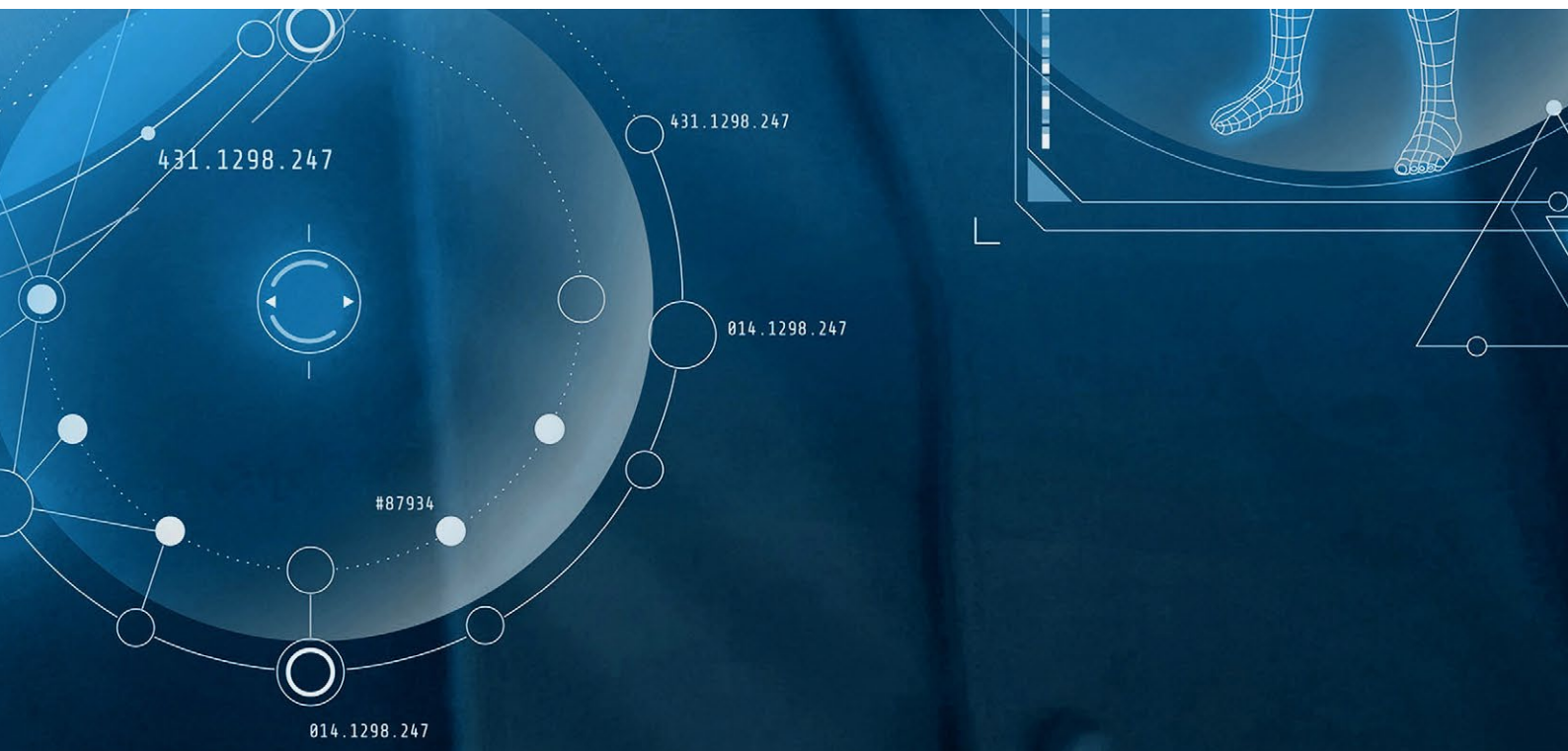




AQILION

Corporate Governance Report 2020



Corporate Governance Report

AQILION AB (publ) is a public Swedish limited liability company, company registration number 556623-2095, with its registered office in Helsingborg, Sweden.

