

# Corporate governance report

## Overview

AlzeCure Pharma AB (AlzeCure®) is a Swedish public limited liability company governed by Swedish law, primarily the Swedish Companies Act (2005:551), the Swedish Annual Accounts Act (1995:1554) and internal rules and regulations. Because the company's shares are traded on Nasdaq First North Premier Growth Market, the company also complies with Nasdaq First North's regulatory framework, the Swedish Corporate Governance Code (the Code) and pronouncements by the Swedish Securities Council concerning best practices on the Swedish stock market.

As a rule, the Code is not applicable to companies whose shares are admitted to trading on a so-called multilateral trading facility (such as Nasdaq First North Growth Market); however, since July 1, 2018 the Code applies to companies whose shares are admitted to trading in the Premier segment at Nasdaq First North Growth Market. While the Code specifies a higher standard of good corporate governance than the minimum requirements of the Swedish Companies Act, companies are not obliged to comply with all of the rules in the Code as it provides leeway to deviate from the rules on the condition that all such deviations and the chosen alternative solutions are described and that the reason for the deviations are explained in the corporate governance report under the so-called comply-or-explain principle. The company complies with the Code, but deviates in that a nomination committee was not set up until the 2019 Annual General Meeting, the first AGM as a listed company.

## Shareholders

AlzeCure's share is listed on Nasdaq First North Premier Growth Market. Share capital as of December 31, 2019 amounted to SEK 944,000 distributed over 37,765,715 shares, each with a quota value of SEK 0.025. BFCM P/C BFCM Sweden Retail FT was the largest individual shareholder as of December 31, 2019 and represented 11.5 percent of the shares. They were also the only shareholder who, as of December 31, 2019, had a shareholding in the company that represented at least one tenth of votes for all shares in the company.

All shares are ordinary shares and have equal rights to the company's profit, and each share entitles the holder to one vote at the AGM. At the AGM, each shareholder is entitled to vote the full number of shares, owned or represented, without limitation to the number of votes.

## Annual General Meeting (AGM)

Shareholders exercise their voting rights at the AGM. The AGM must be held within six months of the end of each financial year.

Shareholders exercise their right to decide on the company's affairs at the AGM. Shareholders exercise their voting rights on key issues such as the approval of income statements and balance sheets, the appropriation of the company's profit or loss, the discharge from liability of Board members and the CEO, the election of Board members and auditors, and compensation to the Board and auditors.

Extraordinary shareholders' meetings may be convened in addition to the AGM. In accordance with AlzeCure's articles of incorporation, notice convening the AGM is announced through the Official Swedish Gazette (Post- och Inrikes Tidningar) and by making the notice available on the company's website. At the same time, an advertisement informing that notice has been given must be placed in the Swedish business daily, Dagens Industri. According to the company's articles of incorporation, the AGM must be held in Stockholm, Sweden.

## Right to attend the AGM

Shareholders who are registered directly in the shares ledger kept by Euroclear Sweden AB five working days (including Saturdays) before the AGM and who have notified the company of their intention to participate in the AGM not later than the date specified in the notice to attend the AGM, have the right to participate in the AGM and to vote the number of shares they hold. Shareholders whose shares are registered in the name of a nominee or trustee must register their shares with Euroclear in their own name for the right to participate in the AGM. Such registration may be temporary. Shareholders may participate in the AGM in person or by proxy, but by no more than two persons. Shareholders are usually able to register for the AGM in a number of different ways, described in more detail in the notice to attend.

## Initiatives from shareholders

Shareholders who wish to have a matter addressed at the AGM are required to submit a request in writing to the Board. Usually, the request must be received by the Board no later than seven weeks before the AGM.

