



Xspray Pharma Annual Report 2021

Table of Contents

The year in brief	4
History and milestones	5
CEO's Statement	6
Business model, goals and strategy	8
Technology platform and manufacture	12
Product platform	15
Market	20
Patent and intellectual property	24
Sustainability	26
Organization	28
The share and shareholders	30
Report of the Board of Directors	32
Corporate Governance Statement	39
Consolidated Income Statement	46
Consolidated Balance Sheet	47
Consolidated Statement of Changes in Equity	49
Consolidated Statement of Cash Flow	50
Parent Company Income Statement	51
Parent Company Balance Sheet	52
Parent Company Statement of Changes in Equity	54
Parent Company Statement of Cash Flow	55
Notes	56
Signatories to the Annual Report	77
Auditor's Report	78
Board of Directors and Auditor	82
Senior Executives	84
Glossary	85
Shareholder information and Annual General Meeting 2022	86

Xspray Pharma

Xspray Pharma AB (publ) is a pharmaceutical company with multiple product candidates in clinical development. Xspray Pharma uses its innovative, patented RightSize™ technology to develop improved versions of marketed drugs, primarily protein kinase inhibitors (PKI) for the treatment of cancer. The segment is the second largest in oncology, and drug prices are very high.

The Company's innovative technology provides the opportunity for Xspray Pharma to gain entry as the first competitor to the original drugs before the secondary patents expire. Xspray Pharma's goal is to be a leader in developing improved drugs of already marketed PKIs for treating cancer. At the end of 2021, there were more than 70 approved PKI:s in the U.S. market.

The year in brief

Despite the ongoing Covid-19-pandemic, 2021 has been characterized by intense work with a strong confidence among the team. Bioequivalence was achieved in a study with HyNap-Dasa 505(b)(2) compared to the reference product Sprycel® (dasatinib), and HyNap-Dasa was brand named Dasynoc™. The application for market approval in the United States by Dasynoc was submitted to the FDA, under the 505(b)(2) NDA process, which is the registration route for improved drugs. The Company decided that the product and drug development efforts should be focused on improved PKIs, a long-term value generating strategy for both patients and Company. The process development of HyNap-Nilo has gone according to plan producing clinical material for upcoming studies.

In January 2022, the FDA announced that the application for market approval for Dasynoc was accepted for a full review. In February 2022, Bristol Myers Squibb filed a lawsuit against Xspray Pharma in the United States for patent infringement, as expected.

Q1 January – March

- In the beginning of the year, the CEO and other warrant holders exercised all LTIP 2015/2021 warrants to subscribe for shares in Xspray Pharma.

Q2 April – June

- The AGM resolved, in accordance with the Nomination Committee's proposal, on the re-election of Board members Gunnar Gårdemyr, Maris Hartmanis, Torbjörn Koivisto, Christine Lind and Carl-Johan Spak as well as the election of new Board members Anders Ekblom and Anders Bladh. Anders Ekblom replaced Michael Wolff Jensen as Chairman of the Board.
- Two new long-term incentive programs were fully subscribed. LTIP 2021–2024, was offered to all employees including senior executives. LTIP 2021–2026, was offered to the Company's new Chairman of the Board.

Q3 July – September

- Bioequivalence was achieved comparing the reference product in the bioequivalence study with the company's improved version of dasatinib, HyNap-Dasa 505(b)(2), which goes under the name Dasynoc. The study confirmed that the dose of dasatinib can be reduced by 30% but still provide the same uptake into the body as the reference product.
- The development of HyNap-Nilo was accelerated and the evaluation process for a new product project was initiated.

Q4 October – December

- The Company decided to focus its efforts on improved PKIs.
- A private placement of new shares was issued to a new investor, Flerie Invest AB. The issue generated SEK 100 million before transaction costs.
- The Company announced that Christina Malmberg Hågerstrand had been appointed Vice President Communications and Investor Relations. Christina joined on January 10, 2022, and is a member of the company's management team.
- The Company submitted its application to the FDA for US market approval of the Company's product candidate Dasynoc under the 505(b)(2) NDA process.

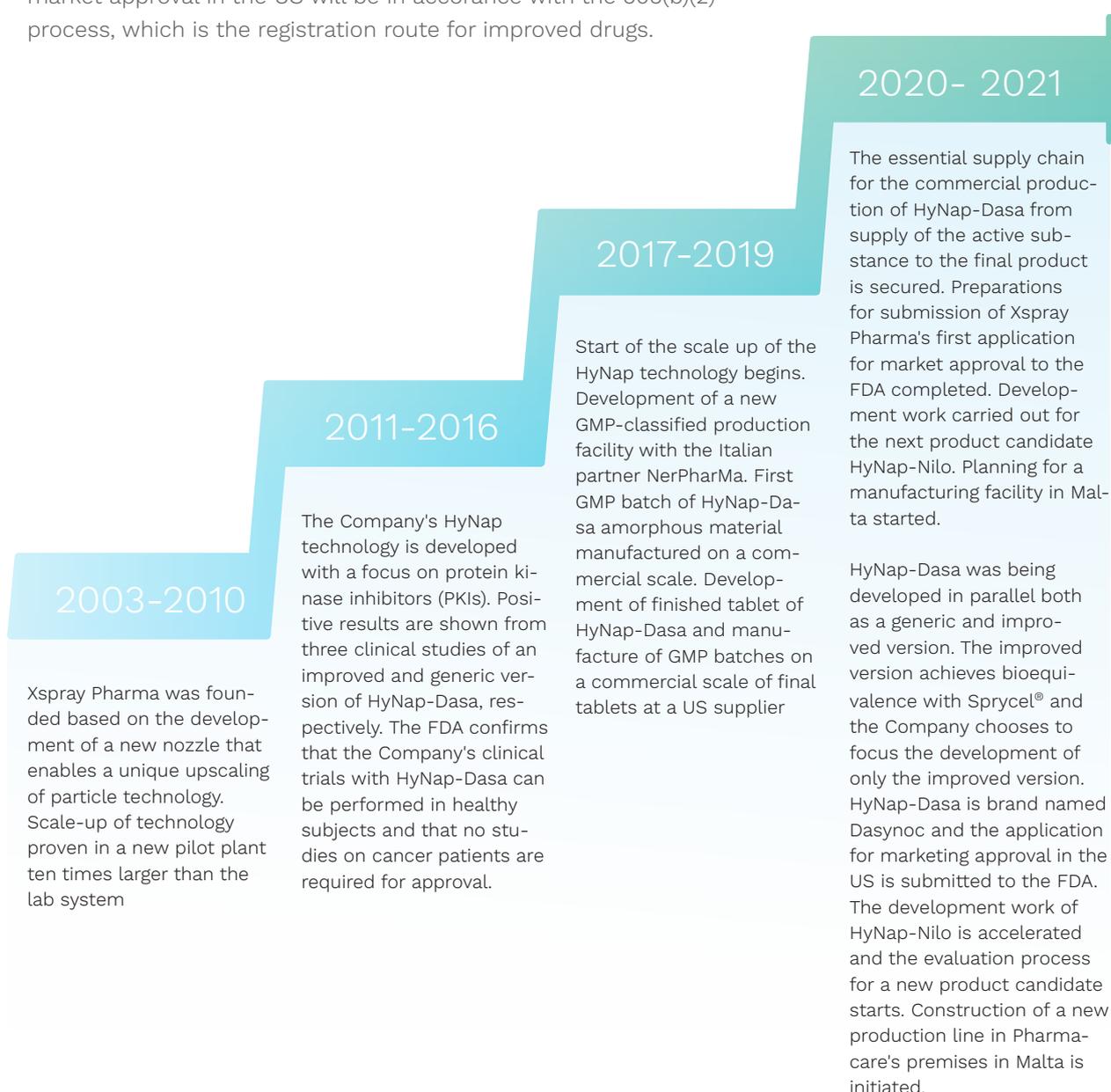
Significant events after the end of the reporting period

- In January, the FDA announced that the application for market approval of Dasynoc had been accepted for a full review.
- In February, the Company announced that Anna-Karin Ekberg has been appointed Global Head of Marketing and Sales. Anna-Karin took office on March 15, 2022, and became a member of the Company's management team.
- In February, Bristol Myers Squibb filed a lawsuit against Xspray Pharma in the US, claiming patent infringement in relation to the filing of Xspray Pharma's Dasynoc New Drug Application with the FDA.

Unique technology platform paves the way for multiple product candidates

With the entire supply chain in place, from supply of the active substance to the final product, Xspray Pharma can now develop product candidates to market approval in a much shorter time than its first product candidate. The technology is applicable to the majority of today's marketed PKIs.

Xspray Pharma's product portfolio is continuously evolving and includes a number of product candidates. Three of these, based on the Company's HyNap platform, have been communicated to date; Dasynoc, HyNap-Nilo and HyNap-Sora. The original drugs have a total annual sales for 2021 exceeding USD 2.4 billion* in the US market alone. The application for market approval in the US will be in accordance with the 505(b)(2) process, which is the registration route for improved drugs.



**Source: EvaluatePharma*

On milestones, strategic choices and the way forward

The past year was an important year for Xspray Pharma. We achieved good results, attracted a number of new employees in key positions and made several choices important for the Company's way forward. Our products pave a new innovative path in the pharmaceutical landscape that most probably will lead to ultimately lead to clear improvements for cancer patients.

Xspray Pharma's unique technology creates opportunity to improve pharmaceutical products and thus patients' lives. Those are big words, and that's what drives us forward and upwards as fast as we can! With the opportunity comes a responsibility. Primarily because we raise hope among patients and healthcare providers about improved quality of life, but also since we need to live up to the trust given by our partners, shareholders and employees.

Our solid work in 2021 led in early 2022 to a significant milestone when the U.S. Food and Drug Administration (FDA) announced that it accepted Xspray Pharma's submission for Dasynoc for a full review. The review process is now ongoing, and we are continuing to work on the commercial preparations.

As is customary after the FDA accepts an application for full review, we informed the originator company of the submission. As expected and planned for, in early 2022 we have been sued for patent infringement. Our unique business model and strategy means that Xspray Pharma is well prepared for this suit. Court proceedings concerning both improved and generic drug candidates are common in the United States and the processes follow an established and agreed schedule.

At the beginning of 2021, Xspray Pharma was developing both generic and improved versions of protein kinase inhibitors, PKI's. During the year, an important strategic decision was made to focus on improved products only, a decision that simplifies and streamlines the development of new product candidates.

This year's loss for the Group amounted to SEK -96.7 million, which is mainly attributable to the continued activities in the projects, the production facility in Malta and the increased personnel. SEK -31.1 million of the loss is related to the previously capitalized development costs for the HyNap-Dasa ANDA product, i.e. the generic version the development of which was terminated

After the decision to focus on improved products was made, a directed share issue was carried out and we were happy to welcome Flerie Invest, a well-reputed investor among our owners. We have also welcomed two new Board members, Anders Ekblom as new Chairman of the Board and Anders Bladh as new Board member. The Board has been thus been expanded to seven members from the previous six. The number of employees has also grown as we have hired a number of key employees.



In 2021, we have confirmed again that our unique technology platform makes it possible to develop amorphous versions of protein kinase inhibitors. The exciting work to expand our pipeline continues. Our technology is applicable to a majority of the more than 70 marketed PKI's, which makes it possible to apply a systematic selection process to take on new projects. The development processes we have created can be used for the new projects considerably reducing the development times. Today we can take a new product candidate through the development process in less time than for our first product candidate and the new production line that is now being built in Malta will be extra valuable for the production of future products.

It is impossible to summarize 2021 without mentioning the global Covid-19 pandemic. Despite its progress and the suffering it has brought, I am grateful to note that neither the production nor the efficiency of Xspray Pharma's projects have decreased. I am confident in and proud of the strong expertise we have in the Company.

Since the end of 2022 we are following reports of the events in Ukraine with major concern. The humanitarian catastrophe is deeply tragic. For the time being Xspray Pharms operations are not directly impacted but we are following the development closely.

We have learned a lot over the past year and, strengthened by all the knowledge acquired, we are now intensifying our work on commercializing Dasynoc and then getting several next innovative PKI products to the cancer patients who need them. Thank you for the confidence you have shown in the Company!

Solna, March 2022

Per Andersson
CEO



Unique technology - Unique business model

Xspray Pharma's long-term goal is to become a leading company in the development and commercialization of amorphous versions of market-approved protein kinase inhibitors for targeted cancer treatment through the unique technology platform.

Business model and vision

Xspray Pharma will create value through the development and commercialization of own products based on well-documented substances that offer significant benefits to patients, and have large commercial potential.

Xspray Pharma's vision is to use its technology to establish itself as the world's leading company in improved versions of established PKIs for targeted cancer therapy with the potential to improve patients quality of life and provide clinical superiority. A competitive pricing and patent strategy will enable Xspray Pharma to win market share and create long-term profitability for the Company and its shareholders, while improving patient access to cheaper and better drugs.

Goals

The Company's long-term goal is to become the leader in the development of improved versions of already marketed PKIs for the treatment of cancer. This will be achieved using the Company's patented technology for improving existing drugs and creating a commercially favorable patent situation.

Strategy

Xspray Pharma's core strategy is to use the Company's technology platform to its product portfolio. This comprises carefully selected product candidates with significant market potential and where Xspray Pharma is expected to achieve competitive advantages.

Xspray Pharma's unique technology platform will enable the launch of products when what is known as a "patent window" opens, i.e. the time between the expiry date of the primary substance patent for the original drug and relevant secondary patents. Because Xspray Pharma's product candidates are based on amorphous forms of a drug substance, and the original drug contains a crystalline drug substance, it is possible to launch products with the original drug as the only competitor. This offers Xspray Pharma a beneficial position compared to generic drugs that are prevented from launch in the patent window due to the validity of secondary patents. With attractive pricing, Xspray Pharma's products are expected to be able to capture significant market share from original drugs.

Xspray Pharma is actively engaged in evaluating PKIs with commercially attractive patent windows by analyzing patents and business opportunities for Company's future product candidates.

Xspray Pharma's operational strategy is to launch the Company's products in the US market as a first step and prepare selected product candidates for launch at favorable patent-specific times.

Manufacturing strategy

Xspray Pharma’s overall manufacturing strategy is to secure a sustainable supply chain from active drug substance to the final product with sufficient capacity for development, production of clinical trial material and commercial production.

The stable amorphous drug substances are developed internally, while the production of the amorphous material for Xspray Pharma's clinical programs and for future commercial sales is located at well-established external contract manufacturers (CMO, Contract Manufacturing Organization). Today, the production of the amorphous material takes place at NerPharMa, a well-established Italian CMO approved by the FDA. Even if production takes place at external contract manufacturers, Xspray Pharma retains full ownership of the manufacturing units.

To expand its production capacity, Xspray Pharma has entered into an agreement with Pharmicare Premium Ltd. to build a new production unit in Malta. The new unit will be located in Pharmicare Premium's existing facility. The choice of Malta for the location of the new production unit is favorable due to the IP situation prevailing in the country until 2027. This is because Malta did not accede to the European Patent Convention (EPC) until 2007, and as a result several major pharmaceutical companies did not register their patents there until then.

Simplified regulatory processes

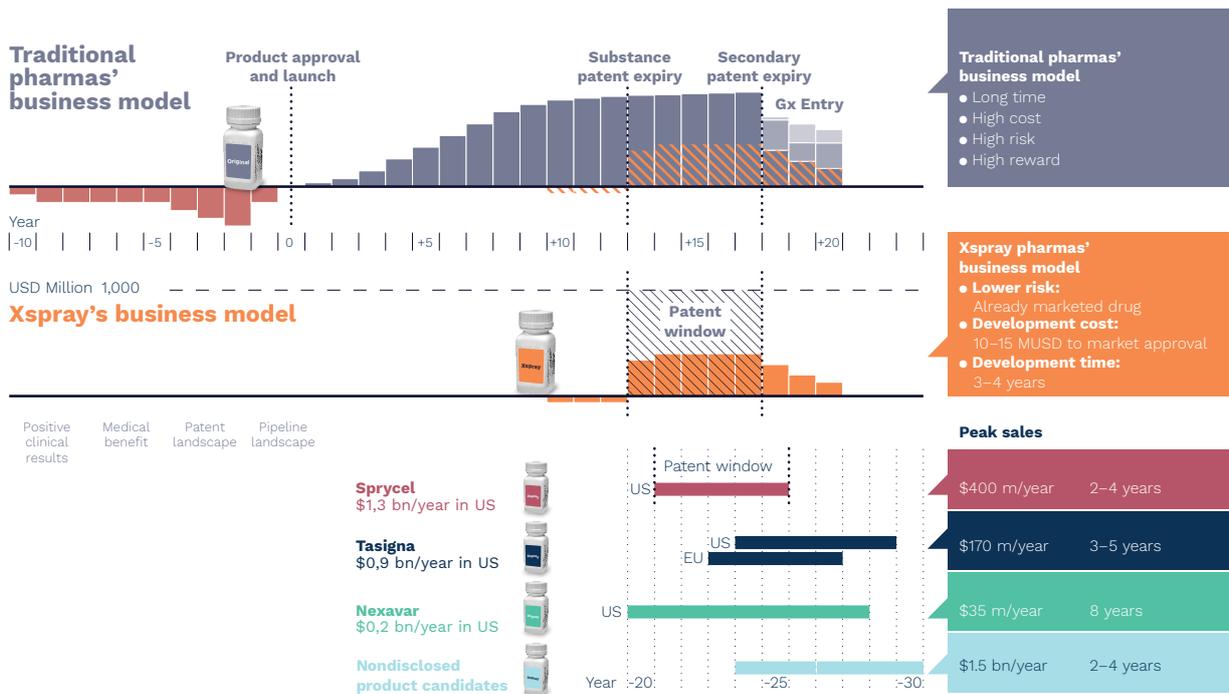
Xspray Pharma has chosen to develop its product candidates as improved versions of already marketed protein kinase inhibitors. Xspray Pharma will not develop product candidates requiring a full New Drug Application (505(b)(1) NDA) that is a much more costly and demanding regulatory pathway with significantly higher risk.

Improved versions of previously approved products are registered according to section 505(b)(2) NDA of the Federal Food, Drug, and Cosmetic Act (FDCA).

Commercialization strategy

Xspray Pharma's technology makes it possible for the Company's products to enter as the first competitor to today's original products before the secondary patents expire. The products can thus be sold semi exclusively in selected markets in parallel with the original drug and where attractive pricing enables rapid market penetration and high market share. The technology also creates relevant clinical benefits for the patients.

Initially, the Company intends to focus on the US market and later on the European market. The strategy of focusing on one market at a time is mainly aimed at reducing the total capital requirement. Profit margins are expected to be higher in the US than the rest of the world as PKIs command very high pricing levels in the US.



*Source: EvaluatePharma

Xspray Pharma strives to generate its revenue by taking the Company's product candidates to registration on its own and then either entering into licensing agreements with an external partner who will market and sell the products, or selling the product candidates, or selling the product ourselves, potentially with contracted support.

Out-licensing or sale may take place before or after the product candidate has been approved and results in Xspray Pharma receiving an initial payment and royalties on sales upon commercialization of the product. At which timepoint out-licensing or sale takes place depends on the product candidate and the type of partner.

Xspray Pharma may also investigate the possibility of commercializing selected products on its own for the products with orphan drug status in the US given as targeted specialist treatment.

The Company believes that there are three categories of potential partners for its product candidates

- 1 Originator pharmaceutical companies that can both prevent significant loss of revenue and launch improved versions of the reference drug (Lifecycle Management). The original company would then be in a stronger position with an improved and a patented version of the product.
- 2 Other pharmaceutical companies active in the oncology field that need to expand their product portfolios and can launch products ahead of competition from other generics.
- 3 Generic companies that can launch a product directly after expiry of the primary patent and sell it without competition from other generic companies, thereby creating a strong competitive position before other generic companies enter the market.



Unique technology develops unique drugs

During 2021, Xspray Pharma has continued to work intensively to establish the processes required for taking a product candidate from laboratory to market approval and commercialization. The amorphous material that is a central part of Xspray Pharma's product candidates is manufactured in production lines for the RightSize™ technology, built together with manufacturing partners.

Improved amorphous products solve the challenge of crystalline PKI drugs

Xspray Pharma develops amorphous PKI drugs that are improved versions of marketed PKI drugs that are based on crystalline forms of the active drug substances. A known problem with crystalline PKI drugs is that they are difficult to dissolve, and that the solubility can vary depending on the pH value in the stomach for uptake in the body, which results in what is known as high variability. This often results in an uneven uptake of the drug into the body, especially alongside the ingestion of food or pH-increasing drugs such as omeprazole. Variability increases the risk of the loss of therapeutic effect, if up-take of the drug is too low the cancer can accelerate again, and if uptake is too high severe side effects often increase.

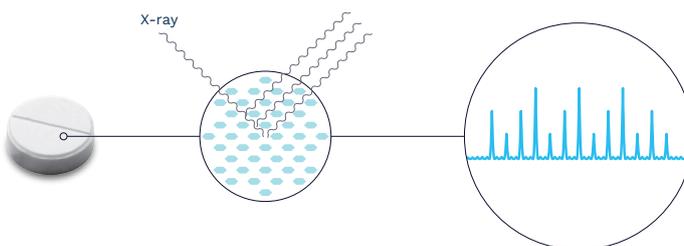
Xspray Pharma's innovative and patented Right-Size™ technology, the first of its kind in the world, is

especially suited to overcoming many of the shortcomings PKI substances generally possess. The company produces stable amorphous PKIs that can be easily dissolved and are pH-independent, which means a more even uptake of the drug even alongside the ingestion of food or pH-increasing drugs. In addition, the amorphous version provides improved pharmacokinetic properties which may give a more beneficial therapeutic profile for patients. Moreover, this technology makes it possible to adjust how much of the drug is to be taken up into the body.

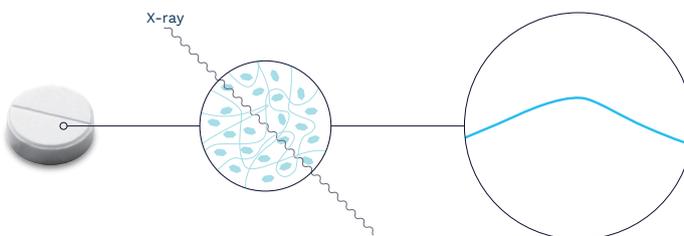
Xspray Pharma's products remain amorphous with no trace of crystallinity

The most important aspect of developing an amorphous product is stability in storage. Amorphous products tend to return to a more stable crystalline state during storage, which can lead to lower solubi-

Crystalline form



Amorphous form



The illustration shows how different a crystalline structure is compared to an amorphous one. The crystalline structure shows a clear, regular pattern, the amorphous shape is disordered, while maintaining its stability and properties. A X-ray shows peaks in a crystalline structure, in an amorphous structure such peaks are missing.

lity, and thus absorption.

Xspray Pharma's products have been shown to remain completely amorphous during long-term storage.

The Company's Dasynoc tablets were examined with an extremely sensitive instrument used to detect crystalline material. The analysis showed no traces of crystalline material, which confirms previous studies that have shown that the Company's HyNap material remains amorphous and without traces of crystallinity for more than two years at room temperature. The Company's HyNap materials can therefore become products with a long shelf life.

The fact that the material remains amorphous without traces of crystals is crucial for Xspray Pharma's business model because amorphous material differs from crystalline material from both a legal and scientific context. In addition, the amorphous version provides improved pharmacokinetic properties which may give the product a more favorable therapeutic profile.

RightSize™ enables scale-up

Xspray Pharma's proprietary RightSize™ technology is a particle technology that forms a so-called amorphous solid dispersion (ASD) of a drug's active substance.

The RightSize™ technology is based on supercritical fluid (SCF) extraction. Molecules in a supercritical state can move quickly, like a gas, while the ability to dissolve substances is good, like a liquid. The supercri-

tical fluid is used as an anti-solvent for controlled particle precipitation of Active Pharmaceutical Ingredient (API) with or without the addition of excipients.

Several major pharmaceutical industry players attempted to develop methods for SCF technology during the 1990s. Despite major investments in SCF facilities, the technology could not be commercialized due to difficulties in scale-up. Xspray Pharma has overcome these problems with its patented innovation, the RightSize™ nozzle. The patented design keeps mixing conditions constant regardless of nozzle dimensions. This enables scaling up quantities from laboratory to production scale for clinical trials and commercial scale manufacture.

Established supply chain at commercial scale

With the development of the Company's first product candidate Dasynoc (HyNap-Dasa), Xspray Pharma has built a proven and regulatory approved process from the production of amorphous material to manufacturing of tablets on a commercial scale. This will make the work with future product candidates both time and cost effective, as all product candidates are based on the Company's RightSize™ technology platform.

Xspray Pharma has contracted NerPharMa to manufacture materials for Xspray Pharma's clinical programs and finished products for future commercial sale. The manufacturing takes place in Xspray Pharma's own HyNap production units on a commercial scale that are installed in NerPharMa's premises.



NerPharMa is approved by the FDA and the Italian Medicines Agency (AIFA) and is a well-established CDMO (Contract Development and Manufacturing Organization) located outside Milan, Italy.

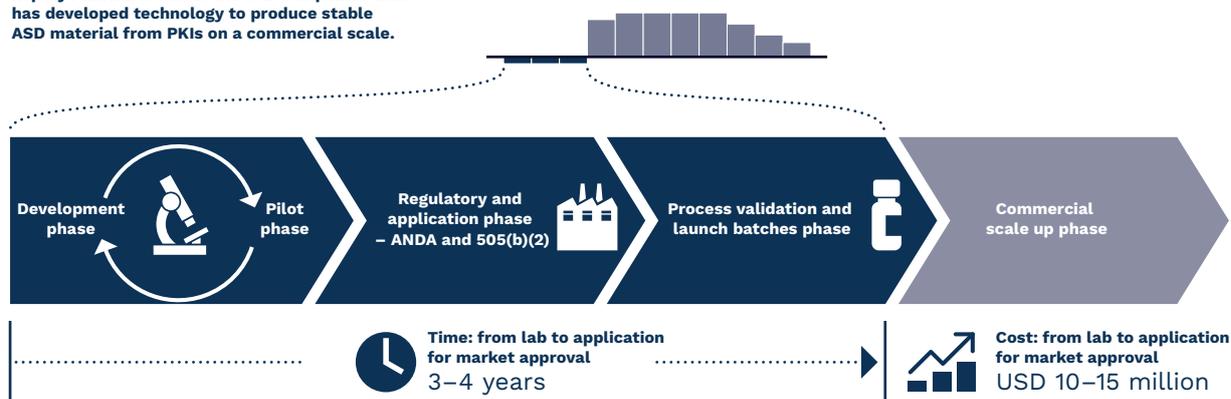
After the manufacture of the stable amorphous solid dispersion (ASD) of the drug substance, the material is shipped to the selected Contract Manufacturing Organization (CMO) in the US for the manufacture of the final tablets. To further increase the Company's manufacturing capacity, another production unit will be built, this time together with Pharmacare Premium Ltd. in Malta.

