

# NOTICE OF THE ANNUAL GENERAL MEETING 2023

## NANOLOGICA AB (PUBL)

**English translation for information purposes only. If there are differences between the English translation and the Swedish original, the Swedish text will take precedence.**

The shareholders of Nanologica AB (publ), org.nr 556664-5023 (the "**Company**") are hereby summoned to the Annual General Meeting on Thursday, May 4, 2023, at 12.00 CET, at Redeye's premises at Mäster Samuelsgatan 42, Stockholm.

### **Right to attend the meeting**

Shareholders who wish to participate in the Annual General Meeting must:

- be registered in their own name in the share register maintained by Euroclear Sweden AB on Tuesday 25 April 2023,
- notify the Company of its participation no later than Friday 28 April 2023, at the address Forskargatan 20 G, 151 36 Södertälje stating "Annual General Meeting" or via [info@nanologica.com](mailto:info@nanologica.com).

### **Nominee registered shares**

Shareholders whose shares are registered in the name of a nominee must, in order to exercise their voting rights and participate in the meeting, give notice of attendance at the meeting and temporarily register the shares in their own name with Euroclear Sweden (so-called voting rights registration), so that they are entered in the share register maintained by Euroclear Sweden as of Tuesday 25 April 2023. This means that shareholders need to notify the nominee well in advance of this date. Voting rights registration that has been requested by shareholders in such time that the registration has been made by the relevant nominee no later than Thursday 27 April 2023 will be taken into account in the preparation of the share register.

### **Proxy**

Shareholders who intend to attend by proxy must issue a dated power of attorney for proxy. If a proxy form is issued by a legal entity, a copy of the registration certificate or equivalent for the legal entity must be attached. The validity of the proxy form may be set at a maximum of five years from the date of issue. The original proxy form and any registration certificate should be sent to the Company at the above address well in advance of the meeting. The Company provides proxy forms upon request and this is also available on the Company's website, [www.nanologica.com](http://www.nanologica.com).

### **Number of shares and votes**

At the time of this notice, the Company has a total of 36,146,142 shares. The total number of votes amounts to 36,146,142. The company holds no own shares.

**Draft agenda**

1. Opening of the meeting and election of chairman of the meeting
2. Preparation and approval of voting list
3. Election of one or two persons to verify the minutes
4. Determination of whether the meeting has been duly convened
5. Approval of the agenda
6. Presentation of the Annual Report and the Auditor's Report as well as the Consolidated Financial Statements and the Auditor's Report on the Consolidated Financial Statements for the financial year 2022
7. Resolutions on:
  - a) adoption of the income statement and balance sheet as well as the consolidated income statement and consolidated balance sheet,
  - b) appropriation of the Company's profit in accordance with the adopted balance sheet, and
  - c) discharge from liability towards the Company for the members of the Board of Directors and the CEO
8. Determination of fees to the Board of Directors and auditor
9. Determination of the number of Board members and auditors
10. Election of the Board of Directors and Chairman of the Board
11. Election of auditor
12. Resolution on the establishment of the Nomination Committee and Nomination Committee instructions
13. Resolution on guidelines for remuneration to senior executives
14. Resolution on approval of remuneration report for the financial year 2022
15. Resolution on issue authorization
16. Resolution on incentive programs for the CEO, management, and other employees
17. Resolution on adoption of new Articles of Association
18. Conclusion of the meeting

**Proposals for decision***Item 1 – Election of chairman of the meeting*

The Nomination Committee proposes that lawyer Mårten Steen, or whoever the Board appoints if Mårten Steen is prevented from attending, be elected as Chairman of the Meeting.

*Item 7b) – Appropriation of the Company's profit according to the adopted balance sheet*

The Board of Directors proposes that the Annual General Meeting resolves that the funds at the disposal of the Annual General Meeting of SEK -47,447,399 be transferred to a new account.

*Item 8 – Determination of fees to the Board of Directors and auditors*

The Nomination Committee proposes that remuneration to the Board members shall amount to a total of SEK 1,000,000, of which SEK 300,000 shall be paid to the Chairman of the Board and SEK 175,000 to each of the other Board members elected by the Annual General Meeting.