## 2019 Annual General Meeting

AlzeCure's 2019 Annual General Meeting was held on May 22 in Stockholm. In addition to the customary agenda items, the AGM resolved the following:

- to reelect Thomas Pollare, An van Es Johansson, Pirkko Sulila Tamsen, Ragnar Linder and Ellen Donnelly as board members until the end of the next AGM;
- to reelect Thomas Pollare as Chairman of the Board until the end of the next AGM;
- to reelect registered auditors Grant Thornton Sweden AB as the company auditor;
- that a fee be paid in the amount of SEK 150,000 to the Chairman of the Board and SEK 75,000 to each of the other Board members who are not employees of the company;
- that the auditors fee be paid against approved invoice;
- to establish a nomination committee tasked with preparing resolutions prior to AGMs on matters concerning elections and fees and, where appropriate, procedural matters for the next nomination committee, and to establish instructions for said committee's work;
- to adopt guidelines for remunerations to senior executives;
- to establish an warrants scheme for the Board. The right to subscribe to warrants must, in the case of deviation from shareholders' preferential rights, only fall to certain of the company's board members elected at the 2019 AGM, and
- to authorize the Board to resolve on the new issue of shares, warrants and/or convertibles on one or more occasions before the next AGM, with or without deviation from shareholders' preferential rights, that involves the issue, subscription to or conversion to a number of shares corresponding to a maximum dilution of 20 percent of the total number of shares in the company at the time of the resolution. The new issues can be carried out with or without a provision regarding contribution in kind, set-off or other provisions referred to in Chapter 13, Section 5, first paragraph 6, Chapter 14, Section 5, first paragraph 6 and Chapter 15, Section 5, first paragraph 4, of the Swedish Companies Act. The purpose of the authorization is to increase the company's financial flexibility and the Board of Directors' scope of action.

## 2020 Annual General Meeting

The 2020 Annual General Meeting will be held on May 20 in Stockholm. Notice convening the AGM will be announced through the Official Swedish Gazette (Post- och Inrikes Tidningar) and by making the notice available on the company's

website. At the same time, an advertisement informing that notice has been given will be placed in the Swedish business daily, Dagens Industri.

Shareholders who wish to have an issue addressed at the AGM must submit a written request to the Board well in advance of the AGM. The Board may be contacted by letter at: Board of Directors, AlzeCure Pharma AB, Hälsovägen 7, 141 57 Huddinge, or by e-mail to: [info@alzecurepharma.com](mailto:info@alzecurepharma.com)

## Nomination Committee

The 2019 AGM resolved to establish a nomination committee tasked with preparing resolutions prior to AGMs on matters concerning elections and fees and, where appropriate, procedural matters for the next nomination committee, and to establish instructions for said committee's work. The nomination committee must comprise the three largest shareholders as of September 30 in terms of votes, and who wish to participate in the nomination committee's work.

## Instructions concerning the work and composition of the nomination committee

The Chairman of the Board must contact the company's three largest shareholders in terms of votes according to a transcript of Euroclear Sweden AB's shares ledger on September 30, and allow each to appoint a representative, who together with the Chairman of the Board, will constitute the nomination committee. Should any of them not exercise the right to appoint a member, the right to appoint such a member will be transferred to the next biggest shareholder in terms of votes who does not already have the right to appoint a member to the nomination committee. This procedure must continue until the nomination committee comprises three members excluding the Chairman of the Board. Unless otherwise agreed, the member representing the biggest shareholder in terms of votes must be appointed chairman of the nomination committee. The Chairman of the Board may not be chairman of the nomination committee.

The Chairman of the Board must convene the nomination committee's first meeting and also, as part of the nomination committee's work, present to it the conditions regarding the work of the Board and the requirement for special skills etc. that may be of importance for the nomination committee's work.

The names of nomination committee members must be published as soon as the nomination committee is appointed, but no later than six months before the next AGM. The nomination committee's term of office runs from the date

when its composition is made public until such time as a new nomination committee is appointed.

