

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.

Proposal by the Board of Directors on authorization for the Board of Directors to resolve on acquisition and transfer of the company's own shares

The Board of Directors proposes that the annual general meeting resolves to authorize the Board of Directors to resolve on acquisition and transfer of the company's own shares on the following conditions.

A. Authorization on acquisition of own shares

1. Acquisition may take place on Nasdaq Stockholm, on one or several occasions up to the next annual general meeting 2025.
2. Acquisition may be made of such number of shares that the company's holding of own shares does not at any time exceed two (2) percent of the total number of shares in the company, excluding the company's holding of own shares for the purpose of securing the company's commitments under the Performance Share Plan 2024/2027.
3. Acquisition may be made at a price per share which falls within the prevailing price interval registered at each point in time (i.e. in the interval between the highest purchase price and the lowest selling price).
4. Payment of acquired shares shall be made in cash.

The purpose of the proposed 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 and to secure any payments of future social security charges related to the performance share plan, whereby repurchased shares may be transferred in accordance with transfer resolution under the performance share plan.

The Board of Directors shall be entitled to resolve on other terms and conditions for the acquisition of own shares. The Board of Directors, or the person appointed by the Board of Directors, is authorized to make such minor adjustments in the above proposal that may prove to be necessary in connection with execution of the Board of Directors' resolution on acquisition of own shares.

B. Authorization on transfer of own shares

1. Transfer may take place on one or several occasions up to the next annual general meeting 2025.
2. Transfer may be made of maximum the number of shares that corresponds to the company's existing holding of own shares at the time of transfer.
3. Transfer may be made with deviation from the shareholders' preferential right.
4. Transfer may be made as payment of the total or part of the purchase price at an acquisition of a company or business or part of a company or business, where the consideration shall be equivalent to the estimated market value of the share at the time of the Board of Directors' decision

- on transfer. On such transfer, payment may be made in cash, by assets contributed in kind or by set-off of a claim against the company.
5. Transfer may also be made against cash payment by sale on Nasdaq Stockholm at a price which falls within the prevailing price interval registered at each point in time (i.e. in the interval between the highest purchase price and the lowest selling price).

The Board of Directors shall be entitled to resolve on other terms and conditions for the transfer of own shares. The Board of Directors, or the person appointed by the Board of Directors, is authorized to make such minor adjustments in the above proposal that may prove to be necessary in connection with execution of the Board of Directors' resolution on transfer of own shares.

The purpose of the proposed authorization and the reason for deviation from the shareholders' preferential right is to enable the financing or payment of possible future company acquisitions.

Majority requirement

Under the Swedish Companies Act, the resolution of the general meeting to authorize the Board of Directors to resolve on acquisition and transfer of own shares, requires the approval of shareholders representing at least two-thirds of both the number of votes cast and the shares represented at the meeting in order to be valid.

Lund in April 2024

THE BOARD OF DIRECTORS IN CAMURUS AB (PUBL)