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Nomination Committee Proposal for Biotage AB's AGM 2012

Background

The Company's shareholders resolved at the Annual General Meeting held on 27 April 2011 that the Company forthwith shall have a Nomination Committee.

The Annual General Meeting 2011 resolved that the Chairman of the Board of Directors shall be elected member of the Nomination Committee, but not be acting as Chairman of the Nomination Committee. The Chairman was assigned to appoint, in consultation with the (by voting rights) three major shareholders of the Company as per September 1, 2011, another three members. The names of such members should be published no later than six months before the Annual General Meeting 2012. The Nomination Committee shall appoint one of the members to be the Chairman of the Nomination Committee.

A Nomination Committee consisting of shareholder representatives and the Chairman of the Board of Directors has been formed for Biotage AB.

The members of the Nomination Committee are:

Staffan Josephson, Investor Growth Capital, Chairman of the Nomination Committee

Anders Walldov, Brohuvudet AB and private

Tommy Jacobsson, Varenne AB

Ove Mattsson, Chairman of the Board

The Nomination Committee shall, before the Annual General Meeting 2012, prepare proposals for the election of Auditors, the election of Chairman and other members of the Board of Directors, the election of Chairman of the Annual General Meeting, the determination of fees and matters pertaining thereto. The Nomination Committee has had continuous meetings and ongoing telephone contacts.

These meetings have primarily been devoted to an evaluation of the present board of directors, discussions about the number of board members, the need for recruitment of new board members, discussions concerning such potential new board members and board fees.

Statement by the Nomination Committee

Following interviews of board members the Nomination Committee has come to the conclusion that the number of board members is adequate for an efficient board. By reason thereof, the Nomination Committee will not propose any changes to the number of board members.

The Nomination Committee has discussed the composition of board members as well as the number of board members from a perspective of the company's present situation

and future developments. These discussions have had the purpose to get a better understanding of what requirements will put on the board going forward and have involved judgment of competencies and relevant experiences from the company's business environment. An overall guidance has been to have a composition of board members that has competencies and experiences necessary for Biotage. The Nomination Committee has taken into consideration the importance of striving for an equal number of men and women in the board.

The evaluation of the present board of directors has included a report from Ove Mattsson, Chairman of the Board, about the work undertaken by the board during the year. The board meeting attendance has been high amongst the board members and it is the Nomination Committee's understanding that the work within the board is functioning well.

The board members that have been proposed for re-election have all declared that they are available. By reason of the above the Nomination Committee proposes re-election of the following board members: Ove Mattsson, Anders Walldov, Nils Olof Björk, Thomas Eklund and Per-Olof Eriksson.

Eva-Lotta Kraft has declared that she is not available for re-election as Board member. The Nomination Committee proposes the AGM to elect Karolina Lawitz as a new member of the Board. Karolina Lawitz runs her own consultancy business since July 2011 within the area of peptides and she has more than 28 years of experience within peptide and organic synthesis. Previous working experiences include work at AstraZeneca and Ferring. Karolina Lawitz is active as scientific advisor but do not have other board representations or assignments that shall be accounted for in this context. Karolina Lawitz holds a Bachelor of Science in Medicinal Chemistry at Uppsala University and has several years of studies in Analytical chemistry and Organic chemistry with focus on heterocyclic chemistry.

Ove Mattsson is proposed as chairman of the board.

The Nomination Committee believes that the proposed constitution of the board is appropriate to meet the challenges of the company business, considering the art of the business, current business environment and other relevant conditions.

The Nomination Committee has concluded to propose that the board fee shall remain at the same level as determined at the 2011 AGM.

All proposed Board members are considered independent of the Company and its management. All proposed Board members, with the exception of Thomas Eklund, are considered independent of the Company's major shareholders, as defined in the Swedish Code.

The Nomination Committee has with the assistance from the Audit Committee evaluated quotes from different suppliers of auditing services. The conclusion is that the current Auditors are competitive both in price and quality of the services. The Nomination Committee see no reason to currently change supplier of auditing services and will propose to the AGM that the auditing firm Deloitte AB with Marcus Sörlander as Auditor in Charge is re-elected. The appointment is for one year.