If any change in the company's ownership structure takes place after September 30 but before the nomination committee's complete motions have been made public, and if a shareholder, who following this change has become one of the company's three biggest shareholders in terms of votes, expresses a wish to the nominating committee chairman to become a member of said committee, the shareholder has the right to appoint an additional member to the nomination committee. Furthermore, the nomination committee may resolve that a member, who in terms of votes has become significantly smaller than the third biggest company shareholder in terms of votes, must resign from the nomination committee if this is deemed appropriate.

If a member of the nomination committee resigns during the term of office or if said member is prevented from fulfilling the assignment, the nomination committee must urge the shareholder who appointed the member to appoint a new member within a reasonable time. Should any shareholder not exercise the right to appoint a new member, the right to appoint such a member will be transferred to the next biggest shareholder in terms of votes who has not already appointed, or who has declined the right to appoint, a member to the nomination committee. Changes to the composition of the nomination committee must be made public as soon as they take place.

The nomination committee must put forth proposals on the matters listed below for presentation to the AGM for resolution:

- proposed chairman of the meeting,
- proposed Board of Directors,
- proposed Chairman of the Board
- proposal for board fees and their distribution between the Chairman and other members of the Board,
- proposals for fees to members of the remuneration and audit committees (where applicable),
- proposed auditors
- proposed fees to auditors and to the extent considered necessary, proposals for amendments in current nomination committee regulations.

No fee shall be paid to the members of the nomination committee. These instructions are applicable until the AGM resolves otherwise.

## Nomination committee for the 2020 Annual General Meeting

The company's nomination committee for the 2020 Annual General Meeting consists of:

- William Gunnarsson, appointed by BFCM P/C BFCM Sweden Retail FT
- Bo Rydlinger, appointed by FV Group AB
- Liselotte Jansson, appointed by AlzeCure Discovery
- Thomas Pollare (Chairman of the Board)

## Guidelines for remunerations to senior executives

The guidelines shall apply to employment contracts entered into after this decision on guidelines, and to any changes made to existing terms after this decision. The 2019 Annual General Meeting resolved to adopt the following guidelines for remuneration of senior executives:

AlzeCure Pharma shall offer a total compensation package at market levels that enables skilled senior executives to be recruited and retained. Remuneration to the CEO and other senior executives may consist of basic salary, variable remuneration, other benefits and pension. The basic salary forms the basis of the total remuneration and shall be proportionate to the executive's responsibilities and authority. The variable remuneration must not exceed an amount equal to six months' salary for the executive concerned. The variable remuneration is based on performance in relation to individually defined qualitative and quantitative measures, and also on the performance of the company relative to targets set by the Board of Directors. Pensionable pay consists only of basic salary.

The notice period shall be at least three months if employment is terminated on the initiative of the senior executive and between three and twelve months if terminated by the company. No severance pay is due on termination of employment. Any share and share-related programs shall be decided by the general meeting of shareholders. Allocations will be made in accordance with the resolutions passed by the general meeting. Other than as follows from employment contracts as described above, the senior executives are not entitled to any benefits after their employment/duties have ended.

The CEO's remuneration shall be set and approved by the Board of Directors. Remuneration to other senior executives shall be set by the CEO, who shall present a proposal to the Board of Directors for approval. The Board of Directors shall be entitled to deviate from the above guidelines for remuneration of senior executives if there is particular reason to do so.

## Board of Directors

The responsibilities of AlzeCure Pharma's Board are governed by the Swedish Companies Act and the articles of incorporation. According to the Swedish Companies Act, the Board of Directors is responsible for administration and organization, which means it is responsible for such things as establishing objectives and strategies, ensuring that procedures and systems for evaluating objectives are in place; the ongoing evaluation of the company's financial performance and position, and evaluating its operational management. The Board is also responsible for ensuring that the annual report and, where appropriate, consolidated financial statements and interim reports are prepared in a timely manner. The Board also appoints the CEO.

Board members are elected annually at the AGM for the period up until the end of the next AGM. According to the company's articles of incorporation, the Board must comprise no fewer than three and no more than ten members without alternates.