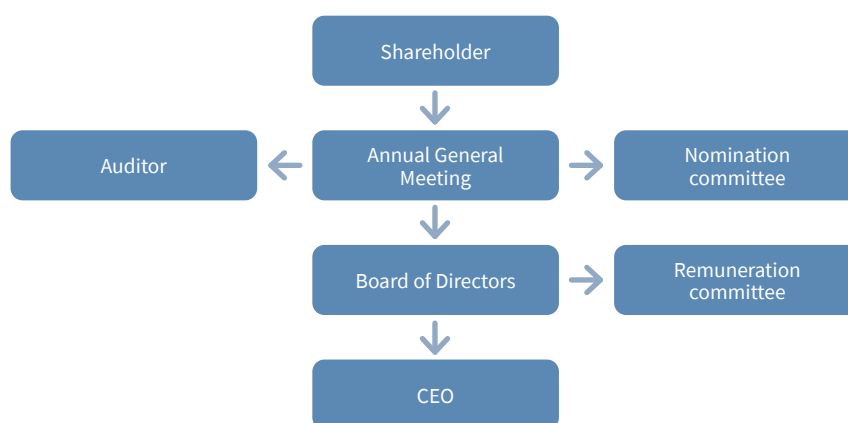
This Corporate Governance Report has been prepared in Swedish and translated into English. In the event of any discrepancies between the Swedish and the translation, the former shall prevail.

Corporate governance refers to the rules and decision-making hierarchies that contribute to the efficient and controlled management of the operations of a company, with the aim of meeting the owners' demands for return on invested capital. Corporate governance in Sweden has traditionally been regulated by law. In addition, the industry's self-regulatory bodies have continuously presented various provisions on corporate governance.

The Swedish Code of Corporate Governance ("the Code") issued by the Swedish Corporate Governance Board is not mandatory for Aqilion, but the Board will closely follow the practices developed for the Code and intends to apply the Code in those parts that may be deemed relevant to the company and its shareholders.

The concept of corporate governance describes the decision support system by which the company is governed. Aqilion is committed to maintaining a high standard of governance through the clarity and simplicity of its management systems and governing documents. Governance of the company is based on its Articles of Association, the Swedish Companies Act and other applicable laws and regulations.

All shares in Aqilion carry the same voting rights, which means that the ability to exercise owner influence as an owner corresponds to each shareholder's stake in the company.



Shareholder structure

The shareholder structure according to the share register as of December 31, 2020, is shown in the table below:

Shareholder	Number of shares	Holdings in %
Longbow Finance S.A.	966,473	22.96
Länsförsäkringar Skåne	888,865	21.12
Länsförsäkringar Göteborg och Bohuslän	400,130	9.51
Aktiebolag Grenspecialisten	250,002	5.94
LMK Forward AB	250,002	5.94
Länsförsäkringar Halland	233,400	5.55
Parkander, Björn	136,580	3.24
Henry Dunkers Förvaltnings AB	109,694	2.61
Grevermond Investments Ltd.	70,736	1.68
Vikow ventures	55,084	1.31
Backsell, Lars	52,858	1.26
Swedocean AB	52,000	1.24
Mikael Lönn	44,000	1.05
Other	699,187	16.59
Total	4,209,011	100.00

2020 Annual General Meeting

The Annual General Meeting was held on June 10, 2020, in Helsingborg, where 42 percent of the number of shares and voting rights were represented. The Nomination Committee consisted of Lena Mårtensson (chair), Helena Arcombe, Clas Runnberg and Malin Ruijsenaars.

The Meeting resolved that the Board will consist of five members without deputies. The following individuals were elected to serve on the Board until the next Annual General Meeting: Johan Lund (reelection), Marie Lidgard (reelection), Roland Andersson (reelection), Andreas Segerros (reelection) and Martin Olovsson (reelection). Johan Lund was elected to serve as Chairman of the Board. Jörgen Johnsson and Karin Wingstrad declined reelection.

Due to the ongoing Covid-19 pandemic, the full Board of Directors did not attend the meeting. Aqilion's CEO and the company's auditors were present at the meeting.

