

Minutes from Extraordinary General Meeting

Company	Karolinska Development AB (publ) (556707-5048)
Date	November 13, 2024
Place	Stockholm

1. Election of chairperson of the meeting

The meeting was declared open by lawyer Annika Andersson from Cirio Law Firm.

It was resolved to appoint lawyer Annika Andersson from Cirio Law Firm as chairperson of the meeting. It was noted that Johan Dighed, General Counsel at Karolinska Development, had been appointed to keep the minutes at the meeting.

2. Preparation and approval of the voting list

The voting list for the meeting was approved, [Appendix 1](#). It was noted that the CEO Viktor Drvota, the chairperson Hans Wigzell and the board members Theresa Tse, Anna Lefevre Skjöldebrand, Ben Toogood and Philip Duong were available by telephone.

3. Approval of the agenda

It was resolved to approve the agenda in accordance with the notice of the meeting.

4. Election of one or two persons to verify the minutes

It was resolved that the chairperson of the meeting, together with Jan Dworsky, representing Swedbank Robur, should verify the minutes.

5. Determination of whether the meeting was duly convened

It was noted that the notice of the meeting had been published in *Post- och Inrikes Tidningar* on October 22, 2024 and that information that the notice had been issued was published on the same date in *Svenska Dagbladet*. The notice has also been available on the company's website since October 15, 2024.

The meeting was declared duly convened.

6. Resolution on election of a new member of the Board of Directors

The chairperson of the meeting presented the proposal from the company's largest shareholder, invoX Pharma Ltd., regarding the election of a new director.

It was resolved, in accordance with the proposal, to elect Will Zeng as a new director of the Board of Directors with Director Theresa Tse resigning from her position at the Extraordinary General Meeting.

It was noted that the composition of the Board of Directors meets the independence requirement of the Swedish Corporate Governance Code.

7. Determination of fee to the new member of the Board of Directors

It was noted that the Annual General Meeting on May 16, 2024, resolved that the Board of Directors, except for the chairperson, would be paid a fixed amount of SEK 200,000 to be paid out in proportion to board meetings attended.

It was resolved, in accordance with the proposal from the company's largest shareholder, invoX Pharma Ltd., that board fee to the newly elected director Will Zeng shall be paid the equivalent for the time until the end of the 2025 Annual General Meeting.

8. Closing of the meeting

The meeting was closed.

Keeping minutes

Johan Dighed

Verified

Annika Andersson

Jan Dworsky