### Chairman of the Board

The Chairman of the Board is elected by the Board or where appropriate by the AGM; the Chairman bears particular responsibility for the management of the work of the Board and ensuring that such work is well organized. The Chairman of the Board is also responsible for ensuring the Board evaluates its work annually and that the Board is provided with information sufficient to enable its work to be performed effectively.

The Chairman of the Board is also responsible for ensuring that the Board is provided with satisfactory documentation in support of its work, and for contacts with shareholders on ownership matters and for conveying the views of the owners to the Board.

### Board procedures

In addition to the provisions of the Swedish Companies Act, the Board follows written rules of procedure that are revised annually and adopted by the Board at the statutory annual board meeting held following the AGM in which elections to the Board have taken place. The rules of procedure govern e.g. the allocation of assignments and responsibilities between the board, the Chairman of the Board and the CEO

and it specifies the procedure for the CEO's financial reporting. At the first Board meeting, the Board also sets forth and adopts instructions for the CEO. The Board's work is evaluated on an ongoing basis.

The Board meets according to an annual schedule laid down in advance. In addition to these meetings, further meetings may be arranged to address issues that cannot be referred to a scheduled meeting. In addition to Board meetings, the Chairman of the Board and the CEO maintain a dialog concerning the management of the company.

### Board committees

Based on its size and composition, the Board has decided that the duties and assignments of a remuneration committee and audit committee are best performed by the Board as a whole, and has accordingly decided not to appoint any special committees.

### Compensation to Board members

Compensation to the company's board members is resolved by the shareholders' meeting. The AGM of May 22, 2019 resolved that until the next AGM, a fee be paid in the amount of SEK 150,000 to the Chairman of the Board and SEK 75,000 to the other board members who are not employees of the company.

### Composition of the Board

The company's Board comprises five members including the Chairman, who were elected at the general meeting to serve until the end of the 2020 AGM. All members were elected by the AGM held May 22, 2019. The Board met eight times in 2019. The attendance of individual members at meetings is shown in the table below. All of the meetings during the year followed approved agendas that were provided, together with documentation for each agenda item, to Board members prior to Board meetings. The CEO participates in Board meetings but has no vote. Each scheduled Board meeting includes a review of the current business situation, the company's economic performance and financial position and the outlook for the rest of the year. See pages 30–31 for a description of the members of the Board of Directors.

BOARD OF DIRECTORS		Attendance at Board meetings	Elected	Holdings, shares <sup>1</sup>	Holdings, warrants	Independent company and company management	Independent major owners
Name	Assignment						
Thomas Pollare	Chairman	8/8	2017	801,887	35,000	No	Yes
Annie van Es Johansson <sup>2</sup>	Board member	7/8	2017	82,000	25,000	No	Yes
Ragnar Linder	Board member	8/8	2017	5,429	25,000	Yes	Yes
Ellen Donnelly	Board member	7/8	2018	–	–	Yes	Yes
Pirkko Sulila Tamsen	Board member	8/8	2018	11,000	25,000	Yes	Yes

1) Refers to own holding and that of physical related parties and legal persons.

2) Member of the Board of Directors until March 2, 2020.

## The CEO and other senior executives

The CEO is appointed by, and is subordinate to, the Board of Directors and bears primary responsibility for the company's day-to-day administration and its daily operations. The CEO must comply with the Board of Directors' guidelines and instructions. The distribution of assignments between the Board of Directors and the CEO is set forth in the Board's rules of procedure and the CEO's instructions. The CEO is also responsible for preparing reports and compiling information from management prior to Board meetings and presents materials at Board meetings.

According to the instructions for financial reporting, the CEO is responsible for such in AlzeCure and must therefore ensure that the Board of Directors is provided with sufficient information to enable it to evaluate AlzeCure's financial position on an ongoing basis.

