

The Nomination Committee's reasoned statement regarding proposals for the Board of Infant Bacterial Therapeutics AB (publ)

The Nomination Committee proposes re-election of all current Board members Jan Annwall, Anders Ekblom, Margareta Hagman and Peter Rothschild. Furthermore, the re-election of Peter Rothschild as Chairman. The Committee proposes the election of Eva Idén and Anthon Jahreskog as new board members.

Eva Idén, born 1966, has a Degree in Chemical Engineering from Chalmers University of Technology. She has extensive experience from leading management positions in Astra and AstraZeneca. She is now working as a consultant in leadership and organizational development, and is the business owner of Better & Beyond AB and a partner in Inflecto AB. Eva Idén is independent of the company, management and major shareholders. Eva Idén is on the board of the Better & Beyond AB. Eva Idén owns 30 shares of Infant Bacterial Therapeutics AB (publ).

Anthon Jahreskog, born 1980, received his Master's degree in Financial Management from the University of Cape Town. He is currently working as a business strategist and advisor in various industries. Until July 2015 was the Chief Operating Officer, Fund Linked Products, Credit Suisse Investment Bank, London. Anthon has several years of experience in the international financial market and his core expertise is in finance, strategic business planning, cost efficiency and analysis. Anthon Jahreskog is independent of the company and its management but not in relation to major shareholders. Anthon Jahreskog is a member of the Board of Directors of BioGaia AB (publ) and Board Member of SparkHub Ltd. Furthermore, Anthon Jahreskog is owner and member of the Board of Directors of Hamilton Park Consulting Ltd. Anthon Jahreskog owns no shares in Infant Bacterial Therapeutics AB (publ).

Nomination Committee's proposal implies that the Board, during the next term of office, will consist of six elected members without deputies. The Company's Articles of Association, stipulates that the Board, in addition to the employee representatives, consist of at least three and at most ten members.

Since the election committee was constituted during autumn 2016, it has had one formal meeting and in addition, contacts by telephone and e-mail. Chairman, Peter Rothschild, outlined at the nomination meeting for the company's operations, objectives and strategies, and how the work of the Board during the past year. Peter Rothschild also reported on the grounds of the Board's decision to establish a Nomination Committee for the AGM in 2017, where no decision on a Nomination Committee adopted at the last meeting.

The Nomination Committee noted that the Board members' participation rate during the fiscal year 2016 has been high. Based on the information that Peter Rothschild, acting as Chairman, provided, the Nomination Committee considers that the Board functioned very well during the year and that it was conducted with great commitment. The Board's work has been characterized by an open and constructive dialogue and where cooperation between the Chairman, the Board, the CEO and senior management is determined to have worked well.

For the Annual General Meeting 2017, the Nomination Committee has made an assessment that the current Board of Directors with respect to the size, breadth and diversity of skills, age, gender, background and experience is appropriately composed, but it would be valuable, to supplement this experience with a person who has broad experience from the pharmaceutical industry, preferably combined with a good eye for organizational issues as well as a person of international financial experience. The Nomination Committee believes that the proposed candidates Eva Idén and Anthon Jahreskog corresponds well to the additional of expertise that would be valuable to the board. The Election Committee has determined that each director is able to devote to the board work sufficient time and commitment.

The Nomination Committee notes that two of the six proposed Board members are women, which corresponds to circa 33 percent. This does not fully meet the Swedish Corporate Governance Board's long-term target of approximately 40 percent share of the least represented gender on company boards by 2020. The Nomination Committee will henceforth pursue a better gender balance on the Board and that the recruitment process aims to obtain a suitable candidates of both genders.

According to the requirements of the Swedish Code of Corporate Governance regarding the Board's independence, the Nomination Committee noted that the proposal implies that Peter Rothschild and Jan Annwall is dependent to Annwall & Rothschild Investment AB as the largest shareholder in the company and dependent in relation to the company. Anthon Jahreskog is dependent in relation to the second-largest shareholder Sebastian Jahreskog but independent of the company and senior management. Other Board Members are independent in relation to major shareholders and the company and its management.
