

THE NOMINATION COMMITTEE'S PROPOSALS

For the 2023 Annual General Meeting, the nomination work has been carried out by a nomination committee consisting of Mark Shay, nominated by Accendo Capital as chairman of the nomination committee, Peter Lindell, nominated by Rite Ventures and representative for own holdings, Richard Torgerson nominated by Nordea Fonder and Lennart Jacobsen, chairman of the board, co-opted to the election committee. The nomination committee has submitted the following proposals regarding points 2, 13, 14, 15 and 16.

Chairman of the annual general meeting: Attorney at Law Paula Eninge (item 2)

Number of board members and deputies and, in addition number of auditors: The number of board members (including the chairman) is proposed to be four (4) with no deputies (currently 6). Furthermore, the nomination committee proposes that the number of auditors is to be one (1) without any deputy (item 13).

Remuneration to the board members: The remuneration to the board of directors, until the time of the end of the next annual general meeting, is proposed as follows: The chairman of the board shall receive a fee of 600 000 (unchanged) SEK and other members not employed by the company shall receive a fee of 300 000 (250 000) SEK. No remuneration shall be paid for participation in committee work (item 14).

Remuneration to the auditors: The remuneration to the auditors for the period until the end of next annual general meeting is proposed in accordance with invoicing approved by the company (item 14).

Election of chairman of the board and other members of the board and in addition, auditors: Re-election is proposed for the following current board members: Cecilia Ardstrom, Stefan Berg and Kai Tavakka. Election of Maria Khorsand as chairman of the board is proposed (item 15). Lennart Jacobsen and Towa Jexmark have declined reelection. The nomination committee thanks Lennart Jacobsen and Towa Jexmark for their efforts.

Presentation of proposed new elections:

During the period October 2022 – March 2023, Maria Khorsand (b. 1957) has been acting CEO of Careium. Prior to that, Maria has, among other things, been CEO of SOS Alarm (2016-2022), CEO of Sweden's Technical Research Institute, SP, now RISE (2007-2015), Dell Sweden, Ericsson Technology Licensing and held leading positions at OMX and Ericsson. Maria is currently a board member of the Swedish Foundation for Strategic Environmental Research, Mistra, the Swedish National Road and Transport Research Institute, VTI, and the Swedish Sea Rescue Society. She has previously been a board member of, among others, SOS Alarm, Beijer Electronics and the Swedish University of Agricultural Science, SLU. Maria is a Swedish citizen. Through related companies, she owns 6,108 shares in Careium. She is judged to be independent in relation to both the company's management and the major shareholders.

Auditor: Re-election of the authorised public accounting firm Öhrlings PricewaterhouseCoopers AB as the auditor for a mandate period until the end of next annual general meeting is proposed. Certified public accountant, Johan Rönnbäck will serve as the lead auditor. The proposal from the nomination committee is in accordance with the recommendation of the board (item 15).

Proposal for tasks of the nomination committee and principles for the appointment of the nomination committee:

The nomination committee (NC) shall comprise three (3) members that represent the company's largest shareholders according to number of voting rights. The chairman of the board shall be an adjunct member of the NC. The largest shareholders according to number of voting rights shall be determined based on a transcript from Euroclear Sweden AB showing the registered shareholders, as of the last trading day in September, and such shareholders shall promptly thereafter be contacted by the company's chairman of the board.

In the event that any one of the three largest shareholders abstains from the right to appoint a representative to the NC or fails to do so within one week of the aforementioned contact provides notice, that right shall befall the shareholder, among the ten largest shareholders, that has the next largest shareholding per the date above. At least two members are required. If, due to abstention, three members cannot be obtained from among the ten largest shareholders, the vacant position shall remain vacant unless filled at a later date by the appointee of an eligible shareholder.

The names of the shareholder representatives and the names of the shareholders they represent shall be disclosed at the latest six months before the annual general meeting. The NC's mandate period shall continue until a new NC is formed. The chairman of the NC shall be, unless the NC decides otherwise, the representative of the largest shareholder according to voting rights.

The NC shall remain unchanged unless:

- a representative wish to resign prematurely, in which case such a request shall be sent to the chairman

of the NC (or, in the case of the chairman of the NC resigning, to another representative of the NC) and the receipt of such request implies that the request has been served,

- a nominated shareholder wishes to change its representative on the NC to another person, where such a request (containing the two relevant names) shall be sent to the chairman of the NC (or, in the case of a change of chairman of the NC, to another representative in the NC), and the receipt of such request implies that the request has been served,
- a nominating shareholder sells all or parts of its holding in Careium, whereupon such shareholder no longer is one of the three largest shareholders according to number of voting rights, in which case a new member shall be appointed according to the same principles as set out above, or
- the NC within its free judgment decides to appoint, to vacant positions in the NC, shareholders or shareholder representatives in order for the NC to thereby reflect the ownership of Careium.

If a NC member leaves the NC before the committee's work is completed, the NC shall appoint a new member according to the principles above, using a transcript of shareholders provided by Euroclear Sweden AB as soon as possible after the departure of the leaving member. Changes to the NC shall be disclosed publicly immediately.

No remuneration shall be paid to members of the NC for their work in the committee. As needed, the company shall reimburse reasonable expenses related to the NC's work as well as for external consultants that the NC deems necessary for the NC to be able to complete its work.

The NC shall provide to the annual general meeting:

- proposal of chairman at the annual general meeting,
- proposal of board of directors
- proposal of chairman of the board of directors
- proposal of remuneration to the board of directors, allocated among the chairman of the board of directors, board members, and any compensation for committee work,
- proposal of company auditor or auditors, and proposal of compensation to the auditor(s)
- proposal for the approval of principles for formation of the nomination committee (item 15).

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Malmö, March 2023

The Board of Directors