

Proposal by the nomination committee prior to the 2025 annual general meeting of Sedana Medical AB (publ)

The nomination committee's establishment

At the annual general meeting on May 10, 2021, it was resolved to adopt principles for the nomination of and instructions for the nomination committee of Sedana Medical AB (publ) ("**Sedana Medical**" or the "**Company**").

Prior to the annual general meeting 2025, the nomination committee consists of the following members:

- Karl Tobieson, chair of the nomination committee and appointed by Linc AB;
- Patrik Walldov, appointed by Anders Walldov (including indirect holding via Brohuvudet AB);
- Erik Durhan, appointed by Lannebo Fonder; and
- Claus Bjerre, chair of the board.

The nomination committee represents, in total, approximately 30 per cent of the votes in the Company.

The nomination committee has presented the following resolution proposals under items 2 and 9–11 on the proposed agenda for the general meeting.

Election of chair of the general meeting (item 2)

The nomination committee proposes that Karl Tobieson is elected chair of the annual general meeting 2025 or, in the event he is prevented from participating, that the person appointed by the board of directors shall be elected chair of the meeting.

Determination of the number of board members and deputies and auditors and deputy auditors (item 9)

The board of directors of the Company currently consists of five board members without deputy board members. The nomination committee proposes that the board of directors of the Company shall, for the period until the end of the next annual general meeting, be comprised of five board members without deputy members.

The Company currently has one auditor (a registered audit firm) without any deputy auditors. The nomination committee proposes that the Company shall continue to have one auditor (a registered audit firm) without any deputy auditor.

Determination of fees to the board members and the auditors (item 10)

The nomination committee proposes that, for the period until the end of the next annual general meeting, fees payable to the board shall amount to SEK 800,000 (previously SEK 785,000) for the chair of the board and SEK 260,000 (previously SEK 250,000) for each of the other board members elected by the general meeting. Furthermore, the nomination committee proposes that fees payable for work on the audit committee of the board shall amount to SEK 85,000 (previously SEK 75,000) for the chair of the audit committee and SEK 35,000 (previously SEK 30,000) for each of the other members. Remuneration is proposed for work on the remuneration committee with SEK 30,000 (previously no remuneration) for the chair and SEK 10,000 (previously no remuneration) for each member. The nomination committee's proposal implies an overall increase in fees payable for work on the board and its committees of SEK 125,000.00 (corresponding to an increase of approximately 6.5 per cent, partially due to the fact that the remuneration committee previously did not receive any remuneration) compared to the total fees resolved by the annual general meeting 2024, under the assumption that the nomination committee's proposal in respect of election of board is approved and that the audit and remuneration committees continue to be composed of two members beside the chair.

The nomination committee proposes that fees payable to the auditors shall be paid in accordance with approved invoices within the frame of the quotation.

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Election of the board members as well as chair of the board and auditors (item 11)

The board of directors of the Company currently consists of the members Claus Bjerre (chair), Hilde Furberg, Christoffer Rosenblad, Jens Viebke and Donna Haire, who have all been elected by the general meeting.

The nomination committee proposes re-election of Claus Bjerre, Hilde Furberg, Christoffer Rosenblad, Jens Viebke and Donna Haire as board members for the period until the end of the next annual general meeting.

The nomination committee further proposes re-election of Claus Bjerre as chair of the board of directors.

The nomination committee proposes re-election of the registered audit firm Öhrlings PricewaterhouseCoopers AB as auditor of the Company for the period until the end of the next annual general meeting. If Öhrlings PricewaterhouseCoopers AB is elected as auditor, the chartered accountant Lars Kylberg will continue to act as auditor-in-charge. The nomination committee's proposal is consistent with the audit committee's recommendation.

Information about the proposed board members is available on the Company's website, www.sedanamedical.com.

Reasoned statement by the nomination committee

The nomination committee has since its establishment held five formal meetings, with numerous additional interactions via phone and e-mail including interviews with the board of directors. The nomination committee has received a report from the chair of the board of directors on how the work has been conducted in the board of directors as a whole and in the audit committee and remuneration committee and has discussed the work of the board of directors and the board committees with the members of the board of directors. The nomination committee has also reviewed and discussed the board evaluation that has been conducted.

Prior to the annual general meeting 2025, the nomination committee has discussed in detail the requirements in terms of diversifications regarding competences, experience and background that may be placed on the board of directors of Sedana Medical, taking into account, among other things, the Company's situation, strategic development, governance and control as well as the size, breadth and diversity of competence, international experience, age, gender, background and experience. In addition, independency matters have been taken into account in the nomination committee's discussions, and an assessment has also been made of the capacity of each individual board member to devote sufficient time and commitment to the work of the board of directors.

The nomination committee has, in its work before the annual general meeting, had an objective to ensure that the board of directors, as a group, has the necessary competence and experience, in particular for Sedana Medical's operations and developing stage, and to be able to continue to lead the Company in a successful manner. The nomination committee has in particular taken into account the need for diversity and variety in terms of competence, experience and background, in consideration of, inter alia, the Company's strategic development, direction and control.

The nomination committee finds that the work of the board of directors has been performed well and that the board of directors has been appropriately composed in terms of the members' competences, experience and range regarding background and qualifications. Sedana Medical is transforming from being a medical device company to also cover pharmaceutical business and is also finalizing clinical trials and preparing the regulatory activities in the US. Given this situation, the nomination committee has an objective to maintain the international profile of the board of directors, placing particular emphasis on commercial experience, network and skills.

It is the view of the nomination committee that the proposed size and composition of the board of directors provides the conditions to monitor, challenge and support the management of the Company regarding strategy formulation and implementation, operations and future development effectively. The nomination

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committee's proposal for the board of directors means that all members have strong life science experience and marketing experience for either medical devices or pharmaceuticals. The nomination committee strives for diversity in several aspects, primarily gender and international industry experience. Of the proposed board members, three are men and two are women, which in the opinion of the nomination committee, is consistent with the gender balance requirement.

The nomination committee complies with the Swedish Corporate Governance Code (the "**Code**"). When assessing the independence of the proposed board members, the nomination committee has found that the proposed composition of the board of directors fulfills the requirements regarding independence set forth in the Code. In relation to the composition of the board of directors, the provisions of rule 4.1 of the Code have been applied as diversity policy and with regard to the objectives of that policy, which has resulted in the nomination committee's proposal for the annual general meeting 2025 regarding the election of the board of directors.

Danderyd in April 2025
Sedana Medical AB (publ)
The nomination committee