

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, 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 total SEK 4,420,000 to be allocated with SEK 1,275,000 to the chairman of the Board of Directors and SEK 425,000 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 seven 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, Theresa Heggie, Lennart Johansson, Helena Saxon and Hans GCP Schikan should be re-elected as members of the Board of Directors and that Håkan Björklund should be elected as chairman of the Board of Directors, (Jeffrey Jonas has declined re-election), and
- that Ernst & Young AB be elected auditor of the company until the end of the annual general meeting 2018, 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

2(2)

The nomination committee recommends the Board of Directors of Swedish Orphan Biovitrum AB 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 shares with a market value which is expected to correspond to at least one year board remuneration, before taxes, excluding remuneration for committee work.