

Motivated opinion regarding the nomination committee's proposal for board of directors at the annual general meeting 2011 (revised version)

Background

The nomination committee of Swedish Orphan Biovitrum AB (publ) consists of Bo Jesper Hansen (chairman of the board of directors), Petra Hedengran (representing Investor and chairman of the Nomination Committee), Roger Johanson (Skandia Liv) and Åsa Nisell (representing Swedbank Robur Fonder), together representing approximately 49 per cent of the votes of all shares in the company.

The nomination committee's proposals

The nomination committee proposes, revising the proposal published on March 29, 2011, the following for the Swedish Orphan Biovitrum AB (publ)'s board of directors:

- that the board of directors shall consist of six board members with no deputy members, and
- that the ordinary members of the board of directors Adine Grate Axén, Bo Jesper Hansen, Lennart Johansson and Hans Wigzell are re-elected as members of the board of directors, that Hans GCP Schikan and Helena Saxon are elected as new members of the board of directors and that Bo Jesper Hansen is re-elected as chairman of the board of directors.

Motivated opinion

The nomination committee has, as basis for its work, had an evaluation of the board of directors and its work which has been made by the chairman of the board of directors. The evaluation has consisted of a detailed questionnaire regarding the work of the board of directors during 2010, which each board member has answered. The chairman of the board of directors has, following a compilation of these questionnaires, been able to report how the boards work has been conducted. The number of board members and its composition as regards, inter alia, experience of the industry, competence and diversity has been discussed.

Based on, inter alia, the evaluation described above, the nomination committee has been given a positive impression of the board of directors' work during 2010. After the formation of Swedish Orphan Biovitrum, the company's business is extended and has widened to include marketing and sales of pharmaceuticals through subsidiaries in a number of international markets. In the light hereof, the nomination committee has considered it valuable to complement the existing experience and competence of the board of directors especially within the area of global marketing. Further after the publication of the original Nomination Committee proposal on March, 29, 2011, Hans Glemstedt has declined re-election. In the light of this and based on the evaluation of the board work accomplished, the nomination committee proposes that the ordinary members of the board of directors Adine Grate Axén, Bo Jesper Hansen, Lennart Johansson and Hans Wigzell are re-elected as members of the board of directors, that Hans GCP Schikan and Helena Saxon are elected as new members of the board of directors and that Bo Jesper Hansen is re-elected as chairman of the board of directors.

Detailed information about the proposed board members can be found on the homepage.

N.B. The English text is an in-house translation

The nomination committee in April 2011