

Notice of extraordinary general meeting of Flerie AB (publ)

Shareholders in Flerie AB, reg. no. 559067-6820 ("Flerie" or the "Company"), are hereby invited to attend the extraordinary general meeting to be held on Thursday 6 August 2026, at 11:00 CEST at the offices of Setterwalls Advokatbyrå at Sturegatan 10, 114 36 Stockholm. The board of directors has resolved that shareholders may also exercise their voting rights by post prior to the meeting.

Right to participate

Right to participate and notice of participation at the meeting

Shareholders who wish to attend the meeting in person or through a proxy must:

- be entered as shareholders in the share register produced by Euroclear Sweden AB regarding the circumstances on the record date on Wednesday 29 July 2026, and
- notify the Company of their participation and any assistants no later than Friday 31 July 2026, so that the notification is received by the Company no later than on that day. Notification can be sent by post to Setterwalls Advokatbyrå AB, att: Sara Alfsson, Box 1050, 101 39 Stockholm, Sweden, or by email to sara.alfsson@setterwalls.se.

The notification must state the full name, personal or organisation number, address, daytime telephone number and, where applicable, information about representatives, proxies and assistants. The number of assistants may not exceed two. To facilitate entry to the meeting, the notification should, where applicable, be accompanied by powers of attorney, registration certificates and other documents of authority.

Right to participate and notice by postal voting

Shareholders who wish to participate in the meeting by postal vote must:

- be entered as shareholders in the share register produced by Euroclear Sweden AB regarding the circumstances on the record date on Wednesday 29 July 2026, and
- register with the Company no later than Friday 31 July 2026, by submitting their postal vote in accordance with the instructions below so that the postal voting form is received by the Company no later than on that day.

A special form must be used for postal voting. The postal voting form is available on the Company's website www.flerie.com. Completed and signed postal voting forms can be sent by post to Setterwalls Advokatbyrå AB, att: Sara Alfsson, Box 1050, 101 39 Stockholm, Sweden, or by email to sara.alfsson@setterwalls.se.

Shareholders may not provide special instructions or conditions in the postal vote. If this occurs, the entire postal vote will be invalid. Further instructions and conditions are provided in the postal voting form.

A shareholder who has voted by post may also attend the meeting venue, provided that a notification has been made in accordance with the instructions under the heading "Right to participate and notice of participation at the meeting" as described above. This means that postal voting does not constitute a notification also to attend the meeting at the meeting venue.

Nominee registered shares

To be entitled to participate in the meeting at the meeting venue or by postal vote, a shareholder who has had their shares nominee-registered must, in addition to registering for the meeting, have the shares registered in their own name so that the shareholder is included in the presentation of the share register on the record date on Wednesday 29 July 2026. Such re-registration may be temporary (so-called voting rights registration) and shall be requested with the nominee in accordance with the nominee's procedures and at such time in advance as determined by the nominee. Voting rights registration made by the nominee no later than Friday 31 July 2026 will be taken into account in the presentation of the shareholders' register for the meeting.

Proxy

Shareholders participating at the meeting venue or by postal vote through a proxy must issue a written by the shareholder signed and dated power of attorney for the proxy. If the power of attorney is issued by a legal entity, a copy of the registration certificate shall be attached or, if no such document exists, an equivalent document of authority. Power of attorney forms for shareholders who wish to participate in the meeting or vote by post through a proxy are available on the Company's website, www.flerie.com.

Proposed agenda

1. Opening of the meeting;
2. Election of chairman of the meeting;
3. Preparation and approval of the voting list;
4. Approval of the agenda;
5. Election of persons to verify the minutes;
6. Determination of whether the meeting has been duly convened;
7. Resolution on merger with Biosergen AB:
 - (a) approval of the merger plan, and

(b) authorisation for the board of directors to resolve on new issues of ordinary shares; and

8. Closing of the meeting.

The Board of Directors' proposals for resolutions

Item 2: Election of Chairman of the Meeting

The board of directors proposes that Thomas Elderred, or in the event of his unavailability, any individual proposed by the board of directors to serve in his stead, be elected as chairman of the meeting.

Item 7. Resolution on merger with Biosergen AB

In order to implement the proposed merger between Flerie and Biosergen AB ("**Biosergen**" and the "**Merger**"), the board of directors proposes that the meeting resolves to approve the merger plan and authorisation for the board of directors to resolve on new issues of ordinary shares in accordance with items 7 (a)–7 (b) below.

