

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 2025 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 2024 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 four 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 the information regarding the board's work that the nomination committee has reviewed, the nomination committee deems that the board is functioning well and that, as a whole, it possesses broad expertise and experience relevant to the company's operations and the various geographic markets in which the company operates. This is especially the case following the approval of the company's main product, ASTar, for sale in the US in 2024.

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.

In light of the above, the nomination committee has proposed that the number of board members shall be six and has proposed the re-election of Erika Kjellberg Eriksson, Mario Gualano, Karin Fischer, and Jonas Jarvius, as well as the new election of Johan Bygge and Sebastian Backlund. According to the nomination committee's assessment, they possess solid competence and experience. Johan Bygge has been proposed as chairman of the board and Mario Gualano as vice chairman.

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 board members are to be regarded as independent in relation to the company and its management and major shareholders in Q-linea AB (publ), the nomination committee has obtained information about the proposed board members. The nomination committee has assessed that Erika Kjellberg Eriksson and Sebastian Backlund are to be considered independent in relation to the company and its management but dependent in relation to the company's major shareholders, and that Jonas Jarvius is dependent in relation to the company and its management and independent in relation to the company's major shareholders. The other proposed members are to be regarded as independent in relation to the company, its management and its major shareholders.

Uppsala in May 2025

The nomination committee for Q-linea AB (publ)