

**The nomination committees' proposal for resolutions to the Annual Shareholders' meeting in Mentice AB on 6 May 2021**

## Table of Contents

<b>Item 2</b> – Election of chairman of the meeting.	3
<b>Item 9</b> – Determination of fees for the members of the Board of Directors and auditors and determination of fees to audit – and remuneration committees.	4
<b>Item 10</b> – The nomination committees’ proposal for election of members of the Board of Directors and appointment of auditors and deputy auditors, if any.	5

## **Item 2 – The nomination committees’ proposal for election of chairman of the meeting.**

The nomination committees proposes that Lawrence D Howell will be appointed as chairman of the annual shareholders’ meeting.

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The nomination committee of Mentice AB

## **Item 9 – The nomination committees’ proposal for determination of fees for the members of the Board of Directors and auditors and determination of fees to audit – and remuneration committees**

The nomination committee proposed that the annual shareholders’ meeting shall resolve to determine that a fixed yearly fee of in total SEK 970,000 whereof whereof SEK 100,000 shall be paid to Johann Koss, SEK 170,000 shall be paid to Gösta Johannesson, Eola Änggård Runsten and David Ballard respectively and SEK 360,000 shall be paid to Denis Gestin. The payment is subject to the condition that the board member is elected by the annual shareholders’ meeting and is not employed by the company or any of its subsidiaries.

The nomination committee proposes that the fee for the audit committee shall be determined to SEK 40,000 for the chairman and SEK 20,000 per other member. Furthermore, the nomination committee proposes fees to the remuneration committee to SEK 40,000 for the chairman and SEK 20,000 per other member.

Fees to the company’s auditor is proposed to be paid according to approved invoice.

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The nomination committee of Mentice AB

## **Item 10 – The nomination committees’ proposal for election of members of the Board of Directors and appointment of auditors and deputy auditors, if any.**

The nomination committee propose that the company's board of directors should consist of six board members without deputies. It is proposed for the time being until the end of the next annual shareholders’ meeting that the company should have a registered auditing firm without change as an auditor alternate.

Furthermore, it is proposed that as ordinary members of the board of directors shall, until the next annual shareholders’ meeting, be elected Lawrence D. Howell, Denis Gestin, Gösta Johannesson, David Ballard, Johann Koss and Eola Änggård Runsten (all re-elected).

A presentation of the persons that the nomination committee have proposed as board of directors are available at the company’s website, [www.mentice.com](http://www.mentice.com).

In accordance with the nomination committee's proposal, it is proposed that Lawrence D. Howell shall be appointed chairman of the board (re-election) and that KPMG AB (re-election) with Fredrik Waern (re-election) as principal auditor is appointed as the company's auditors without deputy auditors.

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