

Proposal for a resolution on authorization for the Board of Directors to resolve on acquisition and transfer of own shares

SynAct Pharma AB (publ) ("SynAct" or the "Company") (Nasdaq Stockholm: SYNACT), a clinical-stage biotechnological company focused on treating inflammation through resolution, today announced that the Board of Directors of SynAct has resolved to propose that an Extraordinary General Meeting ("EGM") resolves to authorize the Board of Directors to resolve on acquisition and transfer of the Company's own shares. Notice to the EGM will be announced through a separate press release at a later date.

The Board of Directors has resolved to propose that an EGM authorizes the Board of Directors to, on one or more occasions prior to the next Annual General Meeting, resolve on acquisition and transfer of the Company's own shares.

The proposal is that the Board of Directors is authorized to resolve on the acquisition of the Company's own shares as follows:

- Acquisition of own shares shall take place on Nasdaq Stockholm.
- Purchase value of own shares shall in total amount to a maximum of SEK 10 million.
- Acquisitions of own shares on Nasdaq Stockholm shall be made in cash at a price within the registered market price interval at any given time, meaning the interval between the highest purchase price and the lowest selling price.
- Acquisition of own shares may be carried out only to the extent that the Company, after each acquisition of shares, will hold a maximum of ten (10) percent of the total number of shares in the Company.

It is furthermore proposed that the Board of Directors is authorized to resolve on the transfer of the Company's own shares as follows:

- Transfer of own shares may be carried out on Nasdaq Stockholm or in any other way with deviation from the shareholders' preferential rights.
- Own shares may only be transferred on Nasdaq Stockholm with payment in cash at a price within the registered market price interval at any given time.
- Transfer of own shares outside Nasdaq Stockholm shall be paid in cash, in kind, or by set-off of claims and the price shall be determined so that the transfer is implemented on market terms and conditions.
- The maximum number of own shares that may be transferred is limited to the number of treasury shares held by the Company on the date of the Board of Directors' resolution on the transfer.
- The Board of Directors may resolve on the further terms and conditions for the transfer.

The purpose of the proposed authorization to acquire the Company's own shares is to enable an improvement of the Company's capital structure and thereby create increased value for the shareholders. The purpose of the proposed authorization to transfer the Company's own shares, and the reason for the deviation from the shareholders' preferential rights, is to enable transfers of the Company's own shares and to give the Board of Directors increased flexibility in connection with any future company or business transactions.

"With a solid cash position, SynAct is acting on its conviction in the upcoming ADVANCE phase 2b-study results during the first quarter of 2026. The share acquisition adds a liquid, high-potential asset that, in a positive scenario, will fuel M&A and partnerships to maximize shareholder value," said CEO Jeppe Øvlesen.

Further details on the buy-back program will be included in the upcoming notice to the EGM, which will be announced through a separate press release at a later date.

For further information, please contact:

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About SynAct Pharma AB

SynAct Pharma AB (Nasdaq Stockholm: SYNACT) is a clinical stage biotechnology company focused on the resolution of inflammation through the selective activation of the melanocortin system. The company has a broad portfolio of oral and injectable selective melanocortin agonists aimed at inducing anti-inflammatory and inflammation resolution activity to help patients achieve immune balance and overcome their inflammation. For more information: <https://synactpharma.com/>.

Attachments

[Proposal for a resolution on authorization for the Board of Directors to resolve on acquisition and transfer of own shares](#)