

The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.

The Nomination Committee's proposals and reasoned statement for the Annual General Meeting 2026

1. Background

In accordance with the guidelines resolved by the Annual General Meeting of BONESUPPORT HOLDING AB (the "**Company**") on May 17, 2023, a Nomination Committee has been appointed and announced through the publication of the Q3 2025 interim report on October 23, 2025. The Nomination Committee has consisted of Caroline Sjösten, appointed by Swedbank Robur Fonder, Erik Selin, appointed by Erik Selin Fastigheter, and Anna Sundberg, appointed by Handelsbanken Fonder. Caroline Sjösten has been the Chair of the Nomination Committee. In addition, Lennart Johansson, Chair of the Board, has been co-opted to the Nomination Committee, except when the Nomination Committee has considered the matter regarding the Chair of the Board and the Chair's remuneration.

2. The Nomination Committee's proposals for the Annual General Meeting 2026

The Nomination Committee submits the following proposals for resolutions:

Item 2 – Election of Chair of the Meeting

The Nomination Committee proposes that the Annual General Meeting elects attorney Madeleine Rydberger as Chair of the Annual General Meeting.

Item 10 – Determination of the number of members of the Board of Directors and the number of auditors

The Nomination Committee proposes that the Annual General Meeting resolves that the number of Board members shall be six. Furthermore, it is proposed that one registered accounting firm is appointed as auditor for the period until the end of the next Annual General Meeting.

Item 11 – Determination of fees to be paid to the Board of Directors and the auditor

The Nomination Committee proposes that remuneration to the Board of Directors, including fees to the Committees (based on two members of the Audit Committee and three members of the Remuneration Committee), shall be paid in a total amount of SEK 3,780,000¹ for the period until the end of the next Annual General Meeting, distributed as follows.

SEK 1,150,000 shall be paid to the Chair of the Board and SEK 525,000 to each of the other Board members who are not employed by the company.

Half of the remuneration to the Board of Directors shall be paid to each Board member without any special conditions.

¹ The calculation of the total remuneration to the Board of Directors is based on the assumption that Emil Billbäck, proposed for new election to the Board of Directors, is employed as Senior Advisor in the Company until further notice and that he will therefore not receive any Board remuneration for the period until the Annual General Meeting 2027.

Payment of the other half is conditional upon the Board member (i) as soon as possible after the Annual General Meeting, taking into account applicable rules on insider dealing and trading prohibitions, acquiring shares in the Company on the market in an amount corresponding to half of the board fee (net amount after tax), and (ii) undertakes not to dispose of such shares during the entire period that the member holds their Board assignment in the Company. The other half of the Board fee will be paid after the completion of the share acquisition. The Board member is obliged to repay the other half of the Board fee (net amount after tax) in the event that the Board member is dismissed before the next Annual General Meeting as a result of breach of his or her obligations as a Board member or leaves the Board of Directors at his or her own request.

The purpose of the proposed remuneration model is to promote increased shareholding among the members of the Board of Directors and thereby strengthen the alignment of interests between the Board of Directors and the shareholders of the Company. The proposed model essentially follows the same principle as has been adopted by previous Annual General Meetings. The structural difference compared to the previous year is that the remuneration to the Board of Directors is now proposed to be determined as a total remuneration (SEK 1,150,000 to the Chair of the Board and SEK 525,000 to each of the other Board members), half of which is conditional on share acquisitions, instead of, as in the previous year, being divided into a base fee and a separate so-called "additional board fee" intended to cover share acquisitions (SEK 550,000 plus SEK 550,000 to the Chair of the Board and SEK 250,000 plus SEK 250,000 to each of the other Board members).

Additional remuneration of SEK 100,000 (corresponding to approximately USD 10,000) shall be paid to Board member Mary I O'Connor as compensation for lost time due to travel to and from the Company.

Remuneration for committee work shall be paid in the amount of SEK 195,000 (SEK 180,000 previous year) to the Chair of the Audit Committee, SEK 95,000 (SEK 90,000 previous year) to each of the other members of the Audit Committee, SEK 70,000 (SEK 65,000 previous year) to the Chair of the Remuneration Committee, and SEK 35,000 (SEK 35,000 previous year) to each of the other members of the Remuneration Committee.

Lennart Johansson has not participated in the Nomination Committee's consideration of the proposal in so far as it concerns himself.

It is proposed that fees to the auditor is paid in accordance with invoiced amounts in accordance with customary billing standards.

Item 12 – Election of members of the Board of Directors, Chair of the Board of Directors and auditor

The Nomination Committee proposes that the Annual General Meeting resolves to re-elect Lennart Johansson, Mary I O'Connor, Björn Odlander, Christine Rankin and Jens Viebke as ordinary Board members, and to elect Emil Billbäck as new ordinary Board member. The Nomination Committee further proposes that the Annual General Meeting resolves to re-elect Lennart Johansson as Chair of the Board.

