

The Nomination Committee's Motivated Statement for Clinical Laserthermia Systems AB's Annual General Meeting

Composition of the Nomination Committee

The Nomination Committee for the Annual General Meeting 2024 consists of the following individuals:

- Navin Khattar, Chairman of Nomination Committee, representing Khattar Holdings Private Ltd, second largest B-share shareholder.
- Henrik Nilsson representing Arne Håkansson, largest B-share shareholder.
- Karl Göran Tranberg, representing KG Tranberg Medical AB, largest A-share shareholder.
- Hans von Celsing, representing own holdings, second largest A-share shareholder, Chairman of Clinical Laser Thermia Systems AB.

Proposal for Chairman of the Annual General Meeting

The Nomination Committee proposes that Anton Enoksson be appointed Chairman of the Annual General Meeting. Anton Enoksson is a lawyer and legal advisor to the company, and an expert in corporate law, making him a suitable chairman.

Proposal for the Number of Board Members and Auditors

The Nomination Committee proposes that the board should consist of fewer members, specifically 5 members. The Nomination Committee assesses, as described in more detail below, that despite the reduction, the composition of the Board remains appropriate and sufficient to fulfill the Board's duties.

The Nomination Committee also proposes that (1) one auditor be appointed and that no deputy auditor should be appointed.

Proposal for Fees and Other Remuneration for Board Members, Committee Members, and Auditors

The Nomination Committee proposes that the chairman's fee be set at 250,000 SEK and each regular board member's fee be set at 125,000 SEK.

Furthermore, the Nomination Committee proposes that the auditor's fee be paid according to an approved invoice in accordance with standard billing practices.

Proposal for the Election of the Chairman, ordinary Board Members, and Auditors

The Nomination Committee proposes the re-election of board members Sandy Brandmeier, Hans von Celsing, Marika Crohns, Lars Erik Eriksson and Paolo Rafaelli.

Additionally, Hans von Celsing is proposed for re-election as Chairman of the Board.

The Nomination Committee proposes that Dillon auditing firm, with Jan Oskar Kantoft as the principal auditor, be re-elected until the end of the next Annual General Meeting.

Proposal for Amendment of the Nomination Committee's Instructions

The Nomination Committee proposes that the Nomination Committee's instruction be adjusted by amending it so that the Nomination Committee shall submit its proposals in the notice of the Annual General Meeting and that no statement shall be given. This adjustment is believed to simplify the Nomination Committee's work while still providing shareholders with sufficient time to review and evaluate the proposals before the meeting.

Motivated Statement - Board Composition

The Nomination Committee believes that the proposed board composition is functional and appropriately sized, characterized by a diverse and broad range of competencies and experience in strategically important areas for Clinical Laserthermia Systems AB.

The board's composition, with respect to skills, experience, and diversity, has been evaluated, considering current and future business needs, and the requirements that should be set for the board.

The Nomination Committee strives for a broad set of qualities and competencies, emphasizing the importance of diversity in terms of age, gender, education, and professional background. These aspects are crucial when selecting board members, and the Committee aims for gender balance on the board.

The proposed board members possess extensive knowledge and experience in the industry in which the company operates. The Nomination Committee believes that the proposal meets the independence requirements regarding the members' independence from the company, its management, and its major shareholders.

The Nomination Committee has considered whether the board members can allocate the necessary time for their assignments in the company and believes this to be the case, given their other commitments.

The Nomination Committee has convened and documented decisions on the proposals submitted. No other proposals for board members have been received by the Nomination Committee.

The Nomination Committee of Clinical Laserthermia Systems AB