CHOSA
INTELLIGENT ONCOLOGY

CHOSA Oncology AB
Company description established in connection with the re-listing on Spotlight Stock Market

Significantly enhancing Patient response rates

SEDERMERA
corporate finance

IMPORTANT INFORMATION

Definitions
This company description (the "**Company Description**") has been prepared in connection with the decision from the board of directors of CHOSA Oncology AB ("**CHOSA**" or the "**Company**"**)**, to apply for relisting of the Company's shares on Spotlight Stock Market (**Spotlight**) following the changed company focus from the reverse merger between CHOSA ApS with company registration number 31159008, and RhoVac AB, ("**RhoVac**" or the "**Acquirer**") with company registration number 559037-2271 (the "**Transaction**"). Following the Transaction, the new Board of Directors in the Company resolved to change the name from RhoVac AB to CHOSA Oncology AB. CHOSA Oncology AB is today the holding company in the group with company registration number 559037-2271.

Exemption from prospectus obligation
This company description does not constitute a prospectus and has therefore not been prepared in accordance with the provisions of the European Regulation (EU) 2017/1129 of the European Parliament and of the Council or Commission Delegated Regulation (EU) 2019/980 and has therefore not been reviewed by the Swedish Financial Supervisory Authority (Swe: *"Finansinspektionen"*). The Company Description has been prepared solely for the purpose of the continued listing of the Company's shares on Spotlight and does not contain any offer to the public to subscribe for, or otherwise acquire shares or other financial instruments in the Company. The Company Description has been reviewed and approved by Spotlight in accordance with Spotlight's regulations for continuing listing. The approval does not constitute any guarantee by Spotlight that the facts contained in the Company Description are accurate or complete.

The area of distribution for the Company Description
The Company Description, or any other material relating to the Company Description, may not be distributed or published in certain jurisdictions in accordance with applicable laws and regulations. The recipient of the Company Description is obliged to inform itself of and comply with these restrictions and may not publish or distribute the Company Description in violation of applicable laws and regulations. Actions in violation of these restrictions may constitute violations of applicable securities laws. The shares of the Company have not been registered and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act") or the securities laws of any state or other jurisdiction of the United States and may not be offered, sold or otherwise transferred, directly or indirectly, in or into the United States, except pursuant to an applicable exemption from, or in a transaction that not subject to the registration requirements of the Securities Act and in accordance with the securities laws of the relevant state or other jurisdiction of the United States. Disputes arising from the contents of the Company Description or related legal matters shall be settled in accordance with Swedish law and in Swedish courts.

Statements regarding the environment and the future
This Company Description contains forward-looking statements that reflect the Company's current views or expectations on future events as well as financial and operational development. These statements are well thought out, but the reader should be aware that these, like all future assessments, are associated with both known as well as unknown risks and uncertainties, given their dependence on future events and circumstances. Factors that could cause the Company's future results or development to differ from what is expressed in the forward-looking statements include, but are not limited to, those described in the section "Risk Factors". Statements about the outside world and future conditions reflect express only the assessments and assumptions made by the Board of Directors as of the date of this Company Description.

References and source referencing
The Company Description contains information from third parties. The Company ensures that the information from third parties has been reproduced correctly and that, to the extent that the Board of Directors is aware and can ascertain by comparisons with other information published by the relevant third parties, no information has been omitted in a manner that could render the information provided inaccurate or misleading.

Advisor
Sedermera Corporate Finance AB ("**Sedermera**") has acted as financial advisor to CHOSA ApS in the reverse merger with RhoVac. Sedermera has also advised Company in the preparation of this Company Description and with project management in the re-listing process. The Board of Directors of CHOSA is responsible for the content and has taken all reasonable care to ensure that the information provided is accurate, complete and nothing has been omitted that may affect the assessment of the Company. Sedermera disclaim all liability towards the shareholders of the Company and for any other direct or indirect consequences resulting from investment decisions or other decisions based on the information in this Company Description in part or as a whole.

Auditor review
Apart for what is stated in the audit report and financial reports incorporated by reference, no information in the Company Description has been reviewed or audited by the Company's auditor.

Accessibility of Company Description
The Company Description is available on the Company's website (www.chosaoncology.com). The Company Description is also available on Spotlight's website (www.spotlightstockmarket.com).

Spotlight Stock Market
Spotlight Stock Market ("**Spotlight**"), with company registration number 556736-8195 is a securities company under the supervision of the Swedish Financial Supervisory Authority. Spotlight operates a so-called MTF platform. Companies listed on Spotlight have committed to comply with the marketplace's listing agreement. The regulations aim, among other things, to ensure that shareholders and other players in the market receive correct, immediate, and simultaneous information about all circumstances that may affect the Company's share price.

Trading on Spotlight takes place in an electronic trading system that is available to the banks and stockbrokers who are affiliated with the Nordic Growth Market. This means that anyone who wants to buy or sell shares that are listed on Spotlight can use the banks or stockbrokers who are members of Spotlight.

Spotlight's regulations and stock prices can be found on the website (www.spotlightstockmarket.com).