Systematic selection process widens the pipeline

The RightSize technology is applicable to a majority of the currently over 70 marketed PKIs, where for a majority of those Xspray Pharmas products may be able to provide clinically significant improvements to patients. A careful selection process is the key to increasing the opportunities to create the greatest possible value for the Company's product platform. The selection of future product candidates includes, among other things, analysis of technological possibilities, IP position and commercial potential.

The process from the development of a new product candidate in the laboratory to the application for market approval, is estimated to take three to four years. With several production units established, production processes for different product candidates will be possible in parallel.

Xspray Pharma is one of the few companies that has developed technology to produce stable ASD material from PKIs on a commercial scale.



Reproducible process

Xspray Pharma's innovative and patented RightSize™ technology is the first of its kind in the world. The technology and products are based on amorphous formulations (HyNap), and since the original drug has a crystalline formulation, Xspray Pharma's products are not affected by the secondary patents. Therefore, a launch can take place with the original drug as the only competitor. The technology has been tested on about twenty of the more than 70 marketed protein kinase inhibitors (PKI) with positive results.

The production of the Company's additional HyNap product candidates takes place in the same way as for the Company's first product candidate HyNap-Dasa. The process is reproducible and effectively shortens the development time for future products in the Company's pipeline. The technology also makes it possible to quickly and in a controlled manner change the properties required to make improved versions of an already marketed PKI drugs and in order to receive marketing approval for Xspray Pharma's product versions.

A careful selection process is the key to increasing the opportunities to create the greatest possible value for the Company's product platform. The selection of future product candidates includes, among other things, analysis of technological possibilities, IP position and commercial potential.

The process from the development of a new product candidate in the laboratory to the application for market approval, is estimated to take 3-4 years. With several production units established, production processes for different product candidates will be possible in parallel.

Product portfolio

Xspray Pharma's portfolio includes product candidates based on the Company's HyNap platform: Dasynoc (previously called HyNap-Dasa), HyNap-Nilo and HyNap-Sora. Product candidates will be developed as improved versions of marketed protein kinase inhibitors (PKIs). Additional product candidates are under evaluation but have not yet been disclosed.

Since the Company's start, the business's focus had been on generic and improved versions of PKIs, but in the fourth quarter the decision was made to focus on developing improved PKIs, a long-term value-generating strategy for both the company and the patients. This is a very important decision that will significantly simplify and streamline the development of new product candidates and lead to increased focus for the entire organization.

Xspray Pharma's announced product candidates

Xspray Pharma's product portfolio is continuously evolving and, to date, has three product candidates based on the Company's HyNap platform: Dasynoc, HyNap-Nilo and HyNap-Sora, all are improved versions of established and marketed PKIs for treating cancer, with orphan drug status. The original drugs have secondary patents expiring between 2026–2029 and their total annual US sales exceeded USD 2.4 billion in 2021. In December 2021, there were more than 70 approved PKIs in the US market, and Xspray Pharma has successfully tested its technology on approximately 20 of them.

Dasynoc

Xspray Pharma has developed an improved version of dasatinib, Dasynoc, intended for the treatment of chronic myeloid leukemia (CML) and acute lymphoblastic leukemia (ALL). Dasynoc has achieved bioequivalence with a 30 percent lower dose against the original drug, Sprycel®. The study confirms that Dasynoc:

- is unaffected by the pH value of the stomach and can thus be used together with proton-pump inhibitors without affecting the absorption, which facilitates simultaneous treatment of peptic ulcers with pharmaceuticals such as omeprazole while the patient is being treated for cancer
- yields a more even and consistent uptake in the body without those cases of low uptake that were linked to the original product in previous studies
- can be administered at a lower dosage than the original product, which could potentially result in fewer side effects

The market value for Dasynoc is high both during and after the end of the patent window. The application for market approval of Dasynoc in the US under the 505(b)(2) process was filed with the FDA in the fourth quarter of 2021, and after the end of the quarter the FDA accepted the application for continued detailed review.

The primary patent for the original drug expired in December 2020 and the secondary patent expires in 2026, which could give Dasynoc a favorable market establishment over several years with limited competition. In 2020, the global market for Sprycel® amounted to approximately USD 2.1 billion, of which the US market accounted for approximately USD 1.3 billion.

HyNap-Nilo

Xspray Pharma is developing HyNap-Nilo as an improved version of Tasigna® (nilotinib) for chronic myeloid leukemia (CML). Tasigna® is used to treat patients with the same type of leukemia as Sprycel®, but it has the active substance nilotinib. In 2021, global sales of Tasigna® were USD 2.1 billion, of which USD 0.9 billion is in the US. Tasigna's substance patent expires in January 2024, and the secondary patent in February 2029.

Xspray Pharma has conducted a clinical trial that investigated the pharmacokinetic properties, and food interaction effects of a HyNap-Nilo prototype have been tested. The study showed that HyNap-Nilo significantly reduces food interaction compared with Tasigna® after a high-fat meal. Studies have also shown significantly higher bioavailability of HyNap-Nilo compared with Tasigna®. Development is progressing,

**Source: EvaluatePharma*

Xspray Pharma's pipeline

Project	Substance	Regulatory path	Indication	New Candidate Evaluation	Formulation Development	Pilot clinical study	Pivotal clinical study	Regulatory review FDA/EMA	Original product/ Company
 DASYNOC	Dasatinib	505(b)(2)	Leukemia (CML, ALL)						Sprycel® / BMS
HyNap-Nilo	Nilotinib	505(b)(2)	Leukemia (CML)						Tasigna® / Novartis
HyNap-Sora	Sorafenib	505(b)(2)	Liver Cancer (HCC)						Nexavar® / Bayer
HyNap-New	Undisclosed								
HyNap-New	Undisclosed								
HyNap-New	Undisclosed								

with the target of conducting bioequivalence studies that, in the event of positive findings, will form the basis of the application for market approval under the 505(b)(2) procedure.

The US Food and Drug Administration has granted orphan drug status to HyNap-Nilo for the treatment of chronic myeloid leukemia (CML), in view of the fact that HyNap-Nilo addresses the food interaction that is included in the warning text for Tasigna® in the US. The warning text states that the intake of Tasigna® increases with food intake and thus increases the risk of serious side effects.

The development of the commercial formulation is complete, and manufacturing of clinical trial materials is under way ahead of the program of studies that is planned for 2022.

HyNap-Sora

Xsray Pharma is developing HyNap-Sora as an improved version of Nexavar® (sorafenib) for treating kidney, liver, and several forms of thyroid cancer. Global sales of Nexavar® in 2021 totaled USD 0.7 billion, of which the US market accounted for USD 0.2 billion. Nexavar’s primary substance patent expires in January 2020, and the secondary patent in the US in September 2028.

A pharmacokinetic study in 14 healthy subjects was conducted with HyNap-Sora 100 mg against Nexavar® 200 mg. The study showed that the bioavailability of HyNap-Sora was nearly double that of Nexavar®.

Xsray Pharma is holding off on the development of HyNap-Sora in favor of other product candidates in its product portfolio that show a higher market value.

New improved versions of marketed original products

Xsray Pharma develops improved amorphous versions of already marketed products. Since the active substance is already clinically evaluated by the original drug company, the formal process toward approval is significantly less complex than in the development of a completely new drug candidate. Evaluation of a product candidate in extensive phase II and phase III studies is not required if it is equivalent to the original product; only clinical trials in healthy volunteers are necessary. Thereafter, the product candidate can go directly to submission resulting in a significantly faster, easier and more cost-effective way to the market.

The development risk is judged to be significantly lower for Xsray Pharma than for traditional pharmaceutical companies because all product candidates in the Company's product portfolio have demonstrated clinical Proof-of-Concept, are based on the same technology platform and have a clear, and less extensive, regulatory pathway to approval. In addition, the Company strives to focus primarily on drugs that have orphan drug status and thus often a high price, which means that offering an attractive pricing can be expected to have a large effect on the market share and rapid market penetration.

Orphan Drugs

The term orphan drug is used for drugs intended for the treatment of diseases which are so uncommon that pharmaceutical companies may be reluctant to develop them because the revenues from the limited market would normally not cover the high research and development costs. To facilitate the development of drugs targeted at unusual medical conditions, and which are expected to provide significant therapeutic benefits over existing drugs, Orphan Drug Designation (ODD) status has been established.

- Since orphan drugs are used to treat rare and often life-threatening diseases, they are generally priced higher than drugs without orphan status. In recent

years, the average annual cost per patient has been almost four times higher than drugs without orphan designation. In addition to the possibility of higher pricing, orphan drug status provides seven to ten years of market exclusivity after approval as well as certain other incentives.

- Xspray Pharma intends, where possible, to apply for orphan drug status for the product candidates that are being developed as improved versions of existing medicines. The first application for HyNap-Nilo has already received ODD approval.

Regulatory pathways to the FDA approval

Xspray Pharma's product candidates are developed as improved versions of already marketed products. Xspray Pharma will file in accordance with the 505(b)(2) New Drug Application (NDA), which is a less cumbersome regulatory pathway than a full NDA. Minor modifications to a marketed product formulation can be made in order to obtain better product properties compared to previously FDA-approved original drugs.

Improved product profile

Protein kinase inhibitors (PKIs) are remarkably effective at treating various forms of cancer, but unfortunately, many patients do experience side effects. Xspray Pharma's technology platform has the potential to fully or partly eliminate some of the problems associated with PKIs such as toxicity, which in extreme cases can cause significant side-effects, even with fatal outcomes.

PKIs are associated with variable bioavailability, increasing the risk of insufficient therapeutic efficacy at low absorption, and the risk of side-effects at high absorption. Many PKIs have significant absorption variability between patients, and over time. Food and drug interactions are another problem with PKI therapy. PKI absorption is usually affected by gastric pH level (i.e. acidity), which in turn is dependent on patient food intake and concomitant medication. These factors can adversely affect drug safety profiles

and efficacy, so patients are advised not to eat or take other medication for periods before and after taking PKIs.

Xspray Pharma's technology platform generates products that may bring significant clinical benefits by:

- Increasing solubility and thus bioavailability
- Reducing absorption variability
- Reducing or eliminating pH-dependent absorption
- Decreasing or eliminating drug-food interaction, i.e. the food's effect on drug absorption

Clinical program in healthy volunteers

For the time being, the clinical trial programs of Xspray Pharma's product candidates can be performed exclusively in healthy volunteers. The Company believes that clinical programs for the Company's future product candidates will also be able to be based on studies in healthy volunteers. Clinical trials in patients are significantly more expensive and take considerably longer time. Xspray Pharma estimates that the development time to submission takes an average of 3–4 years to complete that the development cost per product candidate is between USD 10–15 million. This can be compared to 10–15 years and around USD 1 billion for traditional drug development.

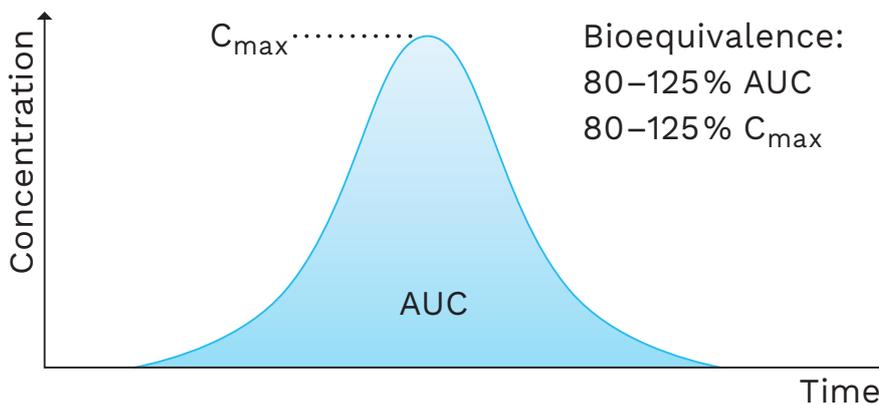
In the clinical trials performed in healthy volunteers, the goal is to demonstrate bioavailability compared to the reference drug, which means that the tablet of the tested product should be processed the same way as the reference drug. Bioavailability is measured as the area under the curve (AUC) and as maximum blood plasma concentration (C_{max}), which is illustrated in the image below. Bioavailability is achieved if the AUC and C_{max} of the tested product candidate are between 80–125% of the reference drug values.

The selection process for new product candidates

RightSize™ technology is a platform with wide applicability. A careful selection process is the key to increasing the opportunities for creating the greatest possible value for the Company. The choice of future product candidate includes, among other things, analysis of technological possibilities, IP position and commercial potential. For improved versions it is crucial to identify associations for which the application of RightSize™ technology solves or improves a medical problem. Associations selected for further development must meet most of the following selection criteria;

- Compatible with RightSize™ technology
- Freedom to Operate – no patent restrictions
- Patent window length
- Products with high prices, high sales and growing market share
- Great medical need
- Favorable competitive situation
- Opportunity for commercial partnership
- Strong positive NPV (Net Present Value)

AUC and C_{max} as measures of bioequivalence





Attractive market with great medical needs and very high drug prices

Xspray Pharma develops improved versions of patent protected cancer drugs based on protein kinase inhibitors (PKIs). This segment is the second largest in oncology by sales with more than 500 drug candidates in clinical development and over 70 approved products in the US market. Xspray Pharma's technology has the potential to be applied to the majority of these drugs.

Continuous need for improved cancer treatments

Although significant improvements in the development of new cancer treatments have been made and the prognosis for many cancer diagnoses has improved, cancer remains a major healthcare challenge worldwide.

According to The International Agency for Research on Cancer (IARC), 19.3 million new cases of cancer were diagnosed globally in 2020 and 10.0 million died as a result of their cancer. By 2040, the global incidence (new cases) is expected to grow to 28.9 million new cancer cases and 16.2 million deaths. Global sales of cancer drugs in 2020 amounted to USD 156 billion, of which North America accounted for almost half of sales. Over the next five years, the market for cancer drugs is expected to increase by an average of 11.5 percent per year. It is estimated that the market value of cancer drugs will amount to USD 300 billion by 2026.

The market for protein kinase inhibitors

All Xspray Pharma's product candidates in development are protein kinase inhibitors (PKIs). PKIs are primarily used in the oncology segment, and after immunotherapy, are the second-largest pharmaceutical segment of targeted cancer therapy. PKIs are a growth segment with over 600 drug candidates in clinical development, of which some 230 in late clinical Phases (Phases II or III).

ses (Phases II or III).

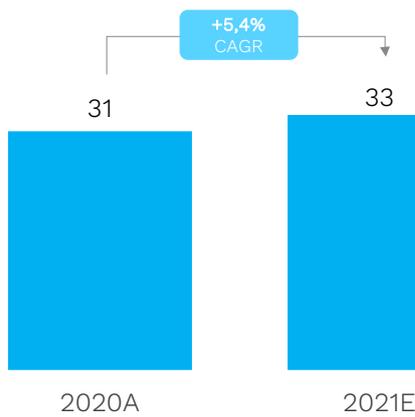
The increase in the incidence of cancer and autoimmune diseases are important factors expected to drive the growth of protein kinase inhibitors. PKIs have been shown to inhibit the growth of cancer resulting in the cancer patient being treated for several years, in some cases throughout life. The US sales of PKI drugs amount to approximately 37 percent of the total oncology market, a segment with very high drug prices.

At the end of 2021, there were more than 70 protein kinase inhibitors in the US marketed for various cancer indications. By 2030, 23 substance patents are expected to expire in the US. Xspray Pharma's product candidates are based on the original drugs with expiring patents in this period.

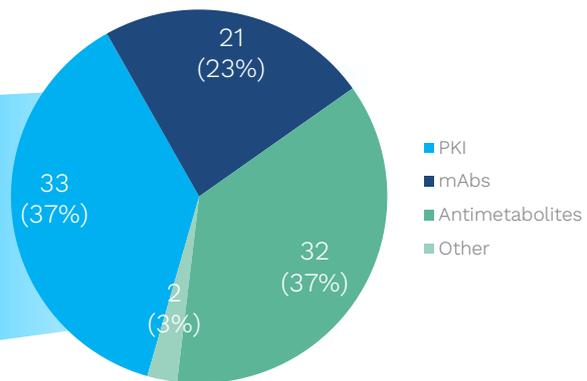
In 2020, sales of the more than 70 PKIs in the US market amounted to approximately USD 31 billion. Continued growth is expected.

**Source: EvaluatePharma*

US. PKI Sales Forecast
(USD billion)



US Oncology Product Sales Forecast
(USD billion)



Source: EvaluatePharma, Industry and Broker Research, U.S. FDA. (A = Actual, E = Estimate)

Competitors

Xspray Pharma intends to launch its product candidates on the market in parallel with the original drugs, and accordingly, assuming market approval, will compete primarily with them.

Other feasible competitors include products that could be introduced in the patent window between the original product’s primary and secondary patents, for which reason the Company has appointed Swedish and US patent attorneys to conduct rigorous competitive analysis.

The outcome of this research indicates that there are only a few technologies that could result in the development of similar products, for which reason the Company believes such a scenario less likely. The

Company is not aware of any other current development projects intended for the same purpose as the Company’s own product candidates. Competition may also arise from product candidates based on other active substances, but that are developed to treat the same type of indication.

Sector trends

There are several trends impacting Xspray Pharma’s business. Demographics, with an ageing population due to better living conditions, is causing a growing cancer patient population, and accordingly, more people that need cancer therapy and drugs.

Increased focus on reducing the social cost of pharmaceuticals

New drugs are often costly due to significant investments made during their lengthy development processes. Political pressure to reduce the social cost of pharmaceuticals is increasing, and current systems to fund, subsidize and price pharmaceuticals may be reformed.

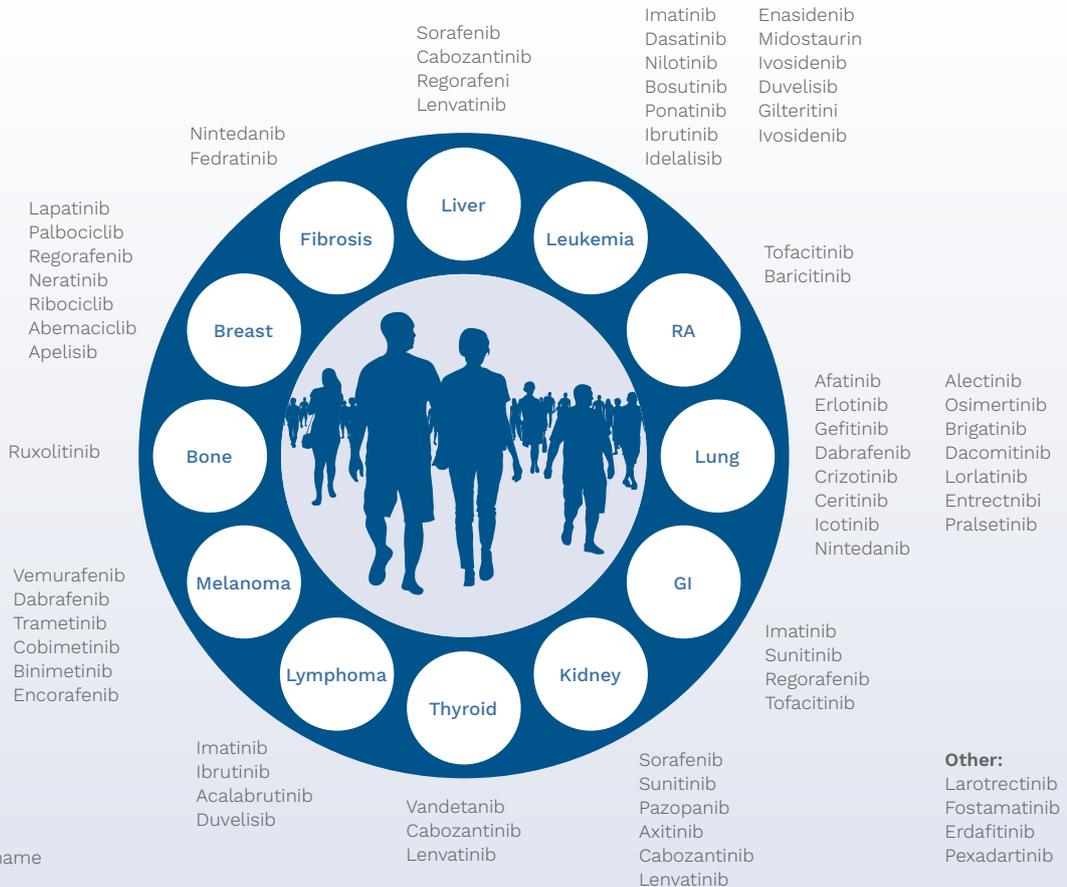
Growing demand for drug lifecycle management

The pharmaceutical industry is facing difficulties in developing new drugs at the rate the patents of many major pharmaceuticals expire. This accentuates the demand for effective lifecycle management of successful products and access to external projects, resulting in more licensing agreements and acquisitions.

Access to drugs is expected to increase

The increase will be driven by more widespread use of more costly, patent protected original drugs in developing countries, by broader use of lower-priced alternatives on patent expiries, more extensive access to drugs and an increased focus on orphan drug indications in developing countries. The interest for developing effective therapies for orphan drug indications grows among pharmaceutical companies and regulatory authorities.

Protein kinase inhibitors¹ marketed today and their therapeutic indications



Dasynoc and HyNap-Nilo are being developed to treat Chronic Myeloid Leukemia - CML

In the majority of the CML patients part of chromosome 9 is exchanged with part of chromosome 22. This reciprocal translocation results in formation of the oncogenic fusion gene Bcr-Abl1 and a defective chromosome 22 called Philadelphia chromosome (Ph+).

The defective Ph+ chromosome codes for an enzyme, tyrosine kinase, which prevents the body's signals from stopping the production of white blood cells. As a result, the white blood cells are damaged, and the excessive unregulated activity of the tyrosine kinase disturbs cell signaling pathways. The damaged blood cells compete with healthy cells in the bone marrow and blood.

The disease has three phases - chronic phase, accelerated phase and blast crisis. About 90 percent of patients are detected in the chronic phase. An effective treatment in the chronic phase can prevent the disease from passing into the later more difficult-to-treat phases.

The disease is chronic and needs lifelong treatment. When treated, the patients can expect close to normal life expectancy.

The first line treatment of CML is either imatinib (Gleevec or a generic version thereof), dasatinib (Sprycel®), nilotinib (Tasigna®) or bosutinib (Bosulif®), all of which are PKIs, more specifically tyrosine kinase inhibitors (TKI). The introduction of imatinib, the first TKI to be approved, revolutionized the treatment of CML and changed the lives of this group of patients. Today, CML patients have close to normal life expectancy, and since the introduction of PKIs for CML treatment survival has more than doubled.

In the United States, Xspray Pharma's primary market, there are close to 60,000 CML patients and in 2021, 9,110 new people were expected to be diagnosed with CML.



Patent strategy - a valuable part of Xspray Pharma's business model

Xspray Pharma pursues an important patent strategy for the business with the aim of protecting its ownership position. This is done by applying for patent protection related to the Company's proprietary technology platform and product candidates.

Patents and intellectual property rights play a crucial role in the pharmaceutical industry. From Xspray Pharma's perspective, the work is partly about protecting our own technology, and partly about minimizing the intangible risk in the projects where we work to improve already marketed products. This is best done through an active patent strategy, and a thorough preparatory work ensures that the Company is well prepared for a possible lawsuit in connection with the co-registration application for a new product candidate.

To the extent that a registration application is based on studies performed for a previously approved drug product, as will be the case for Xspray Pharma's product candidates, the company must notify the original manufacturer of any patents listed for the approved drug. These patents are listed in the FDA's publication "Approved Drug Products with Evaluation of Therapeutic Equivalence", commonly known as the "Orange Book". The applicant can choose one of four types of certifications, depending on the specific situation, Paragraph I, II, III or IV certifications. For Xspray Pharma's product candidates, both Paragraph III and IV certification will be used. Paragraph III with regard to the substance patent, which means that Xspray Pharma does not intend to launch its product candidate before the substance patent expires. Paragraph IV with respect to the secondary patent, which means that Xspray Pharma considers that the launch of the product candidate does not infringe on the secondary patent, or that this patent should not be considered valid. The patent holder then has 45 days to initiate a legal action against the company.

Already during the product development pro-

cess, Xspray Pharma works with a potential litigation in mind by carefully evaluating the patent situation of the original pharmaceutical. During the development phase, Xspray Pharma then builds several layers of patent protection around the product candidate, in addition to the previously obtained technology patents, in order to obtain the best possible protection for all types of inventions, even those that are not directly related to product development.

