

**PRESS RELEASE**

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## Resolutions at the annual general meeting 2019 in Camurus

**Lund, Sweden — 9 May 2019** — Camurus AB's (CAMX) annual general meeting 2019 was held today, Thursday 9 May, at Elite Hotel Ideon in Lund. At the meeting, the following principal resolutions were passed.

**Election of Board members and auditor**

Per-Anders Abrahamsson, Marianne Dicander Alexandersson, Martin Jonsson, Behshad Sheldon, Fredrik Tiberg, Kerstin Valinder Strinnholm and Per Olof Wallström were re-elected as Board members. Mark Never was elected as new Board member. Per Olof Wallström was re-elected as chairman of the Board. The accounting company PricewaterhouseCoopers AB was re-elected as auditor with Ola Bjärehäll as auditor in charge.

**Fees**

It was resolved that the fees to the Board shall amount to SEK 600,000 to the chairman of the Board and SEK 250,000 to each other Board members elected by the general meeting and not employed by the company. For work in the committees, it was further resolved that the chairman of the Audit Committee shall receive SEK 100,000 and that the other members of the Audit Committee shall receive SEK 50,000 each, and that the chairman of the Remuneration Committee shall receive SEK 50,000 and that the other members of the Remuneration Committee shall receive SEK 25,000 each.

**Appropriation of the company's earnings**

The meeting resolved in accordance with the Board's proposed appropriation of the company's earnings, entailing that the available funds of the parent company, KSEK 218,564 in total, should be carried forward and that no dividend should be paid for the financial year 2018.

**Guidelines for remuneration to senior executives**

In accordance with the proposal by the Board, the meeting resolved on guidelines for remuneration to senior executives corresponding to the guidelines adopted by the annual general meeting 2018. The guidelines principally entail that salaries and other terms of remuneration to the management shall be in accordance with market practice and that variable cash remuneration shall amount to a maximum of 50 percent of the fixed salary for the CEO and other senior executives. Fixed salary during notice period and severance pay shall in total not exceed an amount equivalent to the fixed salary for 18 months for the CEO and 12 months for other senior executives.

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

In accordance with the proposal from the Board, the meeting resolved to authorize the Board of Directors to resolve on new share issues. The authorization may be exercised on one or several occasions up to the annual general meeting 2020, and a maximum of 4,797,685 shares, corresponding to 10 percent of the company's share capital, may be issued. An issue may be made with or without deviation from the shareholders' preferential right and against cash payment, by set-off or by contribution in kind.

**Resolution on incentive program**

In accordance with the proposal from the Board, the meeting resolved on an incentive program for the company's employees. The program entails that a maximum of 1,000,000 subscription warrants shall be issued to Camurus' wholly owned subsidiary Camurus Development AB, for further transfer to the company's employees. Transfer is expected to take place during June 2019 at market value at the time of transfer, and allotment shall be made in accordance with the principles set out in the Board's proposal. Subscription of shares by exercise of subscription warrants shall take place during the period from 15 May 2022 to 15 December 2022. The subscription price per share shall correspond to 140% of the volume weighted mean value according to Nasdaq Stockholm's official price list for share in the company during the period from 10 May 2019 up to and including 16 May 2019. As part of the incentive program, participants may

receive a three-piece stay-on bonus in the form of gross salary additions from the company, in total equivalent to the amount paid by the participant for its subscription warrants, provided that the participant at the time for each payment remains in its employment. The maximum dilution effect of the program is approximately 2.1 percent.

**For more information**

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**About Camurus**

*Camurus is a Swedish science-led biopharmaceutical company committed to developing and commercialising innovative and differentiated medicines for the treatment of severe and chronic conditions. New drug products with best-in-class potential are conceived based on the company's proprietary FluidCrystal® drug delivery technologies and its extensive R&D expertise. Camurus' clinical pipeline includes products for the treatment of cancer, endocrine diseases, pain and addiction, which are developed in-house and in collaboration with international pharmaceutical companies. The company's shares are listed on Nasdaq Stockholm under the ticker CAMX. For more information, visit [www.camurus.com](http://www.camurus.com).*

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