

The board of directors' of Mendus AB (publ), reg. no 556629-1786, (the "Company") complete proposal for resolution regarding payment of bonuses to employees in shares by way of (A) authorization for the Board of Directors to decide on issue of Class C shares, (B) authorization for the Board of Directors to decide on repurchase of own Class C shares, and (C) transfer of own ordinary shares to employees

For the financial year 2025, the Board of Directors has resolved on bonuses of a total of MSEK 3.1 including social security contributions to the Company's employees. The Board of Directors would like to offer the employees the opportunity to have the bonus paid entirely in cash or in shares in the Company, or partly in cash and partly in shares. Provided that the AGM resolves in accordance with the Board's proposal under this item 12, employees that choose to receive the bonus in shares shall be entitled to receive an additional bonus of 50% based on the initial bonus. In order to be able to offer the employees bonus in shares instead of in cash, the Board of Directors proposes that the AGM resolves on (A) authorization for the Board of Directors to decide on issue of Class C shares, (B) authorization for the Board of Directors to decide on repurchase of own Class C shares, and (C) transfer of own ordinary shares to employees.

(A) Authorization for the Board of Directors to decide on issue of Class C shares

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to resolve, at one or more occasions during the period until the next Annual General Meeting, to issue a maximum of 1,200,000 Class C shares. The new shares shall, with deviation from the shareholders' preferential rights, only be subscribed for by a bank or a securities company at a subscription price corresponding to the quota value. The new Class C shares shall be subject to provisions pursuant to Chapter 4 Section 6 of the Swedish Companies Act (conversion clause) and Chapter 20, Section 31 of the Swedish Companies Act (redemption clause).

The purpose of the authorization and the reason for the deviation from the shareholders' preferential rights in connection with the issue is to i) ensure delivery of shares as bonus payment to the employees ii) preserve cash with respect to payment in cash to the employees who choose to receive bonus in cash, and iii) hedge payments of social security contributions as well as taxes and other costs related to the payment of the bonus. In regard to ii)-iii) this is carried out by way of the repurchase of own Class C shares in accordance with (B) below, conversion of the Class C shares to ordinary shares and that these ordinary shares are transferred in accordance with the proposed resolution in item 13 of the agenda to the AGM.

(B) Authorization for the Board of Directors to decide on repurchase of own Class C shares

The Board of Directors proposes that the AGM resolves to authorize the Board of Directors to resolve, at one or more occasions during the period until the next Annual General Meeting, to repurchase its own Class C shares. Repurchases may only be made through an offer to purchase directed to all holders of Class C shares. The number of Class C shares that may be repurchased may not exceed 1,200,000. Repurchases shall be made at a price per share corresponding to the quota value. Payment for repurchased shares shall be made in cash. It shall also be possible to repurchase so-called interim shares, designated by Euroclear Sweden AB as Paid Subscribed Shares (BTA), in respect of Class C shares. The Board of Directors shall have the right to resolve on other terms and

conditions for the repurchase.

The purpose of the proposed authorization for repurchase is to i) ensure delivery of shares as bonus payment to the employees, ii) preserve cash with respect to payment in cash to the employees who choose to receive bonus in cash, and iii) hedge payments of social security contributions as well as taxes and other costs related to the payment of the bonus. In regard to ii)-iii) this is carried out by way of converting the repurchased Class C shares to ordinary shares and that these ordinary shares are transferred in accordance with the proposed resolution in item 13 of the agenda.

(C) Transfer of own ordinary shares to employees

In order to fulfill the Company's obligations towards the employees who choose to, fully or partially, receive their bonus in shares, the Board of Directors proposes that the AGM resolves that the Company shall transfer its own ordinary shares as follows:

1. The Company shall be entitled to transfer the maximum number of ordinary shares that the Company is obliged to in order to deliver ordinary shares to the employees that have chosen to, fully or partially, receive bonus in shares, at most 1,200,000 ordinary shares.
2. The ordinary shares that shall be transferred in accordance with item 1 above shall consist of shares newly issued and repurchased in accordance with item A-B above after conversion into ordinary shares.
3. The right to acquire ordinary shares shall, with deviation from the shareholders' preferential rights, be granted to employees who are entitled to bonus and who have chosen to, fully or partially, receive bonus in shares.
4. Transfer of shares to employees who have chosen to, fully or partially, receive bonus in shares shall be made free of charge and shall be executed as soon as practically possible after the AGM, following the decisions by the employees whether they would like to receive shares or cash. The number of shares each employee is entitled to receive shall be determined based on the volume-weighted average price (VWAP) paid for the Company's share on Nasdaq Stockholm during 20 trading days prior to distribution of the shares.

The reasons for the deviation from shareholders' preferential rights upon transfer of own ordinary shares are to ensure delivery of shares as bonus to employees.

Majority requirements etc.

The Board of Directors, the CEO or the person appointed by the Board of Directors shall be entitled to make the minor adjustments of the resolution required in connection with the registration thereof.

The Board of Directors' proposal for resolution under (A)-(C) above constitutes a combined proposal and shall be made as one resolution. For the present resolution to be valid it is required that the proposal is approved by shareholders holding at least nine-tenths (9/10) of both the votes cast and the shares represented at the AGM.

Provided that the AGM resolves in accordance with the Board's proposal, each employee must choose, as soon as practically possible but at latest three months after the AGM, whether he or she

would like to receive the bonus in shares or in cash or partly in cash and partly in shares. The shares shall be subject to a lock-up period of twelve months from the date when the shares are received.

The maximum number of Class C shares, 1,200,000 Class C shares corresponding to a dilution of 1.88 %, that may be issued, repurchased and transferred in accordance with the proposals for resolution under (A)-(C) above is based on the Company's current share price, the bonus amount and that all employees will choose to have the bonus paid in shares. The dilution has been calculated as the number of additional shares in relation to the existing number of shares and additional shares. In the event that the number of shares is not sufficient for the Company to be able to deliver the number of shares the employees are entitled to in accordance with this proposal, the Company shall pay out the remaining part of the bonus in cash.

Stockholm, April 2026

Mendus AB (publ)

The board of directors