Primary and secondary patents

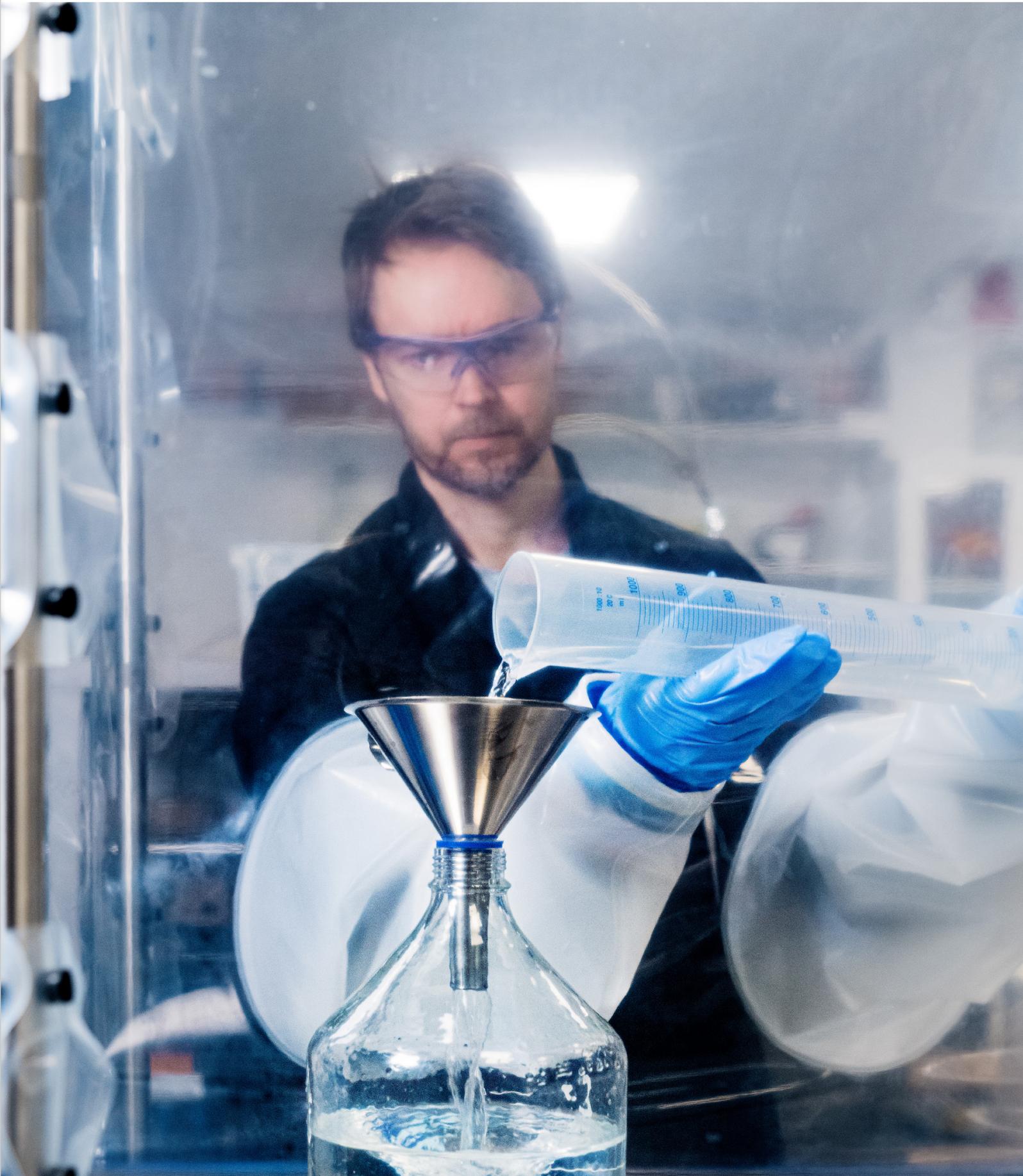
Pharmaceutical companies protect their intangible assets through patents and can then extend market exclusivity through additional patents for their products.

Primary patents

Primary patents protect a new active drug substance, i.e. a substance patent for a new drug candidate. Patent protection is valid for 20 years, but the effective patent period is usually considerably shorter, around 10 years, due to the long development time before market launch.

Secondary patents

Secondary patents are patents that are applied later in the development process and protects the final product and different ways. Secondary can be obtained e.g. on methods of use, pharmaceutical formulations, dosage regimens, medical indications, etc. Secondary patents have also a validity period of 20 years and therefore gives the original manufacturer extended market exclusivity.



Active work for sustainability

In 2015, the UN adopted 17 global sustainability goals, Agenda 2030, aiming at slowing down global climate change and reducing world poverty by 2030. The most central goal for Xspray Pharma is the sustainability goal for "Good health and well-being".

As a product development company in the pharmaceutical industry, Xspray Pharma plays an important role in society.

Xspray Pharma's continuous environmental work is based on minimizing the environmental impact by taking energy-saving measures and reducing waste from development, our products and other ongoing work.

Through Company's patented RightSize™ technology, Xspray Pharma can develop improved and generic versions of already marketed drugs, primarily protein kinase inhibitors. In this way, Xspray Pharma can be involved in delivering products enhancing quality of life of many patients with cancer diagnoses, thereby improving the health and well-being of future patients.

To further ensure and maintain sustainable development and ensure the health of the future generations, Xspray Pharma focuses on constantly taking an social and environmental responsibility for future patients, suppliers and employees.

For patients

Xspray Pharma's development of improved drugs is surrounded by a number of regulations from institutions and regulatory agencies. These regulations lay the foundation for Xspray Pharma's approach and future plans as a product development player in a global pharmaceutical market.

It is of great importance to Xspray Pharma to ensure that the Company's product candidates meet the requirements required to provide future patients with security and safety in the use of the Company's products. To achieve this, the Company rigorously adheres to all regulatory requirements for all parts of the development process of the product candidate, from preclinical development through clinical trials to manufacturing and storage and handling requirements of the final product.

In addition to Xspray Pharma's strict internal requirements, the Company operates in a highly regulated industry where regulatory agencies and national authorities routinely request information during inspections, audits and investigations. Xspray Pharma ensures that it constantly complies with applicable laws, regulations and guidelines and always acts transparently and professionally in all contacts with the authorities. If necessary, Xspray Pharma uses external experts to advise on compliance with the requirements.

In the United States, it is the Food and Drug Administration (FDA), that primarily controls Xspray Pharma adherence to the current regulations for drug development. The FDA is required by the National Environmental Policy Act (NEPA) to consider and evaluate environmental effects that, for example, a new or generic drug may cause. The Company's product development in Europe follows the corresponding authority in Europe, EMA, European Medicines Agency.

For suppliers and partners

As Xspray Pharma did not have any sales of its products during the year, the focus has been on responsible purchases of goods and services. Xspray Pharma has therefore set high standards on its suppliers, contract manufacturers and partners who play an important role in the research and development of our product candidates. The Company chooses its suppliers based on criteria corresponding to the Company values and to obligations arising from compliance with regulations, laws and ethics. Xspray Pharma strives to use environmentally friendly raw materials, processes and transports, and when possible to find local suppliers who also strive to reduce their climate footprint.

Good Manufacturing Practice (GMP) is essential in achieving high quality. This manufacturing standard sets regulatory requirements for the Company to carry out regular audits to ensure that suppliers and contract manufacturers (CMOs) meet the pharmaceutical industry's quality standards and good manufacturing practice.

To comply with GMP standards, Xspray Pharma, through its manufacturing partner in Italy, received approval from the Italian Medicines Agency (AIFA) for the full-scale production facility in Milan. The approval is valid for the use of amorphous material, based

on the Company's technology, in clinical trials.

In line with the Company's sustainability work, carbon dioxide used in the manufacturing process is a residual product from other emission sources, such as e.g. brewery products, biogas or manure production.

For employees

Xspray Pharma values its employees' competent contribution to the business and each individual's development. To achieve this, equality, diversity and skills development are priorities.

As Xspray Pharma's organization continues to grow, work on the Company's corporate culture has intensified. Xspray Pharma wants to be able to offer its employees further development by creating good conditions for creativity and positive dynamics in the workplace.

Xspray Pharma strives to be an attractive employer with professional and committed employees. As part of this strategic work, during the year Xspray Pharma has continued recruiting to provide the Company with new and complementary expertise.



Employees who thrive and develop

Over the past four years, Xspray Pharma has built a strong organization with employees who have high competence and extensive experience in drug development. In 2021, Xspray Pharma continued to recruit new expertise through new specialists giving the Company opportunity to continue its growth journey. The Company has strengthened its organization by appointing a communication and IR function.

During the year, Xspray Pharma has grown from 20 to 23 employees. Including contracted consultants, the organization has grown by another 3 employees. In the coming years, Xspray Pharma sees a continued need for new recruitments.

Recruitment and introduction

Recruiting a new employee is a long-term investment. Gender equality and diversity are important in both the recruitment process and the daily work. All new employees are offered an introductory program adapted to their role, to learn the Company and the new colleagues in the best way.

During the year, the Company was able to attract senior employees with specialist knowledge. Several of the new employees and consultants have come from Xspray Pharma's employees broad business network. Xspray Pharma notes that there is great interest and high search pressure on the roles advertised.

Competence development

Xspray Pharma's goal is to have the best employees in the pharmaceutical industry. To achieve this goal, Xspray Pharma continuously reviews competences needed, encourages competence development and recruits employees who want to engage in the Company's interesting and challenging growth journey, greatly contributing to the Company's progress.

Work environment

Without the skills and commitment of its employees, Xspray Pharma's operations cannot be conducted with high quality on a long-term basis. Therefore, a good

work environment in which employees thrive is of great importance.

It was satisfying to see that Xspray was awarded a place on Allbright's green list of the most equal listed companies. This is a good rating that shows that Xspray Pharma is on the right track in our diversity and inclusion work.

In 2021, the importance of a good working environment has continued to have an important meaning. Working with the work environment and well-being together has never been more important than during the current pandemic, when several of the Company's employees worked from home. Meetings, follow-ups and activities have mainly been held digitally during the beginning of the year.

COVID-19

During the year, Xspray Pharma has continued to followed the authorities' recommendations and directives for how to handle the situation to minimize the spread of infection. The operations have been adapted, both in terms of the physical work environment for the employees and interactions with external suppliers and partners. The Company has been able to continue its planned work with its product candidates.

In 2021, the importance of a good working environment has continued to have an important meaning. Working with the work environment and well-being together has never been more important than during the current pandemic.



THE SHARE AND SHAREHOLDERS

Xspray Pharma was founded in 2003 and the Company's share has been quoted on Nasdaq Stockholm since March 27, 2020. Since 2017, the Company was listed on the Nasdaq First North Growth Market.

Share information

Xspray Pharma's share has been traded on Nasdaq Stockholm's main list since March 27, 2020 with the ticker XSPRAY and ISIN code SE0009973563. Since January 4, 2021 the share was moved to the Mid Cap segment.

As of December 31, 2021 there were 20,680,408 (18,892,504) shares of the Company. The share is included in the healthcare sector at OMX Stockholm.

Share price performance and turnover

At the end of 2021 Xspray Pharmas shareprice was SEK 62.00 (closing price December 30, 2021). In January the shareprice opened at SEK 194.00 (opening price January 4, 2021). By year-end the decrease in the share price was 67.8%.

At year-end 2021, Xspray Pharma's market capitalization was SEK 1,3 billion based on the closing price for the year of SEK 62.00.

During the remaining period of the year, 10,427,978 shares were traded via Nasdaq Stockholm's main list with a total value of SEK 1,1 billion.

Number of shareholders

According to the shareholder register maintained by Euroclear Sweden AB, as of 31 December 2021, Xspray Pharma had 5,312 shareholders (5,372). Information regarding shareholders and shareholdings is updated quarterly on the Company's website.

Specific entitlements associated with shares

The Company has one share class, and the entitlements associated with the Company's shares, including the rights ensuing from the Articles of Association, may only be amended pursuant to provisions of the Swedish Companies Act (2005:551). Each share of the Company entitles its holder to one vote at AGMs. All parties entitled to vote at AGMs may vote for the full number of shares held.

Owners as December 31, 2021	Number of shares	Percentage of shares & votes
The Foundation for Baltic and East European Studies	2,500,826	12.1%
Ribbskottet AB	2,289,119	11.1%
Flerie Invest AB	1,612,904	7.8%
Fourth Swedish National Pension Fund	1,500,000	7.3%
Swedbank Robur Funds AB	1,400,000	6.8%
TIN Funds	835,590	4.0%
Avanza Pension	779,532	3.8%
Unionen	726,000	3.5%
Nordnet Pension Insurance	599,869	2.9%
Second Swedish National Pension Fund	422,320	2.0%
Total, ten largest owners	12,666,160	61.3%
Total, other shareholders	8,014,248	38.7%
Total numbers of shares	20,680,408	100.0%



New share issues

In November 2021, Xspray Pharma executed a private placement of 1,612,904 new shares at the subscription price of SEK 62.00 per share, resulting in the share capital increasing by SEK 1,612,904 kronor. This new share issue raised the Company SEK 100 million before transaction expenses, and was issued to a new investor, Fleric Invest.

Financial analysts monitoring the Company

Filip Einarsson, Redeye
Naresh Chouhan, Intron Health
Dan Akschuti, Pareto Securities AB

Share-based remuneration programs

The Company has issued five incentive programs in the form of share warrants to employees and key individuals. During the year, warrants from one of warrant programs were exercised. The number of shares has thus increased by 175,000. For more information, see page 36 of the Board of Directors' Report.

Year	Events	Increase in number of shares	Total number of shares	Change in Capital (SEK)	Capital after increase (SEK)	Quota value
2014	New share issue	104,768	1,243,783	104,768	1,243,783	1.00
2014	New share issue	80,323	1,324,106	80,323	1,324,106	1.00
2015	New share issue	43,354	1,367,460	43,354	1,367,460	1.00
2015	New share issue	1,849,000	3,216,460	1,849,000	3,216,460	1.00
2015	New share issue	100,000	3,316,460	100,000	3,316,460	1.00
2016	New share issue	660,000	3,976,460	660,000	3,976,460	1.00
2016	New share issue	2,380,000	6,356,460	2,380,000	6,356,460	1.00
2017	New share issue	6,000,000	12,356,460	6,000,000	12,356,460	1.00
2018	New share issue	1,350,000	13,706,460	1,350,000	13,706,460	1.00
2018	New share issue	1,370,000	15,076,460	1,370,000	15,076,460	1.00
2019	New share issue	1,675,162	16,751,622	1,675,162	16,751,622	1.00
2020	Redemption of warrants	279,591	17,031,213	279,591	17,031,213	1.00
2020	New share issue	1,861,291	18,892,504	1,861,291	18,892,504	1.00
2021	Redemption of warrants	175,000	19,067,504	175,000	19,067,504	1.00
2021	New share issue	1,612,904	20,680,408	1,612,904	20,680,408	1.00

Report of the Board of Directors

The Board of Directors and Chief Executive Officer of Xspray Pharma AB (publ), with registered office in Solna, Sweden, hereby present the annual accounts for the financial year 2021. These annual accounts have been prepared in Swedish currency (SEK), and rounded to the nearest thousand unless otherwise stated. Figures in brackets are for the corresponding period of the previous financial year. Xspray Pharma AB (publ) is mentioned as "Xspray Pharma" alternatively "The Company" unless otherwise stated.

Group structure

The group structure consists of the parent company Xspray Pharma AB (publ), corp. ID no. 556649-3671, and its wholly owned subsidiary, Xspray Pharma Futurum AB, corp. ID no. 559178-7642, both with registered offices in Solna. The address of the head office is Råsundavägen 12, 169 67 Solna, Sweden. Figures in the following section apply to the parent company unless otherwise stated, because all operations are conducted by the parent company.

Operations – general

Xspray Pharma AB (publ) is a product development company with several product candidates in clinical development. Utilizing the Company's innovative RightSize™ technology, Xspray Pharma develops improved versions of already marketed pharmaceuticals, primarily protein kinase inhibitors for treating cancer. Protein kinase inhibitors (PKI) are the second-largest segment within cancer drugs, and continued high growth is forecast for them over the coming years. There are more than 70 approved protein kinase inhibitors on the US market in December 2021. Xspray Pharma's technology has the potential for application on the majority of these pharmaceuticals.

The business model is based on Xspray Pharma out-licensing its product candidates to larger companies, who have original drugs on the market, or to generic drug companies to market the Company's products. Xspray Pharma also intends to investigate the possibility of commercializing selected products with orphan drug designation in the US and intended for specialist treatment itself.

Xspray Pharma has been listed on Nasdaq Stockholm since March 27, 2020. Prior to that, the shares were listed on Nasdaq First North Growth Market, Stockholm. During the year, Xspray Pharma has continually adapted the business for the current circumstances as a result of the Covid-19 pandemic. Beside the circumstances related to the pandemic, the Company has been able to continue its planned work with its product candidates. Xspray Pharma takes the necessary steps to reduce the impact of the pandemic on the business and continuously follows the recommendations of the Swedish Public Health Authority (Folkhälsomyndigheten).

Significant events during the year

- In January, Xspray Pharma announced the results of an extra bioequivalence (BE) study on fed and fasting healthy volunteers that was conducted with the generic version of HyNap-Dasa. The results showed that bioequi-

valence was not achieved in the fasting group.

- In January, Xspray Pharma announced that CEO Per Andersson and other warrant holders had chosen to fully utilize the option to subscribe for shares in Xspray Pharma through their respective exercise of the number of warrants in the LTIP 2015/2021 warrant program.
- In February, Xspray Pharma announced that the Nomination Committee had proposed Anders Ekblom for election as the new Chairman of the Board and Anders Bladh as a new Board member. The decision was made on the AGM, May 20, 2021.
- In March, Xspray Pharma provided an update of the planned registrational studies with the improved version of Sprycel® (dasatinib), based on the Company's HyNap-Dasa formulation. The work on the study has commenced, and the dosing for the bioequivalence study began in the second quarter.
- In April, Xspray Pharma announced the findings of two bioequivalence studies on fed and fasting healthy volunteers with formulation B of the generic product candidate HyNap-Dasa ANDA. Bioequivalence with Sprycel® was achieved in the study in fed condition. The study in fasting condition demonstrated, as expected, a lowered level of absorption of HyNap-Dasa compared to formulation A, but the effect was not sufficient to achieve bioequivalence.
- In May, the AGM resolved, in accordance with the Nomination Committee's proposal, on the re-election of Board members Gunnar Gårdemyr, Maris Hartmanis, Torbjörn Koivisto, Christine Lind and Carl-Johan Spak as well as the election of new Board members Anders Ekblom and Anders Bladh. Anders Ekblom replaces Michael Wolff Jensen as Chairman of the Board.
- In June, it was announced that the Company's two new long-term incentive programs had been fully subscribed. The first program, LTIP 2021–2024, was offered to all employees including senior executives. The second program, LTIP 2021–2026, was offered to and subscribed by the company's new Chairman of the Board.
- In October, Xspray Pharma announced that it had chosen to focus solely on its improved product HyNap-Dasa 505(b)(2), or Dasynoc, since bioequivalence had not been achieved for the generic version, HyNap-Dasa ANDA. The earnings effect of the disposal of the capitalized development expenses totaled SEK -31 million.
- A private placement of new shares was issued to

Flerie Invest AB in November, with a subscription price of SEK 62.00 per share. The issue generated SEK 100 million before transaction costs and increased the number of shares by 1,612,904, from 19,067,504 to 20,680,408.

- In November, it was announced that Christina Malmberg Hågerstrand had been appointed Vice President Communications and Investor Relations. Christina joined on January 10, 2022, and is member of the Company's management team.
- In November, the Company submitted its application to the FDA for US market approval of the Company's product candidate Dasynoc (dasatinib) under the 505(b)(2) NDA process.

Significant events after the end of the reporting period

- In January, the FDA announced that the application for market approval of Dasynoc had been accepted for a full review.
- In February, the Company announced that Anna-Karin Ekberg has been appointed Global Head of Marketing and Sales. Anna-Karin will take office on March 15, 2022, and will become member of the Company's management team.
- In February, Bristol Myers Squibb announced that they had filed a lawsuit against Xspray Pharma in the US, claiming patent infringement in relation to the filing of Xspray Pharma's Dasynoc New Drug Application with the FDA.
- Xspray Pharma is deeply troubled by the recent events taking place in Ukraine. The humanitarian catastrophe is deeply tragic. For the time being Xspray Pharmas operations are not directly impacted but we are following the developments closely.

No events causing restatements of the Income Statement and Balance Sheet have occurred between the reporting date and the date of approval of this Report.

Research and development activities

In 2011, Xspray Pharma realigned its business model from conducting contract research and development for other pharmaceutical companies to focusing on developing proprietary drugs based on its RightSize™ technology. Xspray Pharma has three product candidates in development; Dasynoc HyNap-Nilo and HyNap-Sora. All are improved versions of established and marketed PKIs for treating cancer, with orphan drug status. For the Company's leading product candidate, HyNap-Dasa, a decision was made to focus entirely on the improved version, Dasynoc, which during the year achieved bioequivalence with a 30 percent lower dose than the original drug. The Company thus chose to end the development of the generic version of dasatinib, see further information under section "PRODUCT PLATFORM".

Xspray Pharma is constantly seeking new patent windows by analyzing patent and business opportunities within the PKI area. Selected product candidates are planned to

be ready for launch in connection to the opening of the respective PKI's patent window.

Xspray Pharma's operational first step strategy is to introduce the products in the US market and prepare selected product candidates for launch at favorable patent-specific timings. For more information, please see section "BUSINESS MODEL, GOALS AND STRATEGIES".

Financial overview

The Group's numbers are consistent with the Parent Company's, except for the Group adjustments that are submitted in accordance with IFRS, see further information in note 1, "Parent Company accounting policies". The subsidiary consists solely of equity of SEK 50 thousand and remains dormant during 2021.

Revenue and results of operations (parent company)

Net sales for the full year were SEK – thousand (-). Sales are not expected to increase until the Company according to the current business plan obtains market approval of its first product or a business agreement is made. Total expenses for the full year were SEK -98,050 thousand (-53,381). The costs mainly consist of administration and sales expenses which amounted to SEK -58,486 thousand (-47,194) of the total operating costs. Of these, personnel costs classified as administrative and sales costs amount to SEK -19,711 thousand (-17,961). The cost increase is due to a larger organization, increased research and development costs and other advisory services for the Company's future strategic positioning. During the last quarter a disposal of SEK -31,128 thousand was made. The disposal was related to the Company's decision to end further development of the generic version of HyNap-Dasa. For 2021 overall, the Company reported an operating loss of SEK -98,050 thousand (-53,381). The net loss for 2021 was SEK -97,116 thousand (-53,333). Earnings per share for the full year were SEK -5.05 (-3.04). The corresponding figure for the Group was -5.03 (3.05).

Financial position (parent company)

Total equity amounted to SEK 591,386 thousand (582,640) as of 31 December 2020, when the equity/asset ratio was 95 % (96). The total number of shares as of 31 December 2021 was 20,680,408 (18,892,504).

In the beginning of November 2021, the Company executed a private placement to Flerie Invest, a Swedish investment company in biotechnology and pharmaceuticals. The new share issue raised the Company SEK 100 million before transaction costs. Xspray Pharma had SEK 271,831 thousand (325,548) in cash and cash equivalents as of December 31, 2021.

Against the background of operations being in a pre-commercial stage without sales revenue, the Board of Directors has decided to propose to the AGM that no dividends are paid to shareholders in 2022. For further information regarding the financial position, please see section "Financing risk and continued operations" on p.38.

Cash flow and investments (parent company)

Total cash flow for 2021 was an inflow of SEK -53,717 thousand (115,726). Cash flow from operating activities was SEK -52,792 thousand (-47,614). The effect from working capital was SEK 4,698 thousand (-1,483). Cash flow from investing activities was SEK -106,788 thousand (-97,942), the largest portion consisting of ongoing development expenditure that has been capitalized according to plan and the disposal of SEK -31,128 thousand. Capitalized development expenditure for development activities, was SEK 296,005 thousand (231,512) as of 31 December 2021. The increase is related to the intensified work in the projects. Ongoing investments in production machinery and production facility have been made during the year.

Cash flow from financing activities was SEK 105,863 thousand (261,282). The increase is mainly attributable to the share issue which took place in November 2021, see the coming section "New share issues".

Group structure

The subsidiary Xspray Pharma Futurum AB, which the parent company acquired in late-2018, remains dormant. Accordingly, all business is conducted by parent company Xspray Pharma AB (publ).

Human resources & remuneration of senior executives

Organizational resources continued to expand in the year, and by the end of the financial year, the group had 23 (20) employees. The average number of employees was 22 (20). The subsidiary had no employees as of the reporting date. Xspray Pharma will offer market remuneration levels and employment terms that enable senior executives and core skills to be hired and retained.

All pension obligation should be defined contribution. For more information on remuneration and incentive programs, see below. Market level agreements between the Company and board members are in place. More information in note 7.

Nomination Committee

The Nomination Committee for the AGM 2022 has the following members:

- Gillis Cullin, appointed by Östersjöstiftelsen
- Anders Bladh, appointed by Ribbskottet AB
- Caroline Sjösten, appointed by Swedbank Robur Fonder
- Jannis Kitsakis, appointed by AP4
- Anders Ekblom (Chairman of the Board)

In its work for the AGM, the Nomination Committee's goal has been to ensure that as a group, the Board of Directors possesses the necessary skills and experience to lead Xspray Pharma's operations and development successfully. The Nomination Committee applies provision 4.1 of the Swedish Code of Corporate Governance (the "Code"). Accordingly in this context, the Nomination Committee has especially considered the need for diversity in terms of skills, experience and backgrounds, considering factors including the Company's strategic development, governance and controls. The Nomination Committee has discussed the diversity perspective based on its opinion that they are

essential to the composition of the Board of Directors, and the Nomination Committee intends to attain equal gender balance.

Prior to the AGM 2022, the Nomination Committee should consult on proposals regarding the election of a Chairman and other Directors, the election of a Chairman of the AGM, the election of auditors, a decision on fees and other related matters. The remuneration of senior executives is stated in note 7.

Environment

Xspray Pharma works actively to alleviate negative environmental impact and to develop as a sustainable company. Because the Company has no product sales, this does not impact the environment, but instead, puts its focus on responsible procurement of goods and services, manufacture, and on the consumption of energy and transportation.

Consistent with the Company's sustainability work, pure CO₂ is used in its manufacturing process, a residual product of other emission sources, such as brewing products, biogas or fertilizer manufacture. For more information, please see section "SUSTAINABILITY".

Work of the Board of Directors

The Company's Board of Directors has seven regular members including the Chairman, elected by the AGM for the period until the end of the AGM 2022. In May, the AGM resolved, in accordance with the Nomination Committee's proposal, on the re-election of Board members Gunnar Gårdemyr, Maris Hartmanis, Torbjörn Koivisto, Christine Lind and Carl-Johan Spak as well as the election of new Board members Anders Ekblom and Anders Bladh. Anders Ekblom replaced Michael Wolff Jensen as Chairman of the Board. The Board of Directors met 25 (21) times in 2021.

The Board of Directors has duties including formulating goals and strategies, internal controls, ensuring procedures and systems are in place for measuring predetermined goals, continuously evaluating the Company's results of operations and financial position, and appraising executive management. The Board of Directors follows written rules and procedures that are revised yearly and adopted at the Board meeting following election each year. The rules of procedure regulate items including the functions of the Board of Directors and segregation of duties between the Board of Directors and CEO, and where appropriate, between the Board of Directors and various Committees.

Action logs record the work of the Board of Directors. The Board of Directors appraises its own, its Committees and the CEO's work yearly, as well as the Company's internal controls and financial reporting.

The share and ownership

The share has been trading on Nasdaq Stockholm with the ticker XSPRAY since 27 March 2020. Prior to that, First North Growth Market since 28 September 2017. As of 31 December 2021, the Company had 20,680,408 (18,892,504) shares. The share is a constituent of the following index: OMX Stockholm Pharma & Biotech PI.