In addition, it is proposed that remuneration to members of the Audit Committee shall be paid in the amount of SEK 50,000 to the Chairman of the Audit Committee and in the amount of SEK 30,000 to each individual other member, and that remuneration to members of the Remuneration Committee shall be paid in the amount of SEK 25,000 to the Chairman of the Remuneration Committee and in the amount of SEK 15,000 to each individual other member. The total remuneration to the members of the Board of Directors in accordance with the Nomination Committee's proposal amounts to SEK 1,150,000.

The proposal means that the fee to the Chairman of the Board is increased from SEK 290,000 to SEK 300,000 and that the fee to the Board members is increased from SEK 170,000 to SEK 175,000.

The Nomination Committee further proposes that fees to the auditor shall be paid in accordance with approved invoices.

#### *Item 9 – Determination of the number of Board members and auditors*

The Nomination Committee proposes that the Board of Directors shall consist of five members elected by the Annual General Meeting, without deputies.

The Nomination Committee further proposes that the Company shall have a registered public accounting firm as auditor.

#### *Item 10 – Election of the Board of Directors and Chairman of the Board*

The Nomination Committee proposes re-election of Gisela Sitbon, Mattias Bengtsson, Anders Rabbe, Lena Torlegård and Thomas Elderer for the period until the end of the next Annual General Meeting. Eva Byröd and Tomas Kramar have declined re-election. The Nomination Committee further proposes re-election of Gisela Sitbon as Chairman of the Board.

#### *Item 11 – Election of auditor*

For the period until the end of the next Annual General Meeting, the Nomination Committee proposes re-election of the registered accounting firm BDO AB as the Company's auditors, with authorized public accountant Niclas Nordström as auditor in charge.

#### *Item 12 – Resolution on the Nomination Committee and Nomination Committee Instructions*

##### *Principles for appointing the members of the Nomination Committee*

The Nomination Committee proposes that the Annual General Meeting resolves to appoint a Nomination Committee and to adopt principles for the composition and work of the Nomination Committee in accordance with the following.

The company shall have a nomination committee consisting of three members, who shall represent the three largest shareholders in terms of votes. The largest shareholders in terms of voting rights will be contacted on the basis of the Company's list of registered shareholders as of 30 September 2023, provided by Euroclear Sweden AB. Shareholders who are not registered in the list of Euroclear Sweden AB, and who wish to exercise their right, must notify the Chairman of the Board and be able to prove ownership.

The Chairman of the Board shall, as soon as possible after the end of September, convene representatives of the three largest shareholders in terms of voting rights in the Company to the Nomination Committee. The Chairman of the Board shall otherwise only assist the Nomination Committee in the performance of its duties. The Nomination Committee appoints the Chairman of the Group. The Chairman of the Board or any other member of the Board shall not be the Chairman of the Nomination Committee.

The majority of the members of the Nomination Committee shall be independent in relation to the Company and its management. The CEO or any other member of the executive management may not be a member of the Nomination Committee. At least one of the members of the Nomination Committee shall be independent in relation to the largest shareholder in the Company's voting rights or group of shareholders who collaborate on the Company's management. Board members may be members of the Nomination Committee, but may not constitute a majority of the Nomination Committee's members. If more than one Board member is a member of the Nomination Committee, no more than one of them may be dependent in relation to the Company's major shareholders.

The names of the three owner representatives and the names of the shareholders they represent shall be announced as soon as the Nomination Committee has been appointed, which shall take place no later than six months before the Annual General Meeting. If any of the three largest shareholders in terms of voting rights waives their right to appoint a member to the Nomination Committee, the next shareholder in order of size shall be given the opportunity to appoint a member. The Nomination Committee's term of office extends until a new Nomination Committee has been appointed.

If, as a result of changes in ownership in the Company, the Nomination Committee may offer additional shareholders seats on the Nomination Committee, however, so that the total number of members shall not exceed five. Should a member of the Nomination Committee leave before its work is completed, the Nomination Committee shall, if deemed necessary, request the same shareholder or, if no longer one of the major shareholders, the next shareholder in size to appoint a replacement. Such change shall be announced on the Company's website.