The Board's assurance
The Board of Directors of CHOSA Oncology AB is responsible for the information provided in the Company Description. It is hereby assured that all reasonable precautions have been taken to ensure that the information in the Company Description, to the best of the Board's knowledge, is consistent with the facts and that no information has been omitted that would affect the image of the Company created by the Company Description and that all relevant information from board minutes and other internal documents have been reported in the Company Description.

2 may, 2023

Board of Directors
CHOSA Oncology AB

TABLE OF CONTENTS AND STOCK DETAILS

Information about the share

Short name for the shares on Spotlight Stock Market: CHOSA
ISIN: SE0007784319
LEI: 5493002SFL9YXB0A0027
FISN: CHOSAON/SH
CFI: ESVUFR

Financial calendar

First quarter report 2023	5 May 2023
Annual General Meeting	26 May 2023
Half year report 2023	28 August 2023
Third quarter report 2023	10 November 2023
Year-end report 2023	9 February 2024

CERTAIN DEFINITIONS

"**CHOSA Oncology**" "**The Company**" or "**CHOSA**" refers to CHOSA Oncology AB (Previously named RhoVac AB), company registration number 559037-2271, the holding company of the company group.

"**CHOSA ApS**" refers to the acquired company CHOSA ApS, registration number (company registration number 431134477, which now is fully owned subsidiary of CHOSA Oncology AB.

"**RhoVac**" or **"RhoVac AB**" refers to the holding company before it changed name to CHOSA Oncology AB.

"**RhoVac Aps**" (company registration number 31159008) is a Danish subsidiary of CHOSA Oncology.

"**Pivotal trail**" refers to a trail designed to obtain regulatory approval.

"**Reverse acquisition**" refers to an acquisition where the legal acquiree obtains a majority shareholding and control in the acquirer though in-kind payment of new shares in the acquirer.

"**Companion Diagnostic**" refers to a test used to match a patient to a specific drug or therapy.

BACKGROUND AND MOTIVE

Background
In a press release on May 29, 2022, RhoVac AB announced that its phase 2b trial in prostate cancer, BraVac, failed to demonstrate RV001 (onilcamotide) superiority over placebo in preventing disease progression in patients with biochemical recurrence (a rise in PSA) after curative intent therapy. With the negative study results, the Board of Directors of RhoVac saw no reason that justified further studies on the substance and instead decided to examine the possibilities for a merger between RhoVac and another company or, alternatively, to proceed with a liquidation of the company's assets.

During the summer and fall of 2022, RhoVac was in dialogue with a number of companies regarding a so-called "reverse merger", through which the potentially acquired company would benefit from RhoVac's stock exchange platform, assets, and certain key personnel. On December 5, 2022, the Board of Directors of RhoVac announced that the company had entered into a conditional agreement to acquire the Danish oncology company CHOSA ApS. The merger was, among other things, subject to approval by an Extraordinary General Meeting in RhoVac.

The Extraordinary General Meeting in RhoVac on January 11, 2023, approved the merger, and CHOSA ApS has since January 18, 2023, been integrated in the Company as a fully owned subsidiary. As part of the Transaction, the General Meeting also resolved on changing the Board of Directors, the Management team, and the company name. The Board of Directors and Management team of CHOSA ApS replaced the previous Board of Directors and management team in RhoVac, and the Company name was changed to CHOSA Oncology AB. For information about CHOSA Oncology AB and the new Board and Management, see sections "Company overview", "Business overview" and "Management and Board of Directors".

Terms for the acquisition
The purchase price for all shares in CHOSA ApS amounted to approximately SEK 45.9 million. The valuation was made by the Board of Directors in RhoVac, with support from external parties, and the final purchase price was determined through negotiations between the parties. In the transaction, RhoVac was valued at SEK 20 million, or SEK 1.05 per share, which corresponded to a premium of approximately 75 percent on the volume-weighted average price of the share during the 30 trading days leading up to the transaction on 5 December 2022.

Through the offset issue directed to the sellers of CHOSA ApS, the number of shares in RhoVac increased by 43,727,531 from 19,047,102 to 62,774,633 and the share capital increased by SEK 7,870,955.58, from SEK 3,428,478.36 to SEK 11,299,433.94. The sellers of CHOSA ApS currently hold approximately 69.7 percent of the shares and votes in RhoVac and the old shareholders of RhoVac hold approximately 30.3 percent.

Motive for continued listing
It is the Board of Directors' perception that continued listing on Spotlight Stock Market is favorable for the Company's continued growth and development. Operating in a listed environment contributes both to the long-term availability of capital and builds great trust in the relationship with market stakeholders by following the requirements for transparency and compliance that is needed as a listed company. Continued listing of CHOSA is also expected to contribute to increased awareness of iCIP™ and the potential benefits to patients, as well as allowing current and future shareholders to benefit from trading in the Company's shares at will.