The resolutions under items 7 (a)–7 (b) below are conditional upon each other and upon the Swedish Companies Registration Office's registration of the Merger.

Item 7 (a). Approval of the merger plan

The board of directors proposes that the meeting resolves to approve the merger plan, dated 26 June 2026, which has been jointly adopted by the boards of directors of Flerie and Biosergen (the "**Merger Plan**"). The Merger Plan was registered with the Swedish Companies Registration Office on 30 June 2026 and announced on 2 July 2026. According to the Merger Plan, the Merger shall be undertaken by way of absorption, with Flerie as the absorbing company and Biosergen as the transferring company. Following the completion of the Merger, Biosergen's operations will be contributed to a new subsidiary of Flerie's wholly owned subsidiary Flerie Invest AB. According to the Merger Plan, the exchange ratio for the merger consideration has been determined in such a way that thirty-one (31) shares in Biosergen shall be exchanged for one (1) new ordinary share in Flerie (the "**Merger Consideration**"). Registration of the Merger with the Swedish Companies Registration Office is conditional upon the conditions in the Merger Plan, inter alia that the extraordinary general meetings of both Flerie and Biosergen approve the Merger Plan. The Merger is expected to be registered with the Swedish Companies Registration Office during the last quarter of 2026 and will result in the dissolution of Biosergen, whereby all of Biosergen's assets and liabilities will be transferred to Flerie. Settlement of the Merger Consideration will take place following the Swedish Companies Registration Office registration of the Merger.

Item 7 (b). authorisation for the board of directors to resolve on new issues of ordinary shares

The board of directors proposes that the extraordinary general meeting authorise the board of directors to, on one or more occasions, during the period until the next annual general meeting, with deviation from the shareholders' preferential rights, resolve on a new issue of ordinary shares to be paid as Merger Consideration to the shareholders of Biosergen in accordance with the Merger Plan.

The purpose of the authorisation, and the reason for the deviation from the shareholders' preferential rights, is to enable the payment of the Merger Consideration to the shareholders of Biosergen in accordance with the Merger Plan.

The board of directors, or any person appointed by the board of directors, shall be authorised to make such minor adjustments to the resolution as may be required for the registration of the resolution with the Swedish Companies Registration Office.

Special majority Requirements

For valid resolutions under items 7 (a)–(b), the proposals must be supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the meeting.

Number of shares and votes in the company

As of 30 June 2026, there are a total of 86,697,702 shares in the Company, all of which are ordinary shares, representing the same number of votes. There are no shares issued of series C. The Company does not own any of its own shares.

Shareholders' right to request information

Pursuant to Chapter 7, Section 32 of the Swedish Companies Act, the board of directors and the CEO shall, if requested by any shareholder and if the board of directors considers that it can be done without significant harm to the Company, provide information at the meeting regarding matters that may affect the assessment of an item on the agenda. The duty to provide information also covers the Company's relationship with other group companies, the consolidated financial statements, and such matters concerning subsidiaries as referred to in the preceding sentence.

Documents

Documents in accordance with the Swedish Companies Act and a merger document including, inter alia, the Merger Plan, a description of the background and motives for the Merger, and a description of Flerie following the completion of the Merger, will be available at the Company's offices no later than three weeks before the Meeting and sent free of charge to shareholders who so request and provide their postal address. The documents will also be available on the Company's website, www.flerie.com, no later than this date. All of the above documents will be presented at the meeting.

Processing of personal data

For information on how your personal data is processed, see <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Stockholm, July 2026

Flerie AB

The board of directors

For more information:

Ted Fjällman, CEO

Email: ir@flerie.com

Flerie in brief

Flerie is an active long-term life science investor, with a broad and diversified portfolio of innovative companies based on pioneering science. We invest in product development and commercial growth opportunities globally alongside other leading investors, focusing predominantly on private companies that are otherwise difficult to access. Flerie's active ownership model, broad network and resources support and accelerate the development of the portfolio projects, creating value for shareholders. Flerie AB's ordinary share is listed on Nasdaq Stockholm with the ticker FLERIE. For further information please visit www.flerie.com

Attachments

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