RESOLUTIONS

- Adoption of the presented balance sheet and statement of profit or loss for the parent company.
- The Board of Directors and the Chief Executive Officer were discharged from liability in respect of the company for the 2019 financial year.
- The meeting resolved to pay fees to the Board of Directors in the amount of SEK 210,000 to the Chairman of the Board and SEK 90,000 for each Board member in 2020.
- The meeting re-elected Mazars AB in Helsingborg with Andreas Brodström as principal auditor and Bertil Toresson as co-auditor to serve as the company's auditor until the end of the next Annual General Meeting.
- The Annual General Meeting resolved to change the form of business enterprise from a private limited company to a public limited company.
- The meeting adopted instructions for the Nomination Committee.

NOMINATION COMMITTEE

The task of the Nomination Committee is to put forward proposals regarding the election of the Chairperson of the Annual General Meeting, election of the Chairperson and other members of the Board, appointment of auditors and fees paid to the Directors and the Auditors. The Nomination Committee shall consist of representatives of the four largest shareholders in terms of votes as of September 30 each year before the Annual General Meeting is held. The Chairperson of the Board of Directors is instructed to contact shareholders as described above as soon as possible after 30 September each year. If any of the four largest shareholders in terms of voting rights chooses to waive the right to appoint a member to the Nomination Committee, or may otherwise be deemed to have waived such right, the next shareholder shall be given the opportunity to appoint a member of the Nomination Committee in turn, provided that no more than a total of ten shareholders need be consulted, unless this is required for the Nomination Committee to consist of at least three members.

It is incumbent upon the Chairman of the Board to convene the Nomination Committee.

- Helena Arcombe, appointed by the shareholder Länsförsäkringar Skåne
- Christian Ewe, appointed by the shareholder LMK Forward AB
- Linnea Höglund, appointed by the shareholder Länsförsäkringar Göteborg och Bohuslän
- Malin Ruijsenaars, appointed by the shareholder Grenspecialisten AB

Work of the Board of Directors and organization

The Board of Directors is the company's highest administrative body under the General Meeting. The Board of Directors is charged with the organization of the company and management of its operations. It is also the Board's duty to ensure that the organization in charge of accounting and the management of assets is subject to satisfactory control. Under the Articles of Association, Aqilion's Board of Directors is to consist of a minimum of zero and a maximum of ten members, with a maximum of five deputies. The members are elected annually at the Annual General Meeting (AGM) for a one-year term up until the close of the following AGM. The AGM also appoints the Chairperson of the Board. The guidelines for the work of the Board of Directors are based on the rules of procedure, which also regulate the allocation of work between the Board of Directors, the Chairperson of the Board and the CEO.

The Board of Directors held its statutory meeting on June 10, 2020. In 2020, the Board held five face-to-face meetings at which the meetings were recorded, a two-day working meeting for strategy discussion and a few telephone meetings. During the year, the Board had five directors. In 2018, the Board established a Remuneration Committee consisting of members of the Board. In 2020, the Remuneration Committee consisted of Johan Lund, Marie Lidgard and Martin Olovsson. Other company representatives participate as needed during board meetings during project presentations or in administrative roles. The company's auditor reports annually to the Board of Directors on the audit of the accounts and operations. Remuneration to the Board of Directors was paid with a fee of SEK 210,000 to the Chairman of the Board and SEK 90,000 for each Board member in 2020. The fee is approved by the Annual General Meeting based on a recommendation prepared by the Nomination Committee.

Chief Executive Officer

The Chief Executive Officer is responsible for ensuring that the ongoing operation is handled in accordance with the guidelines and instructions provided by the Board of Directors, as clarified in separate instructions for the CEO. The CEO shall ensure, through satisfactory control systems, that the Company complies with laws and regulations. Moreover, the CEO shall ensure that the Board receives factual, detailed and relevant information necessary for the Board to make informed decisions. In addition, the CEO pursues a continuous dialogue with the Chairperson of the Board and keeps the Chair informed about the performance and financial position of the company.