The CEO must keep the Board of Directors continuously informed of developments in the company's operations, sales trends, earnings and financial position, the liquidity and credit situation, important business events and other circumstances that the Board is aware of that cannot be regarded as insignificant for the company's shareholders (such as material disputes and the termination of agreements essential to the company and other significant circumstances affecting operations)

Company management, headed by the CEO of the company, consists of people in charge of key business areas at AlzeCure. The CEO and other senior executives are presented in greater detail on pages 32–33.

### *Remuneration and employment terms for the CEO and other senior executives*

The Board decides on compensation to the CEO, and the CEO decides on conditions for other senior executives and employees.

Compensation to senior executives who are employees can consist of a basic salary, pension and other benefits. Periods of notice and compensation in the event of termination are individual and governed by the applicable employment contract. Compensation to the CEO consists of a fixed monthly compensation and a mutual, six-month period of notice applies. Under his employment contract, the CEO has the right to compensation from the company amounting to the difference between the CEO's monthly salary at the time the contract is terminated and any new salary the CEO receives during a period of six months from the time the contract is terminated. However, this compensation may not amount to more than 60 percent of the monthly salary the CEO received from the company. AlzeCure's employment agreements include provisions under which all intellectual property rights developed by an employee as part of his or her employment will accrue to AlzeCure. The company's employment agreements contain restrictions on competition.

Other than as described above, no senior executive has the right to compensation after termination of employment.

For more information about remuneration to the CEO and senior executives, see note 6.

## Share-related compensation program

The company launched an incentive program with warrants aimed at some members of the Board of Directors. A total of 110,000 warrants were issued; 35,000 warrants went to Thomas Pollare and 25,000 warrants each went to Annigje van Es Johansson, Ragnar Linder and Pirkko Sulila Tamsen. The warrants, which were issued at the market price as of May 22, 2019, entitle the holder to subscribe for shares during the period June 15, 2022 – June 30, 2022. The issue price for newly subscribed shares will total 150 percent of the volume-weighted average closing price for the company's shares on Nasdaq First North Premier during the 10 trading days preceding the Annual General Meeting on May 22, 2019. For more information, please see the minutes from the AGM of May 22, 2019.

## Audit

The company's statutory auditor is appointed by the AGM. The auditor must examine the company's annual report, its accounting records and the administration of the Board of Directors and the Chief Executive Officer. Following the end of each financial year, the auditor must submit an auditor's report to the AGM. According to the company's articles of incorporation, it must have one or two auditors and no more than one alternate auditor.

Grant Thornton Sweden AB (Box 7623, SE 103 94 Stockholm, Sweden) has been the company's auditor since 2017, with Camilla Nilsson as auditor-in-charge since 2019. Camilla Nilsson is an Authorized Public Accountant and a member of FAR, the Swedish Institute of Authorised Public Accountants.

Resolutions concerning compensation to auditors are passed by the general meeting. The AGM of May 22, 2019 resolved that the auditor's fee be paid against approved invoice. For more information about remuneration to auditors, see note 5.

## Internal controls

The company has decided not to set up any special function for internal control; instead this task is carried out by the Board of Directors as a whole. Each year, the Board evaluates the need to establish a special internal audit department.

The Board of Directors bears overall responsibility for internal controls. Provisions in the Swedish Companies Act and the Swedish Annual Accounts Act require the inclusion of information about the most important features in AlzeCure's system for internal control and risk management in the company's Corporate Governance Report. In order to maintain good internal control, the Board has established a number of policy documents such as the Board's rules of procedure, the CEO instruction, instructions for financial reporting, and an information and communications policy.

Internal control includes control of the company's organization, procedures and actions. The aim is to ensure reliable and accurate financial reporting; that the company's financial reporting is performed in compliance with the law and applicable accounting standards and that other requirements are met.