#### *Tasks of the Nomination Committee*

The task of the Nomination Committee shall be to submit proposals for resolutions regarding the Annual General Meeting regarding:

- a) Election of chairman of the meeting,
- b) Number of Board members and any deputies to be elected by the AGM,
- c) Determination of fees and other remuneration to the Board of Directors and its committees divided between the Chairman and other members,
- d) Determination of auditors' fees,
- e) Election of the Board of Directors and Chairman of the Board
- f) Election of auditors, and
- g) Proposal for the principles that will apply to the composition and work of the Nomination Committee for the next Annual General Meeting.

When preparing the proposal regarding the election of Board members and Chairman of the Board, the Nomination Committee shall apply section 4.1 of the Swedish Code of Corporate Governance (the "**Code**") as a diversity policy. The Nomination Committee shall otherwise comply with the provisions of the Code when preparing proposals for issues for the Annual General Meeting.

In connection with its assignment, the Nomination Committee shall otherwise perform the tasks that according to the Code are the responsibility of the Nomination Committee. The commitments set out above in relation to the Code shall apply provided that the Company is obliged to apply the Code.

#### *The Nomination Committee's working methods*

The Nomination Committee shall meet as often as necessary for the Nomination Committee to be able to fulfil its duties, but at least once a year. Notice of the meeting is issued by the Chairman of the Nomination Committee. If a member requests that the nomination committee be convened for a meeting, the request shall be complied with.

The Nomination Committee shall constitute a quorum if at least two members are present. The Nomination Committee's decision shall be the sentence for which more than half of the members present vote or, in the event of a tie, the opinion supported by the Chairman of the Nomination Committee.

#### *Remuneration*

No remuneration shall be paid to the members for their work on the Nomination Committee. The company shall be responsible for reasonable costs deemed necessary by the Nomination Committee in order for the Nomination Committee to be able to fulfill its assignment.

#### *Item 13 – Resolution on guidelines for remuneration to senior executives*

The Board of Directors proposes that the Annual General Meeting adopt guidelines for salary and other remuneration to senior executives as set out below.

#### **Guidelines for remuneration to senior executives**

##### *Review of previously adopted guidelines*

The Board of Directors has reviewed the guidelines for remuneration to senior executives adopted by the 2022 Annual General Meeting. The Board of Directors has decided that the guidelines should be clarified in certain parts with regard to the scope and applicability of the guidelines and has therefore proposed that the Annual General Meeting resolves to adopt updated guidelines for remuneration to senior executives in accordance with the proposals below, meaning that the guidelines clarify that they only apply to Board members in exceptional cases.

##### *Scope*

These guidelines apply to the management of Nanologica AB (publ) (the "**Company**"). Executive management refers to the CEO, the Executive Vice President and other members of the executive management. Other members of the company's management refer to persons who report directly to the CEO and are members of the Company's management team. Currently, these consist of Chief Financial Officer (CFO), Chief Operating Officer (COO), SVP Chromatography, Chief Scientific Officer (CSO) and VP Drug Development.

The guidelines are forward-looking and shall be applied to remuneration agreed, and changes made to remuneration already agreed, after the adoption of the guidelines by the 2023 Annual General Meeting. The guidelines do not apply to remuneration resolved by the Annual General Meeting.

With regard to employment relationships subject to rules other than Swedish, appropriate adjustments may be made to comply with mandatory such rules or established local practice, whereby the overall purpose of these guidelines shall as far as possible be met.

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

The Company's business concept is to develop nanoporous silica particles to contribute to better and cheaper treatment for patients worldwide through the Company's technology platform. This will be achieved through the goals of i) establishing a growing and profitable business in preparative chromatography, ii) establishing the Company's nanoporous particles as drug carriers for inhaled formulations, iii) developing silica particle properties and production methods, and iv) establishing Nanologica as a strong brand among customers, employees and investors to secure strong growth.

