

# **RECOMMENDATIONS BY THE NOMINATION COMMITTEE OF NAVAMEDIC ASA**

**TO**

## **THE GENERAL MEETING TO BE HELD ON 4th OF JUNE 2025**

### **1. Election of Board members**

The current members of the Board of Directors were all elected for a one-year period in the 2024 annual General Meeting and are therefore up for election at the Annual General Meeting in 2025.

The nomination committee of Navamedic ASA (the "Company") has in connection with the preparation of the recommendations set out herein been in contact with the Company's largest shareholders, the CEO, the chairman and board members of the Company's Board of Directors (the "**Board**").

Further the preparation has been based on the fact that Navamedic have not performed according to expectations last year.

The nomination committee has on this basis held meetings to discuss the composition of the Board and Board member candidates to ensure that its recommendations are in general representative of the views of the largest shareholders, that the Board has sufficient expertise and business experience, that the composition of the Board is balanced with respect to gender, that the Board as a whole is sufficiently representative of the Company's shareholders and that the candidates are sufficiently independent of the Company's executive management and have sufficient time to carry out their duties as a member of the Board, in accordance with the recommendations set out in the Norwegian Code of Practice for Corporate Governance and the Instructions for the Nomination Committee adopted by the Company.

After having careful considerations of the applicable requirements and recommendations regarding the composition of the Board including the Company's need for improvements, business, industry expertise and continuity, capacity and diversity the nomination committee has unanimously resolved to recommend Morten Jurs as a new board member. Further the recommendation is to reduce the board from 6 to 5 members with the aim to have a more agile Board securing business improvement.

Morten Jurs (1960) has more than 30 years' leadership experience from senior positions across public and private pharmaceutical and healthcare, technology, and IT companies. Jurs' experience lies in the understanding of markets, strategic growth, business development, and financial administration. His prior experience includes executive roles as CEO of Stamina Group AS between 2013-2016, CEO of Pronova BioPharma ASA from 2009-2013, CFO of Pronova BioPharma ASA from 2006 – 2009, and CFO of Kitron ASA from 2001-2006. He holds a Master of Science/MBA in Business and Economics from the University of Wyoming and are currently the CEO in SpinChip Diagnostics AS.

The nomination committee recommends that Jostein Davidsen continues as Chair to secure continuity in respect of his extensive pharma and leadership experience. The nomination committee believes that this solution in combination with increased business knowledge of the board will be the best solution for the company.

Provided that the general meeting elects the Board members recommended above, the Board will consist of the following shareholder elected members until the Annual General Meeting in 2026:

Jostein Davidsen, Chair  
Edmée Steenken, Board member  
Åsa Kornfeld, Board member  
Rune Wahl, Board member  
Morten Juurs, Board member

It is the opinion of the nomination committee that the above composition of the Board is appropriately composed to meet the requirements of the company's operations and strategy, taking into account the company's business activities and financial position and will comply with recommendations and requirements pertaining to continuity, independence, professional competence (including qualifications for amongst Audit Committee) and representation of both genders.

## **2. Remuneration**

The nomination committee proposes the following remuneration:

- a) Board of directors  
NOK 550.000 to the Chairman and NOK 300.000 to Board members.
- b) Audit committee  
NOK 90.000 to leader and 65.000 to members.
- c) M&A committee  
NOK 25.000 to leader and 20.000 to members.
- d) Remuneration committee  
NOK 25.000 to leader and 20.000 to members.

## **3. Nomination Committee**

The nomination committee proposes Bård Brath Ingerø (leader), Katarina Hammar and Kristian Huseby to the nomination committee until the general assembly in 2026.

The nomination committee proposes NOK 40.000 to the leader and NOK 30.000 to the members as remuneration.

Oslo 5<sup>th</sup> of May 2025

Bård Brath Ingerø

Grete Hogstad

Katarina Hammar

Sign.

Sign.

Sign.