

**Intervacc AB (publ)**

Reg.no 556238-1748

## **Minutes kept at the Extraordinary General Meeting in Intervacc AB (publ), on 23 November 2023 in Stockholm**

### **§ 1 Opening of the meeting and election of chairperson of the meeting**

The chairperson of the Board of Directors, Björn Sjöstrand declared the extraordinary general meeting opened.

The meeting resolved to appoint Per Hedman, Cirio Advokatbyrå, as chairperson of the meeting.

It was noted that Maria Arnoldsson, Cirio Advokatbyrå, had been appointed to keep the minutes of the meeting. The chairman informed that audio and video recording was not permitted.

### **§ 2 Preparation and approval of voting register**

A list of present shareholders, proxies and assistants was prepared with information on the number of shares and votes represented, **Appendix 1**.

The meeting resolved to approve the list of present shareholders as voting register. It was noted that 37,900,548 shares and votes were represented at the meeting.

The meeting resolved that the persons whom the company granted access to the meeting as guests, had the right to attend the meeting.

### **§ 3 Approval of the agenda**

The meeting decided to approve the board's proposal for the agenda as it was included in the notice, with the adjustment that item 8 on the agenda (Election of new board members and the chairman of the board) will be dealt with in connection with item 6 on the agenda (Determination of the number of board members), whereby item 7 on the agenda (Determining the fees to the board) will be dealt with after item 8 on the agenda.

### **§ 4 Election of one or two persons to verify the minutes**

The meeting resolved that the minutes should be verified, in addition to the chairperson of the meeting, by Ulrika Enhörning, agent for Swedbank Robur Fonder, and Håkan Björklund.

### **§ 5 Determination of whether the meeting has been duly convened**

It was noted that notice of the meeting had been published in the Swedish Official Gazette (Sw. Post- och Inrikes Tidningar) and that a notice ad had been published in Dagens Nyheter on 20 October 2023. The notice has also been available at the company's website since 19 October 2023.

The meeting was declared duly convened.

## **§ 6 Determination of the number of members of the Board of Directors**

## **§ 8 Election of members of the Board of Directors and auditor**

The chairman noted that the annual general meeting on 7 June 2023 had decided that the board would consist of seven board members, without deputies, and that Björn Sjöstrand, Bengt Guss, Stefan Ståhl, Niels Holck, Ed Torr, Michela De Carli and Boel Sundvall had been appointed as board members with Björn Sjöstrand as chairman of the board until the end of the next annual general meeting, i.e. the annual general meeting held during the financial year 2024.

Jan-Ingmar Flock, representative of the shareholder group that requested that the extraordinary general meeting to be convened, presented the shareholder group's proposal that the board should consist of five board members, and that with the dismissal of all existing board members, Håkan Björklund, Jan-Ingmar Flock, Lisen Bratt Fredricson, Lennart Johansson and Camilla Ramfelt McCarthy are appointed as new board members with Håkan Björklund as board chairman.

Thomas Ehlin, agent for the Fjärde AP-fonden and member of the company's nomination committee for several years, explained how the nomination committee before each annual general meeting evaluated the board based on the competencies the nomination committee considered important within the board and submitted proposals for new board members when they considered that there was a need for additions. The same evaluation was made before the 2023 AGM and the assessment is that the company has a very competent board. As the company is in a recruitment process for the appointment of a new managing director, it is also not appropriate for the board to be replaced during that time. In light of this, the Fourth AP Fund does not stand behind the shareholder group's proposal and urged the shareholders not to approve the shareholder group's proposal.

Håkan Björklund explained his and the shareholder group's views on the composition of the nomination committee and the possibility of being part of the nomination committee. The shareholder group expressed that they were happy to see that one or two members from the existing board had wanted to be part of the new board composition.

The shareholders were given the opportunity to ask questions regarding the submitted proposal, whereby several shareholders asked questions as well as presented views to both the shareholder group and the existing board.

The meeting decided to resolve the issue of deciding the number of board members (item 6 on the agenda) as well as the election of board members and the chairman of the board (item 8 on the agenda) as a joint decision.

After voting, it was concluded that the meeting approved the shareholder group's proposal whereby the board, for the time until the end of the next annual general meeting, shall consist of five board members and that, with the dismissal of Björn Sjöstrand, Bengt Guss, Stefan Ståhl, Niels Holck, Ed Torr, Michela De Carli and Boel Sundvall, to appoint Håkan Björklund, Jan-Ingmar Flock, Lisen Bratt Fredricson, Lennart Johansson and Camilla Ramfelt McCarthy as new board members with Håkan Björklund as chairman of the board.

It was noted that the vote resulted in 20,968,568 votes (corresponding to approximately 55.5 percent of the votes cast) for the shareholder group's proposal and 16,835,224 votes (corresponding to

approximately 44.5 percent of the votes cast) against the shareholder group's proposal. Shareholders representing 96,756 votes abstained from voting. A total of 37,803,792 votes were cast, corresponding to approximately 49.9 percent of the company's share capital.

### **§ 7 Determination of the fees to be paid to the Board of Directors**

It was noted that no new proposal regarding fees to the board has been presented, meaning that the decision of the annual general meeting from 7 June 2023 regarding fees to the board of SEK 280,000 to the chairman of the board and SEK 130,000 to each of the other members remains, however with a proportional distribution for the time, respectively, the member has been active during the term of office.

### **§ 9 Closing of the meeting**

The meeting was declared closed.

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*Signature page follows*

Stockholm 23 November 2023

Keeper of the minutes:

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Maria Arnoldsson

Verified:

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Per Hedman  
Chairperson of the meeting

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Ulrika Enhörning

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Håkan Björklund