All shares are ordinary shares and have equal rights to the Company's earnings, and each share carries one vote at the AGM. All shareholders entitled to vote may vote at the AGM for the full number of shares held or represented, without limitation of the number of votes.

Östersjöstiftelsen and Ribbskottet are the shareholders with the highest holdings of shares and votes over 10%. Östersjöstiftelsen's holdings were 12.1%, and Ribbskottet's were 11.1% as of 31 December 2021.

New share issues

In the middle of the fourth quarter, the Company executed the private placement of 1,612,904 new shares at a subscription price of SEK 62.00 per share, implying the share capital increasing by SEK 1,612,904. This private placement was to a new investors, Flerie Invest and raised the Company SEK 100 million before transaction costs.

The board of directors' proposal for guidelines for executive remuneration

The Company's members of the executive management, including the CEO, and board members fall within the provisions of these guidelines. The guidelines are forward-looking, i.e. they are applicable to remuneration agreed, and amendments to remuneration already agreed, after adoption of the guidelines by the annual general meeting 2022. These guidelines do not apply to any remuneration decided or approved by the general meeting.

The guidelines' promotion of the Company's business strategy, long-term interests and sustainability

In short, the Company's business strategy is the following

Xspray Pharma AB is a product development company with multiple product candidates in clinical development. Xspray Pharma uses its innovative, patented RightSize™ technology to develop improved amorphous versions of marketed drugs, primarily PKIs for the treatment of cancer. The segment is the second largest in oncology, and drug prices are very high. Often the original companies have secondary patents that are based on the crystalline forms of the active substance. Since Xspray Pharma's products are amorphous, they can be marketed as soon as the original companies' drug substance patents expire. This is a unique opportunity for a favorable market establishment. For more information regarding the Company's business strategy, please see page 8–11.

A prerequisite for the successful implementation of the Company's business strategy and safeguarding of its long-term interests, including its sustainability, is that the Company is able to recruit and retain qualified personnel. To this end, it is necessary that the Company offers competitive remuneration. These guidelines enable the Company to offer the executive management a competitive total remuneration.

Long-term share and share-price related incentive programs have been implemented in the Company. The programs include among others members of the executive management, including the CEO, employees in the Company and certain board members. The performance

criteria used to assess the outcome of the programs are distinctly linked to the business strategy and thereby to the Company's long-term value creation, including its sustainability. Previous long-term share and share-price related incentive programs have been, and future long-term share and share-price related incentive programs will be, resolved upon by the general meetings and are therefore excluded from these guidelines.

Variable cash remuneration covered by these guidelines shall aim at promoting the Company's business strategy and long-term interests, including its sustainability.

Types of remuneration, etc.

The remuneration shall be on market terms and may consist of the following components: fixed cash salary, variable cash remuneration, pension benefits and other benefits. Additionally, the general meeting may – irrespective of these guidelines – resolve on, among other things, share-related or share price-related remuneration.

The satisfaction of criteria for awarding variable cash remuneration shall be measured over a period of one year. The variable cash remuneration may amount to not more than 50 per cent of the fixed annual cash salary.

Further variable cash remuneration may be awarded in extraordinary circumstances, provided that such extraordinary arrangements are limited in time and only made on an individual basis, either for the purpose of recruiting or retaining executives, or as remuneration for extraordinary performance beyond the individual's ordinary tasks. Such remuneration may not exceed an amount corresponding to 100 per cent of the fixed annual cash salary and may not be paid more than once each year per individual. Any resolution on such remuneration shall be made by the board of directors based on a proposal from the remuneration committee.

For the CEO, pension benefits, including health insurance (Sw. sjukförsäkring), shall be premium defined. Variable cash remuneration shall not qualify for pension benefits. The pension premiums for premium defined pension shall amount to not more than 25 per cent of the fixed annual cash salary. For other executives, pension benefits, including health insurance, shall be premium defined. The pension premiums for premium defined pension shall amount to not more than 35 per cent of the fixed annual cash salary.

Other benefits may include, for example, life insurance, medical insurance (Sw. sjukvårdsförsäkring) and company cars. Such benefits may amount to not more than 15 per cent of the fixed annual cash salary.

Termination of employment

If notice of termination of employment is made by the Company, the notice period may not exceed nine months. Severance pay may only be paid in case of certain specific and pre-defined events, whereby the severance pay may not exceed twelve months' fixed salary. If notice of termination of employment is made by the executive, the notice period may not exceed six months and the executive shall not be entitled to severance pay, unless in case of certain specific and pre-defined events in which case the Company shall be able to extend the notice period up to nine months and

make severance payments up to twelve months' fixed salary.

Additionally, remuneration may be paid for non-compete undertakings. Such remuneration shall compensate for loss of income and shall only be paid in so far as the previously employed executive is not entitled to severance pay. The remuneration shall amount to not more than 60 per cent of the average monthly income during the last twelve months before the termination and be paid during the time the non-compete undertaking applies, however not for more than twelve months following termination of employment.

Criteria for awarding variable cash remuneration, etc.

The variable cash remuneration shall be linked to predetermined and measurable criteria which can be financial or non-financial. The performance criteria are recommended by the remuneration committee and decided by the board on an annual basis. The criteria can be linked to the development of the Company's share price and/or the development and progression of the Company's product candidates. They may also be individualized, quantitative or qualitative objectives. The criteria shall be designed so as to contribute to the Company's business strategy and long-term interests, including its sustainability, by for example being clearly linked to the business strategy or promote the executive's long-term development.

To which extent the criteria for awarding variable cash remuneration has been satisfied shall be evaluated/determined when the measurement period has ended. The remuneration committee is responsible for the evaluation of the remuneration to the members of the executive management, including the CEO. For financial objectives, the evaluation shall be based on the latest financial information made public by the Company.

Salary and employment conditions for employees

In the preparation of the board of directors' proposal for these remuneration guidelines, salary and employment conditions for employees of the Company have been taken into account by including information on the employees' total income, the components of the remuneration and increase and growth rate over time, in the remuneration committee's and the board of directors' basis of decision when evaluating whether the guidelines and the limitations set out herein are reasonable. The development of the gap between the remuneration to executives and remuneration to other employees will be disclosed in the remuneration report. The report will be presented at the AGM and will be available on the company's website.

The decision-making process to determine, review and implement the guidelines

The board of directors has established a remuneration committee. The committee's tasks include preparing the board of directors' decision to propose guidelines for executive remuneration. The board of directors shall prepare a proposal for new guidelines at least every fourth year and submit it to the general meeting. The guidelines shall be in force until new guidelines are adopted by the general meeting. The remuneration committee shall also monitor and evaluate programs for variable remuneration for the executive management, the application of the guidelines for

executive remuneration as well as the current remuneration structures and compensation levels in the Company. The members of the remuneration committee are independent of the Company and its executive management. The CEO and other members of the executive management do not participate in the board of directors' processing of and resolutions regarding remuneration-related matters in so far as they are affected by such matters.

Deviation from the guidelines

The board of directors may temporarily resolve to deviate from the guidelines, in whole or in part, if in a specific case there is special cause for the deviation and if it is necessary to serve the Company's long-term interests, including its sustainability, or to ensure the Company's financial viability. As set out above, the remuneration committee's tasks include preparing the board of directors' resolutions in remuneration-related matters. This includes any resolutions to deviate from the guidelines.

Incentive programs

The Company has four series of warrants to senior executives and other key individuals by the end of 2021.

In 2021, all warrant holders of the LTIP 2015/2021 program exercised their opportunity to subscribe for all shares, and the program was terminated. The four remaining warrant programs were measured at market value by applying the Black & Scholes valuation model as of their grant dates. See also information on note 7.

Warrant program 2015/2021

The warrant program 2015/2021 was approved by the Board of Directors on 15 December 2015 and involves 255,000 warrants. In 2021, all warrant holders exercised their opportunity to subscribe for all shares, and the program was terminated.

Warrant program 2018/2022

The warrant program was adopted by the AGM on 28 November 2018 and involved 234,505 warrants. 20,583 warrants within the program LTI 2018 were cancelled in 2019. Subsequently, this program involves 231,922 warrants. These warrants can be exercised in the period 1 December 2021 until 17 January 2022 inclusive. No warrants have been exercised after the end of the reporting period.

Warrant program 2020/2023

The warrant program 2020/2023 was adopted by an extraordinary General Meeting on March 26, 2020 and involved 79,074 warrants. LTI 2020 included 5 employees, including the Company's CFO. The value per warrant was calculated at SEK 4.86 based on a subscription price per share of SEK 89.10. These warrants can be exercised in the period 1 April 2023 until 14 May 2023 inclusive. During 2021, 6,589 warrants have been returned and deregistered.

Warrant program 2021/2024

The warrant program 2021/2024 encompasses 24 persons, including the company's CEO. The program involved 195,725 warrants and was subscribed under market terms

at a price established by an independent appraisal institute using the Black–Scholes model. The value per option was calculated to be SEK 7.55 and the subscription price per share was calculated to be SEK 148.90. The warrant program runs for three years and is contingent on the holder remaining employed with the company.

During the year 6,385 warrants have been returned and deregistered.

Warrant program 2021/2026

The Chairman LTIP 2021/2026 program included the Company's new Chairman of the Board and was signed under similar terms as LTIP 2021/2024. The value per warrant was calculated to be SEK 16.38 and the subscription price per share to be SEK 129.00. The program runs for five years and involves 13,214 warrants. The warrants can be exercised in the period 25 May 2026 to 15 June 2026. If the warrant holder's assignment ends during the program's term, warrant will be redeemed proportionately based on the remaining term in relation to the program's original terms. No subsidy was paid.

Operations and future prospects

Xspray Pharma AB (publ) is a product development company with several product candidates in clinical development. Utilizing the Company's innovative RightSize™ technology, Xspray Pharma develops improved versions of marketed pharmaceuticals, primarily PKIs (protein kinase inhibitors) for treating cancer. Sales of PKI drugs are some 25% of the total oncology market, a segment with very high pricing. Often the original companies have secondary patents that are based on the crystalline forms of the active substance. Since Xspray Pharma's products are amorphous, they can be marketed as soon as the original companies' drug substance patents expire. This is a unique opportunity for a favorable market establishment. Xspray Pharma's goal is to be a leader in developing improved drugs of already marketed PKIs for treating cancer.

At the end of 2021, there were more than 70 approved PKI:s in the U.S. market. The technology has been tested on more than twenty PKI:s with good results. The Company's first product candidates, Dasynoc, HyNap-Nilo and HyNap-Sora, are stable amorphous versions of the three blockbuster cancer drugs Sprycel® (dasatinib), Tassigna® (nilotinib), and Nexavar® (sorafenib). In the fourth quarter of 2021, the Company submitted its first application for market approval in the US, for its leading product candidate, Dasynoc. The U.S substance patent for the original drug Sprycel® (dasatinib) expired at the end of 2020, and the secondary patents in 2026, which offers Dasynoc a period of several years in a unique position before other competitors gain access to the market. A careful selection process determines which new PKI:s will become future product candidates and be included in the Company's pipeline when manufacturing capacity is possible. The Company has patented the manufacturing technology, the equipment, and the resulting products.

Risks and uncertainty factors

Business risks

Business risks are primarily associated with development work. If bioequivalence studies on healthy trial subjects that Xspray Pharma conducts do not demonstrate bioequivalence, or if their safety profile is not approved by regulators, there is a risk of significant delays. Manufacture by providers of clinical trial materials and materials for stability studies may also be delayed. These delays may depend on difficulties in securing the relevant permits from drug regulators for manufacturing pursuant to GMP standards, or technical problems with the manufacturing process.

If the development of product candidates, or a pharmaceutical study, are delayed, this generally means projects becoming more costly because development expenses continue for longer than planned. This may mean expected revenues are not received on schedule, which may impact the Company's operations and financial position negatively.

When a pharmaceutical gains approval, the risk that sales do not meet expectations and that the product does not become commercially successful, remain. There is a risk that Xspray Pharma will be subject to lawsuits from original drug companies for patent infringement, and risks up to 18 months' prevention of launch of its products. Xspray Pharma works actively to reinforce its patent portfolio to protect against such delays.

Legal risks

The Company conducts its operations in an industry where legal proceedings occur to a large extent. Xspray Pharma's competitors are partly companies that currently have approved and fully developed drugs within the same area as Xspray Pharma's products, which entails an inherent risk that the companies owning the original drug will initiate legal proceedings against Xspray Pharma for patent infringement, or on other grounds, to prevent Xspray Pharma's operations. In February 2022, Bristol Myers Squibb filed a lawsuit against Xspray Pharma in the United States for patent infringement, something the company has expected and thoroughly prepared for.

Financial risk management and the Company's asset management procedures

Through its operations, the Company is exposed to various financial risks such as market risk, credit risk and liquidity risk. Primarily, market risk consists of currency risks. The Company collaborates with international parties and there is some exposure to fluctuations in different currencies, mainly the USD and EUR. Currency risk arises in future business transactions and in reported assets and liabilities. The scope of the Company's operations means that at present, its net foreign currency exposure is limited.

Credit risk in cash and cash equivalents is considered negligible, because counterparties are reputable banks with high credit ratings from external institutes. Financing risk is the ability to fund projects until commercialization. Liquidity risk is the Company being unable to meet its commitments.

The Company manages this risk by continuously monitoring its cash flow to reduce liquidity risk and ensure solvency. The Company does not conduct active trading in financial assets for speculation. The goal of asset management is for operations to be financed with equity.

Financing risk and going concern

Depending on which direction the Company chooses for coming year, the Group's cash and cash equivalents may not meet the liquidity needed to conduct the accelerating operations over the next 12 months. In light of this, work is underway of possible financial solutions. If sufficient financing is not arranged, this indicates material uncertainties that may cast doubt on the ability to continue as a going concern.

According to the Board's policy, the Group shall maintain a

strong financial position, which helps the company to retain the confidence of its investors and the market. It also creates a foundation for further development of its operations, with continued long-term support for its goal of securing dividends for the company's owners. Until the company has achieved long-term, sustainable profitability, its policy is to maintain a low level of debt and a high level of equity.

Year Summary

Group	2021	2020	2019
Net sales (SEK thousand)	-	-	-
Profit/loss before tax (SEK thousand)	-96,698	-52,410	-45,771
Basic earnings per share (SEK)	-5.03	-3.05	-3.01
Diluted earnings per share, (SEK)	-5.03	-3.05	-3.01
Development expenses, % of operating expenses (%)	39.1	11.9	7.3
Cash and cash equivalents (SEK thousand)	271,881	325,598	209,872
Total assets (SEK thousand)	622,903	605,303	400,672
Equity/assets ratio (%)	95.0	96.2	93.3
No. of employees	23	20	17

For definitions of key ratios, see note 25.

Parent company	2021	2020	2019	2018*	2017*
Net sales (SEK thousand)	-	-	-	277	332
Profit/loss before tax (SEK thousand)	-97,116	-52,333	-45,796	-20,691	-13,817
Basic earnings per share (SEK)	-5.05	-3.04	-3.01	-1.52	-1.74
Diluted earnings per share, (SEK)	-5.03	-3.04	-3.01	-1.52	-1.74
Development expenses, % of operating expenses (%)	39.1	11.7	7.2	14.8	29.0
Cash and cash equivalents (SEK thousand)	271,831	325,548	209,822	221,216	115,512
Total assets (SEK thousand)	619,305	600,472	395,316	315,306	160,109
Equity/assets ratio (%)	95.5	97.0	94.5	96.6	96.4
No. of employees	23	20	17	11	6

*Comparative figures in 2018–2016 have been restated to correct misstatement during 2019. For more information see note 21 in the Annual Report for 2019.

Dividend policy

The Board of Directors does not intend to propose any dividends to shareholders until the Company can generate long-term sustainable profitability and a positive cash flow. The Board of Directors' opinion is that the Company should maintain its focus on continued development and expansion of its project portfolio. Accordingly, available financial resources and reported results of operations should be reinvested in operations to finance the Company's long-term strategy. Any future dividends and their scale will be determined on the basis of the Company's long-term growth, earnings performance and capital requirements considering adopted goals and strategies. Where proposed, dividends will be well-balanced in terms of the Company's goals, scope and business risk.

Proposed appropriation of profits (SEK):

The following funds are at the disposal of the Annual General Meeting:

Share premium reserve	813,482,707
Profit/loss brought forward	-442,642,341
Profit/loss for the year	-97,115,176
Total	273,724,189

Board of Directors proposes that these funds are appropriated as follows:

Share premium reserve	813,482,707
Profit/loss brought forward	-539,758,518
Carried forward	273,724,189

Corporate Governance Statement

Xspray Pharma AB is a Swedish public limited Company, whose shares have been traded on Nasdaq Stockholm, since 27 March, 2020. Before that, the shares were listed on Nasdaq First North Growth Market, Stockholm, since 2017. The Company is governed by the Articles of Association, the Swedish Companies Act, the rules of Nasdaq Stockholm, the Swedish Corporate Governance Code (the Code) and other applicable laws and rules. There are no deviations from the Code's rules to report for the financial year of 2021. The corporate governance report has been reviewed by the Company's auditor, in accordance with the Swedish Annual Accounts Act.

Principles for corporate governance

Corporate governance refers to the systems through which the shareholders, directly or indirectly, control Xspray Pharma. Good corporate governance is an essential component in the work to create value for Xspray Pharma's shareholders. The Company's corporate governance has been based on Swedish law, Nasdaq Stockholm's regulations for issuers and internal rules and regulations. The Company also applies the Swedish Code of Corporate Governance (the Code). The code applies to all Swedish companies whose shares are listed on a regulated market in Sweden. The Company does not have to follow all the rules in the Code as the Code itself provides the opportunity to deviate from the rules. If so, the Company needs to provide that such possible deviations, and the chosen alternative solution, are described and the reasons for this are explained in the corporate governance report. However, the Company has continued to fully apply the Code during the year.

Principles for corporate governance

- Corporate governance
- The rules of procedure of the Board and the committees
- CEO instruction
- Policies
- Important external regulations
- Swedish Companies Act
- Swedish Accounting Act
- Nasdaq Stockholm's regulations
- Swedish code of corporate governance

Shareholders

On March 18, 2020, Nasdaq Stockholm's Corporate Committee approved Xspray Pharma's application to list the Company's shares on Nasdaq Stockholm's main list. The first day of trading on the new list took place on March 27, 2020. The share capital as of December 31, 2021 amounted to 20,680,408 shares with a quota value of SEK 1.00. As of 31 December 2021, Östersjöstiftelsen and Ribbskottet AB were shareholders with holdings of at least one-tenth of the votes for all shares of the Company. Östersjöstiftelsen's holdings of shares and votes were 12.9%, and Ribbskottet AB's holdings were 11.1% at year-end.

All shares are ordinary shares and carry equal rights to the Company's earnings, and to one vote at the AGM. All parties entitled to vote at the AGM may do so for the full number of shares held or represented, without limitation of the number of votes.

Annual General Meeting (AGM)

Pursuant to the Swedish Companies Act (2005:551), the AGM is the Company's chief decision-making body. Shareholders exercise their voting rights at AGMs. AGMs must be held within six months of the end of each financial year. Extraordinary General Meetings (EGMs) may also be convened in addition to AGMs. Apart from Solna, where the Company has its registered office, the Articles of Association allow AGMs to be held in Stockholm.

Pursuant to the Company's Articles of Association, invitations to AGMs should be through an announcement in the Swedish Official Gazette, and by an invitation being uploaded on the Company's website. Simultaneous with the invitation, the company should announce that the invitation has been made through an advertisement in Swedish daily newspaper Svenska Dagbladet.

Shareholders recorded in the share register five days prior to the AGM, and that have notified the Company by that date and time stated in the invitation to the Meeting, are entitled to participate. Such day may not be a Saturday, Sunday, other public holiday, Midsummer's Eve, Christmas Eve or New Year's Eve, and may not occur earlier than five days prior to the Meeting.

AGM 2021

Xspray Pharma's AGM 2021 was held on 20 May 2021 in Stockholm. Apart from customary business, the AGM made the following resolutions;

- To adopt the income statement and the consolidated income statement for the financial year 2020 as well as the balance sheet and consolidated balance sheet as of 31 December 2020.
- To elect Anders Ekblom and Anders Bladh, and re-elect Maris Hartmanis, Gunnar Gårdemyr, Torbjörn Koivisto, Christine Lind and Carl-Johan Spak as Directors for the period until the end of the following AGM, and
- To elect Anders Ekblom as Chairman of the Board for the period until the end of the following AGM.

- To elect registered public accounting firm KPMG AB as auditor, with Duane Swanson as Auditor in Charge.
- In accordance with the Nomination Committee's proposal for the appointment of the Nomination Committee. In terms, the principles mean that the Nomination Committee shall consist of the Chairman of the Board and a representative of each of the four largest shareholders based on the ownership in the Company as of 31 August.
- To approve the remuneration report as presented by the Board of Directors.
- In accordance with the Board of Directors' proposal, to adopt a long-term incentive program (LTI 2021-2024) and the issue of a maximum of 195,725 warrants.
- In accordance with the nomination committee's proposal, to adopt a long-term incentive program for the chairman of the board proposed by the nomination committee (Chairman of the Board LTI 2021) and the issue of a maximum of 13,214 warrants.
- To authorize the Board of Directors to take decisions on new share issues on one or more occasions in the period until the following AGM, corresponding to a maximum of 10% of the total number of shares of the Company at the time of the AGM resolution.
- To amend the articles of association, meaning that the limits for the company's share capital is amended, that the limits for the company's number of shares is amended and that a paragraph on collection of powers of attorney and postal voting is added.

AGM 2022

The AGM will be held on Thursday, 19 May 2022. The invitation will be published in a press release and an announcement in the Swedish Official Gazette, and in Svenska Dagbladet, and published on Xspray Pharma's website.

Due to the ongoing pandemic, the Board of Directors has decided that the AGM will be carried out physical presence of shareholders, proxies or external participants and that voting may only be done in advance by post prior to the AGM.

Shareholders wishing to have a matter considered by the AGM should make a written request to the Nomination Committee by no later than seven weeks prior to the AGM, March 31, 2022. The Nomination Committee can be contacted by mail at: Xspray Pharma AB, Råsundavägen 12, 169 67 Solna, Sweden, or by email to: generalmeeting@xspray.com, write "Valberedningen" in the subject line.

For entitlement to participate in the AGM, shareholders must:

- be recorded as a shareholder in the share register maintained by Euroclear Sweden AB as of Thursday 11 May 2022.
- notify the Company of their intention to participate by voting in advance at the AGM by no later than Wednesday 11 May 2022. The completed voting form may be submitted via email to generalmeeting@xspray.com, or by post to Xspray Pharma, "General meeting", Råsundavägen 12, SE-169 67 Solna, Sweden.

Nomination Committee

Companies that comply with the Code must have a Nomination Committee. Pursuant to the Code, the AGM should appoint the members of the Nomination Committee, or state how members are to be appointed. Pursuant to the Code, the Nomination Committee should have a minimum of three members, and a majority of them should be independent of the company and its management. At least one member of the Nomination Committee should also be independent of the largest shareholder in terms of the vote, or that group of shareholders that collaborate on the Company's administration.

The Nomination Committee has especially considered the need for diversity in terms of skills, experience and backgrounds, considering factors including the Company's strategic development, governance and controls. The Nomination Committee has discussed the diversity perspective based on its opinion that they are essential to the composition of the Board of Directors, and the Nomination Committee intends to attain equal gender balance.

Instructions for the work and composition of the Nomination Committee

Pursuant to a resolution by the Company's AGM on 20 May 2021, the Chairman of the Board should make contact with the three largest shareholders of the Company in terms of votes according to Euroclear Sweden AB's printed register as of 31 August, who should each be offered the opportunity to appoint a member, who will make up the nomination committee jointly with the Chairman of the Board. If one of these shareholders does not exercise its right to appoint a member, entitlement to appoint such member defers to the next largest shareholder in terms of votes that has not already been entitled to appoint a member of the Nomination Committee. This process should continue until the Nomination Committee consists of three members apart from the Chairman of the Board. If the Nomination Committee does not decide otherwise, the Chairman of the Nomination Committee should be the member representing the largest shareholder in terms of the vote. The Chairman of the Board may not serve as Chairman of the Nomination Committee.

The names of the Nomination Committee members should be published as soon as the Nomination Committee is appointed, although by no later than six months prior to the following AGM. The Nomination Committee is appointed for a term of office from the time when its composition is published until a new Nomination Committee has been appointed.

If changes to the Company's ownership structure occur after 31 August, but before the Nomination Committee's complete proposals for resolution have been published, and if a shareholder, who after this change, is one of the three largest shareholders in terms of votes, expresses a wish to become a member of the Nomination Committee to the

Chairman of the Nomination Committee, that shareholder shall be entitled to appoint one further member of the Nomination Committee. Additionally, the Nomination Committee can decide that a member that has become significantly smaller than the four largest shareholder in terms of the vote of the company should leave the Nomination Committee if considered appropriate.

If a member leaves the Nomination Committee during its term of office, or if such member is unable to render service, the Nomination Committee should require that shareholder that has appointed said member to appoint a new member in a reasonable time. If said shareholder does not exercise its right to appoint a new member, that right defers to the next largest shareholder in terms of the vote that has not already appointed or declined to appoint a member of the Nomination Committee. Alterations to the composition of the Nomination Committee should be published as soon as they have occurred.

The Nomination Committee should consult on proposals on the following issues to be presented to the AGM for resolution:

- Proposal for a Chairman of the AGM,
- Proposal for a Board of Directors,
- Proposal for a Chairman of the Board,
- Proposal for Directors' fees, divided between the Chairman and other Directors,
- Proposal for fees for members of the Remuneration and Audit Committees (where applicable),
- Proposal for an auditor,
- Proposal for remuneration of the auditor, and
- where considered necessary, proposals for amending applicable rules for the Nomination Committee.

There are no specific provisions of the Articles of Association regarding appointing and dismissing Directors and on amending the Articles of Association.

Nomination Committee for the AGM 2022

The members of the Company's Nomination Committee for the AGM 2022 are

- Gillis Cullin, appointed by Östersjöstiftelsen

- Anders Bladh, appointed by Ribbskottet AB
- Caroline Sjösten, appointed by Swedbank Robur Fonder
- Jannis Kitsakis, appointed by AP4
- Anders Ekblom (Chairman of the Board)

Board of Directors

The Board of Directors is the Company's chief decision making body after the AGM. The Swedish Companies Act stipulates that the Board of Directors is responsible for the Company's administration and organisation, which means that the Board has duties including setting goals and strategies, ensuring procedures and systems for evaluating predetermined goals are in place, continuously evaluating the Company's results of operations and financial position, and appraising executive management. The Board of Directors is also responsible for ensuring that annual accounts and interim reports are prepared on time. The Board of Directors also appoints the Company's CEO.

