

The Nomination Committee's reasoned statement in respect of the Annual General Meeting 2018 in Enzymatica AB (publ)

In accordance with the principles for the Nomination Committee which were established at the Annual General Meeting 2016, the Nomination Committee consists of representatives of the four largest shareholders registered in the register of shareholders held by Euroclear Sweden AB as of 31 October 2017, together with the Chairman of the Board. The Nomination Committee in respect of the Annual General Meeting 2018 has comprised the Chairman Håkan Roos (Abanico Invest AB), Guðmundor Pálmason (Protenus Ltd), Ágústa Guðmundsdóttir (Gadice ehf.) and Björn Algvist (Roosgruppen AB) as well as the Chairman of the Board, Bengt Baron.

The task of the Nomination Committee is to submit proposals to the Annual General Meeting concerning the election of the Chairman of General Meetings, the election of members of the Board and the Chairman of the Board, the election of auditor, as well as remuneration for the Board divided between the Chairman and the other members of the Board, including remuneration for Committee work, as well as remuneration to the company's auditor. In respect of the Annual General Meeting 2018, the Nomination Committee submits the following proposals.

The Nomination Committee proposes that lawyer Madeleine Rydberger is elected as Chairman of the Annual General Meeting 2018.

The Nomination Committee proposes that Bengt Baron, Marianne Dicander Alexandersson, Guðmundor Pálmason, Sigurgeir Gudlaugsson, Mats Andersson and Louise Nicolin are re-elected as members of the Board. Furthermore, the Nomination Committee proposes re-election of Bengt Baron as Chairman of the Board. The proposal by the Nomination Committee means that the number of Board members is six during the upcoming term and thus unchanged.

Information concerning members proposed for re-election is available on the company's website, www.enzymatica.com.

The Nomination Committee proposes that remuneration to the Chairman of the Board shall be paid with SEK 350,000 (unchanged) and SEK 150,000 to other Board members who are not employed by the company. Remuneration to the Chairman of the Audit Committee shall be paid with SEK 50,000 (unchanged), in addition to ordinary Board remuneration. No remuneration shall be paid to the other members of the Audit Committee. The Nomination Committee proposes that no remuneration shall be paid for work in the Remuneration Committee.

The Nomination Committee proposes that the registered auditing company Deloitte AB is re-elected as auditor for the period until the end of the Annual General Meeting 2019.

Remuneration shall be paid in accordance with approved invoices.

Ahead of the Annual General Meeting 2018, the Nomination Committee has held two meetings. In addition to this, telephone contacts have occurred. The Nomination Committee has conducted a board evaluation and has come to the conclusion that the work in the Board has been conducted well and efficient during the year. In preparing its proposal for Board of Directors, the Nomination Committee has paid particular attention to the requirements that the company's strategic development, international business as well as management and control has on the Board's skills and composition. The Nomination Committee has also taken into account the Board's need for diversity and breadth in terms of competence, experience and background, while the necessary continuity in the work of the Board should be maintained.

Against this background, it is the opinion of the Nomination Committee that the current Board has an appropriate composition with regards to the company's operations, phase of development and other relevant circumstances and that the Board exhibits diversity and breadth of the Board members qualifications, experience and background. Therefore, the Nomination Committee proposes re-election of all Board members.

When assessing the independence of the Board members, the Nomination Committee is of the opinion that the proposal for board composition in Enzymatica meets the requirements regarding independence set forth in The Swedish Corporate Governance Code. The Nomination Committee has in its assessment considered that Mats Andersson, Guðmundor Pálmason and Sigurgeir Gudlaugsson are to be regarded as dependent in relation to the company's major shareholders.

The Nomination Committee in March 2018