

*The English text is a translation of the Swedish original version. In the event of a conflict between the English and the Swedish texts the Swedish text shall prevail.*

### **The Board of Directors' statement pursuant to Chapter 19, Section 22 of the Swedish Companies Act**

By reason of the Board of Directors' proposals to the Annual General Meeting 2024 under items 15 and 16.B.1 on the agenda, regarding authorization for the Board of Directors to resolve on acquisition of own shares and authorization for the Board of Directors to resolve on a directed offer to acquire all of the company's issued series C shares, the Board of Directors hereby issues the following statement in accordance with Chapter 19 Section 22 of the Swedish Companies Act.

The purpose of the first authorization is to enable the financing or payment of possible future company acquisitions. Repurchased shares may also be used for delivery of shares to the participants in the performance share plan 2024/2027 (the "Program") and to secure any payments of future social security charges related to the Program, whereby repurchased shares may be transferred in accordance with transfer resolution under the Program. The second authorization, regarding the repurchase of series C shares, constitutes a step in the implementation of the proposed Program and the purpose is to create capacity for the company to deliver shares pursuant to the Program. The intention is that the repurchased series C shares, following conversion to common shares, shall be transferred to the participants in the Program free of charge as well as transferred on a regulated market in order to cover the cash flow effects associated with the Program, mainly social security charges. The shares are thereby intended to secure the company's obligations under the Program. The Board of Directors is convinced that the implementation of the proposed Program will be beneficial to both the company and its shareholders.

As of 31 December 2023, the Company's retained earnings (according to Chapter 17, Section 3, first paragraph of the Swedish Companies Act) amounted to SEK 1,386,500,153.22. No assets or liabilities were valued at actual value pursuant to Chapter 4, Section 14 a of the Swedish Annual Accounts Act. Provided that the annual general meeting 2024 resolves to allocate the company's earnings in accordance with the Board's proposal under item 9 b on the agenda, SEK 1,386,500,153.22 will be carried forward.

Following the execution of any acquisitions of own shares, the Board of Directors' assessment is that there will be full coverage for the company's restricted equity according to the balance sheet as of 31 December 2023.

According to the Board of Directors' assessment, the company's and the group's shareholders' equity, following any acquisition of own shares pursuant to the proposed authorizations, will still be sufficiently large in relation to the type, scope and risks of the operations. The Board of Directors has taken into account the company's and the group's historic trend, budgeted development and the economic situation. The Board of Directors has conducted an assessment of the company's and the group's financial position and the company's and the group's potential to fulfil their obligations in the short and long-term. The company's and the group's financial solidity is considered to be good, in relation to the industry in which the group operates, also taking the proposed authorizations into account.



The execution of any acquisitions of own shares will not impact the company's and the group's ability to fulfil their payment obligations. The company and the group have good access to both short and long-term credit facilities. The Board of Directors believes that the company and the group have the prerequisites to take future business risks and also be able to cope with possible losses. The execution of any acquisitions of own shares will not have negative impacts on the company's and the group's ability to conduct further commercially motivated investments according to the Board of Directors' plans. In addition to the statements above, the Board of Directors has considered other known conditions that may be significant to the company's and the group's financial position. No circumstances have occurred that make the proposed authorizations to acquire own shares not to appear to be justifiable.

Lund in April 2024

THE BOARD OF DIRECTORS IN CAMURUS AB (PUBL)