

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.

Proposal for resolution to authorize the board of directors to issue ordinary shares and warrants to guarantors

In order to enable the issuance of units consisting of ordinary shares and warrants as compensation to those who have entered into guarantee commitments (the "**Guarantors**") to secure the rights issue of units that was resolved upon by the board of directors on 10 July 2024, and which is proposed to be approved under item 7 on the agenda for the extraordinary general meeting (the "**Rights Issue**"), the board of directors of Ascelia Pharma AB, Reg. No. 556571-8797, proposes that the extraordinary general meeting on 14 August 2024 resolves to authorize the board of directors, for the period until the next annual general meeting, on one or several occasions, with deviation from the shareholders' preferential rights and with or without provisions regarding set-off or other conditions, to resolve on issue of ordinary shares and warrants to the Guarantors.

Upon exercise of the authorization, the terms and conditions for units shall be the same as in the Rights Issue, meaning that each unit shall consist of three (3) ordinary shares and one (1) warrant series TO 1, however, the subscription price per unit shall correspond to the volume-weighted average share price of the company's ordinary share on Nasdaq Stockholm during the subscription period in the Rights Issue (i.e. during the period 20 August – 3 September 2024), multiplied by three (3), but never lower than the subscription price in the Rights Issue.

The purpose of the authorization and the reason for the deviation from the shareholders' preferential rights is to be able to carry out an issue of units as compensation to the Guarantors. The number of ordinary shares and warrants that may be issued pursuant to the authorization may not exceed the total number of ordinary shares and warrants corresponding to the agreed underwriting fee that the company has to pay to the Guarantors.

The resolution pursuant to this proposal presupposes and is conditional upon that the meeting resolves on amendment of the Articles of Association under item 6 on the agenda for the meeting, that the meeting resolves to approve the Rights Issue under item 7 on the agenda for the meeting and that the meeting resolves on authorization for the board of directors to resolve on issue of convertibles under item 9 on the agenda for the meeting.

For a valid resolution, the proposal must be supported by shareholders representing at least two-thirds of the votes cast as well as of all shares represented at the meeting.

The company's CEO shall be authorized to make minor formal adjustments of the resolution which may be required for registration with the Swedish Companies Registration Office (Sw. Bolagsverket).

Malmö on 10 July 2024

The Board of Directors of Ascelia Pharma AB (publ)