The internal control system also seeks to monitor compliance with the company's guidelines, principles and instructions. Furthermore, the protection of the company's assets and the appropriate and cost-effective use of the company's resources are also monitored. Internal control is also carried out by monitoring by means of the implemented information and business management systems, and by analyzing risks. A review of financial statements and reporting paths takes place at every Board meeting.

See pages 30–33 for more information about the composition of the Board of Directors and the management group.



## Board of Directors and auditor

According to the company's articles of incorporation, the Board must comprise no fewer than three and no more than ten members without alternates. The Board currently comprises five members with no alternates. The Board members were elected to serve until the end of the 2020 AGM.



### THOMAS POLLARE

**Born:** 1953

Chairman of the Board and Board member since 2017.

**Education/experience:** Thomas Pollare holds an M.D. from Karolinska Institutet and a Ph.D. from Uppsala university. He was previously a partner in the Venture Capital company 3i. Thomas has held VP positions in both Pharmacia Corp and Schering-Plough Inc. He has been responsible for the market approval of several pharmaceutical products in various therapeutic areas and which generated billions in annual sales. He has previous experience of board work in both start-up companies and private equity investments.

**Current assignments:** Chairman of the Board and CEO of Oncolution AB. Chairman of the Boards of AC Intressenter AB, Sinfonia Biotherapeutics AB, AlzeCure Discovery AB and Stiftelsen AlzeCure. Member of the boards of Bio-Works Technologies AB, SSI Diagnostics Holding A/S, Pharmaceuticals Sales & Development Sweden AB and Psilox AB. Alternate board member in Bio-Works Sweden AB.

**Completed assignments (past five years):** Chairman of the boards of QuiaPEG Pharmaceuticals AB and QuiaPEG Pharmaceuticals Holding AB. Member of the boards of Cereno Scientific AB, Premacure Holding AB, Premacure AB, Xellia Pharmaceuticals ApS, Centro Gamma Knife Santiago S.a.P Chile, Gamma Knife Center Ecuador S.A, PT GammaKnife Center Indonesia, Cancun Oncology Center S.A.P.I de C.V Mexico, Center de Neuroradiocirurgia Gamma Knife San Javier S.A de C.V Mexico, Centro Oncologico y de Radioterapia TEC 100 S.A.P.I de C.V Mexico, Centro Gamma Knife Dominicana S.R.L. and Sweden Ghana Medical Center Ltd. CEO of Global Medical Investments GMI AB.

**Holdings:** 801,887 shares and 35,000 warrants.

Dependent in relation to the company and company management, but independent in relation to the company's largest shareholders.



### ANNIGJE VAN ES JOHANSSON

**Born:** 1960

Board member since 2017 until March 2, 2020.

**Education/experience:** Ann van Es Johansson holds an M.D. (physician) from Erasmus University Rotterdam (the Netherlands). She has previously held various executive positions relating to clinical development, medical affairs, business development and marketing at Sobi, Eli Lilly, Roche, Pharmacia & Upjohn and biotechnology companies in the USA, the Netherlands, Switzerland and Sweden. She is an entrepreneur and a mentor/coach with extensive experience.

**Current assignments:** Member of the boards of Van Es Consulting AB, Medivir AB, BioInvent International AB, Savara Pharmaceuticals Inc, PLUS Therapeutics Inc and Agendia BV. Advisor & consultant.

**Completed assignments (past five years):** VP Medical Affairs at Swedish Orphan Biovitrum AB.

**Holdings:** 82,000 shares and 25,000 warrants.

Dependent in relation to the company and company management, but independent in relation to the company's largest shareholders.



### RAGNAR LINDER

**Born:** 1953

Member of the Board of Directors since 2017.

**Education/experience:** Ragnar Linder has a Master of Science degree in Chemical Engineering from KTH Royal Institute of Technology. Ragnar is a co-founder of Pygargus, a research company in the field of real-world evidence, which was bought by IMS Health (currently IQVIA) in 2013 and in which Ragnar has held senior positions ever since. He has also held several senior positions in Amgen Nordic (CEO), Aventis, HMR and Hoechst. Ragnar has also been a member of the boards of several biotech, pharmaceutical and CRO companies. Today, Ragnar is an independent consultant.

