

## **STATEMENT BY THE NOMINATION COMMITTEE PRIOR TO THE 2024 ANNUAL GENERAL MEETING OF AFFIBODY MEDICAL AB (PUBL)**

### **The establishment of the nomination committee**

At the annual general meeting on 19 May 2022, it was resolved to adopt principles for the nomination of and instructions for the nomination committee of Affibody Medical AB (publ) (“Affibody” or the “Company”). The nomination committee consists of Malte St Cyr Ohm, nominated by Patricia Industries and the Company’s third largest owner Mathias Uhlén. Malte St Cyr Ohm is the chairperson of the nomination committee.

### **The nomination committee’s work**

The nomination committee has in preparation for the 2024 annual general meeting held two formal meetings and, in addition, have had additional interactions via phone and e-mail. The nomination committee has obtained a report from the chairperson of the Board of Directors on how the work has been conducted in the Board of Directors and how the work is expected to be conducted in the future. The chairperson of the Board of Directors has also reported on the evaluation of the work of the Board of Directors that has been conducted and the nomination committee has reviewed and discussed the report.

The nomination committee has also discussed in detail the requirements in terms of diversifications regarding competences, experience and background that may be placed on the Board of Directors of Affibody, considering, among other things, the Company’s strategic development, governance, and control as well as the size, breadth and diversity of competence, international experience, age, gender, background, and experience. In addition, independency matters have been considered in the nomination committee’s discussions, and an assessment has also been made of the capacity of each individual board member to devote sufficient time and commitment to the work of the Board of Directors.

### **The nomination committee’s proposal for the number of members of the Board of Directors and auditors to be appointed by the general meeting**

The nomination committee proposed that the Board of Directors shall consist of eight members and that a registered audit firm shall be elected as auditor.

### **The nomination committee’s proposal for the Board of Directors**

The nomination committee proposes re-election of Robert Burns, Mathias Uhlén, Jonathan Knowles, Jakob Lindberg, José F Suárez, Gillian M Cannon, Camilla Sønderby and Anders Martin-Löf. Robert Burns is proposed as chairperson of the Board of Directors.

Information about the directors proposed for re-election is available at the Company’s website: [Board of Directors | Affibody AB](#).

It is the view of the nomination committee that the Board of Directors’ work has been effective and that the Board of Directors’ composition regarding competence, experience and diversity of background and qualifications has been adequate.

It is the view of the nomination committee that the proposed size and composition of the Board of Directors provides the conditions to monitor, challenge and support the management of the Company regarding strategy formulation and implementation, operations, and future development effectively. The nomination committee's proposal for the Board of Directors means that two of eight members are women and that four of eight members have experience from the international pharmaceutical market. The nomination committee strives for diversity in several aspects, primarily gender and international pharmaceutical experience. The desire for a balanced gender distribution and international pharmaceutical experience will be factors for consideration in connection with the selection of future new Board members.

The nomination committee complies with the Swedish Corporate Governance Code (the "Code"). When assessing the independence of the proposed Board members, the nomination committee has found that the proposed composition of the Board of Directors fulfills the requirements regarding independence set forth in the Code. In relation to the composition of the Board of Directors, the provisions of rule 4.1 of the Code have been applied as diversity policy and regarding the objectives of that policy, which has resulted in the nomination committee's proposal for the general meeting regarding the election of the Board of Directors.

#### **The nomination committee's proposal for directors' and audit fees**

The nomination committee proposes that fees to the Board of Directors for the period until the next annual general meeting shall be paid in an amount of SEK 500,000 to the chairperson of the Board of Directors and SEK 250,000 to each of the other proposed members of the Board of Directors appointed by the general meeting.

In addition, a fee of SEK 100,000 shall be paid to the chairperson of the audit committee, and a fee of SEK 25,000 to each of the other two members of the audit committee, for the period until the next annual general meeting. No fee will be paid to José F Suárez.

In addition to the fees proposed above, for each physical meeting of the Board of Directors held in Sweden, a meeting fee of EUR 1,000 is paid to the members of the Board of Directors that reside in Europe outside the Nordic countries and a meeting fee of USD 2,000 is paid to the members of the Board of Directors that reside outside Europe.

The nomination committee proposes, in accordance with the recommendation from the audit committee, that the audit fees shall be in accordance with approved account.

#### **The nomination committee's proposal for the election of auditor**

The nomination committee proposes re-election of Ernst & Young AB (EY). The nomination committee's proposal is in accordance with the Audit Committee's recommendation.

#### **The nomination committee's proposal for the election of chairperson at the annual general meeting**

The nomination committee proposes that attorney-at-law Gunnar Mattsson is elected chairperson at the annual general meeting.