Successful implementation of the Company's business strategy and safeguarding of the Company's long-term interests, including its sustainability, requires that the Company is able to recruit and retain qualified employees. This requires that the Company can offer competitive total remuneration. The total remuneration shall be on market terms and competitive and shall be in relation to responsibility and authority.

Any variable cash remuneration covered by these guidelines shall also be aimed at promoting the Company's business strategy and long-term interests, including its sustainability.

*Remuneration to senior executives*

*Forms of remuneration, etc.*

The company shall offer a market-based total compensation that enables qualified senior executives to be recruited and retained. Remuneration within the Company shall be based on principles of performance, competitiveness and reasonableness.

Remuneration shall be on market terms and consist of the following components: fixed salary, any variable remuneration according to a separate agreement, pension and other benefits. In addition, the Annual General Meeting may, if resolved, make offers for long-term incentive programs such as share- or share-price-related remuneration or incentive programs. Such long-term incentive programs are resolved by the Annual General Meeting and are therefore not covered by these guidelines.

### *Fixed salary*

The fixed salary consists of fixed cash salary and is reviewed annually. The fixed salary reflects the requirements placed on the position in terms of competence, responsibility, complexity and the way in which the position is expected to contribute to achieving the business objectives. Furthermore, the fixed salary shall be individual and differentiated and reflect predetermined and achieved performance targets.

### *Variable remuneration*

In addition to fixed salary, the CEO and other members of the executive management may, by separate agreement, receive variable remuneration upon fulfilment of predetermined criteria. Any variable remuneration consists of annual variable cash remuneration and may not exceed 50 percent of the fixed annual salary for the CEO and 30 percent for other senior executives.

The variable remuneration shall be linked to one or more predetermined and measurable criteria and aim to promote the Company's business strategy and long-term interests, including its sustainability, by, for example, having a clear link to the business strategy or promoting the executive's long-term development. The criteria can be both financial and non-financial. The criteria may also take the form of individualized quantitative or qualitative objectives. By linking the remuneration of senior executives to the Company's performance and sustainability, the targets promote the implementation of the Company's business strategy, long-term interests and competitiveness. The criteria apply for one financial year at a time. Fulfilment of criteria for payment of variable remuneration is measured annually. In this context, it is determined how well the criteria have been met. The Remuneration Committee is responsible for the assessment of variable cash remuneration to the CEO. With regard to variable cash remuneration to other executives, the CEO is responsible for the assessment. Financial targets shall be assessed based on the latest financial information published by the Company. At the end of the measurement period for compliance with criteria for the payment of variable remuneration, the extent to which the criteria have been fulfilled shall be determined. The Remuneration Committee is responsible for that assessment. With regard to financial targets, the assessment is based on the latest financial information published by the Company.

The Board of Directors shall have the possibility, by law or agreement and subject to the limitations that may follow therefrom, to recover in whole or in part variable remuneration paid on incorrect grounds. The Board of Directors has the right, in the event of unforeseen events and at any time, to change or eliminate the variable part.

### *Pension*

For the CEO, pension benefits, including health insurance, are defined contribution and premiums shall not exceed 20 percent of the fixed annual salary. For other members of the executive management, pension benefits, including health insurance, are defined contribution unless the executive is covered by defined benefit pension in accordance with mandatory collective agreement provisions. The premiums for defined contribution pension shall not exceed 30 income base amounts annually. Variable cash remuneration shall not be pensionable.

*Other benefits*

Other benefits, which may include car benefits, travel benefits and medical insurance, are on market terms and constitute a limited part of the total compensation. Premiums and other costs in connection with such benefits may in total amount to a maximum of 10 percent of the fixed annual salary.

*Conditions in case of termination*

For the CEO, notice period of 6 months applies in the event of termination by the CEO. In the event of termination by the Company, a notice period of 12 months applies. In the event of termination by the Company, variable remuneration is paid that has accrued, but which has not yet accrued to the Company at the time of work exemption, such remuneration shall be paid to the CEO no later than in connection with the termination of employment. Notice periods for other senior executives normally amount to 3 to 6 months. In the event of termination by the Company, a notice period of a maximum of 6 months applies. No severance pay has been agreed with senior executives.