Lock-up commitments
All sellers of CHOSA ApS, as well as the largest shareholder of RhoVac, have undertaken not to sell shares in RhoVac for a period of six months following the closing of the transaction on the January 18, 2023. The "lock-up" covers approximately 75.9 percent of the outstanding shares in CHOSA Oncology.

"CHOSA ApS is a newly formed Danish company focusing on the clinical development of precision oncology treatments. The Company consists of highly experience team within oncology, the people behind CHOSA ApS have previously developed and exited a total of seven programs and additionally brought two drugs to the market."

- Peter Buhl, CEO

The Extraordinary General Meeting in RhoVac on 11 January 2023 resolved to change the Company name to CHOSA Oncology AB following the changed business resulting from the reverse merger.

Ownership structure of CHOSA ApS prior to the Transaction

CHOSA ApS has since its foundation in March 2022 been financed through equity issuance of common shares to the founders of CHOSA ApS. In connection with the reverse merger, CHOSA ApS carried out a conditional capital raising, which secured an additional DKK 3.3 million from both existing and new investors to the company. The motive for the conditional financing round was to raise the remaining cash needed to meet Spotlight's requirement on liquidity at the time of the listing. The capital raise was conditioned that the reverse merger was approved by the Extraordinary General meeting on January 11, 2023. The Extraordinary General Meeting approved the acquisition, and the conditional subscription was activated. The below shareholder list shows the ownership structure in CHOSA ApS in the Transaction and includes the investments in the conditional capital raise.

Shareholders in CHOSA Aps	Number of Shares	Ownership (%)
Buhl Krone Holding ApS[1]	3,501,566	35.46
Arrow Strategy Holding 2 ApS[2]	1,655,828	16.77
Smerud Medical Research International AS[3]	1,198,028	12.13
IPO Nordic Fund A/S	1,150,827	11.66
1632 LLP[4]	535,524	5.42
SH Verwaltungsgesellschaft mbH	475,381	4.81
LH|LH Invest Aps	475,381	4.81
A/S Kapitalforvaltning Nord Aktier	211,888	2.15
Nels Holding ApS	211,888	2.15
Arrow Invest 1 ApS[5]	139,817	1.42
Qkreate ApS	127,133	1.29
Sass & Larsen ApS	105,944	1.07
Sidse Dahlin,	84,755	0.86
Total:	**9,873,960**	**100.00**

[1] *Jointly owned by Peter Buhl Jensen (CEO) and Ulla Hald Buhl (COO, Member of the Board).*
[2] *Owned by Claus Frisenberg (CFO, Member of the Board).*
[3] *Owned by Knut Smerud.*
[4] *Owned by Neil Goldsmith (Chairman of the Board).*
[5] *Claus Frisenberg (CFO, Member of the Board) owns 33 percent of Arrow Invest 1 ApS*

Ownership structure of CHOSA Oncology after the Transaction

RhoVac acquired all shares in CHOSA ApS for SEK 4.65 per share, valuing the company to SEK 45,9 million in the Transaction. The purchase price was then offset for shares in RhoVac. Through the offset issue directed to the sellers of CHOSA ApS, the number of shares in RhoVac increased by 43,727,531 shares, entailing a dilution to previous shareholders of approximately 69.7 percent. The largest shareholder after the transaction is Buhl Krone Holding ApS with an ownership of approximately 24.7 percent. RhoVac later changed name into CHOSA Oncology.

10 largest shareholders in CHOSA Oncology AB	Number of Shares	Ownership (%)
Buhl Krone Holding ApS[1]	15,506,935	24.7
Arrow Strategy Holding 2 ApS[2]	7,332,952	11.7
Smerud Medical Research International AS[3]	5,305,552	8.5
IPO Nordic Fund A/S	5,096,519	8.1
M2 Asset management[4]	3,887,495	6.2
1632 LLP[5]	2,371,606	3.8
SH Verwaltungsgesellschaft mbH	2,105,258	3.4
LH|LH Invest ApS	2,105,258	3.4
RQ solutions ApS	1,327,525	2.1
Xiaoliaing Wu	865,321	1.4
Others (approximately 4,400)	16,870,212	26.9
Total	**62,774,633**	**100.0**

[1] *Jointly owned by Peter Buhl Jensen (CEO) and Ulla Hald Buhl (COO, Member of the Board)*
[2] *Owned by Claus Frisenberg (CFO, Member of the Board)*
[3] *Owned by Knut Smerud*
[4] *Co-owned by Rutger Arnhult*
[5] *Co-owned by Neil Goldsmith (Chairman of the Board)*

EXECUTIVE SUMMARY OF CHOSA APS

CHOSA

CHOSA ApS is a Danish biotechnology company led by the previous management team of Oncology Venture ApS (now Allarity Therapeutics, Inc.), a proven international team with veteran specialists in precision oncology. In April 2022, the CHOSA team licensed worldwide rights to LiPlaCis® and its DRP® companion diagnostic (together referred to as iCIP™). iCIP™ was the lead project when the CHOSA team was running Oncology Venture ApS.

