

## **The nomination committee's reasoned statement in respect of the annual general meeting 2024 in Enzymatica AB (publ)**

In accordance with the principles for the nomination committee which were established at the annual general meeting 2019, the nomination committee shall consist of representatives of the four largest shareholders registered in the register of shareholders held by Euroclear Sweden AB at the end of September each year, together with the chairman of the board. The nomination committee, in respect of the annual general meeting 2024, has been comprised of Mats Andersson (Abanico Invest AB as well as private holdings), Håkan Roos (Roosgruppen AB), Björn Algvist (Fibonacci Growth Capital AB), Guðmundur Pálmason (Fortus hf.) and the chairman of the board, Bengt Baron. Björn Algvist served as chairman of the nomination committee.

The task of the nomination committee is to submit proposals to the annual general meeting concerning the election of the chairman of the general meeting, the election of members of the board and the chairman of the board, the election of auditor, as well as remuneration for the board divided between the chairman and the other members of the board, including remuneration for committee work, as well as remuneration to the company's auditor. In respect of the annual general meeting 2024, the nomination committee submits the following proposals.

The nomination committee proposes that attorney at law Henric Stråth, Moll Wendén Law Firm, is elected as chairman of the annual general meeting 2024.

The nomination committee proposes re-election of Bengt Baron, Guðmundur Pálmason, Mats Andersson, Louise Nicolin, Helene Willberg and Moa Fransson as ordinary members. Furthermore, the nomination committee proposes the re-election of Bengt Baron as chairman of the board. The proposal by the nomination committee means that the number of board members is six during the upcoming term and thus unchanged.

Information on members proposed for election is available on the company's website, [www.enzymatica.se](http://www.enzymatica.se).

The nomination committee proposes that remuneration for the board of directors, excluding remuneration for committee work, shall remain unchanged and be paid with a total of SEK 1,625,000 of which SEK 500,000 is remuneration for the chairman of the board of directors and SEK 225,000 to every other member of the board of directors who are not employed by the company. In addition, the nomination committee proposes that remuneration for work in the audit committee shall remain unchanged and be paid with SEK 175,000 to the chairman of the audit committee and SEK 50,000 to every other member of the audit committee. The nomination committee proposes that no remuneration shall be paid for work in the remuneration committee.

The nomination committee proposes that one registered auditing company is appointed as auditor until the end of the next annual general meeting. Further, the nomination committee proposes, in accordance with the audit committee's recommendation, re-election of the registered auditing company Deloitte AB as auditor in the company for the period until the end of the next annual general meeting. Remuneration shall be paid in accordance with approved invoices.

Before the annual general meeting 2024, the nomination committee has held one meeting. In addition, correspondence by email has occurred. The nomination committee has conducted a board evaluation and has made the assessment that the work in the board has been carried out well and efficiently during the year. In preparing its proposal for the board of directors, the nomination committee has paid particular attention to the requirements that the company's strategic development, international operations and governance and control imposed on the board's competence and composition. The nomination committee has also taken into account the board's need for versatility and breadth in terms

of competence, experience and background while maintaining the necessary continuity in the work of the board.

Against the background above, the nomination committee has made the assessment that the proposed board has an appropriate composition with regards to the company's operations, phase of development and other relevant circumstances. The nomination committee judges that the proposed board accords well with Section 4.1 of the Swedish Corporate Governance Code, which the nomination committee applies as a diversity policy. In the nomination committee's opinion, the proposed board is characterised by diversity and breadth with regard to expertise, experience, background and gender balance.

When assessing the independence of the board members, the nomination committee has found that its proposal for board composition in Enzymatica AB (publ) fulfils the requirements regarding independence set forth in the Swedish Corporate Governance Code. In the assessment, the nomination committee has taken into consideration that Mats Andersson is to be regarded as dependent in relation to the company's major shareholders.

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The Nomination Committee in March 2024