

Proposals of the Shareholders' Nomination Committee to Herantis Pharma Plc's Annual General Meeting 2024

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The Shareholders' Nomination Committee presents the following proposals to the Annual General Meeting to be held on 24 April 2024. The proposals will be included in the notice to the Annual General Meeting to be published at a later date.

Proposal on the number of the members and election of the members of the Board of Directors

The Shareholders' Nomination Committee proposes that the number of members of the Board of Directors shall be five (5).

The Shareholders' Nomination Committee further proposes that all current members of the Board of Directors, i.e., Timo Veromaa, Mats Thorén, Frans Wuite, Aki Prihti, and Hilde Furberg shall be re-elected as members of the Board of Directors.

Proposal on the remuneration of the members of the Board of Directors and reimbursement of travel expenses

The Shareholders' Nomination Committee proposes that the remuneration of the Board of Directors shall be as follows:

- The remuneration payable to the members of the Board of Directors shall be EUR 18,000 annually for each member of the Board except for the Chair of the Board who shall be paid EUR 36,000 annually.
- The Chair of the Audit Committee shall receive a fixed annual fee of EUR 8,000 and each member of the Audit Committee a fixed annual fee of EUR 4,000.
- The Chair of the Remuneration Committee shall receive a fixed annual fee of EUR 4,000 and each member of the Remuneration Committee a fixed annual fee of EUR 2,000.
- Board members are also reimbursed reasonable travel expenses related to the duties of the Board of Directors.

The proposed remuneration remains unchanged from the previous year.

Composition of the Shareholders' Nomination Committee

The Shareholders' Nomination Committee was established by Herantis Pharma's Annual General Meeting on 8 April 2020. In accordance with the Charter of the Shareholders' Nomination Committee, the Committee consists of four members. Three members represent the Company's largest shareholders who, on the last business day of September preceding the next Annual General Meeting, hold the largest number of votes calculated of all shares in the Company. The

Chair of Herantis Pharma's Board of Directors serves as the fourth member of the Nomination Committee. The largest shareholders of the Company on the last business day of September are determined on the basis of the shareholders' register of the Company held by Euroclear Finland Ltd.

In November 2023, the following members were appointed to Herantis Pharma's Shareholders' Nomination Committee:

- Kyösti Kakkonen, representing Joensuun Kauppa ja Kone Oy (Chair);
- Pia Gisgård, representing Swedbank Robur;
- Timo Syrjälä, representing himself and Acme Investments SPF S.à.r.l.; and
- Timo Veromaa, the Chair of Herantis Pharma's Board of Directors.

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About Herantis Pharma Plc

Herantis Pharma Plc is a clinical-stage biotechnology company developing disease modifying therapies for Parkinson's disease. Herantis' lead product HER-096, is an advanced small synthetic chemical peptidomimetic molecule developed based on the active site of the CDNF protein. It combines the compelling mechanism of action of CDNF with the convenience of subcutaneous administration. The Phase 1a clinical trial demonstrated a good safety and tolerability profile, and efficient blood-brain barrier penetration of subcutaneously administered HER-096 in humans.

The shares of Herantis are listed on the Nasdaq First North Growth Market Finland.

Company website: www.herantis.com

Attachments

[Proposals of the Shareholders' Nomination Committee to Herantis Pharma Plc's Annual General Meeting 2024](#)