

*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 on amendment of the Articles of Association**

In order to enable the rights issue of units consisting of ordinary shares and warrants that is proposed to be approved in accordance with item 7 on the agenda for the extraordinary general meeting (the "**Rights Issue**"), the board of directors of Alligator Bioscience AB, Reg. No. 556597-8201, proposes that the extraordinary general meeting on 13 January 2025 resolves to amend the company's Articles of Association by adopting new limits for the share capital and the number of shares, respectively. In this regard, the board of directors has prepared fourteen proposals for amendments to the Articles of Association, Alternative A, Alternative B, Alternative C, Alternative D, Alternative E, Alternative F, Alternative G, Alternative H, Alternative I, Alternative J, Alternative K, Alternative L, Alternative M and Alternative N. Only one set of Articles of Association are intended to be registered with the Swedish Companies Registration Office (Sw. Bolagsverket). Which Articles of Association may be registered depends on the final transaction structure and how many ordinary shares and warrants are issued and subscribed for and paid for in the Rights Issue.

It is proposed that the board of directors shall be authorized to register the company's new Articles of Association in accordance with one of Alternative A, Alternative B, Alternative C, Alternative D, Alternative E, Alternative F, Alternative G, Alternative H, Alternative I, Alternative J, Alternative K, Alternative L, Alternative M and Alternative N, based on what the board of directors, after considering the final terms and the outcome of the Rights Issue, deems most appropriate. It is therefore proposed that the meeting resolves on all alternatives, but only one of the alternatives may ultimately be registered with the Swedish Companies Registration Office. The board of directors may also find it most appropriate not to register any new Articles of Association at all.

### **Amendments to the Articles of Association in accordance with Alternative A**

#### **§4 Share capital**

##### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

##### *Proposed wording*

The share capital of the company shall be no less than SEK 600,000 and no more than SEK 2,400,000.

## **§5 Number of shares**

### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

### *Proposed wording*

The number of shares shall not be less than 750,000,000 and shall not exceed 3,000,000,000.

## **Amendments to the Articles of Association in accordance with Alternative B**

## **§4 Share capital**

### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

### *Proposed wording*

The share capital of the company shall be no less than SEK 800,000 and no more than SEK 3,200,000.

## **§5 Number of shares**

### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

### *Proposed wording*

The number of shares shall not be less than 1,000,000,000 and shall not exceed 4,000,000,000.

## **Amendments to the Articles of Association in accordance with Alternative C**

## **§4 Share capital**

### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

### *Proposed wording*

The share capital of the company shall be no less than SEK 1,040,000 and no more than SEK 4,160,000.

## **§5 Number of shares**

### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

*Proposed wording*

The number of shares shall not be less than 1,300,000,000 and shall not exceed 5,200,000,000.

**Amendments to the Articles of Association in accordance with Alternative D**

**§4 Share capital**

*Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

*Proposed wording*

The share capital of the company shall be no less than SEK 1,360,000 and no more than SEK 5,440,000.

**§5 Number of shares**

*Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

*Proposed wording*

The number of shares shall not be less than 1,700,000,000 and shall not exceed 6,800,000,000.

**Amendments to the Articles of Association in accordance with Alternative E**

**§4 Share capital**

*Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

*Proposed wording*

The share capital of the company shall be no less than SEK 1,800,000 and no more than SEK 7,200,000.

**§5 Number of shares**

*Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

*Proposed wording*

The number of shares shall not be less than 2,250,000,000 and shall not exceed 9,000,000,000.

## **Amendments to the Articles of Association in accordance with Alternative F**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 2,400,000 and no more than SEK 9,600,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 3,000,000,000 and shall not exceed 12,000,000,000.

## **Amendments to the Articles of Association in accordance with Alternative G**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 3,200,000 and no more than SEK 12,800,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 4,000,000,000 and shall not exceed 16,000,000,000.

## **Amendments to the Articles of Association in accordance with Alternative H**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 4,240,000 and no more than SEK 16,960,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 5,300,000,000 and shall not exceed 21,200,000,000.

## **Amendments to the Articles of Association in accordance with Alternative I**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 5,600,000 and no more than SEK 22,400,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 7,000,000,000 and shall not exceed 28,000,000,000.

## **Amendments to the Articles of Association in accordance with Alternative J**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 7,440,000 and no more than SEK 29,760,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 9,300,000,000 and shall not exceed 37,200,000 000.

## **Amendments to the Articles of Association in accordance with Alternative K**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 9,920,000 and no more than SEK 39,680,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 12,400,000,000 and shall not exceed 49,600,000,000.

## **Amendments to the Articles of Association in accordance with Alternative L**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 13,200,000 and no more than SEK 52,800,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 16,500,000,000 and shall not exceed 66,000,000,000.

## **Amendments to the Articles of Association in accordance with Alternative M**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 17,600,000 and no more than SEK 70,400,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 22,000,000,000 and shall not exceed 88,000,000,000.

## **Amendments to the Articles of Association in accordance with Alternative N**

### **§4 Share capital**

#### *Current wording*

The share capital of the company shall be no less than SEK 520,000 and no more than SEK 2,080,000.

#### *Proposed wording*

The share capital of the company shall be no less than SEK 22,400,000 and no more than SEK 89,600,000.

### **§5 Number of shares**

#### *Current wording*

The number of shares shall not be less than 650,000,000 and shall not exceed 2,600,000,000.

#### *Proposed wording*

The number of shares shall not be less than 28,000,000,000 and shall not exceed 112,000,000,000.

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The meeting's resolution in accordance with the board of directors' proposal under Alternatives A–N above shall be made as a joint resolution.

The resolution pursuant to this proposal presupposes and is conditional upon that the meeting resolves to approve the Rights Issue under item 7 on the agenda for the meeting, that the meeting resolves on authorization for the board of directors to resolve on issue of ordinary shares and warrants to guarantors under item 8 on the agenda for the meeting and that the meeting resolves on authorization for the board of directors to resolve on issue of warrants 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 such minor formal adjustments of the resolution as might be necessary in connection with registration with the Swedish Companies Registration Office.

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Lund in December 2024

The Board of Directors of Alligator Bioscience AB (publ)