The Challenge

Many cancer drugs can only benefit a small proportion of a patient group and there is currently a very limited number of ways to identify if a patient will respond to a treatment. This forces oncologists to treat many patients blindly. This risk worsening the patient's quality of life as tumor continues to grow with an ineffective treatment, and cancer drugs typically also have a though toxicity profile.

Solution

CHOSA ApS has in-licensed worldwide rights to a Drug Response Predictor ("DRP®") technology for identifying if a patient will benefit from treatment with the Company's drug LiPlaCis® or not. The DRP® produces a score on the likelihood of the patient benefiting from the drug based on the individual gene expression of the patient's biopsy – allowing the doctor to easily choose to give the drug to the 20 percent of patients with the highest likelihood of benefit. CHOSA ApS' drug candidate utilizes a liposomal carrier of the anticancer agent that effectively targets cancer cells. The drug also seems to have a milder toxicity profile to comparable drugs.

Clinical validation

In November 2022, CHOSA ApS received positive phase 2b data from clinical trial with iCIP™ in metastatic breast cancer, which indicated that LiPlaCis® treatment of the DRP®-selected patients significantly increased response rate and progression-free survival. The data are better or in line with average results on other novel cancer drug approvals by the FDA between the years 2000 and 2016. CHOSA ApS expects the next clinical step of the program to be a pivotal trial from which the Company believes there is a good opportunity to receive a breakthrough designation from a trial including fewer than 40 patients.

Road map

CHOSA Oncology is now engaging with pharma companies who are believed to have an interest to acquire the iCIP™ program, in a partnership or trade deal as they become aware of the opportunity. In parallel with the sales activities, the Company will also build value by agreeing with regulatory authorities on the approval route and by preparing as much as possible for a pivotal clinical trial.

CHIEF EXECUTIVE'S REVIEW

There are more than 300 drugs that all work – to some extent – for some cancer patients and not for others. By and large it is very difficult for the doctor to know which drug to give a patient. If they give the wrong drug, the tumor continues to grow, time is lost and, perhaps, chances of a cure recede. The drug will usually also have side effects.

General statistics are the first step in determining what treatment to use but the share of ineffective treatments remains as high as 75 percent[1] in hard- to-treat cancers. To improve the efficacy rate, we need better prediction models that capture the individual characteristics of patients and their tumors. That is what CHOSA is about.

iCIP™ (LiPlaCis® and its DRP® together) consists of two different technologies that can be used independently. However, the greatest benefits come from using them together.

The first technology is our drug candidate LiPlaCis®, which is an improved, liposomal formulation of an existing approved drug, cisplatin.

Cisplatin has been one of the most widely used drugs in cancer treatment since its approval in 1978 and there are no prospects of it being replaced in the near term. In fact, use is increasing, and it is estimated that 10-20 percent of all cancer patients are given a form of cisplatin at some point during their therapy. Cisplatin, like even the best new drugs, has a low success rate with only about 25 percent of cancer patients benefitting. This has not changed over time. Also, like other cancer drugs, cisplatin has several harmful side effects.

Our candidate LiPlaCis® utilizes a liposomal carrier of the cisplatin that targets the sPLA2 enzyme present in tumors. When in contact with the enzyme, the liposome bubble breaks, releasing the cisplatin directly to the tumor. The aim is to be more effective and less toxic than other formulations of cisplatin.

The second technology is our drug response predictor DRP®, an algorithm that can predict the individual tumor's likely response to cisplatin. From a biopsy, the DRP® technology produces a score based on the gene expression of the 205 genes that are known to most affect sensitivity and resistance to cisplatin.

In essence, iCIP™ combines the identification of patients that will benefit from cisplatin treatment with the ability to treat them with higher efficacy and less toxicity. We have strong phase 2b data in metastatic breast cancer, demonstrating that patients selected by DRP® responded better to treatment, have longer progression-free survival, and maybe even an overall longer total survival than those patients who were identified as unlikely to respond well to the treatment.

iCIP™ is known within the oncology community from the project run by Oncology Venture ApS (now Allarity Therapeutics, Inc.). Since in-licensing the project, CHOSA ApS has received three unsolicited expressions of interest from European small- and medium-sized pharma companies. Encouraged by this level of interest and inspired by patient data, we believe there are more companies that will be interested in a partnership or trade deal as they become aware of the opportunity.

We believe that listing the Company will not only increase the awareness of iCIP™ and the potential benefits to patients but will also support dialogue with potential partners. Our priorities for the eighteen months following the listing will be to target potential partners and acquirers. In parallel, we will build value by agreeing on an approval route with authorities and preparing for the forthcoming pivotal trial.

We want to welcome all new shareholders to the Company and hope that you will share CHOSA's dedication to developing innovative and intelligent cancer treatments.

Peter Buhl Jensen | CEO

"In April 2022 CHOSA ApS executed a management buyout of the global exclusive rights to the iCIP™ drug development program. iCIP™ consists of two new technologies: a cancer drug; and its companion diagnostic test for identifying which patients are most likely to benefit from the drug. The program recently received excellent clinical phase 2b data."