Auditors

The company must have two auditors with or without a deputy auditor. The appointment as auditor shall apply until the close of the General Meeting, which is held during the fourth financial year after the election of the auditor. At the 2020 Annual General Meeting, Mazars Audit Office in Helsingborg was re-elected as auditor, with Andreas Brodström as principal auditor and Bertil Toresson as co-auditor.

Board of Directors

The members of Aqilion's Board of Directors have a wide range of skills and experience to ensure the long-term development and strategic governance of the company.



Johan Lund *Chairman of the Board since 2018,
Chairman of the Remuneration Committee since 2019*

Dr. Johan Lund has many years of experience from executive positions in pharmaceutical research and development. He is the CEO and founder of KyNexis Medicine Development AB and the founder of MBS Pharma AB. Most recently, he was Vice President of Translational R&D at Celgene, in Cambridge, Massachusetts, USA, with responsibility for early research and development in inflammation and immunology. Previous positions include Chief Scientific Officer, Immunoscience Research Unit at Pfizer, Cambridge, Massachusetts, as well as 14 years at AstraZeneca in executive positions in Sweden and the UK as Vice President CNS & Pain Innovative Medicines Science and Vice President Respiratory and Inflammation Research. He has served as Vice President, Chief Scientific Officer for AQILION AB since March 1, 2021.

Education: M.D., Ph.D. 1986 Karolinska Institutet; Post-doctoral studies 1987-1989 UT Southwestern Medical Center, Texas; Associate Professor 1990 Karolinska Institutet; Professor 1996 University of Bergen

Born in: 1957

Other current assignments: Board member of Olink Proteomics AB, Genagon Therapeutics AB, TCER AB, KyNexis Medicine Development AB and MBS Pharma AB

Holdings: -



Roland Andersson *Board member since 2018*

Roland Andersson is professor of surgery at the school of medicine, Lund University. Professor Andersson's clinical work and research focuses on malignancies of the pancreas, liver and biliary tract. He also leads a translational research group with a focus on development of novel biomarker panels for diagnosis, prognosis, assessment, treatment selection and outcomes, as well as on increasing knowledge of the disease itself. He has published about 500 original articles, reviewed articles and book chapters, and supervised 30 PhD students. He also has an extensive international network and has founded six companies in his role as an entrepreneur.

Education: Medical degree 1981 at Lund University, Specialist in General Surgery 1987, Professor of Surgery 2000 at Lund University

Born in: 1955

Other current assignments: Chairman of the Board of Reccan Diagnostics AB, Nordic Biotechnology AB; Board member of Lumito AB as well as advisor for Scientific Advisory Board VolitionRx Ltd.

Holdings: 6,434 shares



Marie Lidgard *Board member since 2014
Member of the Remuneration Committee since 2020*

Marie Lidgard has many years of experience in the financial sector. She is currently a senior partner at Lavindia AB. She has served as CEO of the Swedish Investment Fund Association and Senior Vice President of Nordea Investment Management. She has also worked for the Swedish Ministry of Enterprise and Innovation, where she was responsible for recruiting Board members for state-owned companies. In recent years, she has been active as an investor and founder of several new companies and currently sits on the board of directors for several companies.

Education: Bachelor of laws degree, Lund University, 1982. Served in Stockholm District Court

Born in: 1956

Other current assignments: Chairwoman of Dreams Securities AB and Fundrella AB. Board member of Von Euler & Partners Kapitalförvaltning AB, Hypoteket Fondförvaltning AB, MoM Lidgard AB and Lavindia AB

Holdings: 21,715 shares through company



Martin Olovsson *Board member since 2019,
Member of the Remuneration Committee since 2020*

Martin Olovsson has many years of managerial experience in the pharmaceutical industry with responsibility for portfolio and product strategies, life cycle management, bridging functions such as science and marketing and ensuring commercial excellence. Martin has extensive experience from in- and out-licensing of both pharmaceuticals and technologies. He is currently CEO of AstraZeneca's spin-out company, OnDosis. Between 1992 and 2017 he held several international executive positions within Astra/AstraZeneca, including as President of the Nordic/Baltic marketing and sales company, as well as Vice President of the Inhaled Respiratory, Global Portfolio & Product Strategy divisions.

