

The Nomination Committee's in Medivir AB (publ) proposal for the 2026 Annual General Meeting

In accordance with the principles decided by the annual general meeting, the chairman of the board contacted the three largest owners in the fall of 2025 to form a nomination committee that will prepare matters for the 2026 annual general meeting. As Medivir carried out a rights issue in the fall of 2025 which could affect the ownership structure of the company, the appointment of the nomination committee was deferred until after the completion of the new share issue.

The nomination committee had the following composition:

- Karl Tobieson, Linc AB, chairman of the nomination committee
- Anders Hallberg, chairman of the board of directors in Medivir AB
- Johan Claesson, privately and through companies

Election of chairman of the meeting (item 2 on the agenda)

The nomination committee proposes the chairman of the board Anders Hallberg, or in his absence the person the board appoints instead, as chairman at the meeting.

Determination of the number of directors, deputy directors, auditors and deputy directors (item 12 on the agenda)

The nomination committee proposes four ordinary members without deputies and one auditor without deputies. This represents an unchanged number of board members from the current four (4) members.

Determination of fees to be paid to the directors and the auditor (item 13 on the agenda)

The nomination committee proposes that the remuneration to the board of directors shall be paid in a total amount of not more than SEK 1,005,000 (1,990,000) annually allocated as follows (fees for 2025 as resolved at the annual general meeting 2025 within parentheses). The chairman shall receive SEK 450,000 (690,000) and other board members not employed by the company shall receive SEK 185,000 (260,000) each. The proposed fees for the chairman and ordinary members are unchanged compared to the adjusted fee levels resolved at the extraordinary general meeting on 10 November 2025.

The remuneration to the auditor is proposed to be paid in accordance with approved invoices within the auditor's quotation.

Election of the directors and election of chairman of the board (items 14 and 15 on the agenda)

The nomination committee proposes that Anders Hallberg, Angelica Loskog, Kristian Tryggvason and Anna Törner be elected as ordinary board members. The nomination committee further proposes re-election of Anders Hallberg as the chairman of the board. Uli Hacksell has declined re-election.

Election of the auditor (item 16 on the agenda)

The nomination committee proposes re-election of the auditing company Grant Thornton Sweden AB, who has indicated that they intend to appoint Therese Utengen as auditor in charge if they are elected, for the period until the end of the annual general meeting 2027. The proposal is in accordance with the board of directors' recommendation.

The work of the nomination committee and its reasoned statement

The nomination committee has held two meetings before the 2026 annual general meeting and has also had regular contact outside the meetings. The nomination committee has been informed of the results of the annual evaluation of the board's work, including the efforts of individual members. In addition, the

nomination committee has taken note of the board's assessment of the quality and efficiency of the auditor's work.

In its deliberations, the nomination committee has based its considerations on that the board must have a composition that is appropriate for the company's current situation, future directions and conditions in general, characterized by versatility and breadth regarding the competence, experience and background of the members elected by the general meeting. As board member Uli Hacksell has declined re-election, the nomination committee proposes that Kristian Tryggvason shall replace him as a board member. The nomination committee further proposes that the entire board continue to form committees for research and development, audit and remuneration matters.

The nomination committee's proposal means that the board will have four members, of which two are women, corresponding to 50 percent. Within the framework of its considerations regarding which board composition will add the best competence and experience to the board, the nomination committee has also attached great importance to the interest in versatility and breadth in the board, including a fair and even gender representation.

The question regarding the independence of board members has been discussed. The nomination committee's assessment in these aspects can be seen for each proposed member under the heading "Information on the proposed board members" below. The proposed board composition meets the independence requirements set out in the Swedish Code of Corporate Governance (Sw: Svensk kod för bolagsstyrning).

With regard to the composition of the board, as a diversity policy and concerning its objectives, the provisions prescribed in point 4.1 of the Swedish Code of Corporate Governance have been applied, which has resulted in the nomination committee's proposal to the annual general meeting regarding the election of the board.

Information about the proposed board members

Anders Hallberg

Born in 1973. Master's degree in economics and bachelor's degree in business administration from Lund University. Anders Hallberg has more than 25 years of experience in investments in the healthcare sector and was previously the majority owner of the fund management company Healthinvest Partners AB, before it was divested in 2022.

Prior to founding HealthInvest Partners AB, Hallberg worked as both an analyst and fund manager in the healthcare sector at Carnegie Investment Bank AB.

Shares in Medivir: 94,000,000 ordinary shares. Independent in relation to the company and its management, but not independent in relation to the company's major shareholders.

Angelica Loskog

Born in 1973. PhD in clinical immunology from Uppsala University. Angelica Loskog has more than 25 years of experience in academic drug development in immuno-oncology and is an adjunct professor of immunotherapy at Uppsala University. She has been CEO of Lokon Pharma since 2012, scientific advisor to the investment company Nexttobe, and has more than 10 years of experience in board work from privately owned biotech companies such as Chemilia, Bioimics, and the publicly traded Hansa Biopharma. Chair of the Board of Repos Pharma. Board member of Lokon Pharma.

Shares in Medivir: 25,236 ordinary shares. Independent in relation to the company, company management, and the company's major shareholders.

Kristian Tryggvason

Born in 1975. PhD in cell and molecular biology from Karolinska Institutet and an MBA from Copenhagen Business School. Kristian Tryggvason has over 20 years of experience in life sciences, with a background in both drug development and research tools.

He is the founder and CEO of Alder Therapeutics AB, a cell therapy company founded in 2022. Prior to that, he founded BioLamina AB, where he was CEO for over ten years and developed the company into a profitable business. He has also held various roles at Orexo AB and Atlas Antibodies AB. He has been a member of the board of BioLamina AB for six years.

Shares in Medivir: No holdings. Independent in relation to the company, company management and the company's major shareholders.

Anna Törner

Born in 1963. Doctorate from Karolinska Institutet/MEB with a focus on statistics, MSc in pharmacy and mathematical statistics. Extensive experience in drug development and especially regulatory affairs from working at regulatory authorities, pharmaceutical companies and in consulting. Founder of the consulting company SDS Life Science, which provides expert services in drug development and statistics. Keen interest in the design of clinical studies and communication with authorities. Board member of MedCap AB, Akiram Therapeutics and Lett Renovering AB.

Shares in Medivir: No holdings. Independent in relation to the company, company management and the company's major shareholders.