[1] Haslam A, Prasad V. Estimation of the Percentage of US Patients With Cancer Who Areligible for and Respond to Checkpoint Inhibitor Immunotherapy Drugs. JAMA Netw Open. 2019;2(5):e192535. doi:10.1001/jamanetworkopen.2019.2535

COMPANY OVERVIEW

CHOSA is a group of biotech companies focusing on research and development of intelligent oncology treatments. The group consist of the parent company CHOSA Oncology AB (previously named RhoVac AB) and its two wholly owned subsidiaries, CHOSA ApS (company registration number 43144477) with registered office in Copenhagen, Denmark, and RhoVac ApS (company registration number 31159008), which used to have its registered office and operations in Hørsholm, Denmark. RhoVac ApS is inactive but holds the IP rights for RhoVac's previous drug development program. CHOSA's main focus, and where the Company's operations will be conducted, is the newly acquired subsidiary CHOSA ApS.

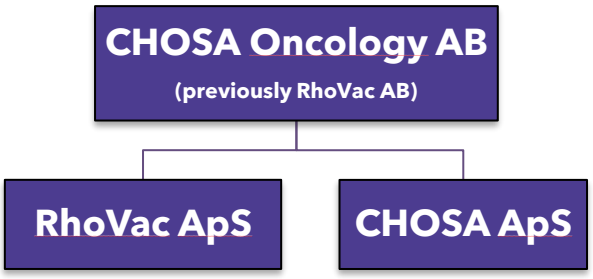

Figure 1: Group structure

The parent company's registration number is 559037-2271 and its LEI code is 5493002SFL9YXB0A0027. The company's address is Medicon Village Scheeletorget 1, SE-223 81 Lund, Sweden. The company's representatives can be reached at +46 (0)73 751 72 78 and by email, info@chosa.bio. The company's website is www.chosaoncology.com. Please note that the information on CHOSA's website or other websites to which reference is made, is not included in the Company Description unless such information is incorporated into the Company Description by reference.

History

CHOSA Oncology AB (previously named RhoVac AB) is a Swedish public company organized and operating under Swedish laws and in accordance with the Swedish Companies Act (2005:551). CHOSA has its registered office in Lund and was formed in Sweden as RhoVac AB on October 28, 2015 and registered with the Swedish Companies Registration Office 25 November 2015. In connection with the formation of the Company, the founders RQ Solutions ApS, Ventac Holdings (Cyprus) Limited, Thorald Holding Aps transferred all of their shares in RhoVac ApS to the Company as non-cash assets in exchange for shares in RhoVac AB (the parent company). Since its formation, the Company has invested more than SEK 235 million into research and development of the Company's drug candidate RV001 which during 2022 proved to be ineffective. On January 11, 2023, the Extraordinary General Meeting of RhoVac approved the acquisition of CHOSA ApS in a reverse merger transaction where the purchase price was paid through newly issued shares in RhoVac AB. With the changed business focus resulting from the transaction, the General Meeting resolved to change the Company name from RhoVac AB to CHOSA Oncology AB.

CHOSA Oncology AB

CHOSA Oncology AB is the holding company of the group and holds the management responsibility of the subsidiaries in a centralized structure. The Company recently changed its name from RhoVac AB which has been the Company's operating name since its formation and listing in 2015 and 2016 respectively. CHOSA Oncology currently has 4 employees, the Chief Executive Officer with overall responsibility for the Company, the Chief Financial Officer responsible for the Company's finances and financial matters, the Chief Operating Officer with overall responsibility for the Company's operations, and head of IR responsible for the Company's communication.

RhoVac ApS

RhoVac ApS, (company registration number 31159008) is a Danish subsidiary of CHOSA Oncology which was the previous site for the Company's research and development of the Company's previous drug candidate RV001 (later named onilcamotide). Development of RV001 was initiated in RhoVac ApS in 2007 has continued until 2022, when the phase 2b trial in prostate cancer failed to demonstrate RV001 superiority over placebo in preventing tumor progression after radical therapy. With the negative trial results, the previous Board of Directors of the Company decided to discontinue the development of RV001. RhoVac ApS has since then closed its operations and expenses are terminated.

CHOSA ApS

CHOSA ApS (company registration number 43134477) is a Danish subsidiary to CHOSA Oncology AB formed in March 2022 by the current management team of CHOSA Oncology AB. CHOSA ApS which holds licensing rights to the Company's drug candidate LiPlaCis® and its companion diagnostic DRP® (together referred to as iCIP™) was in January 2023 acquired by the Company in a reverse merger transaction.

The iCIP program is now the main asset of CHOSA Oncology AB, and the Company's main priority going forward will be to either sell the project or to find a partner to financially support the next pivotal trial.