Education: B.Sc., Business Administration, Lund 1992

Born in: 1967

Other current assignments: Board member of WntResearch AB and Scientific Med AB

Holdings: -



Andreas Segerros *Board member since 2018*

Andreas Segerros has spent most of his career with global pharmaceutical companies. He is currently active as one of the founders of Eir Ventures Partners AB. He has many years of experience from international executive positions at Pharmacia Corporation, Pharmacia & Upjohn and Ferring in research & development, marketing and business development in the US, Europe and Japan. He also has experience as a venture capitalist while working as a venture partner and partner at Sunstone Capital. He has made numerous investments in successful growth companies in the life science sector.

Education: M.Sc. in Biotechnology and Biomaterials, Royal Institute of Technology (KTH), 1984; M.B.A. Uppsala University 1992

Born in: 1960

Other current assignments: Chairman of the Board of Oncorena Holding AB and Oncorena AB, Board member of Eir Ventures Partners AB and Merigen AB

Holdings: -

Chief Executive Officer and operational team

Aqilion is run by an operational team led by the CEO with the support of key consultants and partners. The main tasks involve exploring and evaluating new project ideas and leading and driving the project development process. The operational team is composed of individuals with extensive experience in the pharmaceutical industry. They have different backgrounds and areas of expertise that enable them to provide projects with both strategic and practical support. Together with project managers and selected specialists, the team actively works on projects from idea to exit.

The operational team also coordinates administration, operations and communication related to both Aqilion and the projects, which facilitates cost-efficient allocation of resources and efficient operations.



Sarah Fredriksson *Chief Executive Officer*

In current position since 2017.

Sarah Fredriksson has many years of experience from research and development in the life sciences from both academia and industry. She also has experience as an entrepreneur and in the role of CEO. She founded Genovis AB and while she was CEO the company was listed on First North, Nasdaq OMX Nordic.

Education: Ph.D. in Biochemistry in 1999 and M.Sc. in Chemistry in 1993 from the Faculty of Engineering (LTH), Lund University

Born in: 1968

Other current assignments: Board member of LU Holding, Faculty of Engineering (LTH), Lund University, Respiratorius AB (publ), Bumblefish AB and SwedenBIO AB

Holdings: 2,300 shares



Susanna Dahlgren *Senior Director Project Management*

In current position since 2018.

Susanna Dahlgren has many years of experience in academic research and drug development and specializes in project management, medical affairs and scientific communication. She has previously held international management positions at AstraZeneca, ALK in Denmark and Polypeptide Group in Sweden. She is currently the project manager for Aqilion's in-house projects.

Education: Ph.D. in Clinical Immunology from Karolinska Institutet in 1998 and M.Sc. in Microbiology from Stockholm University in 1994

Born in: 1968

Other current assignments: None

Holdings: -



Carina Eldh *Chief Controlling Officer*

In current position since 2019, employed since 2011.

Carina Eldh is responsible for the day-to-day financial and administrative tasks of the company and its portfolio companies. She has more than 20 years of experience in accounting, auditing and taxation and has previously held positions at KPMG and other auditing and advisory firms, the Swedish Tax Agency and Öresundskraft.

Education: Secondary school economics 1989, Graduate in accounting 1999

Born in: 1970

Other current assignments: None

Holdings: -



Fredrik Lindgren *Vice President, Chief Business Officer*

In current position since 2018.

Fredrik Lindgren's background is in the pharmaceutical industry, with experience from key positions in areas such as business development processes at AstraZeneca and Umetrics AB. Most recently he held the position of Senior Director, Head of Global Business Development, at LEO Pharma.

Education: Ph.D. in Chemistry, 1994 and B.Sc. in Chemistry 1989, Umeå University

Born in: 1967

Other current assignments: None

Holdings: -



Martin Johansson *Senior Director Medicinal Chemistry*

In current position since 2019.

Martin Johansson has been involved with Aqilion since 2012 as project manager for the former project company Glactone Pharma AB. He has 20 years of experience in medicinal chemistry and preclinical drug discovery and development. Previously, he has held the position of Chief Scientific Officer at Respiratorius AB, Senior Research Scientist at AstraZeneca, Discovery R&D and Project Manager for Glactone Pharma AB.

