functions well and that the board members together possess such a broad competence and experience that is relevant to the company's operations and the various geographic markets in which the company operates.

The nomination committee has considered the appropriate size of the board and assessed that six members is an appropriate board size in relation to the company's operations and strategy.

The board members Nina Korfu-Pedersen and Mats Nilsson have informed the nomination committee that they are not available for re-election as board members, while the other board members have declared themselves available for re-election. The nomination committee has assessed that it is important to value continuity in the board.

In light of the above, the nomination committee has proposed that the number of board members shall be six. Furthermore, the committee propose re-election of Erika Kjellberg Eriksson, Hans Johansson, Mario Gualano, Karin Fischer and Finn Sander Albrechtsen and the election of Jonas Jarvius. According to the nomination committee's assessment, these individuals possess solid competence and experience. Erika Kjellberg Eriksson has been proposed to chair the board and Mario Gualano has been proposed as vice chairperson of the board.

To summarize, the proposed board is deemed to fulfil the set requirements and to be appropriate with respect to the company's operations, objectives, development stage and other conditions. The nomination committee has considered that gender balance shall be sought on the board. When preparing its proposals, the nomination committee has applied the diversity policy that is applicable to the company.

In order to assess whether the proposed directors are considered independent of the company and its management and major shareholders of Q-linea AB (publ), the nomination committee has obtained information about the proposed board members. The nomination committee has deemed that Erika Kjellberg Eriksson shall be considered as independent of the company and its management but dependent in relation to the company's major shareholders. Furthermore, the nomination committee has deemed that Jonas Jarvius shall be considered as dependent in relation to the company and its management but independent in relation to the company's major shareholders. The other proposed directors are considered independent in relation to the company, its management, and major shareholders.

Uppsala in May 2024

The nomination committee for Q-linea AB (publ)