Directors are normally appointed by the AGM for the period until the end of the following AGM. Pursuant to the company's Articles of Association, the Board of Directors, to the extent elected by the AGM, should have a minimum of three and a maximum of seven Directors, with a minimum of zero and maximum of two Deputies. The Chairman of the Board should be elected by the AGM and has special responsibility for leading the Board of Directors' work, and for this work being well organized and conducted efficiently.

The Board of Directors meets according to a pre-determined schedule. In addition to these meetings, other meetings may be convened to consider issues that cannot be dealt with at scheduled Board meetings. The CEO and CFO participate in the majority of the number of Board meetings. In addition to Board meetings, the Chairman and CEO maintain a continuous dialogue on the Company's management. The Board of Directors complies with written rules of procedure that are revised yearly and adopted at the Board meeting following election in each year. The rules of procedure formalize activities including the Board's practices, functions and the segregation of duties between Directors and the CEO. At the Board meeting following election, the Board of Directors also adopts instructions for

Name	Position	Elected	Independent in relation to		Attendance, Board meetings
			The Company and Company management	Major shareholders	
Anders Ekblom	Chairman of the Board	2021	Yes	Yes	16 (25)
Michael Wolff Jensen	Chairman of the Board (resigned 20 May 2021)	2013	Yes	Yes	9 (25)
Maris Hartmanis	Board member	2015	Yes	Yes	25 (25)
Torbjörn Koivisto	Board member	2017	Yes	Yes	25 (25)
Carl-Johan Spak	Board member	2015	Yes	Yes	25 (25)
Gunnar Gårdemyr	Board member	2019	Yes	Yes	25 (25)
Christine Lind	Board member	2019	Yes	Yes	25 (25)
Anders Bladh	Board member	2021	Yes	No	16 (25)

the CEO, and for financial reporting.

Remuneration Committee

Xspray Pharma has established a Remuneration Committee with three members: Anders Ekblom (Chairman), Anders Bladh and Torbjörn Koivisto. The duties of the Remuneration Committee are formalized by the company's rules of procedure for the Remuneration Committee. This Committee consults on issues including the Board's decisions on remuneration principles, compensation and other employment terms for the CEO and senior executives.

Audit Committee

Xspray Pharma has established an Audit Committee with three members: Maris Hartmanis (Chairman), Christine Lind and Carl-Johan Spak. The duties of the Audit Committee are formalized by the Company's rules of procedure for the Audit Committee. This Committee's duties include continuously monitoring and appraising the work of the auditors on behalf of the Board of Directors. The Audit Committee should review and monitor auditor independence and impartiality. Additionally, the Audit Committee should consult on matters relating to the Company's accounting and internal controls, risk management, external audit and financial information.

Remuneration of Directors

Remuneration to Xspray Pharma's Directors is resolved by the AGM. The AGM on 20 May 2021 approved the Nomination Committee's proposals that the following Directors' fees would be payable: SEK 400,000 to the Chairman of the Board, SEK 200,000 to each of the other Directors, SEK 100,000 to the Chairman of the Audit Committee and SEK 50,000 each to the Audit Committee's other members, and SEK 75,000 to the Chairman of the Remuneration Committee, and SEK 35,000 to the Remuneration Committee's other members.

Work of the Board of Directors in 2021

In 2021, the Board of Directors held 25 meetings where minutes were taken. Individual Directors' participation at these meetings is stated in the table above. The meetings followed an approved agenda, which Directors received before Board meetings. The CEO and CFO participate at the majority of the Board meetings. The Board annually preforms a Self-assessment. The Self-assessment is designed to follow up the annual performance. Board meetings include a review of current business status, the Company's results of operations and financial position, and outlook for the remainder of the year. The work of the Board of Directors in the year largely focused on:

- Developing the project portfolio
- The Company's clinical phase I (pivotal) studies on HyNap-Dasa
- Strategy, business development and business intelligence
- Financial performance and raising capital
- Interim reports, annual financial statement and annual accounts

Chief Executive Officer and other senior executives

The CEO is subordinate to the Board of Directors and is responsible for the Company's continuous administration and daily operation. The segregation of duties between the Board of Directors and CEO is stated in the rules of procedure for the Board of Directors and instructions for the CEO. The CEO is also responsible for preparing financial statements and compiling information from management for Board meetings, and presents this material at Board meetings. Pursuant to the instructions for financial reporting, the CEO is responsible for the Company's financial reporting, and consequently, should ensure that the Board of Directors receives sufficient information for the Board to be able to evaluate the Company's financial position continuously.

They CEO should keep the Board of Directors continuously informed on progress of the Company's operating activities, of its sales, the Company's results of operations and financial position, the liquidity and credit position, significant business events, and each other event, circumstance or relationship that could be assumed to be of material significance to the Company's shareholders.

The CEO and other senior executives are presented on page 82–84.

Audit

The auditor should review the Company's annual accounts and accounting records, and the Board of Directors' and CEO's administration.

The auditor should present an audit report to the AGM after each financial year.

Pursuant to the Company's Articles of Association, the Company should have a minimum of one and a maximum of two auditors, and a minimum of zero and maximum of two Deputy Auditors. The Company's auditor is KPMG AB, with Duane Swanson as Auditor in Charge. The Company's auditor is presented above under the heading "Board of Directors, CEO and auditors."

Total compensation to the company's auditors in 2021 was SEK 374 thousand (391), see note 6.

Internal controls

Pursuant to the Swedish Companies Act and the Swedish Annual Accounts Act, the Board of Directors is responsible for internal controls. The purpose of internal controls is to achieve expedient and effective operating activities, ensure reliable financial reporting and information on operating activities, and compliance with applicable laws, regulations, policies and guidelines.

The Company's internal controls are based on principles produced by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

Internal controls over financial reporting

Internal controls over financial reporting are designed to create reasonable reliability and assurance in financial reporting and to ensure that external financial reporting

complies with applicable laws and accounting standards. The Board of Directors bears ultimately responsibility for internal controls, and evaluates the Company's risk management controls continuously through the Audit Committee.

The Company ensures internal controls over financial reporting through qualitative and quantitative analysis of the Consolidated Balance Sheet and Consolidated Income Statement. The purpose of the quantitative analysis is to identify risks associated with material and transaction-intensive items. The qualitative analysis is intended to identify risks associated with complexity and impropriety. Based on the outcome of this analysis, significant financial processes and risks have been identified.

The Company has designed procedures and activities to monitor financial reporting and ensure that any misstatements are discovered and rectified. Key controls have been designed and followed up as part of the work of maintaining good internal controls.

Control environment and risk assessment

The Company's control environment sets a framework for the orientation and culture the Company's Board of Directors and Management communicate to the organization. To ensure expedient risk management and good internal controls, over and above policy documents such as the Board of Directors' rules of procedure, instructions for the CEO and associated delegation schedule and approvals list, the Company has adopted a number of internal guidelines, business processes and procedures.

Additionally, the Board of Directors has established an Audit Committee whose main duty is to monitor the Company's financial position, the effectiveness of the Company's internal controls, internal audit and risk management to stay informed on the audit of the annual accounts and consolidated accounts, and review and monitor auditor impartiality and independence. Responsibility for continuous work on internal controls over financial reporting has been delegated to the Company's CEO.

Each year, the company's group management should conduct a risk assessment regarding strategic, operational, legal and financial risks with the aim of identifying potential problem areas, and assess the company's risk exposure. The risk assessment includes identifying risks that may arise and could prevent the company from realizing its vision and achieving its goals, for example if the fundamental requirements of the Company's financial reporting are not satisfied. Within each risk segment, the individual responsible for each risk segment identifies risks and the potential consequences, as well as likelihoods, and proposes actions. The Audit Committee is responsible for continuously evaluating the Company's risk situation and should support the Board of Directors by making proposals for managing the Company's financial risk exposure and risk management.

Control activities

The Board of Directors has adopted a risk management policy to identify and manage the risks associated with the Company's operating activities. Risk management is a high priority within the company. The Board of Directors bears

ultimate responsibility for risk management. The Company's risk situation is evaluated each year, including an action plan. The Company has based its control environment on the risks identified during the risk assessment process. The Company has also appointed process owners who are responsible for individual processes. The CEO and other senior executives all participate in ongoing work in managing risk associated with operating activities.

The Company has formulated procedures and activities to monitor financial reporting and ensure that any misstatements are discovered and rectified. These activities include monitoring and comparing earnings performance with accounting items, account reconciliations and balance specifications, as well as approvals of banking transactions and collaborative agreements, powers of attorney and approvals lists, as well as accounting and valuation policies. The Company's CFO plays a key role in analyzing and monitoring the Company's financial reporting and results of operations. Access to the accounting system is limited by authority, responsibility and role.

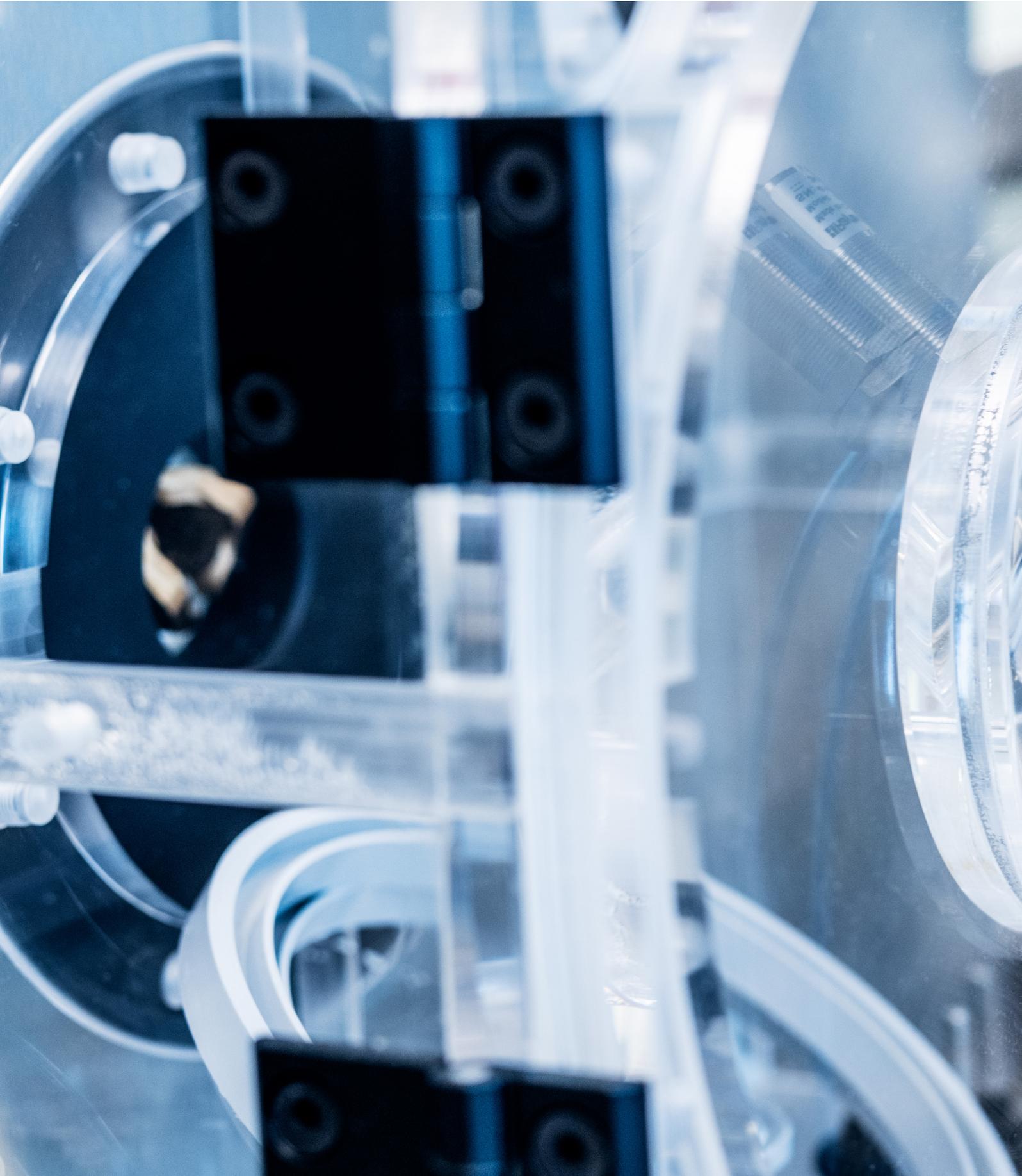
Information and communication

The Company has internal control functions for information and communication intended to ensure accurate financial and other corporate information is communicated to employees and other stakeholders.

The Company's internal instructions and policies are available to all staff and offer detailed information on applicable procedures in all parts of the Company, and review the control functions and how they are implemented.

Monitoring

Compliance and effectiveness of internal controls is regularly monitored. The CEO ensures that the Board of Directors receives regular reports on progress of the Company's operating activities including progress of the Company's results of operations and financial position, and information on significant events, such as research outcomes and important agreements and contracts. The CEO reports on these issues to the Board of Directors. The Company's compliance with applicable policies and control documents, as well as the effectiveness of internal controls, are subject to annual review. The outcome of this evaluation is compiled by the Company's CEO and reported to the Board of Directors each year. The Board of Directors discusses all interim reports and annual accounts prior to their publication and monitors the review of internal controls through the Audit Committee. The Audit Committee supports the Board of Directors by consulting on issues and offering the Board of Directors support in its work on performing its duties within the segments of internal and auditing, as well as quality-assuring the Company's financial reporting.



Financial Statements



Consolidated Income Statement

Amount in SEK thousand	Note	2021	2020
Net sales		-	-
		-	-
Other operating income	4	656	1,364
Research and development expenses		-38,567	-6,549
Administration and sales expenses	6	-58,384	-47,101
Other operating expenses	5	-1,657	-1,171
Operating loss	3	-97,953	-53,457
Finance income	8	1,259	1,053
Finance costs	8	-4	-6
Finance net		1,255	1,047
Loss before income tax		-96,698	-52,410
Tax	9	-	-
Loss for the year*		-96,698	-52,410
Earnings per share for the period before dilution, SEK	27	-5.03	-3.05
Earnings per share for the period after dilution, SEK		-5.03	-3.05
Average number of shares before dilution		19,237,743	17,211,467
Average number of shares after dilution		19,237,743	17,679,463

Consolidated Statement of Comprehensive Income

Amount in SEK thousand	2021	2020
Loss for the year	-96,698	-52,410
Other comprehensive income	-	-
Total comprehensive income for the year*	-96,698	-52,410

*The profit for the year and the profit of the comprehensive income are entirely attributable to the Parent Company's shareholders.

Consolidated Balance Sheet

Amount in SEK thousand	Note	2021-12-31	2020-12-31
ASSETS			
Non-current assets			
Intangible assets			
Capitalized development costs	10	296,236	231,618
Total intangible assets		296,236	231,618
Property, plant and equipment			
Machinery and installations	11	20,458	20,746
Right-of-use assets	12	3,526	5,207
Equipment	13	574	970
Fixed assets under construction and prepayments	14	20,043	15,746
Total Property, plant and equipment		44,601	42,669
Financial assets			
Financial investments		1	1
Total financial assets		1	1
Total non-current assets		340,838	274,288
Current assets			
Inventories	17	6,199	-
Current receivables		2,473	2,667
Prepaid expenses and accrued income	18	1,513	2,750
Cash and cash equivalents	19	271,881	325,598
Total current assets		282,065	331,015
TOTAL ASSETS		622,903	605,303

Consolidated Balance Sheet *cont.*

Amount in SEK thousand	Note	2021-12-31	2020-12-31
EQUITY AND LIABILITIES			
Equity	20		
Share capital		20,680	18,893
Other contributed capital		813,483	709,407
Reserves		976	976
Retained earnings including loss for the year		-243,387	-146,689
Total equity attributable to the Parent Company's shareholders		591,752	582,587
Non-current liabilities			
Lease liabilities	12	1,185	2,898
Total non-current liabilities		1,185	2,898
Current liabilities			
Trade accounts payable	18	16,865	8,438
Lease liabilities	12	2,048	1,985
Other current liabilities		653	768
Accrued expenses and deferred income	21	10,401	8,627
Total current liabilities		29,966	19,818
TOTAL EQUITY AND LIABILITIES		622,903	605,303

Consolidated Statement of Changes in Equity

Amount in SEK thousand	Share capital	Other contributed capital	Reserves	Retained earnings including profit/ loss for the period	Total Equity
Opening balance as of January 1, 2020	16,752	450,266	976	-94,279	373,715
Loss for the year	-	-	-	-52,410	-52,410
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-52,410	-52,410
<i>Transactions with shareholders</i>					
Warrant program	-	310	-	-	310
Redemption of warrants / new shares	280	11,560	-	-	11,840
New share issue	1,861	263,373	-	-	265,234
Transaction costs	-	-16,102	-	-	-16,102
Total	2,141	259,141	-	-	261,282
Closing balance as of December 31, 2020	18,893	709,407	976	-146,689	582,587
Opening balance as of January 1, 2021	18,893	709,407	976	-146,689	582,587
Loss for the year	-	-	-	-96,698	-96,698
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-96,698	-96,698
<i>Transactions with shareholders</i>					
Warrant program	-	1,621	-	-	1,621
Redemption of warrants / new shares	175	4,200	-	-	4,375
New share issue	1,612	98,388	-	-	100,000
Transaction costs	-	-134	-	-	-134
Total	1,787	104,075	-	-	105,862
Closing balance as of December 31, 2021	20,680	813,483	976	-243,387	591,752

Consolidated Statement of Cash Flow

Amount in SEK thousand	Note	2021	2020
Operating activities			
Operating loss		-97,953	-53,457
Non-cash adjustments			
Depreciation		8,870	7,689
Capital gains		98	-113
Dissolved prepaid leasing costs, during the year		-	-1,262
Disposal of intangible fixed assets	10	31,128	-
Interest received		1 878	674
Interest paid		-4	-8
Cash flow from operating activities before changes in working capital		-55,983	-46,477
Changes in working capital			
Change in operating receivables		-5,712	2,479
Change in operating liabilities		10,087	-3,794
Cash flow from operating activities		-51,607	-47,792
Investing activities			
Capitalized development costs		-94,651	-88,983
Acquisition of property, plant and equipment		-1,313	-4,572
Sales of tangible fixed assets		-	383
Prepayments		-9,854	-3,656
Cash flow from investing activities		-105,818	-96,828
Financing activities			
New share issue		99,877	249,320
Capital raising costs		-29	-188
Payment of lease liability	12	-2,154	-936
Redemption of warrants	7	4,375	11,840
Repurchased warrants		-54	-74
Allocated warrants	7	1,694	384
Cash flow from financing activities		103,708	260,345
Cash flow for the year		-53,717	115,726
Cash and cash equivalents at the beginning of year	19	325 598	209 872
Cash and cash equivalents at year-end		271 881	325 598

Parent Company Income Statement

Amount in SEK thousand	Note	2021	2020
Net sales		-	-
		-	-
Other operating income	4	656	1 364
Research and development expenses		-38,560	-6,379
Administration and sales expenses	6	-58,486	-47,194
Other operating expenses	5	-1,660	-1,172
Operating loss	3	-98,050	-53,381
Finance income	8	938	1,053
Finance costs	8	-4	-5
Finance net		934	1,048
Loss before Income tax		-97,116	-52,333
Tax	9	-	-
Loss for the year		-97,116	-52,333

Parent Company Comprehensive Income

Amount in SEK thousand	2021	2020
Loss for the year	-97,116	-52,333
Other comprehensive income	-	-
Total comprehensive income for the year	-97,116	-52,333

Parent Company Balance Sheet

Amount in SEK thousand	Note	2021-12-31	2020-12-31
ASSETS			
Non-current assets			
Intangible assets			
Capitalized development costs	10	296,005	231,512
Total intangible assets		296,005	231,512
Property, plant and equipment			
Machinery and installations	11	20,458	20,747
Equipment	13	574	970
Fixed assets under construction and prepayments	14	19,719	15,746
Total Property, plant and equipment		40,751	37,463
Financial assets			
Shares in subsidiaries	15	50	50
Financial investments	16	1	1
Total financial assets		51	51
Total fixed assets		336,808	269,026
Current assets			
Inventories			
	17	6,199	-
Current receivables			
Other current receivables	16	2,473	2,666
Prepaid expenses and accrued income	18	1,995	3,232
Total current receivables		4,467	5,898
Cash and bank	19	271,831	325,548
Total current assets		282,831	331,446
TOTAL ASSETS		619,305	600,472

Parent Company Balance Sheet *cont*

Amount in SEK thousand	Note	2021-12-31	2020-12-31
EQUITY AND LIABILITIES			
Equity			
Restricted equity			
	20		
Share capital		20,680	18,893
Statutory reserve		976	976
Development expenditure reserve		296,005	231,512
Total restricted equity		317,622	251,381
Non-restricted equity			
Other contributed capital		813,483	709,408
Accumulated earnings		-442,642	-325,816
Loss for the year		-97,116	-52,333
Total non-restricted equity		273,724	331,259
Total equity		591,386	582,640
Current liabilities			
Trade accounts payable	16	16,865	8,437
Other current liabilities		653	768
Accrued expenses and deferred income	21	10,401	8,627
Total current liabilities		27,919	17,832
TOTAL EQUITY AND LIABILITIES		619,305	600,472

Parent Company Statement of Change in Equity

Amount in SEK thousand	Share capital	Statutory reserve	Development expenditure reserve	Total restricted equity	Other contributed capital	Retained earnings	Loss for the year	Total non-restricted equity	Total Equity
Opening balance as of January 1, 2020	16,752	976	141,414	159,142	450,266	-189,922	-45,796	214,548	373,690
Transfer of loss from previous year	-	-	-	-	-	-45,796	45,796	-	-
Loss for the year	-	-	-	-	-	-	-52,333	-52,333	-52,333
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-	-	-52,333	-52,333	-52,333
Transactions with shareholders									
Allocated warrants	-	-	-	-	310	-	-	310	310
Redemption of warrants / new shares	280	-	-	280	11,560	-	-	11,560	11,840
New share issue	1,861	-	-	1,861	263,373	-	-	263,373	265,234
Transaction costs	-	-	-	-	-16,102	-	-	-16,101	-16,101
Total	2,141	-	-	2,141	259,141	-	-	259,142	259,283
Development expenditure reserve									
Provisions for the year	-	-	90,098	90,098	-	-90,098	-	-90,098	-
Total	-	-	90,098	90,098	-	-90,098	-	-90,098	-
Closing balance as of December 31, 2020	18,893	976	231,512	251,381	709,407	-325,816	-52,333	331,259	582,640
Opening balance as of January 1, 2021	18,893	976	231,512	251,381	709,407	-325,816	-52,333	331,259	582,640
Transfer of loss from previous year	-	-	-	-	-	-52,333	52,333	-	-
Loss for the year	-	-	-	-	-	-	-97,116	-97,116	-97,116
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-	-	-97,116	-97,116	-97,116
Transactions with shareholders									
Allocated warrants	-	-	-	-	1,621	-	-	1,621	1,621
Redemption of warrants / new shares	175	-	-	175	4,200	-	-	4,200	4,375
New share issue	1,612	-	-	1,612	98,388	-	-	98,388	100,000
Transaction costs	-	-	-	-	-134	-	-	-134	-134
Total	1,787	-	-	1,787	104,076	-	-	104,076	105,863
Development expenditure reserve									
Provisions for the year	-	-	64,493	64,493	-	-64,493	-	-64,493	-
Total	-	-	64,493	64,493	-	-64,493	-	-64,493	-
Closing balance as of December 31, 2021	20,680	976	296,005	317,662	813,483	-442,642	-97,116	273,724	591,386

Parent Company Statement of Cash Flow

Amount in SEK thousand	Note	2021	2020
Operating activities			
Operating loss		-98,050	-53,381
Non-cash adjustments			
Depreciation		7,781	6,694
Capital gains		98	-113
Disposal of intangible fixed assets	10	31,128	-
Interest received		1,557	674
Interest paid		-4	-5
Cash flow from operating activities before changes in working capital		-57,490	-46,131
Changes in working capital			
Change in operating receivables		-5,389	2,311
Change in operating liabilities		10,087	-3,794
Cash flow from operating activities		-52,792	-47,614
Investing activities			
Purchase of intangible assets		-95,621	-90,098
Acquisition of property, plant and equipment		-1,313	-8,227
Sales of tangible fixed assets		-	383
Prepayments		-9,854	-3,656
Cash flow from investing activities		-106,788	-97,942
Financing activities			
New share issue		99,877	249,320
Transaction costs		-29	-188
Redemption of warrants		4,375	11,840
Repurchased warrants		-54	-74
Allocated warrants		1,694	384
Cash flow from financing activities		105,863	261,282
Cash flow for the year		-53,717	115,726
Cash and cash equivalents at the beginning of year	19	325,548	209,822
Cash and cash equivalents at year-end		271,831	325,548

Notes – applicable to both consolidated and parent company financial statements

Note 1 Accounting policies

General information, consistency with IFRS and going concern assumptions

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board (IASB) and as endorsed by the European Union (EU).

The consolidated accounts also comply with recommendation RFR1 “Supplementary Accounting Rules for Groups” from the Swedish Financial Reporting Board.

The Parent Company applies the same accounting policies as the Group, apart from certain instances stated below in the section “Parent Company accounting policies.”

The financial statements of Xspray Pharma for the financial year ending 31 December 2021 were approved by the Board of Directors and CEO on 25 March 2022 and will be presented for adoption by the Annual General Meeting (AGM) on 20 May 2022.

Assets and liabilities are recognized at historical cost.

New standards and interpretations

The Group’s and the Parent Company’s accounting principles are unchanged compared with the Annual Report 2020. The changed standards that came into effect in 2021 have not had any significant effect on the Group. These new standards and interpretation statements are not expected to have a material impact on the consolidated financial statements in current or future periods.

New and amended IFRSs with future application adopted by the IASB are not expected to have any significant effect on the Group’s financial statements.

Functional currency and presentation currency

The Group and Parent company’s functional currency is Swedish kronor, which is also the presentation currency of the Parent Company and the Group. All amounts are rounded to the nearest thousand unless otherwise indicated.