**Current assignments:** Member of the boards of R. Linder Holding AB and Pharmacolog i Uppsala AB.

**Completed assignments (past five years):** Member of the boards of Umecline Cognition AB and Pygargus AB.

**Holdings:** 5,429 shares and 25,000 warrants.

Independent in relation to the company, company management, and the company's major shareholders.



## PIRKKO SULILA TAMSEN

**Born:** 1959

Board member since 2018.

**Education/experience:** Pirkko Sulila Tamsen has a Ph.D. in zoophysiology from Uppsala University and an MSc in biology and chemistry from Uppsala University. Pirkko is an owner and consultant in Arandi Innovation AB, a member of the boards of Örebro Universitet Holding AB and start-up companies originating from academic research. Pirkko has many years' experience from major pharmaceutical companies, as CEO and partner in a clinical contract research company and from development companies in the pharmaceutical sector and research, entrepreneurship and leadership in knowledge companies. Pirkko was previously the CEO of Dilaforette AB (currently Modus Therapeutics) and Head of Uppsala University Innovation (UU Innovation).

**Current assignments:** Member of the boards of Örebro Universitet Holding AB, Örebro Universitet Uppdrag AB, Örebro Universitet Enterprise AB, HepaPredict AB and C26 Bioscience AB. Chairman of the Board and CEO at Arandi Innovation AB. Chairman of the Board of Curenc AB. Alternate member of the board and deputy CEO at Arandi Development AB.

**Completed assignments (past five years):** Chairman of the Board of Rapp AB. Member of the boards of Karolinska Institutet Innovations AB and Uppsala University Innovation Tools AB. CEO at Dilaforette AB and NovaSAID AB.

**Holdings:** 11,000 shares and 25,000 warrants.

Independent in relation to the company, company management, and the company's major shareholders.



## ELLEN DONNELLY

**Born:** 1974

Board member since 2018.

**Education/experience:** Ellen Donnelly has a Ph.D. from Yale University Medical School (USA). Ellen has previously held various executive positions in clinical development, project management, research and strategy at Pfizer. Prior to joining Pfizer, Ellen held various positions in American biotechnology and management consultancy companies.

**Current assignments:** CEO of Modus Therapeutics Holding AB (publ) and Modus Therapeutics AB.

**Completed assignments (past five years):** None.

**Holdings:** No holdings.

Independent in relation to the company, company management, and the company's major shareholders.

## Auditor

The company's statutory auditor is appointed by the AGM. According to the company's articles of incorporation, it must have one or two auditors and no more than one alternate auditor.

Grant Thornton Sweden AB (Box 7623, SE 103 94 Stockholm, Sweden) has been the company's auditor since 2017, with Camilla Nilsson as auditor-in-charge since 2019. Camilla Nilsson, born 1973, is an Authorized Public Accountant and a member of FAR, the Swedish Institute of Authorised Public Accountants.



## Senior executives

The management group expanded in 2019, for more information see [www.alzecurepharma.se](http://www.alzecurepharma.se).



### JOHAN SANDIN

**Born:** 1970

CEO 2017–2019, CSO from January 8, 2020.

**Education/experience:** Johan Sandin has a Ph.D. from Karolinska Institutet. Johan is a behavioral pharmacist in neurology with significant international academic and industrial experience. He has worked at AstraZeneca since 2003, where he has held scientific, project and executive positions in charge of in vitro biology, in vivo pharmacology and biochemical biomarkers within the CNS field.

**Current assignments:** Member of the board and CEO at Sandin Pharma Consulting AB. Member of the board and deputy CEO at ArgusEye AB. Member of the boards of AC Intressenter AB and Sinfonia Biotherapeutics AB. CEO of AlzeCure Discovery AB.