Information about the Board members proposed for re-election can be found on the Company's website, www.bonesupport.com, and in the Annual Report. Information about the Board member proposed for new election follows below.

Emil Billbäck (born 1970) holds a Bachelor's degree in Business Administration from Karlstad University, and has completed extracurricular education at Georgetown University, IMD and Ashridge Business School.

Emil Billbäck has more than 30 years of experience in Life Sciences and was CEO of the Company from 2018 to 2025. Since September 2025, he has been Senior Advisor in the Company. Prior to joining the Company, he was Chief Commercial Officer at BSN Medical and has previously held operational roles at AstraZeneca and Beiersdorf, as well as Senior Strategic Advisor at ESSITY.

Emil Billbäck is a member of the Board of Directors of Intervacc AB, Doctrin AB and AI Medical Technology AIM AB. Emil Billbäck holds 327,959 shares in the Company.

The Nomination Committee believes that Emil Billbäck will be a valuable addition to the Board. Through his extensive industry experience, including more than seven years as CEO of the Company where he successfully developed the business, as well as in his current employment as Senior Advisor, he possesses a deep understanding of the Company's strategy, organization and markets.

The Nomination Committee further proposes, in accordance with the Audit Committee's recommendation, that the Annual General Meeting resolves to re-elect Ernst & Young AB as auditing firm for the period until the end of the 2027 Annual General Meeting. Ernst & Young AB has announced that, provided that the Nomination Committee's proposal is adopted by the Annual General Meeting, authorized public accountant Henrik Rosengren will continue to be the auditor in charge.

3. Description of the Nomination Committee's work and the Nomination Committee's reasoned statement

The Nomination Committee has held four meetings and has also had further contacts. The Nomination Committee has followed the instruction adopted at the Annual General Meeting on 17 May 2023.

The Company has provided information on its website about the way in which shareholders can submit proposals to the Nomination Committee. No proposals have been received.

After the Nomination Committee was constituted, the Nomination Committee has familiarized itself with how the work of the Board of Directors is conducted and how it functions, as well as with regards to the Company's strategy and future challenges, and assessed the competence and experience that the Board members of the Company's Board of Directors should possess, which has served as guidance for the Nomination Committee's work. The Chair of the Board of Directors has ensured that the Nomination Committee has received relevant information about the Board's work during the year and the Board evaluation carried out by the Board members.

On the basis of the Company's needs based on strategy and future challenges, the Nomination Committee has worked to identify new candidates for the Board, and has discussed in detail requirements for competence, experience and background to complement the Board.

The Nomination Committee believes that the Board member proposed for new election brings valuable complementary know-how and experience to the Board and contributes to a long-term sustainable composition and continuity of the Board work. The Nomination Committee further assesses that the current Board of Directors has functioned well during the period and that the Board members who are available for re-election together with the Board member proposed for new election possess the competence and qualifications required to lead the Company's continued development.

The Nomination Committee further assesses that the proposed composition of six Board members is well in accordance with the Company's needs and also in other respects with the requirements of the Swedish Code of Corporate Governance (Sw. *Svensk kod för bolagsstyrning*) (the "Code").

In light of the above, the Nomination Committee has come to the conclusion that the proposed Board of Directors, which consists of six Board members, is well in accordance with the requirements placed on the Board of Directors with regard to the Company's operations, stage of development, current situation, future direction and other circumstances, as well as the requirements set out regarding breadth regarding the competence, experience and background of the Board members appointed by the Annual General Meeting.

The Nomination Committee has also taken into account the requirement for diversity as set out in the Code. The Nomination Committee looks at diversity in terms of areas of expertise, background, international experience and gender distribution. The Nomination Committee can conclude that the proposed composition of the Board consists of 2 women and 4 men. The gender distribution is thus 33% / 67%. The Nomination Committee's ambition is for the gender balance to be further increased over time.

In assessing the independence of the proposed Board members, the Nomination Committee has found that its proposal for the composition of the Board of Directors of the Company meets the requirements for independence set out in the Code. The Nomination Committee assesses that all individuals proposed for re-election are independent in relation to the Company and its management as well as to the Company's major shareholders. As a result of Emil Billbäck's previous role as CEO of BONESUPPORT, as well as his current employment as Senior Advisor in the Company, he is not considered to be independent in relation to the Company and the company management, but independent in relation to the Company's major shareholders. Against this background, the proposed composition of the Board of Directors meets the requirements of the Code.

April 2026

The Nomination Committee of BONESUPPORT HOLDING AB (publ)