Classification

Non-current assets comprise of amounts that are expected to be recovered or the risks and rewards associated with ownership are expected to be realized after at least 12 months from the reporting date, whilst current assets comprise of amounts that are expected to be recovered or the risks and rewards associated with ownership are expected to be realized within 12 months of the reporting date. Non-current liabilities comprise of amounts that Xspray Pharma has an unconditional right to defer settlement until a time at least 12 months from the reporting date. If Xspray Pharma does not possess this entitlement as of the reporting date, or if the liability is expected to be settled within the normal business cycle, the liability amount is recognized as a current liability.

Basis of consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. The Group ‘controls’ an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Subsidiaries are recognized according to the acquisition method when control is transferred to the group.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated. Unrealized gains arising from transactions with subsidiaries are eliminated to the extent of the Group’s interest in the subsidiary. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no impairment.

Transactions in foreign currency

Transactions in foreign currency are translated to the functional currency at the rate of exchange ruling on the transaction date. Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the reporting date. Exchange gains and exchange losses on trade receivables and trade payables are recognized in operating profit or loss, while exchange gains and exchange losses on financial receivables and liabilities are recognized in Finance net within the income statement.

Revenue from contracts with customers

Revenue is measured based on the compensation specified in the contract with the customer. The Group recognizes revenue when control over a product transfers to the customer. Control arises at a point in time, or over time, depending on the contract terms with the customer.

The Group does not expect to generate any revenues before the Group’s products are launched on the market. Sales are not expected to increase until the Company according to the current business plan obtains market approval of its first product or a business agreement is made.

Segment reporting

Xspray Pharma does not divide its operations into different operating segments. This reflects the Group’s organizational structure and reporting system. The Chief Operating Decision Maker (CODM) is the CEO.

The Group has no operating segments, but rather, has a single development operation that consists of developing

protein kinase inhibitors for targeted cancer therapy. Within this narrow operational focus, there are three similar product candidates, all based on the same technology. Development operations are conducted as a single segment without any sub-groups or specialization into any of the three products. The Head of R&D is responsible for all development projects and reports to the Parent Company's CEO. The Parent Company's CEO is responsible for operational governance, monitoring and allocation of resources. Accordingly, these operations are reflected in the consolidated financial statements.

Finance income and expenses

Finance income consists of interest income and exchange gains on bank balances and other interest-bearing investments. Finance expenses consist of interest expenses relating to lease liabilities; for more information see below under "Leases".

Interest income and interest expenses are recognized in accordance with the effective interest method. The effective interest rate is the interest rate that discounts estimated future receipts and payments during the anticipated term of the financial instrument to the financial asset's recognized gross value or at the amortized cost of the financial liability. Interest income and interest expenses include allocated amounts of transaction expenses, and any discounts or premiums.

For financial assets that have been credit-impaired after first-time recognition, interest income is measured by applying the effective interest rate on the financial asset's amortized cost. If the asset is no longer credit-impaired, interest income is measured by applying effective interest on the recognized gross value.

Interest expenses are recognized in profit or loss in the period to which they relate, apart from to the extent that they are included in an asset's cost. An asset for which interest is included in cost is an asset that by necessity takes significant time to complete for intended use or sale. Interest is capitalized in the Group's capitalized development expenditure.

Exchange gains and exchange losses on financial items are recognized on a net basis as finance income or finance expenses, respectively.

Leases

Leases mainly relate to premises and vehicles. The Standard implies that identified leases are recognized in the Balance Sheet and classified as a right-of-use asset and a corresponding lease liability. Leases of low value are expensed as associated costs are incurred. The Group defines leases of low value as associated leased assets with a value as new condition of less than SEK 50 thousand. When the Group enters a lease, a judgement is made as to whether this arrangement confers entitlement to control use of the identified asset for a period in exchange for compensation paid to the lessor. An asset for right-of-use and a lease liability is recognized at the commencement date of the lease, which is the date that the Group gains access to and is able to commence use of the underlying asset. Initially, the right-of-use asset is of the same amount as the lease liability, adjusted for any lease payments made prior to the start date, plus any initial direct expenses, and an estimate of expenses to restore the underlying asset, less any discounts received.

The lease asset is subsequently amortized on a straight-line basis over its useful life, which is assumed to correspond to the lease term.

The lease liability, divided into a long-term and short-term portion, is initially measured at the present value of remaining lease payments over the estimated lease term. The lease term consists of the irrevocable period plus additional periods in the lease arrangement, if at the start date, it is reasonably certain that they will be utilized. Lease payments are normally discounted at the Group's incremental borrowing rate, which in addition to the Group's credit risk, reflects the lease term of each arrangement and the quality of the underlying asset as intended security. However, in those cases where the implicit interest of the lease arrangement can be readily determined, this rate is applied. This is generally the case for leased vehicles. The value of the liability reduces with amortization over the term, which amounts to the net of the lease payments and interest expense over the term.

For premises leases, no distinction is made between lease and non-lease components included in lease payments. Instead, lease and non-lease components are recognized as a single lease component.

Rent payments are restated when changes to future lease payments arise through changes to indexes or altered judgements of the contract resulting from circumstances such as a purchase, contract extension or contract termination. A corresponding restatement of the right-of-use is recognized. For more information, see Note 12.

Employee benefits

Short-term benefits

Short-term benefits to employees such as salary, social security contributions, vacation pay, and bonuses are expensed during the period in which the employees render services to the Group.

Pensions

The Group's pension obligations are comprised of defined contribution plans only. A defined contribution pension plan is a pension plan by which the Group pays fixed premiums to a separate legal entity. The Group has no legal or informal obligations to pay further premiums if this legal entity has insufficient assets to pay all benefits to employees associated with employee service during current or previous periods. Accordingly, the Group bears no further risk associated with pension obligations. The Group's obligations regarding premiums to defined contribution plans are recognized as an expense in profit or loss for the year at the rate that they are accrued by employees rendering services for the Group during the period.

Share-based payment

The Group makes share-based payments to all employees and certain key individuals that are settled with shares in the Parent Company (warrants), and thus recognized in equity. Social security contributions attributable to share-based remuneration are expensed over the vesting period. Warrants acquired by employees at market value are not reported as share-based compensation but as financial instruments. For all warrant programs, warrant prices have

been determined at fair value through application of the Black & Scholes valuation model. Please refer to Note 7 for further information.

Termination benefits

A provision for benefits in connection with the termination of staff is only recognized if the Group is obligated to terminate employment before the normal time without any realistic possibility of withdrawal, and the affected groups of employees have been informed of the corresponding redundancy plan. A provision is made for that portion of termination benefits that will be paid without requiring employees to render services.

Tax

Income tax consists of current tax and deferred tax. Income tax is recognized in profit or loss for the year with the exception of when the underlying transaction is recognized in other comprehensive income or in equity; when the associated tax effect is recognized in other comprehensive income or equity, respectively.

Current tax is tax to be paid or received for the current period, including restatement of current tax attributable to previous periods. Current and deferred tax is computed by applying those tax rates and tax regulations that are enacted or substantively enacted on the reporting date.

Deferred tax is recognized according to the balance sheet method on all temporary differences arising between the taxable value of assets and liabilities and their carrying amounts. Deferred tax assets relating to deductible temporary differences and loss carry-forwards are recognized only to the extent it is likely that they can be utilized. The value of deferred tax receivables is impaired when it is no longer considered likely that they can be utilized.

As the Group is in a development phase and has yet to launch any products for sale, tax loss carry-forwards have been generated since the Group commenced operations. The underlying potential tax value of loss carry-forwards has not been recognized as a deferred tax asset because IFRS does not permit the recognition of deferred tax in deductible deficits if there are not convincing factors indicating that the loss carry-forwards can be utilized within the foreseeable future. The deferred tax receivable in loss carry-forwards is recognized in those cases where offset is possible against deferred tax liabilities. Deferred tax receivables are recognized on a net basis against deferred tax liabilities only if they can be settled on a net basis.

Non-current assets

Intangible assets

Limited-life intangible assets are recognized at cost less amortization and any impairment. Intangible assets are amortized systematically over the asset's estimated useful life. The useful life is reassessed at each reporting date and adjusted as required. Amortization of the asset commences once economic benefits associated with the asset are realized by the entity.

When the asset's amortizable amount is determined, the asset's residual value is considered where appropriate.

Development expenditure is capitalized when it satisfies the criteria of IAS 38 "Intangible Assets." Otherwise, deve-

lopment expenditure is expensed as it occurs as operating expenses. The criteria for capitalization are:

- it is technically or commercially feasible to complete the product or process for use,
- the entity intends to complete development of the asset and use or sell it,
- the ability to sell the asset exists,
- the means by which the asset will generate future economic benefits can be demonstrated,
- adequate technical, financial and other resources to complete development to use the asset are available, and
- the costs related to the asset during its development can be measured reliably.

Expenditure directly related to the development of the asset that is capitalized as part of capitalized development expenditure includes expenditure for employees, external consultants, amortization of a right-of-use asset in the form of premises used, and interest.

The following useful lives are applied:

Capitalized development expenditure	5 years
Patents	5 years

Property, plant and equipment

Property, plant and equipment consists of machinery and technical plant and is recognized in the Group at cost, less accumulated depreciation and any accumulated impairment losses. Cost includes the purchase price and any costs directly attributable to bringing the asset to the location and condition for it to be capable of operating in the manner intended by its acquisition. The carrying amount of an asset is derecognized from the balance sheet on disposal or sale, or when no future economic benefits are expected from use or disposal/sale of the asset. A gain or loss on the sale or disposal of an asset consists of the difference between the selling price and that asset's carrying amount less direct selling expenses. Gains and losses are recognized as other operating income/expenses.

The Group presents right-of-use assets in the balance sheet jointly with owned assets of the same class as the underlying leased asset. The leased assets are specified by asset class in Note 12.

The following useful lives are applied

Machinery and other technical plant	3–10 years
Equipment	3–5 years
Leasehold improvements	Estimated lease term

The depreciation of owned property, plant and equipment is recognized on a straight-line basis over the asset's estimated useful life. The depreciation methods and useful lives applied are re-evaluated at each reporting date. Right-of-use assets from leases are amortized over estimated useful lives based on the irrevocable term of arrangements, plus extension options, initially assumed as reasonably certain.

Impairment of non-financial assets

Assets with indefinite useful lives such as the Group's

intangible assets where amortization has not yet commenced because they are not yet in use are subject to impairment testing at least annually and when there are indications of impairment. Assets that are amortized are assessed for impairment at any time events or changes in circumstances indicate that the carrying amount is not recoverable.

Assets are impaired by the amount that its carrying amount exceeds its recoverable amount. The recoverable amount is the greater of the asset's fair value less selling expenses and its value in use. Impairment is recognized as an expense in profit or loss for the year.

If, during the impairment test, it is not possible to determine largely independent cash flows for an individual asset, assets are grouped at the lowest level where it is possible to identify largely independent cash flows, known as cash-generating units.

To test the value of intangible assets, XsprayPharma applies a discounted cash flow model. The measurement of current development projects is computed by measuring the present value of future cash flows. This measurement considers cash flow over the next five years and does not include measurement of any residual value.

Previously recognized impairment is reversed if the recoverable amount is judged to exceed the carrying amount. However, the reversal is not of an amount greater than the carrying amount would have been if no impairment had been recognized in previous periods. However, goodwill impairment is never reversed.

Financial instruments

Financial instruments recognized in the balance sheet as assets include cash and cash equivalents, financial investments, accounts receivable, contract assets (accrued operating income) and loans receivable. Financial instruments recognized in the balance sheet as liabilities consist of accounts payable. Lease liabilities are described above and do not constitute financial instruments.

Recognition and de-recognition from the Balance Sheet

Financial assets are recognized when the group becomes a contract party in the matter of the financial instrument's contracted terms. Receivables are recognized when the group has delivered and there is a contracted obligation for the counterparty to pay, even if no invoice has been sent. Accounts receivable are recognized in the Balance Sheet when an invoice has been sent to the counter party concurrent with the timing of goods or services rendered.

Financial liabilities are recognized when the counterparty has delivered a good or service and there is a contracted obligation to pay, even if no invoice has been received. Trade accounts payable are recognized when an invoice has been received from a counter party concurrent with the timing of goods or services rendered.

Financial assets are derecognized from the balance sheet when the contracted rights to cash flows ceases or if the right to cash flows transfers through a transaction where essentially, all risks and rewards are transferred to the counterparty.

A financial liability is derecognized from the balance sheet when it has been discharged, cancelled, or expired.

Classification and measurement of financial assets on initial recognition

The Group initially classifies financial assets and financial liabilities in accordance with the following measurement categories

- Amortized cost
- Fair value through profit or loss
- Fair value through other comprehensive income

The classification by measurement category determines how the financial assets and liabilities are measured and recognized initially and subsequently thereafter.

The Group's policies for classifying and measuring financial assets are based on a judgement of both (i) the Group's business model for managing financial assets, and (ii) the characteristics of the contracted cash flows from the financial asset. The Group's financial assets, except from the item "financial investments" of SEK 1 thousand that belong to the valuation category financial assets valued at fair value through profit or loss, are valued at accrued acquisition value due to the assets being held within the auspices of a business model which aims to obtain financial assets with the purpose of collecting contracted cash flows, and at predetermined times, the contracted assets give rise to cash flows that are exclusively payment of principal and interest on the outstanding amounts.

Financial assets and financial liabilities are measured at fair value on initial recognition. For financial instruments not measured at fair value through profit or loss, transaction expenses directly attributable to the purchase or issuance are added to the value of the associated asset or liability. Accounts receivable are typically measured at transaction price.

Subsequent measurement

After initial recognition, financial assets and financial liabilities classified in the amortized cost category are measured at amortized cost by applying the effective interest method. Interest including allocated transaction expenditure, exchange gains or losses and gains or losses on de-recognition from the balance sheet are recognized in profit or loss as financial income and expenses, with the exception of impairment of accounts receivable and contract assets, which are classified as other operating expenses.

Set-off

A financial asset and financial liability are offset and recognized at a net amount in the balance sheet only when there is a legal right of set-off these amounts and there is an intention to settle the items with a net amount or simultaneously realize the asset and settle the liability.

Impairment of financial assets

Impairment of financial assets is recognized in accordance with the expected credit loss (ECL) model. Impairment calculations are also based on forward-looking information to report expected credit losses. The impairment rules in IFRS 9 cover all financial assets that are valued at accrued acquisition value and fair value via other comprehensive

income.

When measuring expected credit losses, previous events, current circumstances and reasonable and substantiated forecasts that influence the expected likelihood of receiving future cash flows from the asset are considered.

When applying a forward-looking view, a distinction is drawn between:

- financial instruments whose credit quality has not materially deteriorated since initial recognition or have low credit risk (Step 1) and
- financial instruments whose credit quality has deteriorated materially since initial recognition or whose credit risk is not low (Step 2).

Step 3 is for financial assets where, on the reporting date, the Company has objective evidence of impairment (that a credit loss event has occurred). For the first category, 12 months of expected credit losses are reported, while for the second category, expected credit losses for the remaining term are reported. Measurement of expected credit losses is based on a probability-weighted amount of estimated credit losses over the expected life of the assets.

Accounts receivable and other receivables

The Group applies a simplified methodology for recognizing accounts receivable, contract assets and leasing receivables and recognizes expected credit losses over remaining terms. In its measurement, the Group uses historical experience, external indications and forward-looking information to measure expected credit losses using a provision matrix. The Group judges impairment of accounts receivable collectively, where receivables are grouped on the basis of a number of overdue days, because they have shared credit characteristics. In 2021, the Company has reported no accounts receivable.

Cash and cash equivalents

Cash and cash equivalents in the statement of cash flows include cash and bank balances.

Earnings per share

The measurement of basic earnings per share is based on the Group's profit or loss for the year attributable to equity holders of the parent and the weighted average number of shares outstanding in the year. When measuring diluted earnings per share, earnings and the average number of shares are revalued to consider the effect of potential ordinary shares that are sourced from warrants issued to employees during the reporting period. The dilution from warrants is based on the measurement of how many shares could hypothetically have been purchased in the period at an exercise price and value of the remaining shares pursuant to IFRS 2 Share-based Payment. Those shares that could not be acquired result in dilution. That number of warrants, and thus shares, that would have been vested if that degree of satisfaction of the vesting conditions applicable at the end of the current reporting period also applied at the end of the vesting period are also included. Potential ordinary shares are only considered diluting in those periods when they result in a lower gain or loss per share.

Basic earnings per share

Basic earnings per share is calculated by dividing:

- earnings attributable to equity holders of the parent by
- the weighted average number of outstanding ordinary shares in the period, adjusted for the bonus issue component of ordinary shares issued in the year, and excluding repurchased shares held in treasury by the Parent Company.

Diluted earnings per share

For calculating diluted earnings per share, earnings and the average number of shares are adjusted to take into account the effects of potential ordinary shares, which during reported periods derive from warrants issued to employees and the Chairman of the Board. The dilution from the warrants are based on a calculation of how many shares could hypothetically have been purchased during the period with the exercise price and the value of the remaining services in accordance with IFRS 2 Share-based Payment. The shares that could not have been purchased lead to dilution. Furthermore, the number of warrants, and thereby shares, that would be exercised if the degree of fulfillment of the vesting conditions that exist at the end of the current period would also exist at the end of the vesting period are included. Potential ordinary shares are seen as diluting only during periods when it leads to a lower gain or greater loss per share.

Provisions

A provision is recognized when there is uncertainty about the payment date or the amount to settle a future obligation of the Group. A provision is recognized in the balance sheet when there is an existing legal or informal obligation resulting from an event that has occurred, it is likely that an outflow of economic resources will be necessary to fulfil this obligation, and the amount can be measured reliably. Provisions are recognized at an amount that is the best estimate of what is necessary to settle the existing obligation on the reporting date. When the effect of the timing of payment is material, provisions are estimated by discounting the expected future cash outflows.

Contingent liabilities

A disclosure on contingent liabilities is presented when there is a potential obligation resulting from events that have occurred, and this occurrence is confirmed only by one or several uncertain future events, or when there is an undertaking that is not recognized as a liability or provision because it is not likely that an outflow of resources will be required.

Equity

Equity consists of the following items:

- *Share capital* that represents the nominal amount (par value) of issued and registered shares.
- *Additional paid in capital* includes premiums received on the new issue of share capital and shareholders' contributions from the Parent Company's owners. Any transaction expenses associated with the new share issue are deducted

from Additional paid in capital.

- *Statutory reserve* originates from when the Swedish Companies Act stipulated provisions to a statutory reserve in the parent company. In the consolidated accounts, the statutory reserve is disclosed in the Reserves item.
- *Retained earnings* relates to all earnings/losses brought forward for current and previous periods, and purchases of treasury shares.

Parent Company accounting policies

The Parent Company's annual accounts have been prepared in accordance with the Swedish Annual Accounts Act and RFR 2 "Accounting for Legal Entities." RFR2 stipulates that in its annual accounts for the legal entity, the parent company should apply all IFRS and statements as endorsed by the EU as far as possible within the auspices of the Swedish Companies Act and considering the relationship between accounting and taxation.

The Parent Company's annual accounts are presented in the Company's presentation currency, Swedish kronor.

Revised accounting policies

The Parent Company's accounting policies for 2021 are unchanged compared to those applied in the annual accounts for 2020.

Differences between the Parent Company and Group accounting policies

The Parent Company's accounting and valuation policies are consistent with the Group's equivalent policies with the exception of items stated below.

Format

The income statement and balance sheet comply with the Swedish Annual Accounts Act in the Parent Company. The statement of income and other comprehensive income, the statement of changes in equity and cash flow statement are based on IAS 1 *Presentation of Financial Statements* and IAS 7 *Statement of Cash Flows*. The differences in the Group's statements applying to the Parent Company's income statement and balance sheet primarily relate to the presentation of equity.

Participations in subsidiaries

Participations in subsidiaries are recognized at cost after deducting for any impairment. Cost includes acquisition-related expenses and any contingent considerations. When there is an indication that participations in subsidiaries are impaired, their recoverable amount is measured. If this is lower than the carrying amount, they are impaired. Impair-

ment is recognized in the "Profit/loss from participations in group companies" item in the Parent Company income statement.

Leases

The Parent Company does not apply IFRS 16 Leases pursuant to the exemption in RFR 2. As lessee, lease payments are recognized as an expense on a straight-line basis over the lease term, and accordingly, right-of-use assets and lease liabilities are not recognized in the balance sheet.

Financial instruments

The Parent Company has elected not to apply IFRS 9 for its financial instruments. However, parts of the policies of IFRS 9 remain applicable to impairment, recognition/derecognition and the effective interest method for interest income and interest expenses.

Within the Parent Company, financial non-current assets are measured at cost less any impairment and financial current assets are measured at the lower of cost or market value. For financial assets recognized at amortized cost, the impairment regulations of IFRS 9 are applied in the same manner as in the consolidated accounts.

Equity

The Parent Company has a fund for development expenditure which is increased each year by the amount of the Company's own development work capitalized. The fund is reduced annually by amortization of capitalized development work.

Shareholders' contributions

Shareholders' contributions made to subsidiaries without issued shares or other equity instruments being received in exchange are recognized in the balance sheet as an increase in the carrying amount of the shares.

Shareholders' contributions received from owners without issued shares or other equity instruments being provided in exchange are recognized directly in equity.

Shareholders' contributions repaid to owners are recognized as a dividend paid (value transfer) in the balance sheet. Repaid shareholders' contributions from subsidiaries are recognized as a dividend received in financial income, concurrent with an impairment test of the carrying amount of shares in subsidiaries being conducted. The above policies apply equally to conditional and unconditional shareholders' contributions.

Note 2 Judgements and estimates

Preparing the financial statements in accordance with IFRS requires Management to make judgements and estimates, and to make assumptions that affect the application of accounting policies and the carrying amounts of assets, liabilities, revenues and expenses. Actual outcomes may differ from these estimates.

The estimates and assumptions are evaluated regularly. Changes to estimates are recognized in the period that the change is made.

The sources of uncertainty and estimates that involve a significant risk that the value of assets or liabilities may require restatement to a material extent during the forthcoming financial year are impairment testing of intangible assets with indefinite useful lives. Whether the requirements for capitalization of development expenditure is satisfied requires estimates. After capitalization, whether the accounting requirement for development expenses remain satisfied, and whether there are indications that the capitalized expenditure may have been exposed to impairment is assessments both initially and on an ongoing basis. There is an ongoing analysis of whether the capitalized expenses may be subject to a depreciation. The capitalized intangible

assets that are not yet complete, which are subject to yearly impairment tests or as soon as there is an indication of impairment. Impairment tests involve estimates of future cash flows attributable to the asset or the cash-generating unit to which the asset relates when it is complete. These estimates and judgements involve expectations primarily regarding the selling price of products, market penetration, remaining development, sales and marketing expenses, and the likelihood that the product passes through the remaining development phases. These assumptions involve sector and market-specific data, are made by Management, then reviewed by the Board of Directors. For more information on the impairment testing of intangible assets with indefinite useful lives, see Note 10.

Another source of uncertainty is the judgement of the extent to which deferred tax assets can be recognized based on a judgement of the likelihood of the Group's future taxable revenues that the deferred tax assets can be applied against. Additionally, significant consideration of judgements of the effect of certain legal and financial limitations, or uncertainty in differing jurisdictions is also necessary.

Note 3 Expenses classified by type

Operating profit/loss, expenses classified by type

SEK thousand	Group		Parent company	
	2021	2020	2021	2020
Net sales	-	-	-	-
Capitalized work on own account	95,621	88,983	95,621	90,098
Other operating income	656	1,364	656	1,364
Other external expenses	-120,324	-105,657	-121,508	-107,691
Personnel expenses	-32,251	-29,272	-32,251	-29,272
Depreciation and amortization	-8,870	-7,703	-7,781	-6,709
Write-down/disposal	-31,128	-	-31,128	-
Other operating expenses	-1,657	-1,171	-1,660	-1,171
Operating profit/loss	-97,953	-53,457	-98,050	-53,381

Note 4 Other operating income

SEK thousand	Group		Parent company	
	2021	2020	2021	2020
Exchange gains	656	1,246	656	1,246
Sales of tangible fixed assets	-	113	-	113
Other operating income	-	5	-	5
Total	656	1,364	656	1,364

Note 5 Other operating expenses

SEK thousand	Group		Parent company	
	2021	2020	2021	2020
Exchange losses	-1,657	-1,171	-1,660	-1,172
Total	-1,657	-1,171	-1,660	-1,172

Other operating expenses consist entirely of exchange rate losses that relates to foreign payments.

Note 6 Audit fees

SEK thousand	Group		Parent company	
	2021	2020	2021	2020
KPMG AB				
Auditing	305	285	305	285
Audit-related activities in addition to audit assignment	69	106	69	106
Other	-	668	-	668
Total	374	1,059	374	1,059
Öhrlings Pricewaterhouse Coopers AB				
Other	205	-	205	-
Total	205	-	205	-

Auditing

Auditing means the statutory audit of annual accounts and consolidated accounts, as well as accounting records and the Board of Directors' and CEO's administration, and auditing and other reviews conducted in accordance with agreement or contract.

This includes the duties incumbent on the Company's auditor, as well as consulting or other services resulting from observations from such review or performing other such duties.

Audit-related activities in addition to audit assignment

Audit-related activities in addition to audit assignment refers to audit of submitted certificates.

Other

Essentially, other means consulting in segments such as certifications, internal processes and support on preparations for the Company's IPO process that were initiated during 2020.

In 2021, the Company has obtained advices from Öhrlings Pricewaterhouse Coopers AB, regarding the design of new warrant programs.

Note 7 Employees and personnel expenses

SEK thousand	Group		Parent company	
	2021	2020	2021	2020
Average number of employees				
Women	8	8	8	8
Men	14	12	14	12
Total	22	20	22	20
Salaries and other benefits				
Salaries for the Board of Directors and CEO	3,816	3,297	3,816	3,297
Bonuses, etc. for the Board of Directors and CEO	264	218	265	218
Other employees	18,268	15,469	18,268	15,469
Total	22,349	18,983	22,349	18,983
Social security expenses				
Pension expenses for the Board of Directors and CEO	506	454	506	454
Pension expenses for other employees	2,712	2,467	2,712	2,467
Other statutory or contractual social security charges	5,157	5,413	5,157	5,413
Total	8,374	8,333	8,374	8,333
Total salaries, benefits, social security expenses and pension expenses	30,723	27,317	30,723	27,316

Remuneration to senior executives

Remunerations 2021, SEK thousand	Basic salary/ Directors' fee	Variable compensa- tion	Other benefits	Pension expense	Other compensa- tion	Total compensa- tion
Chairman Anders Ekblom	238					238
Former Chairman Michael Wolff Jensen (Avgick 20 maj)	190					190
Director Gunnar Gårdemyr	195					195
Director Maris Hartmanis	260					260
Director Carl-Johan Spak	223					223
Director Torbjörn Koivisto	213					213
Director Christine Lind	223					223
Director Anders Bladh	118					118
CEO, Per Andersson	2,011	264	39	506	109	2,929
Other senior executives (3)	2,646	265	60	652	1,229*	4,852
Total	6,317	529	99	1,158	1,338	9,441

During the year, CEO, Per Andersson received 19,000 warrants related to the warrant program LTIP 2021/2024, a subsidy of SEK 109 thousand was paid.

