

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), Thomas Ehlin (The Fourth Swedish National Pension Fund) and Lennart Francke (Swedbank Robur Fonder AB) 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 1,325,000 to the chairman of the Board of Directors and SEK 465,000 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 125,000 to the chairman and SEK 75,000 to each other member of such committee, that fees for work in the compensation & benefit committee should be SEK 80,000 to the chairman and SEK 40,000 to each other member of such committee and that fees for work in the science committee should be SEK 80,000 to the chairman and SEK 40,000 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 Håkan Björklund, Annette Clancy, Matthew Gantz, Lennart Johansson, Helena Saxon and Hans GCP Schikan should be re-elected as members of the Board of Directors, that David Allsop and Elisabeth Svanberg should be elected as new 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 2019, in accordance with the Audit Committee's recommendation.

David Allsop

Mr. Allsop was born in 1963 and has a BSc Hons Chemistry from Coventry University, UK.

Through his company U-R-NOT Ltd., Mr Allsop offers advisory services to the pharma industry. He has international experience from the pharmaceutical and biotechnology industry and a commercial and general management background. Further, Mr. Allsop has experience from successfully launching blockbuster biologics across the entire world. Until January 2018, he was Head of International in Amicus Therapeutics Ltd. Before then Mr. Allsop held a number of senior positions in Biogen 1998–2015.

Elisabeth Svanberg

Ms. Svanberg was born 1961 and has a MD and PhD from the University of Gothenburg, Sweden.

Ms. Svanberg is associate professor of surgery and is serving as Chief Development Officer at Ixaltis SA since 2016. She is member of the Board of Directors of Follicum AB and PledPharma AB, and has also served as board member of the Swedish American Chamber of Commerce New York. Previously she was Head of the Established Products Group at Janssen Pharmaceuticals 2014–2016 and has worked with Bristol Myers Squibb (BMS) in the US leading the development of a novel diabetes medicine and subsequently served as Head of Medical Affairs for the Intercontinental region. 2000–2007, Ms. Svanberg worked at Serono International in the field of metabolism.

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.