Education: Ph.D. in Organic Chemistry, 2002, Associate Professor in Organic Chemistry, 2007, Lund University; Master's degree in Chemical Engineering, 1997, Lund University

Born in: 1971

Other current directorships: Board member of Selcis Biopharma AB

Holdings: -



Jan Törnell *Vice President, Chief Medical Scientist*

In current position since 2018.

Jan Törnell has been involved with Aqilion/P.U.L.S. since 2012 through board positions in portfolio companies, as project manager/CEO and as an innovator. He also has many years of experience in executive positions in the pharmaceutical industry internationally. He has previously held the position of Global Vice President Strategy, Oncology & Infection and Global VP Translational Science at AstraZeneca and was Professor at the Department of Neuroscience and Physiology, Sahlgrenska Academy, University of Gothenburg.

Education: Medical degree, University of Gothenburg, 1985; Ph.D. in Physiology, Faculty of Medicine, Gothenburg, 1990; and Associate Professor in Physiology, 1992

Born in: 1960

Other current assignments: Chairman of the Board of Glactone Pharma AB, LIDDS AB (publ) and Innoext AB; Board member of Diaprost AB and Abliva AB (publ)

Holdings: 1,588 shares



Torgeir Vaage *Vice President, Chief Financial Officer*

In current position since May 2020.

Torgeir Vaage has more than 20 years of combined experience in the life science industry and the financial sector. In recent years, he has worked in Denmark and Norway as CFO and CEO for several small biotech companies with a focus on pharmaceuticals and in close collaboration with venture capital companies such as Sarsia Seed, Novo Seed and Norsk Innovasjonskapital. Prior to that he was a senior analyst and partner at ABG Sundal Collier, senior capital analyst at Handelsbanken and management consultant at AT Kearney in Oslo.

Education: Degree in business administration from the Norwegian School of Economics (NHH) and a Ph.D. in Business Administration from the University of California, Berkeley, USA

Born in: 1964

Other current assignments: None

Holdings: -

NEW OPERATIONAL TEAM MEMBER

Johan Lund *Vice President, Chief Scientific Officer*

Member of the operational team beginning in March 2021.



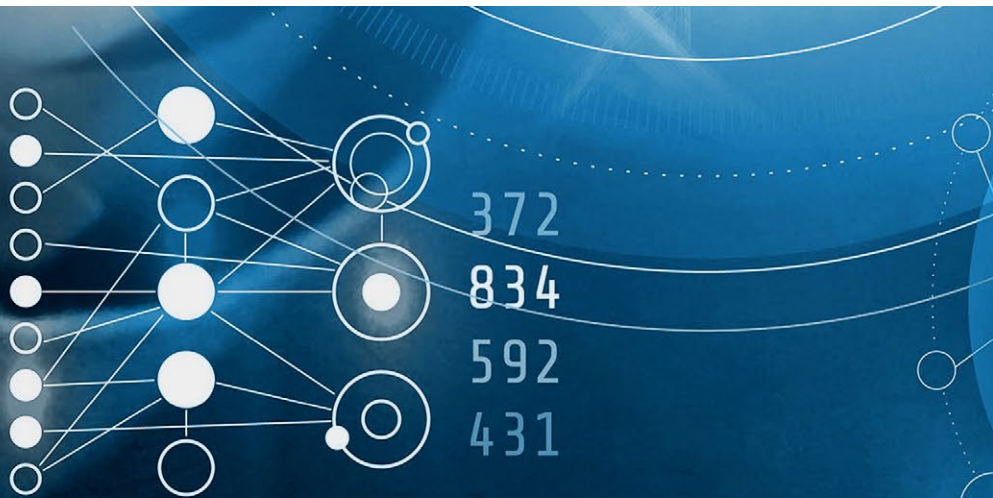
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AQILION

AQILION AB · Visiting address: Henkels Torg 3, Helsingborg, Sweden

Mailing address: Redaregatan 48, SE-252 36 Helsingborg, Sweden

info@aqilion.com · www.aqilion.com



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