

Announcement from the annual general meeting in Xbrane Biopharma AB

The annual general meeting 2025 (the "AGM") of Xbrane Biopharma AB ("Xbrane" or the "Company") was held today on 5 May 2025 and the following resolutions were passed by the meeting.

Adoption of the income statement and the balance sheet

The AGM resolved to adopt the income statement and the balance sheet in Xbrane and the consolidated income statement and the consolidated balance sheet.

Allocation of profit

The AGM resolved not to pay any dividend to the shareholders and that the previously accrued profits, including the share premium account and year result would be carried forward.

Discharge from liability

The board of directors and the managing director were discharged from liability for the financial year 2024.

Election of the board of directors and auditor and remuneration

The AGM resolved, in accordance with the nomination committee's proposal, that the board of directors shall comprise five directors. It was also resolved that the number of auditors shall be one registered audit firm.

It was resolved, in accordance with the nomination committee's proposal, that the remuneration is to be SEK 2,483,000 in total, including remuneration for committee work (SEK 2,437,800 previous year), and shall be paid to the board of directors and the members of the established committees in the following amounts:

- SEK 327,000 (SEK 321,000) for each of the directors and SEK 655,000 (SEK 642,600) to the chairman;
- SEK 52,000 (SEK 51,000) for each of the members of the remuneration committee and SEK 104,000 (SEK 102,000) to the chairman of the committee; and
- SEK 78,000 (SEK 76,500) for each of the members of the audit committee and SEK 156,000 (SEK 153,000) to the chairman of the committee.

It was further resolved that the auditor shall be entitled to a fee in accordance with approved invoice.

The AGM resolved, in accordance with the nomination committee's proposal, to re-elect the directors Eva Nilsagård, Mats Thorén, Anders Tullgren, Kirsti Gjellan and Kristoffer Bissessar. Anders Tullgren was re-elected as chairman of the board.

PricewaterhouseCoopers AB was re-elected as the Company's auditor in accordance with the nomination committee's proposal. PricewaterhouseCoopers AB had announced that the authorized auditor Magnus Lagerberg continues as main responsible auditor.

Adoption of principles for the nomination committee

The AGM resolved, in accordance with the nomination committee's proposal, to adopt principles for the nomination committee to apply until further notice.

Approval of the remuneration report

The AGM resolved not to approve the remuneration report for the financial year 2024. The board of directors will provide a report in the next report on remuneration on how any comments have been taken into account.

Adoption of guidelines for remuneration to senior executives

The AGM resolved, in accordance with the board of directors' proposal, to adopt guidelines for remuneration to senior executives to apply until further notice.

Authorization for the board of directors to issue shares, convertibles and/or warrants

The board of directors resolved, prior to the AGM, to withdraw the proposal for authorization due to the fact that the preliminary outcome of the resolution was not supported with the required majority.

For detailed terms regarding the resolutions at the AGM as described above, please refer to the notice and the complete proposals which are available on the Company's website, www.xbrane.com.

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About Us

Xbrane Biopharma AB develops biological drugs based on a patented platform technology that provides significantly lower production costs compared to competing systems. Xbrane has a portfolio of biosimilar candidates targeting EUR 26 billion in estimated annual peak sales of the respective reference product. The lead candidate Ximluci® is granted market authorization approval in Europe and was launched during 2023. Xbrane's head office is in Solna, just outside Stockholm. Xbrane is listed on Nasdaq Stockholm under the ticker XBRANE. For more information, visit www.xbrane.com

Attachments

[Announcement from the annual general meeting in Xbrane Biopharma AB](#)