*Consultancy fees to Board members*

As a rule, Board members are only entitled to receive such fees as have been resolved upon by the Annual General Meeting. Board members may, taking into account applicable rules regarding related party transactions, in special cases be remunerated for services within their respective area of expertise or expertise, provided that the service performed is outside what can be considered as a customary assignment as a board member. These services (including services performed through a company wholly owned by a board member) shall be subject to a market-based fee, provided that such services contribute to the implementation of the Company's business strategy and the safeguarding of the Company's long-term interests, including its sustainability. Such consultancy fees for each Board member may not exceed the annual Board fee and shall be regulated in a consultancy agreement approved by the Board of Directors (however, in application of the Swedish Companies Act's conflict of interest rules).

*Salary and terms of employment for employees*

In the preparation of the Board's proposal for these remuneration guidelines, salary and terms of employment for the Company's employees have been taken into account by including information on employees' total remuneration, the components of remuneration and the increase and growth rates of remuneration over time, as part of the Remuneration Committee and the Board's basis for decision when evaluating the reasonableness of the guidelines and the limitations imposed by them. Together with the CEO, the Remuneration Committee ensures that also from a remuneration perspective counteract discrimination and promote equal opportunities and rights regardless of gender, ethnicity, transgender identity, religion, disability, sexual orientation or age.

*Preparation and decision-making process*



The Board of Directors has established a Remuneration Committee consisting of the Chairman of the Board and two Board members. The members of the Remuneration Committee shall be independent in relation to the Company and its management. The committee's tasks include preparing the Board's decision on proposed guidelines for remuneration to senior executives. The Board of Directors shall prepare proposals for new guidelines at least every fourth year and submit the proposal for resolution at the Annual General Meeting.

The guidelines apply until new guidelines have been adopted by the Annual General Meeting. The Remuneration Committee monitors and evaluates programs for variable remuneration to senior executives, the application of guidelines for remuneration to senior executives and current remuneration structures and remuneration levels in the Company. Remuneration to the CEO is decided within the framework of approved principles by the Board of Directors following preparation and recommendation by the Remuneration Committee. Remuneration to other senior executives is decided by the CEO within the framework of established principles and after consultation with the Remuneration Committee. The CEO and other senior executives do not attend the Board's processing of and decisions on remuneration-related matters to the extent that they are affected by the issues.

#### *Deviation from the guidelines*

The Board of Directors may decide to deviate from the guidelines in whole or in part, if in an individual case there are special reasons for doing so and a deviation is necessary to meet the Company's long-term interests, including its sustainability, or to ensure the Company's financial viability. As stated above, the tasks of the Remuneration Committee include preparing the Board's decisions on remuneration issues, which includes decisions on deviations from the guidelines.

#### *Information on decided remuneration that has not yet become due for payment*

In addition to the commitments to pay ongoing remuneration such as salary, pension and other benefits, there are previously decided remuneration to senior executives that have not fallen due. This refers to variable remuneration earned in 2022 where part of the remuneration will be paid in August 2023. For further information on remuneration to senior executives, see the Annual Report for 2022.

#### *Item 15 – Resolution on issue authorization*

The Board of Directors proposes that the Annual General Meeting authorize the Board of Directors, during the period until the next Annual General Meeting, on one or more occasions, to resolve on the issue of shares, convertibles and/or warrants with or without deviation from the shareholders' preferential rights and with or without provision for non-cash issue and/or set-off or otherwise with conditions. In the case of issues carried out with deviation from the shareholders' preferential rights, the Board of Directors shall not be able to make decisions that mean that the amount by which the share capital is increased corresponds to more than twenty (20) percent of the total share capital in the Company before the issue has been completed.

