

The Nomination Committee's Proposed Resolutions

In accordance with the principles for the appointment of the Nomination Committee adopted at the Annual General Meeting held on 25 April 2025 in Meds Apotek AB (the “**Company**”), the Chairman of the Board of Directors has contacted the Company's three largest known shareholders by voting rights as of 30 September 2025 and asked them to appoint members who, together with the Chairman, shall form the Nomination Committee ahead of the 2026 Annual General Meeting.

The Nomination Committee comprises the following members: Christian W. Jansson (Chairman of the Board of Directors), Jakob Mörndal (appointed by M2 Asset Management), Ilija Batljan (appointed by Ilija Batljan Invest AB) and Sven Sahle (appointed by Björn Thorngren)¹. The Nomination Committee has submitted the following proposals:

1. Election of Chairman of the Meeting

The Nomination Committee proposes that Christian W. Jansson be elected Chairman of the Meeting (or, in the event he is prevented from attending, such other person as the Nomination Committee may designate).

8. Determination of fees to the Board of Directors and the auditor

The Nomination Committee proposes that the fees to the Board of Directors be allocated as follows: SEK 500,000 to the Chairman of the Board of Directors and SEK 250,000 to each other Board member elected by the Annual General Meeting who is not employed by the Company. The total fees amount to SEK 1,000,000.

The fee to the Chairman of the Audit Committee is proposed to amount to SEK 50,000. For other members of the Audit Committee, a fee of SEK 35,000 is proposed.

No remuneration is proposed for the members of the Remuneration Committee.

The auditor's fees are proposed to be paid in accordance with approved invoice.

9. Election of the Board of Directors and auditing firm or auditors

The Board of Directors currently consists of five (5) ordinary members without deputies. The Nomination Committee proposes that, for the period until the end of the next Annual General Meeting, the Board of Directors shall consist of four (4) ordinary members without deputies.

The Nomination Committee proposes the re-election of the current members Christian W. Jansson, Björn Thorngren, Jina Zachrisson and Mia Arnhult. Gunilla Spongh has declined re-election.

¹Björn Thorngren is CEO of the Company and appoints a representative to the Nomination Committee in his capacity as the second largest shareholder, holding approximately 6.2% of the capital and votes in the Company.

Christian W. Jansson is proposed to be re-elected as Chairman of the Board of Directors.

For a presentation of the members proposed for re-election, please refer to the Company's website <https://corporate.meds.se>.

The Nomination Committee proposes that the Company shall have one (1) registered auditing firm as auditor without deputy auditors for the period until the end of the next Annual General Meeting.

The Nomination Committee proposes that the Annual General Meeting re-elect the auditing firm Ernst & Young AB. Ernst & Young AB has informed the Company that, if Ernst & Young AB is elected as auditor, Andreas Nyberg Selvring will remain as auditor in charge.

The Nomination Committee's Reasoned Statement regarding the proposal for the Board of Directors ahead of the 2026 Annual General Meeting

The Nomination Committee has held two formal meetings and has, in between and thereafter, also conducted ongoing discussions. The Nomination Committee's principal work has been to evaluate and prepare proposals regarding the composition and remuneration of the Board of Directors.

The Nomination Committee notes that Gunilla Spongh has declined re-election. The Nomination Committee proposes that the Board of Directors for the time being shall consist of four members. The Nomination Committee notes that, if required, it is possible during the term of office to propose an expansion of the Board of Directors through a resolution at an Extraordinary General Meeting.

In its deliberations, the Nomination Committee has taken as its starting point that the Board of Directors shall, having regard to the Company's current situation, future direction, sustainability ambition and other circumstances, have an appropriate composition, characterised by diversity and breadth with respect to the Board members' competence, experience and background. As a basis for its deliberations, the Nomination Committee has, through the Company's Chairman of the Board, received information regarding the Board's own evaluation as well as regarding the Company's operations, stage of development and other circumstances. In addition, the Nomination Committee has taken part of the Board of Directors' assessments of the quality and effectiveness of the auditor's work. The Nomination Committee considers that the proposed composition of the Board of Directors well fulfils these requirements and that the Board of Directors taken as a whole possesses relevant expertise within operational, financial and regulatory areas.

The Nomination Committee's proposal concerning fee levels has been prepared with due consideration to the Company's size, the complexity of its operations and growth ambitions, as well as the need to be able to offer competitive remuneration over the long term.

In preparing its proposal, the Nomination Committee has applied rule 4.1 of the Swedish Corporate Governance Code as its diversity policy. The proposed Board of Directors consists of two women and two men, which represents an equal gender distribution.

The question of the independence of the Board members has been discussed. The Nomination Committee's assessment in these respects is unchanged from the assessment set out in the Board members' presentations on the Company's website <https://corporate.meds.se>. The proposed composition of the Board of Directors fulfils applicable independence requirements.