

## **Resolutions at the Annual General Meeting in Cinclus Pharma Holding AB (publ) on 22 May 2025**

Cinclus Pharma Holding AB (publ) (Reg. No. 559136-8765) today, on 22 May 2025, held its Annual General Meeting. The complete proposals have previously been published and are available at the company's website, [www.cincluspharma.com](http://www.cincluspharma.com). Among others, the following resolutions were passed at the Annual General Meeting.

### **Discharge of liability, Board of Directors and auditors etc.**

The Annual General Meeting resolved to discharge all members of the Board of Directors and the CEO from liability for their management of the company's affairs during the financial year 2024.

The Annual General Meeting resolved, in accordance with the Nomination Committee's proposal, that the Board of Directors shall be composed of seven members with no alternate members. The Annual General Meeting resolved to re-elect Lennart Hansson, Torbjörn Koivisto, Helena Levander, Nina Rawal, Wenche Rolfsen, Peter Unge and Anders Öhberg as Board members for the period until the end of the next Annual General Meeting. The Annual General Meeting resolved to appoint Lennart Hansson as chairperson of the Board of Directors.

The Annual General Meeting resolved, in accordance with the Nomination Committee's proposal, to elect the auditing company Öhrlings PricewaterhouseCoopers AB as the company's auditor, continuing with Lars Kylberg as the auditor in charge, for the period until the end of the next Annual General Meeting.

The Annual General Meeting resolved, in accordance with the Nomination Committee's proposal, that fees to the Board of Directors for the period until the end of the next Annual General Meeting, shall be paid with the following distribution. The chairperson of the Board of Directors shall receive SEK 505,000 and each of the other Board members elected by the Annual General Meeting who do not take part in the company's day-to-day operations as a result of employment or consultancy assignment shall receive SEK 250,000. The chairperson of the audit committee shall receive SEK 50,000 and the other members of the audit committee shall receive SEK 25,000 each. Furthermore, the chairperson of the remuneration committee shall receive SEK 25,000 and the other members of the remuneration committee shall receive SEK 12,500 each.

It was further resolved, in accordance with the Nomination Committee's proposal, that the company's auditor shall be paid in accordance with agreed invoice.

### **Allocation of the company's result**

The Annual General Meeting resolved, in accordance with the Board of Directors' proposal, that no dividend shall be paid for the financial year 2024 and that the company's results shall be carried forward.

**Remuneration report**

The Annual General Meeting resolved to approve the remuneration report presented by the Board of Directors.

**Authorization for the Board of Directors to resolve on new share issues**

The Annual General Meeting resolved to authorize the Board of Directors to, on one or several occasions during the period until the next Annual General Meeting, resolve to issue new shares, warrants and/or convertibles. New shares, warrants and/or convertibles may be issued with or without preferential rights for the company's shareholders and payment may be made either in cash and/or by way of contribution in kind or set-off. The number of shares that may be issued pursuant to the authorization, the shares that may be issued upon subscription of new shares pursuant to warrants or the shares that may be issued upon exchange of convertibles may not exceed 20 percent of the total number of registered shares in the company the first time the authorization is used. When resolving on an issue with deviation from the shareholders' preferential rights and/or with provision for contribution in kind or set-off, the reason shall be that the company shall be able to raise capital for the company, to carry out strategically motivated collaborations or company acquisitions and to facilitate the implementation of issues in order to strengthen the company's financial position.