Remuneration to senior executives

Remuneration 2020, SEK thousand	Basic salary/ Directors' fee	Variable compensa- tion	Other benefits	Pension expense	Other compensa- tion	Total compensa- tion
Chairman Michael Wolff Jensen	355					355
Director Hans Arwidsson (resigned 14 May)	35					35
Director Gunnar Gårdemyr	178					178
Director Maris Hartmanis	204					204
Director Carl-Johan Spak	178					178
Director Torbjörn Koivisto	178					178
Director Christine Lind	181					181
CEO, Per Andersson	1,989	218	44	454		2,704
Other senior executives (3)	2,655	219	80	616	1,111*	4,680
Total	5 951	436	124	1,070	1,111	8,692

*Other compensation for other senior executives is consulting fees from a senior executive and subsidies related to the warrant program LTIP 2021/2024.

Cont. Note 7

There are no pension obligations to the Board of Directors. The Company's CEO has been allocated a pension solution via Skandia in the form of an occupational pension policy.

Warrant program

As per 2021-12-31, the Company has issued four series of warrants via incentive programs targeting all employees and certain key individuals with the aim of creating greater unity between employees' at shareholders' interests.

Warrant program LTIP 2015/2021

In 2015, all employees and the chairman of the board were granted 255,000 warrants with an exercise price of SEK 25.00 per share. They could be exercised until 21 January 2021. On full exercise, these remaining warrants cause maximum dilution of 0.93% based on the current number of shares. The program has no vesting conditions. Recipients of these warrants paid market price, with no subsidy granted. By the end of 2021, all warrants had been exercised.

Warrant program LTIP 2018/2022

An Extraordinary General Meeting on 28 November resolved to introduce an incentive program (LTIP 2018) involving a maximum of 234,505 warrants with the aim of creating greater unity between key employees' and shareholders' interests. LTIP 2018 was offered to all employees and other key individuals. The Company's directors were not eligible for LTIP 2018. The warrants were subscribed on market terms at a price (premium) determined on the basis of computed market value of the warrants by an independent valuation institute applying the Black & Scholes valuation model. The value was computed at SEK 5.83 per warrant based on a subscription price per share of SEK 116.50. Assuming full exercise of the warrants already issued in previously adopted incentive programs, LTIP 2018 corresponds to a maximum of approx. 1.13% of the share capital and votes after dilution (with a reservation for potential restatement pursuant to the warrants terms & conditions). The warrants can be exercised until 17 January 2022. The Company subsidized the participants' premium with an amount corresponding to the premium paid, which has been reported as personnel costs in 2018. If the warrant holder's employment ends during the program's term, warrant will be redeemed proportionately based on the remaining term in relation to the program's original terms. No warrants had been returned or exercise as of 31 December 2021.

Parent company and group

No. of warrants per incentive program

2021	2015/2021	2018/2022	2020/2023	2021/2024	2021/2026
Outstanding at beginning of period, 1 Jan. 2021	175,000	213,922	79,074	-	-
Granted in the period	-	-	-	195,725	13,214
Forfeited in the period	-	-	-	-	-
Exercised in the period	-175,000	-	-	-	-
Redeemed in the period	-	-	-6,589	-6,385	-
Outstanding at end of period	-	213,922	72,485	189,340	13,214
Exercisable at end of period, 31 Dec. 2021	-	213,922	72,485	189,340	13,214

Warrant program LTIP 2020/2023

The program was resolved at an Extraordinary General Meeting on March 26, 2020 and comprised 79,074 warrants linked to the Company's value growth, to create a stronger link between employees and shareholders interest. LTI 2020 involved five persons, including the CFO. The warrants were subscribed on market terms at a price determined on the basis of an estimated market valuation (Black & Scholes) by an independent valuation institute. The value of the warrant was calculated at SEK 4.86 based on a subscription price per share of SEK 89.10. The program provides a maximum dilution effect of 0.42% on the current number of shares. The warrants can be exercised in the period 1 April 2023 to 4 May 2023. The Company subsidized the participants' premium with an amount corresponding to the premium paid, which has been reported as personnel costs in 2020. If the warrant holder's employment ends during the program's term, warrant will be redeemed proportionately based on the remaining term in relation to the program's original terms. During 2021, 6,589 warrants have been returned and deregistered.

Warrant program LTIP 2021/2024

The warrant program encompasses 24 persons, including the company's CEO. The program involved 195,725 warrants and was subscribed under market terms at a price established by an independent appraisal institute using the Black & Scholes model. The value per option was calculated to be SEK 7.55 and the subscription price per share was calculated to be SEK 148.90. The warrant program runs for three years. The warrants can be exercised in the period 3 June 2024 to 15 July 2024. The Company subsidized the participants' premium with an amount corresponding to the premium paid, which has been reported as personnel costs in 2021. If the warrant holder's employment ends during the program's term, warrant will be redeemed proportionately based on the remaining term in relation to the program's original terms. During 2021, 6,589 warrants have been returned and deregistered.

Warrant program 2021/2026

The Chairman LTIP program included the Company's new Chairman of the Board. The value per warrant was calculated to be SEK 16.38 and the subscription price per share to be SEK 129.00. The program runs for five years and involved 13,214 warrants. The warrants can be exercised in the period 25 May 2026 to 15 June 2026. If the warrant holder's assignment ends during the program's term, warrant will be redeemed proportionately based on the remaining term in relation to the program's original terms. No subsidy was paid.

Cont. Note 7

2020	2015/2021	2017/2020	2018/2022	2020/2023
Outstanding at beginning of period, 1 Jan. 2020	255,000	199,591	213,922	-
Granted in the period	-	-	-	79,074
Forfeited in the period	-	-	-	-
Exercised in the period	-80,000	-199,591	-	-
Redeemed in the period	-	-	-	-
Outstanding at end of period	175,000	-	213,922	79,074
Exercisable at end of period, 31 Dec. 2020	175,000	-	213,922	79,074

Outstanding warrants as of 31 December 2021 have a subscription price in the interval SEK 89.1 (25) to 148.9 (116.50) and a weighted average remaining contracted

term of 3.6 (3.7) years. The fair value of warrants has been estimated using the Black & Scholes model.

Fair value and assumptions at the time of granting warrants

	Incentive program					
	2015/2021	2017/2020	2018/2022	2020/2023	2021/2024	2021/2026
Fair value at grant date						
Share price (SEK)	10	22	69,2	52,4	88.03	88.03
Volume weighted share price at the exercise price (SEK)	-	32.89	70.61	52.41	87.57	85.97
Exercise price (SEK)	25	49.3	116.5	89.1	148.90	129.0
Expected volatility (%)	25	35	35	35	35	35
Warrant term (years)	5	3	3.1	3.1	3.1	5.1
Expected dividend	0	0	0	0	0	0
Risk-free interest rate (%)	-1.5	-0.44	-0.28	-0.30	-0.15	-0.04

The input data stated in the above table is for valuation at the grant date. The expected volatility is based on historical volatility based on a weighted average maturity of warrants adjusted for any expected change in future volatility resulting from officially available information. The expected term of the warrant has been determined considering expected subscription prior to the end of each program's subscription period, and has been assumed at 3–5 years. The expected maturity has been completed by using historical data on how early individuals in different staff categories have exercised their warrants.

The following executives held shares in the Company at the end of the year:

Anders Ekblom	3,000 shares
Per Andersson	242,294 shares
Maris Hartmanis	28,619 shares
Torbjörn Koivosto (via IARU)	6,000 shares
Gunnar Gårdemyr	4,400 shares
Christine Lind	4,000 shares
Carl-Johan Spak	– shares
Anders Bladh (private & via Ribbskottet)	2,289,119 shares
Other senior executives	79,555 shares

The number of warrants granted to senior executives of the Company at the end of year

Anders Ekblom	13,214 warrants
Per Andersson	50,267 warrants
Other senior executives	128,066 warrants

Agreements on severance pay and notice periods

The notice period for termination initiated by the CEO is six months. For termination initiated by the Company, the CEO's notice period is nine months. If the CEO is discharged during the notice period, the CEO is not entitled to variable compensation, otherwise normal compensation is payable during the notice period.

At present, there are no agreements on severance pay for other senior executives.

Gender division on the Board of Directors and senior executives	2021	2020
Share of women on the Board of Directors	14%	17%
Share of men on the Board of Directors	86%	83%
Share of women in other senior executives	50%	50%
Share of men in other senior executives	50%	50%

Note 8 Financial income & expenses

SEK thousand	Group		Parent company	
	2021	2020	2021	2020
External interest income	1,259	1,053	938	1,053
Total	1,259	1,053	938	1,053

SEK thousand	Koncernen		Moderbolaget	
	2021	2020	2021	2020
External interest expenses	-4	-6	-4	-5
Total	-4	-6	-4	-5

Interest income and costs deriving from financial assets and liabilities are valued to amortized cost.

Note 9 Tax

SEK thousand	Group		Parent company	
	2021	2020	2021	2020
Current tax	-	-	-	-
Total reported tax	-	-	-	-
Reconciliation of effective tax				
Reported profit/loss before tax	-96,698	-52,410	-97,116	-53,333
Tax at applicable rate 21.4% (22.0)	19,920	11,216	20,006	11,199
Tax effect of deductible costs that are not included in the reported profit	31	3,446	31	3,446
Tax effect of non-deductible expenses	-52	-23	-52	-23
Tax effect of non-taxable revenues		-		-
Other	86	-16	-	-
Increase in loss carry-forwards without the corresponding capitalization of deferred tax	-19,985	-14,622	-19,985	-14,622
Reported effective tax	-	-	-	-

The Company has tax items in respect of emissions expenses reported directly against equity.

Previous year (2020), the Company started a case with the Swedish Tax Authority to get their opinion on the tax-related loss carry-forwards that have arisen from 2015. The potential effect can lead to reductions of previous tax-related loss carry-forwards in 2015 due to the special limitation rules for change of the Company's ownership. Tax-related loss carry-forwards that have arisen after the 2015 tax year are not considered to be affected, but may have an effect for the opening tax-related balances for each year.

The Company, in consultation with its tax consultants, has chosen to correct the previous tax declarations and then claim back the losses carry-forward from previous years. In 2020, the Company also corrected previous tax declarations related to retroactive restatement of tax depreciations. At the end of 2021, the Company received the decision of the tax depreciations from the Swedish Tax Agency. The decision was in accordance with the proposal of the Company.

In 2022, the Company will submit a new process to claim the tax-related loss carry forward in 2015.

Accumulated loss carry-forwards as of 31 December 2021 amounted to SEK 291,891 thousand, thus the tax loss for the current year amounted to SEK 96,861 thousand (68,326).

Deferred tax assets have not been reported for these items as the Company most likely will continue to make losses next year. Furthermore, significant parts of the loss carry-forward may be lost owing to the special limitation and blocking rules that apply when there are changes in ownership. The size of the remaining loss carry-forward is analyzed every year and the likelihood of their ability to be used against future gains is assessed.

Note 10 Capitalized development costs

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Acquisition costs brought forward	231,618	141,515	231,512	141,414
Purchases	95,746	90,103	95,621	90,098
Reclassification	-31,128	-	-31,128	-
Closing accumulated acquisition cost	296,236	231,618	296,005	231,512
Closing residual value according to plan	296,236	231,618	296,005	231,512

Costs for research and development expensed in the period is SEK 7,432 thousand (6,549) for the parent company and SEK 7,439 thousand (6,379) for the group.

In the consolidated accounts, interest of SEK 511 thousand (511) was capitalized as capitalized development expenditure in 2021. Interest is attributable to the group's lease liability. The average interest rate in the period was 5%. On October 13, the Board announced to terminate further development of the generic version of HyNap-Dasa in order to focus on the improved product Dasynoc. The disposal had an effect of SEK -31,128 thousand and was related to the capitalized development costs related to generic version.

Critical estimates and judgements

Several critical estimates and judgements are made when Xspray Pharma conducts impairment tests of the group's and parent company's capitalized development expenditure.

Primarily, the most critical assumptions are assumptions guarding the size of the market, market share and pricing levels. The Company remains in the development phase,

and judgements cannot be backed by financial history, which presents difficulties in assessing the reasonableness of forecasts. However, the Company can refer to relevant products on the market at present. The Company has conducted sensitivity analyses based on narrower margins, delays in time in terms of estimated sales, and the scale of estimated sales, these analyses offer indications that impairment is necessary. The weighted average cost of capital after tax could also double without any indication of impairment.

The impairment test is based on forecasted sales revenue based on current sales statistics. Furthermore, cost of goods sold has been calculated based on cost estimates from suppliers, partners and personnel costs. Other external costs and personnel costs for the projects have been considered. Furthermore, consideration has also been made for depreciation of the intangible asset.

Capitalized development expenditure begins amortization when each product is launched on the market.

Note 11 Machinery and other technical plant

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Acquisition costs brought forward	37,446	36,885	37,446	36,885
Purchases	7,057	831	7,057	831
Scrapping	-	-270	-	-270
Closing accumulated acquisition cost	44,503	37,446	44,503	37,446
Depreciations brought forward	-16,700	-10,420	-16,700	-10,420
Depreciations for the year	-7,346	-6,280	-7,346	-6,279
Scrapping	-	-	-	-
Accumulated depreciations carried forward	-24,045	-16,700	-24,045	-16,700
Closing residual value according to plan	20,458	20,746	20,458	20,747

SEK 7,346 thousand (6,280) of depreciation on equipment and other technical plant is in the Income Statement under research and development expenses.

Note 12 Leases

The effects of the transition to IFRS 16 on the group's leases is reviewed in accounting policies and below. The transition approach the group has decided to apply on the transition to IFRS 16 implies that the comparative information has not been restated to reflect the new requirements. The group is only a lessee in the matter of lease contracts entered, and is not a lessor.

The Group has a rental agreement for premises. The lease was signed during the last quarter of 2018 and runs until October 31, 2023.

Extension options are included in the agreement regarding the premises. When determining the length of

the lease, management considers all available information that provides a financial incentive to exercise an extension option. The possibility of extending an agreement is only included in the duration of the lease if it is considered reasonably certain that the agreement will be extended. Possible future cash flows of SEK 4,300 thousand have not been included in the lease debt as it is not certain that the agreements will be extended or terminated.

The Group also has a small number of leasing contracts for cars with lease periods of 3 years.

Right-of-use asset

SEK thousand	Real estate used in business operations	Vehicles	Total
Closing balance, 31 December 2021	3,220	306	3,526
Depreciations during the year	878	106	984

Additional right-of-use assets in 2021 were SEK 287 thousand (125). This amount includes cost for right-of-use assets relating to vehicles newly acquired in the year.

Lease liabilities

SEK thousand	2021	2020
Short-term lease liabilities	2,048	1,985
Long-term lease liabilities	1,185	2,898
Total lease liabilities	3,233	4,883

Amounts recognized in profit or loss

SEK thousand	2021	2020
Depreciations of right-of-use assets	984	995
Interest on lease liabilities	-	-
Variable lease payments not included in measurement of lease liability	353	382
Expense for short-term leases	-	-
Expense for leases of low value, not short-term leases of low value	111	88

Cont. Note 12

Future lease payments:

SEK thousand	Group		Parent company	
	2021	2020	2021	2020
Within one year	2,117	2,052	2,117	2,052
Between one year and five years	1,746	3,175	1,746	3,175
After more than five years	-	-	-	-

The group's future lease payments for 2021 are disclosures pursuant to IFRS 16 including expected usage of extension options.

Expense payments for operating leases pursuant amount to:

SEK thousand	Moderbolaget	
	2021	2020
Minimum payments	2,169	2,034
Variable payments	353	382

Total lease expenses**Amounts recognized in the Statement of Cash Flows**

SEK thousand	2021	2020
Total cash outflows attributable to leases	2,618	1,406

The above cash outflow includes amounts for leases recognized as lease liabilities, and amounts paid for variable lease payments, short-term leases and leases of low value.

Note 13 Equipment

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Acquisition costs brought forward	2,419	2,300	2,419	2,300
Purchases	39	119	39	119
Disposals/scrapping	-	-	-	-
Closing accumulated acquisition cost	2,458	2,419	2,458	2,419
Depreciation brought forward	-1,449	-1,033	-1,449	-1,033
Depreciations for the year	-435	-416	-435	-416
Disposals/ scrapping	-	-	-	-
Accumulated depreciations carried forward	-1,884	-1,449	-1,884	-1,449
Closing residual value according to plan	574	970	574	970

Depreciation on equipment is reported in the Income Statement under administration and selling expenses at SEK 349 thousand (330), as well as research and development expenses, at SEK 86 thousand (86).

Note 14 Fixed assets under construction and prepayments

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Acquisition costs brought forward	15,746	8,467	15,746	8,467
Investments in the year	1,275	3,623	1,275	3,623
Reclassification in the year	-7,155	-	-7,155	-
Prepayments in the year	10,177	3,656	9,853	3,656
Closing accumulated acquisition cost	20,043	15,746	19,719	15,746

In 2021, the Company has continued to invest in the construction of the new manufacturing plant in the facility owned by Pharmacare Premium Ltd's, in Malta.

Note 15 Shares in subsidiaries

Parent company, SEK thousand	31 Dec. 2021	31 Dec. 2020	Namn	Share of	Share of	No. of	Book
				equity	votes		shares
				(%)	(%)	thousand	(SEK
Acquisition costs brought forward	50	50	Xspray Pharma				
Purchases	-	-	Futurum AB	100	100	50,000	50
Accumulated cost carried forward	50	50					
Closing carrying amount	50	50	Name	Corp	Reg.	Equity	Profit/
				ID no.	office	(SEK	loss for
			Xspray Pharma	559178-		thou-	the year
			Futurum AB	7642	Stockholm	sand)	
							0

Note 16 Financial instruments and financial risks

Financial assets and liabilities for the parent company and group as of year-end 2020 and 2019. All financial assets and liabilities below are recognized at amortized cost apart from the financial investment in shares of SEK 1 thousand, which is in the financial assets at fair value through profit or loss measurement category. For non-interest-bearing asset and liability items such as; current receivables, cash and cash equivalents and other current liabilities, accounts payable with a residual life of less than six months, the reported is considered to be a reasonable approximation of fair value

SEK thousand	31 Dec. 2021	31 Dec. 2020
Financial assets in the Balance Sheet		
Financial investments	1	1
Current receivables	1,514	2,121
Accrued income	30	649
Cash and cash equivalents	271,831	325,548
Total	273,376	328,319
Financial liabilities in the Balance Sheet		
Trade accounts payable	16,865	8,437
Other current liabilities	-	-
Accrued expenses	10,401	8,627
Total	27,266	17,064

The carrying amounts of financial assets and liabilities that are valued above are reasonable approximations of fair value. For lease liabilities in the consolidated accounts, see note 12.

Financial risks and asset management procedures

Through its operations, the Company is exposed to various financial risks such as market risk (currency risk in cash flow), credit risk and liquidity risk. The Board of Directors has adopted a finance policy for managing financial risks within the Group. The Board is responsible for the Group's long-term financing strategy and for any raising of capital. The CFO is responsible for managing financial risks in its day-to-day operations.

Currency risk

The Company collaborates with international counterparties and there is some exposure to fluctuations of different currencies, mainly USD, EUR and GBP. The currency risk and the Company's way of working to minimize the risk are managed in the Company's treasury policy. Exposure to currency risk arises in tandem with foreign currency payments and receipts, and in the translation of foreign currency receivables and liabilities. The scope of the Company's operations mean that at present, net exposure to foreign currencies is limited. A weakening of the Swedish Krona against these currencies will lead to increased costs for the Group, if all else being equal.

The current exposure for foreign currencies is limited.

A change in the average exchange rate for USD, EUR and GBP by +/- 10%, with all other variables constant, will have an impact on the Group's profit before tax by SEK +/- 6,336 thousand, SEK +/- 3,053 thousand and SEK +/- 672 thousand. However, since foreign currency expenditures are mainly capitalized in machinery and capitalized development expenditure, currency risks are only exposed for the time between delivery and payment.

The profit/loss for the year for the group and parent company include exchange differences in the operating profit/loss.

Credit- and interest risk

Credit is the risk of a counterparty of a financial transaction not fulfilling its obligations on the due date. Credit risk mainly relates to balances with reputable banks with credit ratings of A or higher, based on credit rating from Standard & Poor. These balances are available on demand. Considering their short maturity and banks' high credit ratings, the credit risk is considered low, and expected credit losses negligible.

To reduce financial credit risk and to have a high level of readiness for investments, liquidity is invested in bank accounts or interest-bearing securities with low interest rate risk, low credit risk and high liquidity. The Company has placed the cash and cash equivalents in a bank account or deposit account in Nordic banks where interest income can be obtained.

Liquidity risk/financing risk and going concern

As of December 31, 2021, the Group had available liquidity of SEK 271,881 thousand. Liquidity consists of bank balances. From a capital structure perspective, current investments and financial investments are also included in net debt even though they are not classified as cash and cash equivalents. At year-end, there were no external borrowings in the Group, as the Company's operations are mainly financed by equity. The objective regarding the capital structure is to maintain the Group's ability to continue its operations in order to generate returns for shareholders and benefits for other stakeholders, and to maintain an optimal capital structure to minimize the cost of capital.

Depending on which direction the Company chooses for coming year, the Group's cash and cash equivalents may not meet the liquidity needed to conduct the accelerating operations over the next 12 months. In light of this, work is underway of possible financial solutions. If sufficient financing is not arranged, this indicates material uncertainties that may cast doubt on the ability to continue as a going concern. According to the Board's policy, the Group shall maintain a strong financial position, which helps the company to retain the confidence of its investors and the market. It also creates a foundation for further development of its operations, with continued long-term support for its goal of securing dividends for the company's owners. Until the company has achieved long-term, sustainable profitability, its policy is to maintain a low level of debt and a high level of equity.

Cont. Note 16

Capital structure

The Group's goal regarding the capital structure is to ensure the Group's ability to continue its operations, so that it can continue to generate returns to shareholders and benefit other stakeholders, and maintain an optimal capital structure to keep low costs.

Before the Company achieves profitability and positive cash flow, the Group needs to maintain its capital structure from new share issues and other equity instruments to finance the development costs and launch of new projects.

Not 17 Inventories

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Goods in transit	6,199	-	6,199	-
Total	6,199	-	6,199	-

Inventories consists of raw materials that have been sent from the supplier but have not yet arrived at the Company's warehouse.

Note 18 Prepaid expenses and accrued income

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Prepaid rent	98	84	580	566
Other prepaid expenses	1,385	2,017	1,385	2,017
Accrued interest income	30	649	30	649
Total	1,513	2,750	1,995	3,232

Other prepaid expenses mainly consists of manufacturing costs for materials for the Company's clinical programs.

Note 19 Cash and cash equivalents

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Bank balances	271,881	325,598	271,831	325,548
Total	271,881	325,598	271,831	325,548

Cash and cash equivalents in the Balance Sheet and Cash Flow Statement consist of cash and bank balances only. All outstanding bank balances are wholly invested with banks

with high credit ratings from leading credit institutions. See note 16 for more detail on credit risk.

Note 20 Equity

Number of shares	2021	2020
Number/value at end of year	18,892,504	16,751,622
New share issue	1,612,904	1,861,291
Redemption of warrants	175,000	279,591
Number at the end of year	20,680,408	18,892,504

The share has been trading on Nasdaq Stockholm with the ticker XSPRAY since 27 March 2020. Before that, First North Growth Market since 28 September 2017. The share's price on the list change day was SEK 53.10. As of 31 December 2021, the Company had 20,680,408 (18,892,504) shares.

The shares have a quota value of SEK 1 per share.

Note 21 Accrued expenses and deferred income

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Accrued bonus incl. soc.security fee	1,474	2,318	1,474	2,318
Accrued research and development expenses	1,650	1,306	1,650	1,306
Accrued legal cost	100	92	100	92
Accrued vacation pay incl. soc.security fee	3,311	2,507	3,311	2,507
Accrued special payroll tax	1,576	1,268	1,576	1,268
Accrued consulting fee	344	17	344	17
Accrued Board fees	639	444	639	444
Other accrued expenses	1,306	676	1,306	676
Total	10,401	8,627	10,401	8,627

Note 22 Pledged assets

There are no pledged assets or liabilities for which collateral has been pledged.

Note 23 Contingent liabilities

There are no contingent liabilities, or contingent liabilities in favor of a separate legal entity.

Note 24 Transactions with related parties

The Management of the parent company, the Boards of Directors of the parent company and subsidiaries are defined as related parties. The subsidiary is fully dormant, and there have been no intra-group transactions, so no further disclosure will be made on this topic subject.

The following transactions with related parties occurred during the financial year and comparative year. For the comparative year, amounts are stated under other benefits, while for the financial year, information presented over and above that in note 7 – Employees and personnel expenses is provided.

Purchases of services from senior executives in 2021 were consulting fees to InterCon HB, which is owned by Andreas Konar, member of management team.

Purchases of services from Directors in 2020 were consulting fees to MIWO Invest ApS (former MWJ Partners ApS), which is owned by former Chairman, Michael Wolff Jensen.

These transactions were on an arm's length basis.

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Purchase of service from Directors	-	249	-	249
Purchase of service from Senior Executives	1,036	1,111	1,036	1,111
Total	1,036	1,351	10,36	1,351

Note 25 Definitions of key ratios

Earnings per share computed as profit/loss for the period divided by the average number of shares in the period.

This key ratio is useful for readers of the financial reports as a complement to other key ratios for assessing Xspray Pharma's profit position.

Equity/assets ratio equity in relation to total assets.

This key ratio is useful for readers of the financial reports as a complement to other key ratios for assessing Xspray Pharma's capital position.

Research and development expenses as a percentage of operating expenses consists of research and development expenses divided by operating expenses, which include selling and administration expenses and other operating expenses.

This key ratio is useful for readers of the financial reports as a complement to other key ratios for assessing the degree of development of the Company's product candidates.

