



The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.

The Nomination Committee's proposals and reasoned statement for the annual general meeting 2022

1. Background

- 1.1 In accordance with the guidelines adopted by the annual general meeting in Qlife Holding AB ("Qlife" or the "Company") on 20 May 2020, a Nomination Committee has been appointed and announced through a press release on 26 October 2021.
- 1.2 The Nomination Committee has consisted of Søren Skjærbæk (chairman), appointed by Thomas Warthoe, Anita Otterheim Hjalmarsson, appointed by Peter Warthoe, Lars Bangsgaard, representing own holding, and Mette Gross, chairman of the board of directors.
- 1.3 The Nomination Committee shall represent all shareholders in the Company in the matters that fall under the Nomination Committee's area of responsibility.
- 1.4 The Nomination Committee shall present proposals in the following matters to be presented at the annual general meeting for resolution:
 - (a) chairman of the annual general meeting;
 - (b) the number of board members, elected by the annual general meeting;
 - (c) the chairman of the board of directors and other board members, elected by the annual general meeting;
 - (d) remuneration and other fees to the board members, elected by the annual general meeting, and other members of the board of directors' committees (if applicable);
 - (e) the number of auditors;
 - (f) auditors;
 - (g) remuneration for the auditors;
 - (h) election of the Nomination Committee, alternatively resolution on principles for election of the Nomination Committee, and resolution on instruction and charter for the Nomination Committee; and
 - (i) remuneration to the members of the Nomination Committee (if applicable).

2. The Nomination Committee's work

- 2.1 The Nomination Committee has held 3 meetings and has also had additional contacts.
- 2.2 The Nomination Committee has initially oriented itself with regard to how the work of the board of directors is conducted and how it works, as well as with regard to the Company's strategy and future challenges. The Nomination Committee has furthermore evaluated which competence and experience that the members of the board of directors should possess, which has served as guidance for the Nomination Committee's work.
- 2.3 The chairman of the board of directors has ensured that the Nomination Committee has received relevant information about the board of directors' work during the year.
- 2.4 The Nomination Committee has found no reason to propose changes to the instruction and charter of the Nomination Committee and the Nomination Committee does not propose any remuneration to the members of the Nomination Committee.



3. The Nomination Committee's proposals

3.1 In summary, the Nomination Committee presents the following proposals for resolutions:

Item 1: Election of chairman of the meeting

The Nomination Committee proposes that the chairman of the board of directors Mette Gross is elected as chairman of the meeting.

Item 8: Determination of the number of board members, auditors and deputy auditors

The Nomination Committee proposes that six ordinary board members should be elected for the period until the end of the next annual general meeting. The Nomination Committee further proposes that a registered public accounting firm without deputy is appointed as auditor.

Item 9: Determination of remuneration for the board of directors and the auditors

The Nomination Committee proposes that remuneration to the board of directors shall be paid with SEK 200,000 to the chairman of the board of directors (unchanged since previous year) and with SEK 100,000 to each of the other board members that are not employed by the Company (unchanged since previous year).

The Nomination Committee further proposes that remuneration to the auditor shall be paid in accordance with customary norms and approved invoice.

Item 10: Election of board of directors and auditor

The Nomination Committee proposes that Mette Gross, John Moll, Thomas Warthoe, Mette-Marie Harild, Ulrik Harrysson and Mikael Persson are re-elected as ordinary board members and that Mette Gross is re-elected as chairman of the board of directors.

Information on the board members who are proposed for re-election can be found at the Company website (www.qlifeholding.com).

The Nomination Committee further proposes that BDO Sweden AB is elected as new auditor. BDO Sweden AB has informed that the authorized public accountant Jörgen Lövgren will be the responsible auditor.

4. The Nomination Committee's reasoned statement regarding proposals of the board of directors

4.1 The Nomination Committee has been informed with regard to how the work in the board of directors has been conducted and has evaluated which competence and experience the board members should possess. The Nomination Committee is of the opinion that the work of the board of directors is well-functioning and that the composition and competence of the board of directors currently meet the set requirements well. Considering this, the Nomination Committee has proposed re-election of all board members.

4.2 The proposed board of directors is, with regard to the Company's activities, stage of development and other conditions in general, continued considered as an adequate board composition in relation to the qualifications, experience and background of the proposed board members. The Nomination Committee therefore considers that the proposed composition with six board members is adequate in order to meet the needs which the Company's operations are facing and will be facing.

April 2022

The Nomination Committee of Qlife Holding AB (publ)