Issuance in accordance with this authorization shall be made on market terms. The Board of Directors shall have the right to determine the terms and conditions for issues under this authorization and who shall have the right to subscribe for the shares, warrants and/or convertibles. The reason why the Board of Directors shall be able to resolve on an issue with deviation from shareholders' preferential rights and/or with provisions or conditions as above is that the Company

shall be able to issue shares, warrants and/or convertibles in order to raise new capital and to enable the Board to direct issues to investors that the Board deems to be strategically important for the Company.

*Item 16 – Resolution on incentive programs for the CEO, management and other employees*

*Background*

The Board of Directors proposes that the Annual General Meeting resolves on the introduction of incentive programs by the Company carrying out an issue of warrants and approves the transfer of these to the Company's senior executives and other employees of the Company as well as future employees on mainly the following terms.

*Directed issue of warrants*

A maximum of 245,000 warrants shall be issued.

The right to subscribe for the warrants shall, with deviation from the shareholders' preferential rights, only accrue to Nanghavi AB, org. no. 559074-2515, (the "**Subsidiary**"). The intention is that the warrants shall be transferred to existing and future employees of the Company as set out below. The reason why the issue is proposed to take place with deviation from the shareholders' preferential rights is to create incentives for the Company's senior executives and other employees as well as future employees to always work for the Company's positive development as these persons constitute an important part of the Company's continued operations. The warrants are not issued against payment.

Subscription of the warrants shall be made on a special subscription list no later than June 16, 2023. The Board of Directors has the right to extend the subscription period.

Each warrant shall entail a right to subscribe for one (1) share in the Company at a subscription price corresponding to SEK 30. Subscription of shares with the support of the warrants shall be made in accordance with the terms of the warrants from and including 1 August 2026 up to and including 30 November 2026 with regard to the insider legislation applicable from time to time. If the subscription price exceeds the quota value of the shares, the excess amount shall be reported in the free share premium fund.

Shares accrued as a result of new subscriptions entitle to dividends for the first time on the record date for dividend that falls immediately after the subscription has been made and the share has been entered in the share register through registration with Euroclear Sweden AB.

If all warrants are exercised for subscription of shares, the Company's registered share capital will increase by approximately SEK 100,456.81 (assuming no recalculation).

The warrants shall be subject to full terms and conditions according to a separate appendix.

*Approval of transfer of warrants to the Company's senior executives and other employees of the Company and future employees*

The Board of Directors further proposes that the Annual General Meeting resolves to approve the Subsidiary transferring a maximum of 245,000 warrants as follows:

- A maximum of 75,000 warrants shall be transferred to the Company's CEO, Andreas Bhagwani.
- A maximum of 120,000 warrants shall be transferred in accordance with instructions from the Company's CEO to other existing senior executives and additional senior executives as well as key employees of the Company, whereby a maximum of 40,000 warrants may be transferred to each individual within the group.
- A maximum of 50,000 warrants shall be transferred, in accordance with instructions from the Company's CEO to other existing employees and additional employees of the Company, whereby a maximum of 10,000 warrants may be transferred to each person within the group.

In the instructions as above, the CEO shall take into account the overall rationale and principles of the program as a whole.

Transfer shall be conditional upon the transfer being lawfully made and that the acquirer enters into a so-called preemption agreement with the Company, according to which the acquirer is obliged to offer the Company, or the person designated by the Company, to acquire the warrants in certain situations. Upon transfer, the warrants shall be paid a market premium, which shall be determined by applying Black & Scholes' option pricing model.

Onward transfer to assigned persons shall take place during the period from registration of the warrants up to and including 31 August 2023. However, the Board shall have the right to extend that period.

The Board of Directors or the person appointed by the Board of Directors is authorized to make the minor adjustments required for the registration of the decision with the Swedish Companies Registration Office and Euroclear Sweden AB.

#### *Previous share-based incentive programs and dilution*

Upon full exercise of the warrants in the proposed incentive program, the dilution effect of the new shares will correspond to approximately 0.7 percent of both the shares and the votes.

The company has one ongoing incentive program comprising a total of 800,000 warrants. Upon full exercise of the warrants in the currently running incentive program and in the now proposed incentive program, the dilution effect of the new shares will correspond to approximately 2.9 percent of both the shares and the votes.