BUSINESS OVERVIEW

Background information: Cisplatin

Cisplatin is a chemotherapeutic drug that aims to destroy cells in the body that can cause different cancers. The drug is a cornerstone for the treatment of many cancer indications, and it has been one of the most widely used drugs in cancer treatments since its first approval in 1978, and there are no prospects of it being replaced in the near term. In fact, use of cisplatin is increasing, and it is estimated that 10-20 percent of all cancer patients are given a form of cisplatin at some point during their therapy. Despite its wide usage, cisplatin has several drawbacks. Like even the best new cancer drugs on the market, it has a success rate of only about 25 percent of cancer patients benefitting. Also, like other cancer drugs, cisplatin typically imposes several severe side effects, like bone marrow suppression, hearing loss, kidney damage and nausea.

iCIP™

CHOSA's clinical product is iCIP™, i.e., the combination of using DRP® to identify patients who are likely to benefit from treatment, and then treat those patients with LiPlaCis® for higher efficiency and less toxicity. In November 2022, CHOSA obtained strong phase 2b data on iCIP™ in metastatic breast cancer, demonstrating that patients selected by DRP® responded better to treatment, had longer progression free survival, and maybe even an overall longer total survival than those patients who were identified as unlikely to respond well to treatment. Another major advantage with iCIP™ is that it seems to have a mild toxicity profile. This opens an opportunity for the drug to be particularly used in combination therapies – an increasingly used approach of cancer treatment.

Neither DRP® nor LiPlaCis® is limited to one specific type of cancer. Cisplatin, the anticancer agent in LiPlaCis® is used in 16 different cancers and is the standard treatment in indications such as lung, esophageal, head & neck, and bladder cancers. These indications are all potential future indications for iCIP™.

LiPlaCis®

CHOSA's drug candidate LiPlaCis® is an improved, liposomal formulation of the already approved and widely used cisplatin. LiPlaCis® utilizes a liposomal carrier of the cisplatin that is designed to preferentially target secretory phospholipase sPLA2s – an enzyme that is over-expressed in tumors. When the liposome comes in contact with the enzyme, it degrades and releases the encapsulated cisplatin directly on the tumor (Figure 2). LiPlaCis® is proven in-vivo to preferentially target cancer cells over normal tissue and provides improved efficiency, safety and tolerability compared to conventional cisplatin. This phenomenon of preferential targeting and accumulation of anti-cancer agents into tumor tissue is know as the enhanced permeability and retention effect (EPR). Despite liposomes being a very common drug delivery platform, there are today no other liposomal cisplatin on the market.

LiPlaCis® is not cancer-type specific, meaning that it has the potential to be used against multiple tumor types. Earlier trials with LiPlaCis® have showed activity in patients with breast cancer, lung cancer, skin cancer, esophageal cancer, head and neck cancer. Cisplatin – the anticancer agent in LiPlaCis® is used in more than 16 different cancers. LiPlaCis® has the potential to be used in all of them.

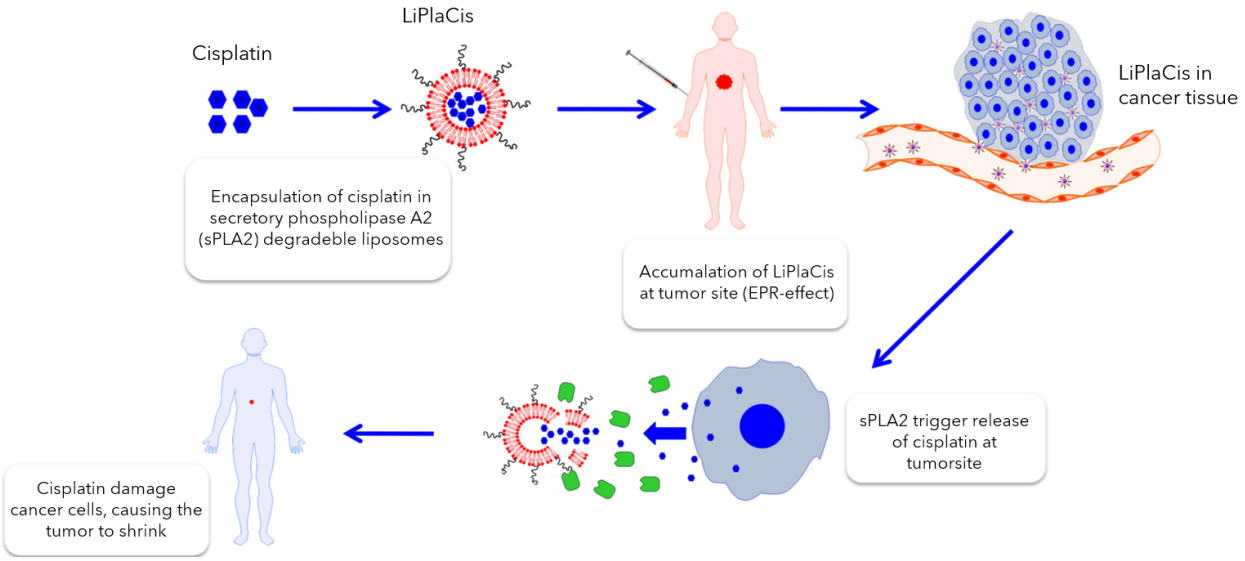

Figure 2. Targeted delivery of cisplatin using LiPlaCis®

Observations from the 100 patients that have participated in clinical trials with the LiPlaCis® indicates that side effects like neurotoxicity, nausea and bone marrow toxicity, which is widely associated with cisplatin, does not appear with LiPlaCis® treatments. The apparent better toxicity profile which is likely due to the liposome "bubble" preventing the cisplatin from reaching healthy tissues in the body, can allow LiPlaCis® to be particularly useful in combination therapies. Absence of common side-effectscould also make LiPlaCis® particularly useful in childhood cancer treatments as oncologists often are forced to stop cisplatin treatments. due to degrading hearing.

