

Proposal for resolution on (A) amendment of the Articles of Association; and (B) reverse split of ordinary shares

The board of directors of Alligator Bioscience AB, Reg. No. 556597-8201, proposes that the extraordinary general meeting on 27 March 2025 resolves on a consolidation of ordinary shares (so-called reversed share split) whereby one thousand (1,000) existing ordinary shares are consolidated into one (1) ordinary share (1:1,000) in accordance with B below. The purpose of the reverse share split is to achieve an appropriate number of shares for the company. In order to enable the reverse share split of ordinary shares, the board of directors further proposes that the meeting resolves to amend the company's Articles of Association in accordance with A below.

A. Amendment of the Articles of Association

In order to enable the reverse share split of ordinary shares proposed under B below, the board of directors proposes that the meeting resolves to amend the company's Articles of Association, by adopting new limits for the share capital and the number of shares as follows.

§ 4 Share capital

Current wording

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

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 12,400,000,000 and shall not exceed 49,600,000,000.

Proposed wording

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

B. Reverse share split of ordinary shares

The board of directors proposes that the meeting resolves to carry out a reverse share split of ordinary shares, in the ratio 1:1,000, resulting in one thousand (1,000) ordinary shares being consolidated into one (1) ordinary share.

The reason for the reverse share split is that the company wants to achieve a number of shares that is appropriate for the company.

If a shareholder's holding of ordinary shares does not correspond to a full number of new ordinary shares, the excess ordinary shares will become the property of the company on the record date for the reverse share split. Excess ordinary shares will then be sold at the company's expense by Vator Securities AB, whereby the shareholders concerned will receive their share of the sales proceeds.

After completion of the reverse share split of ordinary shares, the number of ordinary shares in the company will decrease from 16,905,477,334 to 16,905,477. The proposed reverse share split also means that the quota value of the share increases from SEK 0.0008 to SEK 0.80.

The board of directors shall be authorized to determine the record date for the reverse share split, which may not, however, be earlier than the date on which the resolution on the reverse share split has been registered with the Swedish Companies Registration Office. Further information on the procedure for the reverse share split will be published in connection with the board of directors' decision regarding the record date.

The board of directors' proposals under A - B above constitute a combined proposal and shall be made as a joint resolution.

The resolution presupposes and is conditional upon that the meeting also approves the board of directors' proposal for resolution on reduction of the share capital to cover loss in accordance with the board of directors' proposal to 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.

Lund in February 2025

The Board of Directors of Alligator Bioscience AB (publ)