Further information about previous years' incentive programs can be found in the Company's annual report for the financial year 2022.

#### *Impact on key ratios and costs for the incentive program*

The incentive program is associated with costs for valuation, advisory services and costs for registration and practical management of the program. The company is not expected to be charged with any costs for social security contributions or equivalent. Ongoing administration costs and other costs are marginal.

The incentive program is expected to have a marginal effect on the Company's key figures.

#### *Preparation of the proposal*

The proposal has been prepared by the Board of Directors in consultation with external advisors. The final proposal has been submitted by the Board of Directors.

#### *Item 17 – Resolution on adoption of new Articles of Association*

The Board of Directors proposes that the Annual General Meeting resolves to amend the Articles of Association so that a new § 9 "Postal voting" and § 10 "Collection of Proxy" are inserted in the Articles of Association with the following content:

§ 9 The Board of Directors may, prior to a general meeting, decide that shareholders shall be able to exercise their voting rights by post before the general meeting.

§ 10 The Board of Directors may collect proxies at the company's expense in accordance with the procedure set out in Chapter 7. Section 4, second paragraph, of the Swedish Companies Act (2005: 551).

The current §§ 9-11 of the Articles of Association shall follow the new § 9 and § 10 of the Ordinance, i.e. be called §§ 11-13.

#### **Majority requirement**

For a valid resolution regarding items 15 and 17 above, the resolution must be supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the meeting. Resolutions in accordance with the Board of Directors' proposal pursuant to item 16 above require that the resolution be supported by shareholders representing at least nine-tenths of both the votes cast and the shares represented at the meeting.

#### **Shareholders' right to information at the Annual General Meeting**

The Board of Directors and the CEO shall, if any shareholder so requests and the Board of Directors considers that it can be done without material damage to the company, provide information at the Annual General Meeting about circumstances that may affect the assessment of an item on the agenda, and circumstances that may affect the assessment of the company's or subsidiary's financial situation and about the company's relationship with other Group companies.

#### **Processing of personal data**

For information on how personal data is processed, please refer to the privacy policy available on Euroclear Sweden AB's website:

[www.euroclear.com/dam/ESw/Legal/Integritetspolicy-bolagsstammor-svenska.pdf](http://www.euroclear.com/dam/ESw/Legal/Integritetspolicy-bolagsstammor-svenska.pdf)

### **Provision of documents**

The annual report and auditor's report, complete proposals for resolutions, remuneration report in accordance with Chapter 8. section 53a of the Swedish Companies Act, the auditor's statement according to Chapter 8. section 54 of the Swedish Companies Act and other documents pursuant to the Swedish Companies Act will be available at the Company's premises (Forskargatan 20 G in Södertälje) and on the Company's website, [www.nanologica.com](http://www.nanologica.com), no later than three weeks before the meeting, i.e. no later than Thursday 13 April 2023. The documents will also be sent free of charge to shareholders who request them and who provide their postal address and will also be available at the meeting.

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Stockholm in April 2023  
Nanologica AB (publ)  
*The Board of Directors*

### **For further information, please contact**

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### **About Nanologica AB (publ)**

Nanologica develops, manufactures, and sells nanoporous silica particles for life science applications. A proprietary production method enables the company to create world-class products by precisely controlling the shape, size, porosity, and surface properties of silica particles. Through the two business areas, Chromatography and Drug Development, the company strives to increase the availability of cost-effective drugs and innovative treatments in healthcare, for the benefit of patients around the world. In Chromatography, the aim is to make diabetes drugs and other peptide-based drugs available to more patients by providing products that can lower the manufacturing costs for these drugs. In Drug Development, our inhalation platform is developed to give patients with severe lung diseases access to new or improved treatments. Nanologica is headquartered in Södertälje, and the company's share (NICA) is listed for trade on Nasdaq Stockholm Main Market. For further information, please visit [www.nanologica.com](http://www.nanologica.com).

### **Attachments**

[NOTICE OF THE ANNUAL GENERAL MEETING 2023 NANOLOGICA AB \(PUBL\)](#)