**Completed assignments (past five years):** None.

**Holdings:** 850,000 shares.



### MARTIN JÖNSSON

**Born:** 1968

CEO since January 8, 2020

**Education/experience:** Martin Jönsson holds an M.Sc. in business from the University of Lund, and has studied at the University of Freiburg, Germany and the University of Ottawa, Canada. Martin Jönsson has more than 20 years of experience in the global pharmaceutical industry and has held several executive positions, with experience in business development, marketing, sales, alliance management and medical affairs. Previous employers include Roche and Ferring Pharmaceuticals.

**Completed assignments (past five years):** Senior positions in several different areas at Ferring Pharmaceuticals, including business area manager for several therapeutic fields.

**Holdings:** No holdings.

Name	Position	Employed/ worked for AlzeCure	Holdings, shares <sup>1</sup>
Johan Sandin	Chief Executive Officer/CSO	2017	850,000
Martin Jönsson	Chief Executive Officer 2020	2020	–
Birgitta Lundvik	CFO	2017	65,000
Pontus Forsell	Director Pharmacology	2017	853,642
An van Es Johansson	Head of Development	2018	82,000

1) Refers to own holding and that of physical related parties and legal persons.



## BIRGITTA LUNDAVIK

**Born:** 1967

CFO since 2017.

**Education/experience:** Birgitta Lundvik has an MSc in business from Uppsala University and an eMBA in finance from Stockholm Business school, Sweden. Birgitta Lundvik has more than 25 years of experience from software development, life science and real estate companies. She has been involved in several M&A projects and has broad experience of venture capital companies.

**Current assignments:** Chair of the board of LobSor Pharmaceuticals AB. Member of the board and CEO of Enable – Finance & Business Development in Sweden AB. Secretary and Treasurer of Favro North America Inc. Member of the board of LobSor Europe AB. Deputy chairman of Swedsoft. Alternate member of the board of Helander & Lundvik Ekonomikonsulter AB, Balanced Competence Uppsala Redovisningsbyrå AB, and Brf Arken.

**Completed assignments (past five years):** Member of the board and CEO of Hansoft Technologies AB. CEO of Favro AB and Nonna Holding AB.

**Holdings:** 65,000 shares.



## ANNIGJE VAN ES JOHANSSON

**Born:** 1960

Head of Development, engaged as a consultant since 2018.

**Education/experience:** An van Es Johansson holds an M.D. (physician) from Erasmus University Rotterdam (the Netherlands). An has previously held various executive positions relating to clinical development, medical affairs, business development and marketing at Sobi, Eli Lilly, Roche, Pharmacia & Upjohn and biotechnology companies in the USA, the Netherlands, Switzerland and Sweden. She is an entrepreneur and a mentor/coach with extensive experience.

**Current assignments:** Member of the boards of Van Es Consulting AB, Medivir AB, BioInvent International AB, Savara Pharmaceuticals Inc, PLUS Therapeutics Inc and Agendia BV. Advisor & consultant.

**Completed assignments (past five years):** VP Medical Affairs at Swedish Orphan Biovitrum AB. Member of the Board of Directors for AlzeCure Pharma through March 2, 2020.

**Holdings:** 82,000 shares and 25,000 warrants.



## PONTUS FORSELL

**Born:** 1967

Head of Discovery, engaged as a consultant since 2017, employed since 2019.

**Education/experience:** Pontus Forsell holds a Ph.D. in Medical Biochemistry & Biophysics from Karolinska Institutet, Sweden. Pontus Forsell has 20 years of experience from several biotech and pharmaceutical companies, such as Biolipox, Orexo, Merck and AstraZeneca in project and management positions. He is an expert in early phase drug development within the disease areas neurology, analgesia and inflammation, as well as respiratory diseases.

**Current assignments:** Chairman of the Board and CEO of Research, Education & Training AB (RETAB).

**Completed assignments (past five years):** None.

**Holdings:** 853,643 shares.