

THE NOMINATION COMMITTEE'S PROPOSALS AND MOTIVATED STATEMENT TO THE EXTRAORDINARY GENERAL MEETING ON 19 JANUARY 2026 IN CINCLUS PHARMA HOLDING AB (PUBL)

For the 2026 Extraordinary General Meeting of Cinclus Pharma Holding AB (publ) ("**Cinclus Pharma**" or the "**Company**"), the Nomination Committee, which together represents approximately 17.4 per cent of the shares in Cinclus Pharma, has consisted of the following members:

Bitu Sehat - Appointed by Trill Impact Ventures 1 AB (Chairman of the Nomination Committee)

Karl Tobieson - Appointed by Linc AB

Kjell Andersson - Appointed by PetoMaj Invest AB

Lennart Hansson - Chairman of the Board of Directors (co-opted to the Nomination Committee)

The Nomination Committee's Proposals

Chairman of the General Meeting

The Nomination Committee proposes that Dain Hård Nevonen, member of the Swedish Bar Association, from Advokatfirman Vinge, shall be appointed Chairman of the General Meeting, or, if he is prevented from attending, the person designated by the Nomination Committee in his place.

Proposal for a new member of the Board of Directors etc.

The Nomination Committee proposes that the Board of Directors shall continue to consist of seven members elected by the General Meeting, without deputies, for the period until the next Annual General Meeting.

The Nomination Committee proposes that the resolution of the Annual General Meeting on 22 May 2025 regarding remuneration to the Board of Directors shall continue to apply.

The Nomination Committee proposes that Kjell Andersson be elected as a new member of the Board of Directors for the period until the end of the next Annual General Meeting, whereby it is noted that Peter Unge will resign as a member of the Board of Directors in connection with the Extraordinary General Meeting. Information about the proposed member of the Board of Directors is set out below.

Kjell Andersson

Born: 1957

Nationality: Swedish.

Education: Ph.D. in Pharmacology from Lund University.

Experience: CEO of Cinclus Pharma Holding AB.

Other current assignments: Chief Scientific Officer and founder of Cinclus Pharma. Member of the Board of Directors of OBX Invest AB. CEO of Cinclus Pharma AG.

Independence/Dependence in relation to the Company/major shareholders: Dependent in relation to the Company and its management. Independent in relation to the Company's major shareholders.

Shareholding in Cinclus Pharma: 1,908,000 ordinary shares (indirectly through company).

The Nomination Committee's Motivated Statement

The Nomination Committee is tasked with preparing proposals for the forthcoming Annual General Meeting, including, inter alia, regarding the composition of the Board of Directors and the remuneration thereof. However, since Peter Unge intends to resign from the Board, the Nomination Committee already now wishes to propose the election of a new member of the Board of Directors. To complement the

current Board with relevant expertise, the Nomination Committee proposes that Kjell Andersson be elected to the Board of Directors at the Extraordinary General Meeting.

Ahead of the presentation of the above proposal to the Extraordinary General Meeting, the Nomination Committee has in detail discussed the requirements for diversity of competences, experiences and backgrounds that can be placed on the Board of Directors of Cinclus Pharma. Consideration has been given to the Company's situation, strategic development, governance and control, as well as the need for a balanced composition in terms of expertise, international experience, gender and background.

The Nomination Committee has also analysed independence issues and assessed the capacity of Kjell Andersson to devote sufficient time and commitment to the role. The objective has been to ensure that the Board as a whole has the necessary skills and experience to lead the Company successfully, with a particular focus on its operations and stage of development. Furthermore, the Nomination Committee has taken into account the need for a broad and diversified Board of Directors, adapted to the Company's strategic development and governance and control requirements.

In its work to find a successor to Peter Unge, the Nomination Committee has concluded that Kjell Andersson, with his extensive and relevant experience as co-founder and Chief Scientific Officer of Cinclus Pharma, will bring valuable expertise and contribute to the Company's continued strategic development.

Kjell Andersson has not participated in the Nomination Committee's decisions as far as he is concerned.

The Nomination Committee complies with the Swedish Corporate Governance Code (the "**Code**"). In assessing the independence of the proposed board member, the Nomination Committee has found that its proposal for the composition of the Board of Directors of the Company fulfils the requirements for independence set out in the Code. With regard to the composition of the Board of Directors, the diversity policy and its objectives have been applied as set out in section 4.1 of the Code, which has resulted in the Nomination Committee's proposal to the 2026 Extraordinary General Meeting.

Stockholm December 2025

The Nomination Committee of Cinclus Pharma Holding AB (publ)