DRP

CHOSA's second technology is its "DRP®" (notation for "Drug Response Predictor"), a companion diagnostic for predicting whether a patient will benefit from cisplatin (hence also LiPlaCis®) treatment or not. By and large it is very difficult for doctors to know which drug to give a patient as individual genetics determining resistance and sensitivity to a drug differs widely between patients. If a patient is given the wrong drug, the tumor continues to grow, time is lost, and perhaps the chances of cure recede. Cancer drugs usually also have severe side effects. Statistical modelling is typically for the basis on which the doctor determines what treatment to use, but the share of ineffective treatments is still as high as 75 percent[1] in hard-to-treat cancers.

CHOSA's DRP® is a predictive analysis technology that aims to improve the efficacy rates in multiple cancers by providing the doctor with valuable data on whether a patient is likely to benefit from treatment with cisplatin or not, based on the individual gene expression in the patient's biopsy. Response prediction is complex as there are more than 900 genes and proteins known to influence cisplatin resistance[2]. CHOSA's technology includes a patented algorithm, which based on the expression of the 205 genes know to matter the most, produce a score on the patient's likelihood of responding well to cisplatin treatment. The score then allows the doctor to easily choose to give cisplatin to – for example – the patients with the 20 percent highest scores, and reversely to give another drug to patients with lower DRP®-score.

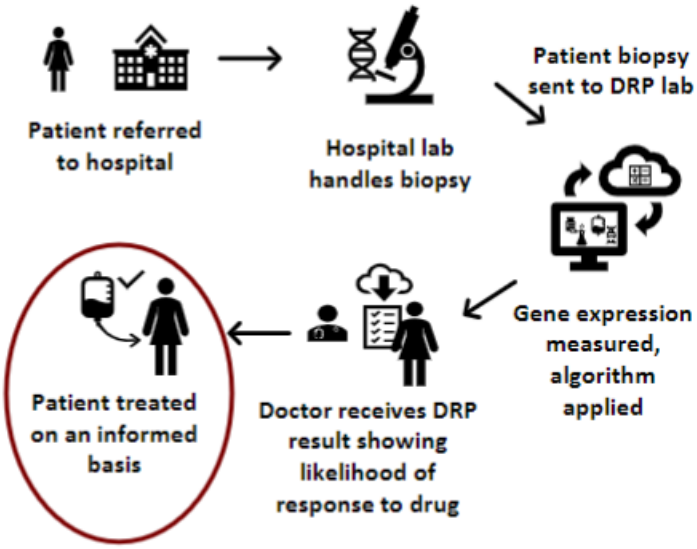

Figure 3: DRP Selecting treatments using the DRP Test

As the DRP® is tied to cisplatin and there are other formulations of cisplatin than LiPlaCis®, the Company could choose to sell the DRP® independently of LiPlaCis® as a laboratory developed test for cisplatin. Laboratory developed tests do not require any regulatory approvals and could therefore become a strategy for the Company to reach the market faster.

History of iCIP

iCIP consists of two technologies which initially was developed separately and in different companies. LiPlaCis® was initially developed by LiPlasome Pharma Aps and the DRP® was initially developed by Medical Prognosis Institute A/S ("MPI").

Oncology Venture was formed in 2012 by the people behind MPI, for the purpose of promoting the bridging between the DRP prognosis technology into development of medical products. Peter Buhl Jensen has experience from CEO positions in both MPI and Oncology Venture and a position with the board of directors in LiPlasome Pharma, and therefore had good insight into both technologies. In 2016 Peter Buhl Jensen initiated Oncology Venture's in-licensing of both LiPlaCis® and MPI's cisplatin-specific DRP® due to its potential as a combined medical product.

The combined product - iCIP™, was the lead project in Oncology Venture until 2019 when Oncology Venture changed the company's commercial strategy into having a more focused product portfolio and appointed a new CEO. As part of the new commercial strategy and company restructuring, the new management team in Oncology Venture decided to prioritize other programs over iCIP™, and later also decided to out-license its to Smerud Medical Research Institute ("Smerud"). In 2020, Oncology Ventures continued the company restructuring by changing name to Allarity Therapeutics A/S ("Allarity").

In 2022, the Team with its knowledge and insights in the project, was offered by Smerud to take over the license agreement with Allarity and LiPlasome Pharma, and thus take the responsibility for continuing maturing the program. The Team formed CHOSA ApS and then acquired the license with Smerud as a shareholder in the company. CHOSA ApS initially planned to raise funding to run the next pivotal trial on its own account, but the Team later changed the Company's priorities into partnering/sales strategy due to difficult financial market conditions prevalent in 2022, were finding financing to reasonable (the company's view) cost of capital was deemed impossible.