Note 26 Significant events after the reporting period

- In January, the FDA announced that the application for market approval of Dasynoc had been accepted for a full review.
- In February, the Company announced that Anna-Karin Ekberg has been appointed Global Head of Marketing and Sales. Anna-Karin will take office on March 15, 2022, and will become member of the Company's management team.
- In February, Bristol Myers Squibb announced that they had filed a lawsuit against Xspray Pharma in the US, claiming patent infringement in relation to the filing of Xspray Pharma's Dasynoc New Drug Application with the FDA.
- Xspray Pharma is deeply troubled by the recent events taking place in Ukraine. The humanitarian catastrophe is deeply tragic. For the time being Xspray Pharms operations are not directly impacted but we are following the developments closely.

No events causing restatements of the Income Statement and Balance Sheet have occurred between the reporting date and the date of approval of this Report.

Note 27 Earnings per share

SEK thousand	Group		Parent company	
	31 Dec. 2021	31 Dec. 2020	31 Dec. 2021	31 Dec. 2020
Basic earnings per share	-5.03	-3.05	-5.05	-3.04
Diluted earnings per share	-5.03	-3.05	-5.05	-3.04

Amounts used in numerators are consistent with profit/loss for the year of the group of SEK -96,698 thousand (-52,410), and SEK -97,116 thousand (-52,333) in the parent company. Amounts used in denominators are stated below.

The weighted average number of outstanding shares was 19,803,830 (19,237,743), which is affected by new share issues in the current and previous financial years. The number of outstanding shares at year-end was 20,680,408 (18,892,504).

Instruments that can have a dilution effect and changes after the reporting date

The weighted average number of shares after dilution and profit/loss after dilution are the same before and after dilution. Because the group is reporting a loss for the current and previous financial years, potential ordinary shares cause no dilution of the average number of shares. There are incentive programs, which once the Company reports a profit, will have a dilution effect. For more information on the terms & conditions of incentive programs, and the number of outstanding warrants, see note 7. No change to the number of shares before and after dilution occurred after the reporting date.

Note 28 Appropriation of profit/loss

SEK thousand	31 Dec. 2021
The following funds are at the disposal of the Annual General Meeting:	
Share premium reserve	813,484
Loss brought forward	-442,642
Loss for the year	-97,166
Total	273,724
Appropriated as follows:	
Share premium reserve	813,483
Loss carried forward	-539,759
Carried forward	273,724

Signatories to the Annual Report

The Board of Directors and Chief Executive Officer certify that these annual accounts have been prepared in accordance with generally accepted accounting principles in Sweden, and the consolidated accounts have been prepared in accordance with the international accounting standards as referred to in European Parliament and Regulation (EC) No 1606/2002 as of 19 July 2002 on the application of international accounting standards. The annual accounts and consolidated accounts give a true and fair view of the parent company's and the group's financial position and results of operations. The Report of the Board of Directors for the parent company and the group gives a true and fair view of the progress of the parent company and the group's

operations, financial position and results of operations, and describes the significant risks and uncertainties faced by the parent company and group companies.

As stated above, the annual accounts and consolidated accounts were approved for issue by the Board of Directors and Chief Executive officer on 25-03-2022. The Consolidated Income Statement and Consolidated Statement of Comprehensive Income, the Balance Sheet and Other Comprehensive Income and Statement of Financial Position, and the Parent Company Income Statement and Balance Sheet will be subject for adoption at the Annual General Meeting on 19-05-2022.

Stockholm
25-03-2022

Anders Ekblom
Chairman of the Board

Anders Bladh

Gunnar Gårdemyr

Maris Hartmanis

Torbjörn Koivisto

Christine Lind

Carl-Johan Spak

Per Andersson
CEO

Our Audit Report was presented on 25-03-2022

KPMG AB

Duane Swanson
Authorized Public Accountant

Auditor's Report

To the general meeting of the shareholders of XSpray Pharma AB (publ), corp. id 556649-3671

Report on the annual accounts and consolidated accounts

Opinions

We have audited the annual accounts and consolidated accounts of XSpray Pharma AB (publ) for the year 2021, except for the corporate governance statement on pages 39-43. The annual accounts and consolidated accounts of the company are included on pages 32-77 in this document.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act, and present fairly, in all material respects, the financial position of the parent company as of 31 December 2021 and its financial performance and cash flow for the year then ended in accordance with the Annual Accounts Act. The consolidated accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the group as of 31 December 2021 and their financial performance and cash flow for the year then ended in accordance with International Financial Reporting Standards (IFRS), as adopted by the EU, and the Annual Accounts Act. Our opinions do not cover the corporate governance statement on pages 39-43. The statutory administration report is consistent with the other parts of the annual accounts and consolidated accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet for the parent company and the group.

Our opinions in this report on the the annual accounts and consolidated accounts are consistent with the content of the additional report that has been submitted to the parent company's audit committee in accordance with the Audit Regulation (537/2014) Article 11.

Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements. This includes that, based on the best of our knowledge and belief, no prohibited services referred to in the Audit Regulation (537/2014) Article 5.1 have been provided to the audited company or, where applicable, its parent company or its controlled companies within the EU.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Material uncertainty as to going concern

We bring to your attention the information in the admini-

nistration report (page 37) and in note 16 (page 72) which states that the cash and cash equivalents are not sufficient to cover planned operations for the coming 12 months. It also states in the administration report that the outlook to obtain financing through various sources is considered to be good based on the recent development of the company but also there is a risk that the basis of going concern cannot be used if sufficient financing is not arranged. These circumstances indicate that there are material uncertainties that may cast significant doubt on the Group's ability to continue as a going concern. We have not modified our opinions in regards to this.

Key Audit Matters

Key audit matters of the audit are those matters that, in our professional judgment, were of most significance in our audit of the annual accounts and consolidated accounts of the current period. These matters were addressed in the context of our audit of, and in forming our opinion thereon, the annual accounts and consolidated accounts as a whole, but we do not provide a separate opinion on these matters.

Intangible assets

See note 10 and accounting principles on page 58 in the annual account and consolidated accounts for detailed information and description of the matter.

Description of key audit matter

The consolidated carrying value at 31 December 2021 of capitalized development costs amounted to 296 MSEK and refers to pharmaceuticals in the development phase. These intangible assets equal approximately 48 % of the consolidated total assets and are subject to an impairment testing.

The impairment testing of these assets are dependent on management's estimates and judgments of future revenues, operating results, as well as required levels of working capital and investments. Another important assumption is the discount rate to be used in order to reflect the time value of money as well as the specific risks associated with the operations.

Response in the audit

We have assessed whether the impairment tests related to intangible fixed assets have been prepared in accordance with the prescribed method as well as assessed the reasonableness in the group's test of the carrying value of the intangible assets.

Additionally, we have considered the reasonableness of the predicted future cash flows as well as the discount rates used through evaluation of the group's written documentation and forecasts. We have also examined the sensitivity analysis prepared by group management to evaluate how reasonable changes in the assumptions may impact the valuation.

We have also reviewed the compliance with the accounting principles and disclosures related to capitalized development costs as stated in the annual accounts and consolidated accounts.

Other Information than the annual accounts and consolidated accounts

This document also contains other information than the annual accounts and consolidated accounts and is found on pages 1-31 and pages 82-86. The other information comprises also of the remuneration report which we obtained prior to the date of this auditor's report. The Board of Directors and the Managing Director are responsible for this other information.

Our opinion on the annual accounts and consolidated accounts does not cover this other information and we do not express any form of assurance conclusion regarding this other information.

In connection with our audit of the annual accounts and consolidated accounts, our responsibility is to read the information identified above and consider whether the information is materially inconsistent with the annual accounts and consolidated accounts. In this procedure we also take into account our knowledge otherwise obtained in the audit and assess whether the information otherwise appears to be materially misstated.

If we, based on the work performed concerning this information, conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and consolidated accounts and that they give a fair presentation in accordance with the Annual Accounts Act and, concerning the consolidated accounts, in accordance with IFRS as adopted by the EU. The Board of Directors and the Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts and consolidated accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts and consolidated accounts The Board of Directors and the Managing Director are responsible for the assessment of the company's and the group's ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is however not applied if the Board of Directors and the Managing Director intend to liquidate the company, to cease operations, or has no realistic alternative but to do so.

The Audit Committee shall, without prejudice to the Board of Director's responsibilities and tasks in general, among other things oversee the company's financial reporting process.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts and consolidated accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that

includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts and consolidated accounts.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts and consolidated accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of the company's internal control relevant to our audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors and the Managing Director.

- Conclude on the appropriateness of the Board of Directors' and the Managing Director's, use of the going concern basis of accounting in preparing the annual accounts and consolidated accounts. We also draw a conclusion, based on the audit evidence obtained, as to whether any material uncertainty exists related to events or conditions that may cast significant doubt on the company's and the group's ability to continue as a going concern.

If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual accounts and consolidated accounts or, if such disclosures are inadequate, to modify our opinion about the annual accounts and consolidated accounts. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause a company and a group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the annual accounts and consolidated accounts, including the disclosures, and whether the annual accounts and consolidated accounts represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated accounts. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our opinions.

We must inform the Board of Directors of, among other matters, the planned scope and timing of the audit. We must also inform of significant audit findings during our audit, including any significant deficiencies in internal

control that we identified.

We must also provide the Board of Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, measures that have been taken to eliminate the threats or related safeguards.

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the annual accounts and consolidated accounts, including the most important assessed risks for material misstatement, and are therefore the key audit matters. We describe these matters in the auditor's report unless law or regulation precludes disclosure about the matter.

Report on other legal and regulatory requirements

Auditor's audit of the administration and the proposed appropriations of profit or loss

Opinions

In addition to our audit of the annual accounts and consolidated accounts, we have also audited the administration of the Board of Directors and the Managing Director of Xspray Pharma AB (publ) for the year 2021 and the proposed appropriations of the company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

Basis for Opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company's and the group's type of operations, size and risks place on the size of the parent company's and the group's equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the company's organization and the administration of the company's affairs. This includes among other things continuous assessment of the company's and the group's financial situation and ensuring that the company's organization is designed so that the accounting, management of assets and the company's financial affairs otherwise are controlled in a

reassuring manner.

The Managing Director shall manage the ongoing administration according to the Board of Directors' guidelines and instructions and among other matters take measures that are necessary to fulfill the company's accounting in accordance with law and handle the management of assets in a reassuring manner.

Auditor's responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors or the Managing Director in any material respect:

- has undertaken any action or been guilty of any omission which can give rise to liability to the company, or
- in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company's profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company's profit or loss are not in accordance with the Companies Act.

As part of an audit in accordance with generally accepted auditing standards in Sweden, we exercise professional judgment and maintain professional scepticism throughout the audit. The examination of the administration and the proposed appropriations of the company's profit or loss is based primarily on the audit of the accounts. Additional audit procedures performed are based on our professional judgment with starting point in risk and materiality. This means that we focus the examination on such actions, areas and relationships that are material for the operations and where deviations and violations would have particular importance for the company's situation. We examine and test decisions undertaken, support for decisions, actions taken and other circumstances that are relevant to our opinion concerning discharge from liability. As a basis for our opinion on the Board of Directors' proposed appropriations of the company's profit or loss we examined whether the proposal is in accordance with the Companies Act.

The auditor's examination of the Esef report

Opinion

In addition to our audit of the annual accounts and consolidated accounts, we have also examined that the Board of Directors and the Managing Director have prepared the annual accounts and consolidated accounts in a format that enables uniform electronic reporting (the Esef report) pursuant to Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528) for Xspray Pharma AB (publ) for year 2021.

Our examination and our opinion relate only to the statutory requirements.

In our opinion, the Esef report #4NPBqCcO6ZpDrV4= has been prepared in a format that, in all material respects, enables uniform electronic reporting.

Basis for opinion

We have performed the examination in accordance with FAR's recommendation RevR 18 Examination of the Esef report. Our responsibility under this recommendation is described in more detail in the Auditors' responsibility section. We are independent of Xspray Pharma AB (publ) in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the Esef report in accordance with the Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), and for such internal control that the Board of Directors and the Managing Director determine is necessary to prepare the Esef report without material misstatements, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to obtain reasonable assurance whether the Esef report is in all material respects prepared in a format that meets the requirements of Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), based on the procedures performed.

RevR 18 requires us to plan and execute procedures to achieve reasonable assurance that the Esef report is prepared in a format that meets these requirements.

Reasonable assurance is a high level of assurance, but it is not a guarantee that an engagement carried out according to RevR 18 and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Esef report.

The audit firm applies ISQC 1 Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and other Assurance and Related Services Engagements and accordingly maintains a comprehensive system of quality control, including documented policies and procedures regarding compliance with professional ethical requirements, professional standards and legal and regulatory requirements.

The examination involves obtaining evidence, through

various procedures, that the Esef report has been prepared in a format that enables uniform electronic reporting of the annual accounts and consolidated accounts. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement in the report, whether due to fraud or error. In carrying out this risk assessment, and in order to design procedures that are appropriate in the circumstances, the auditor considers those elements of internal control that are relevant to the preparation of the Esef report by the Board of Directors and the Managing Director, but not for the purpose of expressing an opinion on the effectiveness of those internal controls. The examination also includes an evaluation of the appropriateness and reasonableness of the assumptions made by the Board of Directors and the Managing Director.

The procedures mainly include a technical validation of the Esef report, i.e. if the file containing the Esef report meets the technical specification set out in the Commission's Delegated Regulation (EU) 2019/815 and a reconciliation of the Esef report with the audited annual accounts and consolidated accounts.

Furthermore, the procedures also include an assessment of whether the Esef report has been marked with iXBRL which enables a fair and complete machine-readable version of the consolidated statement of financial performance, financial position, changes in equity and cash flow.

The auditor's examination of the corporate governance statement

The Board of Directors is responsible for that the corporate governance statement on pages 39-43 has been prepared in accordance with the Annual Accounts Act.

Our examination of the corporate governance statement is conducted in accordance with FAR's auditing standard RevR 16 The auditor's examination of the corporate governance statement. This means that our examination of the corporate governance statement is different and substantially less in scope than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. We believe that the examination has provided us with sufficient basis for our opinions.

A corporate governance statement has been prepared. Disclosures in accordance with chapter 6 section 6 the second paragraph points 2-6 of the Annual Accounts Act and chapter 7 section 31 the second paragraph the same law are consistent with the other parts of the annual accounts and consolidated accounts and are in accordance with the Annual Accounts Act.

Stockholm 25 March 2022

KPMG AB

Duane Swanson
Authorized Public Accountant

KPMG AB, Box 382, 101 27, Stockholm, was appointed auditor of Xspray Pharma AB (publ) by the general meeting of the shareholders on the 20 May 2021. KPMG AB or auditors operating at KPMG AB have been the company's auditor since 2019.

Board of Directors and Auditor



Anders Ekblom

Board member and Chairman of the Board since 2021. Chairman of the Remuneration Committee.

Born 1954

Education: M.D., Board certified in Anesthesiology and Intensive Care, D.D.S., Associate Professor in Physiology, Karolinska Institutet

Other current assignments: Chairman of the Board of Alligator Bioscience AB, Elypta AB, Deputy Chairman of the Board of LEO Pharma A/S, Director of the Board of AnaMar AB and Mereo BioPharma Group plc. Deputy director of Xspray Pharma Futurum AB.

Previous assignments (past five years): Chairman of the Board of TFS International AB, Director of the Board of Infant Bacterial Therapy AB and Medivir AB.

Holding in the Company on 31 December 2021: 3,000 shares, 13,214 warrants (LTIP2021/2026).



Maris Hartmanis

Board member since 2015. Chairman of the Audit Committee.

Born 1953

Education: Ph.D. in Biochemistry and Associate Professor, Kungliga

Tekniska Högskolan (Royal Institute of Technology).

Other current assignments: CEO and Chairman of the Board of Hartmanis & Partners AB, Board member of BioLamina, CEO and Chairman of the research foundation FINGERS Brain Health Institute and Affiliated Professor, Karolinska Institutet.

Previous assignments (past five years): Board member of Xbrane Biopharma AB, Karolinska Institutet Holding AB and Applied Photophysics Ltd., England, and vice Chairman of the Board of ProNova, a VINNOVA Center of Excellence for protein technology at Kungliga Tekniska Högskolan.

Holding in the Company on 31 December 2021: 28,619 shares.



Gunnar Gårdemyr

Board member since 2019. Member of the Remuneration Committee.

Born 1959

Education: B.A. in Marketing & Finance from Lund University.

Other current assignments: Chairman of the Board of RhoVac AB. Director of Iconovo AB and Asgard Therapeutics AB.

Previous assignments (past five years): CEO of Targova AS, Norway and Director of CBO i Follicum AB.

Holding in the Company on 31 December 2021: 4,400 aktier.



Carl-Johan Spak

Board member since 2015. Member of the Audit Committee.

Born 1956

Education: Dr. of Odontology, Degree in Dentistry, Karolinska Institutet.

Other current assignments: Director of Atrogil AB, Empros Pharma AB, Follicum AB, Inject Pharma Sweden AB, KAHR Medical Ltd., Pharmacolog i Uppsala AB (publ), Prokarium Ltd., SwedenBIO Service AB, Binx Health Ltd., UK and Symcel AB.

Previous assignments (past five years): Chairman and CEO of Recipharm Venture Fund AB, Chairman of Bostadsrättsföreningen Smultronhyllan, Cobra Biologics Matfors AB, Cobra Biopharma Matfors AB, Cobra Biologics Holding AB, Recipharm OT Chemistry AB and Recipharm Pharmaceutical Development AB. Director of Synthomics Inc., Pharmed AB, Recipharm OT Chemistry AB and Recipharm Strängnäs AB. Deputy Director of Cobra Biologics AB and Cormorant Pharmaceuticals AB. Director and CEO of RPH Pharmaceuticals AB.

Holding in the Company on 31 December 2021: None.



Torbjörn Koivisto

Board member since 2017. Member of the Remuneration Committee.

Born 1969

Education: LL.M., Uppsala University.

Other current assignments: Director of Cinclus Pharma Holding AB, Hemcheck Sweden AB, and IARU Institutet för Affärsjuridisk Rådgivning i Uppsala AB. Deputy director of RJC Roger Johansson Consulting AB and Virdings Allé Invest AB. Partner of KOL Arts & Craft Handelsbolag.

Previous assignments (past five years): Chairman and Director of Forslid & Co AB. Director of Moberg Pharma AB (publ)

Holding in the Company on 31 December 2021: 6,000 shares via the company IARU.



Christine Lind

Board member since 2019. Member of the Audit Committee.

Born 1974

Education: B.Sc. Finance & Information Systems from New York University, Stern School of Business, and MBA in Finance and Organizational Management from Columbia Business School.

Other current assignments: VP Commercial of NDA Group AB, Chairman and CEO of Lind Growth Strategy AB, Chairman of the Board of Immunicum AB, Deputy Director of Shinka Life Sciences AB.

Previous assignments (past five years): CEO as well as EVP Business Development of Medivir AB.

Holding in the Company on 31 December 2021: 4,000 shares.



Anders Bladh

Board member since 2021. Member of the Remuneration Committee.

Born 1958

Education: Bachelor of Science in Business Administration and Economics, University of Uppsala

Other current assignments: Owner, member of the Board, as well as CEO of Intervalor AB, Ribbskottet AB, and Rimturs AB. Director of DistIT AB.

Previous assignments (past five years): -

Holding in the Company on 31 December 2021: 2,289,119 shares via Ribbskottet AB and private.

Independent in relation to the Company and its management, but not in relation to major shareholders.

Auditor

KPMG AB (PO Box 382, 101 27 Stockholm, Sweden) were elected the Company's auditor at the AGM on 20 May 2021. Duane Swanson, Authorized Public Accountant and member of FAR (the Institute for the Accountancy Profession in Sweden) is Auditor in charge.

Management



Per Andersson

CEO since 2006.

Born 1967

Education: Ph.D. in Analytical Chemistry, Stockholm University.

Other current assignments: Chairman of the Board of Robotic Lawn Care Sweden AB and Director of Xspray Pharma Futurum AB. Deputy Director of Journeyman Stockholm AB.

Previous assignments (past five years): Deputy Director of Innovation TBD AB.

Holding in the Company on 31 December 2021: 242,294 shares and 50,267 warrants.



Kerstin Hasselgren

CFO since 2019.

Born 1961

Education: MBA, Stockholm School of Economics

Other current assignments: –

Previous assignments (past five years): –

Holding in the Company on 31 December 2021: 5,500 shares and 58,538 warrants.



Andreas Konar

Business Development since 2010.

Born 1949

Education: Professor and Ph.D. in organic chemistry, Lund University; M.Sc. (Eng.) Chalmers University of Technology, Gothenburg.

Other current assignments: Director of Ground Zero Pharmaceuticals Inc., Proprietor of Intercon Handelsbolag.

Previous assignments (past five years): –

Holding in the Company on 31 December 2021: 72,055 shares and 32,591 warrants.



Charlotta Liljebris

Head of R&D since 2018.

Born 1964

Education: Ph.D. in Pharmaceutical Chemistry, M.Sc. in Organic Chemistry, Uppsala.

Other current assignments: Director of Sprint Bioscience AB, Deputy Director of Liljebris Consulting AB.

Previous assignments (past five years): Director of Recipharm OT Chemistry AB, Connect Uppsala and Sprint Bioscience.

Holding in the Company on 31 December 2021: 2,000 shares and 36,937 warrants.

Glossary

Amorphous • Amorphous structure is a chemical term that describes substances whose molecules lack an organized structure.

ANDA • An Abbreviated New Drug Application is an application for a U.S. generic drug approval for an existing licensed medication or approved drug.

API • Active Pharmaceutical Ingredient

Bioavailability • i.e. biological availability, is a pharmacological term that shows what proportion of the drug reaches the blood.

Bioequivalence • A term in pharmacokinetics used to assess the expected in vivo biological equivalence of two proprietary preparations of a drug. If two products are said to be bioequivalent it means that they would be expected to be, for all intents and purposes, the same.

Blockbusters • Drugs with annual global sales in excess of USD 1 billion.

Clinical phase • The various stages in the study of a drug's effects in humans (see also 'clinical study'). Phase I investigates safety in healthy subjects; Phase II investigates the effects in patients with the disease concerned, and Phase III is a larger study to verify previously achieved outcomes. Once a drug is sold on the market, Phase IV studies are conducted to discover unusual side effects, for example.

Clinical study • A study of healthy test subjects (Phase I) or patients (Phases II through III) in order to study safety and the effect of the drug or method of treatment.

CMO • Contract Manufacturing Organization

CRO • Contract Research Organization. A service provider that performs assignment research and drug development services.

Crystalline • Crystalline structure is a chemical term that describes substances whose molecules have an organized structure.

Drug candidate • A substance chosen during a pre-clinical phase for further testing in healthy subjects and later, in patients.

Excipient • Excipients facilitate/enable handling and use of a drug formulation; they include binding agents, fillers and stabilizing agents and other.

FDA • Food and Drug Administration. The USA's food and drug regulator whose responsibilities cover food, dietary supplements, drugs, cosmetics, medical equipment, radiation emission products and bio products.

Formulation • In the pharmaceutical industry, formulation is synonymous with preparation.

Generic • Generic drugs are replacement drugs with the

same function, quality and safety as the original drug.

GMP • Good Manufacturing Practice. Good Manufacturing Practice rules describe how the drug industry must produce medications such that patients can always be sure they are getting the correct and high-quality product. The rules govern the production, including packaging, of drugs, foods – and nutritional supplements. GMP is a system for ensuring that products are always manufactured and controlled for compliance with current quality standards. They are designed to minimize the risks in drug production that cannot be eliminated through testing of the end product.

Indication • In medical contexts an indication is a symptom, illness or a condition that requires treatment.

Oncology • The study of cancer and also a medical specialization that focuses on cancers and their treatment.

Orphan Drug • An individual drug for the treatment of a single serious or chronic illness where no more than 200,000 patients in the USA have the indication.

Patent window • The time between the start date of the primary substance patent for the original drug and the expiration date of the relevant secondary patents.

Preclinical • Part of drug development that takes place before a drug candidate is tested on humans.

Primary and secondary patents • The primary patent protects the active substance (API) in a drug. The secondary patent describes modified compounds, formulations, dosages, special medical uses etc.

Protein kinase • An enzyme that acts as a messenger in a cell. Protein kinases are crucial when a cell's functions are to be controlled by external signals e.g. hormones, by helping to pass on signals inside the cell. Protein kinases help cancer cells grow and spread.

Protein kinase inhibitors • Drugs that block protein kinases. Protein kinase inhibitors act by blocking the activity of enzymes that drive the development and growth of cancer cells.

SCF • Super Critical Fluid

SEK billion • Billions of Swedish kronor.

SEK million • Millions of Swedish kronor.

SEK thousand • Thousands of Swedish kronor.

505(b)(2) • Application for US drug approval for a new version of an existing licensed drug or approved drug.

Shareholder information

Financial calendar 2022	Date
Interim Report Q1, Jan–Mar 2022	6 May 2022
AGM 2022	19 May 2022
Interim Report Q2, Apr–Jun 2022	5 August 2022
Interim Report Q3, Jul–Sep 2022	9 November 2022
Year-end Report 2022	17 February 2023

For more information on Xspray Pharma, please contact
Christina Malmberg Hägerstrand, VP Communications & IR
Tel: +46 (0)8 72 855 93 29
email: christina.malmberg.hagerstrand@xpsray.com

All financial reports are available at Xspray Pharma's website, www.xspraypharma.com

Annual General Meeting 2022

The AGM will be held on 19 May 2022. Due to the ongoing pandemic, the Board of Directors has decided that the EGM should be executed without physical presence of shareholders, proxies or external participants and that voting may only be done by post prior to the EGM.

For entitlement to participate in the AGM, shareholders must:

- be recorded as a shareholder in the share register maintained by Euroclear Sweden AB as of Wednesday 11 May 2022
- notify the Company of their intention to participate at the AGM by voting in advance no later than Wednesday 11 May 2022. Notifications can be by mail to: Xspray Pharma AB, Råsundavägen 12, 169 67 Solna, Sweden, or email to: generalmeeting@xpsray.com

Complete information on the AGM 2022 is in the notice convening the meeting, which is at Xspray Pharma's website, www.xspraypharma.com





xspray

P H A R M A

xspray
P H A R M A

Xspray Pharma AB

Råsundavägen 12

169 67 Solna

Sweden

+46 (0)8 730 37 00

info@xspraypharma.com

www.xspraypharma.com