

Proposal regarding chairman of the Meeting, fees for the members of the Board of Directors and the auditor, the number of members of the Board of Directors, deputy members, auditors and deputy auditors as well as election of the chairman, the members of the Board of Directors and the auditor (items 2, 13, 14 and 15)

The Nomination Committee of Swedish Orphan Biovitrum AB (publ), which consists of Håkan Björklund (chairman of the Board of Directors), Petra Hedengran, chairman (Investor AB), Lennart Francke (Swedbank Robur fonder AB) and Javiera Ragnartz (AMF and AMF Fonder), proposes:

- that Eva Hägg from Mannheimer Swartling Advokatbyrå is elected chairman of the Meeting,
- that fees to be paid to the Board of Directors should be SEK 1,500,000 to the chairman of the Board of Directors and SEK 490,000 to each of the other members of the Board of Directors elected by the Annual General Meeting, that fees for work in the Audit Committee should be SEK 160,000 to the chairman and SEK 100,000 to each other member of such committee, that fees for work in the Compensation & Benefit Committee should be SEK 110,000 to the chairman and SEK 60,000 to each other member of such committee and that fees for work in the Science Committee should be SEK 110,000 to the chairman and SEK 60,000 to each other member of such committee,
- that, in addition to the fees proposed above, for each physical meeting of the Board of Directors held in Sweden, a meeting fee of SEK 10,000 is paid to the members of the Board of Directors that reside in Europe outside the Nordic countries and a meeting fee of USD 3,000 is paid to the members of the Board of Directors that reside outside Europe,
- that the fees to the auditor should be paid in accordance with normal standards and approved invoice,
- that eight ordinary board members without deputies should be appointed,
- that one auditor without any deputy auditor should be appointed,
- that the ordinary members of the Board of Directors David Allsop, Håkan Björklund, Annette Clancy, Matthew Gantz, Lennart Johansson, Helena Saxon, Hans GCP Schikan and Elisabeth Svanberg should be re-elected as members of the Board of Directors and that Håkan Björklund should be re-elected as chairman of the Board of Directors, and
- that Ernst & Young AB be re-elected auditor of the company until the end of the Annual General Meeting 2020, in accordance with the Audit Committee's recommendation.

The Nomination Committee recommends the elected board members to build their own holdings of shares in the company

Similar to previous years, the Nomination Committee recommends the Board of Directors of Swedish Orphan Biovitrum AB (publ) to establish a shareholding policy pursuant to which the members of the Board of Directors, who do not already have such holding, are expected to, over a five year period, acquire an ownership in Swedish Orphan Biovitrum AB (publ) shares with a market value which is expected to correspond to at least one year board remuneration, before taxes, excluding remuneration for committee work.