The Nomination Committee of Biotage will present the following proposals at the company's Annual General Meeting:

The Nomination Committee's proposal regarding chairman at the Annual General Meeting

The Nomination Committee proposes that Ove Mattsson shall chair the meeting.

The Nomination Committee's proposal regarding number of board members and deputy board members

The Nomination Committee proposes six board members and no deputy board members.

The Nomination Committee's proposal regarding fees to the board

The Nomination Committee proposes a fixed board fee in the aggregate amount of SEK 1,220,000 for the period up and until the end of the 2012 Annual General Meeting, to be distributed as follows, SEK 420,000 to the chairman and SEK 160,000 to the other board members.

In addition hereto the Nomination Committee proposes that the chairman of the audit committee shall receive SEK 50,000 and SEK 25,000 each to the other two members of the audit committee.

The Nomination Committee's proposal regarding fees to the auditor

The Nomination Committee proposes that fees payable to the auditors for the period up to and including the annual general meeting 2013 shall, as before, shall be paid against approved account.

The Nomination Committee's proposal regarding election of Auditors

The Nomination Committee proposes that the accounting firm Deloitte AB shall be elected as the company's auditors with Marcus Sörlander as Auditor in Charge.

The Nomination Committee's proposal regarding election of Board members

The Nomination Committee proposes that Ove Mattsson, Thomas Eklund, Per-Olof Eriksson, Nils Olof Björk and Anders Walldov, shall be re-elected as board members. The Nomination Committee proposes that Karolina Lawitz shall be elected as new board member. Information about each of the proposed board members is found below:

Ove Mattsson

Chairman of the Board

Education: PhD, associate professor in organic chemistry.

B. 1940.

Occupation: Management Consultant.

Other directorships: Chairman of the Board of Aromatic AB.

Director of Arctic Island Ltd, Fabryo Corporation SRL and Tikkurila

Oyj. Member of the Royal Swedish Academy of Engineering Sciences.

Length of Board service: 9 years.

Shares: 7,009,000 via foreign endowment insurances.

Thomas Eklund

Board member

Education: MBAStockholm School of Economics.

B.1967.

Occupation: Managing Director, Investor Growth Capital.

Other directorships: Director of Caramel Pharma AB, Neovanta Medical AB, Memira AB and CMA Microdialys AB and Vårdapotek i Norden AB.

Length of Board service: 6 years.

Shares: 22,000.

Per-Olof Eriksson

Board member

Education: M.Sc. Royal Institute of Technology.

B. 1938.

Occupation: Former President and CEO of Seco Tools AB and Sandvik AB.

Other directorships: Chairman of the Board of Cross Control AB, Ferronordic Machine AB and Odlander, Fredriksson & Co AB.

Director of Investment AB Öresund, Kamstrup AB and Södersjukhuset AB. Member of the Royal Swedish Academy of Engineering Sciences.

Length of Board service: 5 years.

Shares: 20,000.

Anders Walldov

Board member

Education: B.Sc. (Econ) HHS in Lund, AMP Harvard Business School.

B. 1949.

Occupation: Investor.

Other directorships: Chairman of the Board of SevenDay Finans AB, Followit Holding AB (publ) and Wellnet AB. Director of Brohuvudet AB.

Length of Board service: 2 years.

Shares: 7,200,000 directly and through wholly-owned company.

Nils Olof Björk

Board member

Education: Engineer, Ph.D. organic chemistry

B. 1947.

Occupation: Management Consultant.

Other assignments: Chariman of Österlens Kraft AB and Österlens Kraft e.f., Chairman of Taurus Energi AB (publ), and Airec AB. Board member of Anolytec AB. Chairman of Sustainable Business Hub (i.f.)

Length of Board service: 1 year.

Shares: 10,000

Karolina Lawitz

Proposed new Board member

Education: Bachelor of Science in Medicinal Chemistry at Uppsala University .
Several years of studies in Analytical chemistry and Organic chemistry with focus on heterocyclic chemistry.

B. 1956.

Occupation: Consultant

Other directorships: -

Length of Board service: -

Shares: -