[2] Huang, D., Savage, S.R., Calinawan, A.P. et al. A highly annotated database of genes associated with platinum resistance in cancer. Oncogene 40, 6395–6405 (2021).

A partnership with a larger pharma would besides financing, also provide CHOSA ApS with strategical value such as established supply chain and sales channels.

For more information about the license agreement between CHOSA and Allarity, and the buyout of Smerud from the previous license, see "Material agreements" in section "Immaterial Rights in CHOSA".

Historical ownership and clinical milestones of iCIP™

2005 – Development of DRP is initiated in MPI.

2006 – Development of LiPlaCis® is initiated in LiPlasome Pharma ApS.

2012 – MPI enters into a Research & Development and Cooperation Agreement is entered into with LiPlasome Pharma

2012 – The Development of cisplatin - DRP is finalized in MPI.

2012 – Oncology Ventures was formed by the people behind MPI to initiate drug development with DRP:s as part of the medical products.

2016 – Oncology Venture in-license the rights to DRP® for cisplatin prediction from MPI.

2016 – Oncology Venture in-license the rights to LiPlaCis®. Oncology Ventures now has the right to both components of iCIP™.

2016 – Clinical phase 1 trial with LiPlaCis® is finalized with recommended dose for Phase 2.

2017 – Oncology Venture is awarded CE-mark for iCIP™.

2018 – The Board of Directors of both Oncology Venture and MPI agrees to accomplish a merger of the two companies. The general meetings later approved the merger, and the two businesses integrated under the company name Oncology Venture.

2018 – Clinical phase 2 trial is successfully finalized.

2018 – Adaptive phase 2 trial initiated.

2019 – Oncology Venture is granted IDE approval to iCIP™ by the FDA.

2020 – Oncology Venture out-license iCIP to Smerud Medical Research Institute.

2022 – CHOSA ApS buys out Smerud Medical Research Institute from the iCIP™ licensing agreement with Oncology Ventures and LiPlasome pharma. CHOSA then acquires the global license to the program with Smerud Medical Research as co-owner of the Company.

2022 – CHOSA obtain strong phase 2b data from the adaptive phase 2 trial in metastatic breast cancer, indicating among other things, >2 times longer progression-free survival amongst patients selected by DRP® and treated with LiPlaCis®.

MARKET OVERVIEW

The following is an overview of the markets in which CHOSA is active. Certain information has been obtained from external sources and the Company has accurately reproduced such information in the Company Description. Although the Company believes these sources to be reliable, no independent verification has been made, hence the accuracy or completeness of the information cannot be guaranteed. However, no information has to the best of the Company's knowledge and belief been omitted in a manner that would result in the reproduced information being inaccurate or misleading.

Cancer

Cancer is the collective name for more than 100 diseases involving abnormal cells that uncontrollably grow beyond their usual boundaries to form a tumor. Cancers become life threatening when cells from the primary tumor spread and form new tumors in other parts of the body where it affects major organs and their ability to function. Types of cancers are typically named after the organ where the cancer is formed, with breast, lung and colorectal cancers being the most common. These three indications together account for approximately one third of the global incidences and cancer-related deaths.

Cancer with approximately 19.3 million new cases per year, is one of the leading causes of death worldwide, accounting for approximately 10 million deaths in 2020[3]. The World Health Organization (WHO) expects these numbers to grow to 30.2 and 16.3 million respectively by 2040 as a result of the growing and aging population.

Europe and the US together make up approximately 22 percent of the global population, but the two regions account for approximately 46 percent of cancer incidences and approximately 27 percent of cancer-related deaths. This can be put in relation to Asia where the share of cancer related deaths (58 percent) is higher than the share of incidences (49 percent). These numbers are explained by better access to fast diagnosis and treatment in high-income regions, while low-middle income regions also have higher frequencies of cancers with worse outlooks.

Breast and Metastatic Breast cancer

Breast cancer is a disease in which cells in the breast grow out of control to form a tumor. Breast cancer was the most frequently diagnosed cancer and the fifth leading cause of cancer-related deaths in 2020, when 685,000 women were estimated to have died from the disease[3]. The primary tumor in the breast is rarely itself dangerous, it is when cancer cells break away and form daughter tumors (metastases) in other parts of the body the disease potentially becomes lethal. The vast majority of breast cancer deaths are due to metastases forming in and causing failure of vital organs.

There are three major types of breast cancer. Some 60 percent are stimulated to growth via the female hormone estrogen and removing estrogen or treating with antiestrogen is a very effective treatment. Similarly, another type is stimulated by the HER-2 gene, and blocking this is an effective treatment. Finally, a group of approximately 15% called triple-negative does not have these targets and is tougher to treat. Approximately 80% of breast cancer patients are cured with the initial therapy but still,15-20 % die of the disease.

When breast cancer has spread into other parts of the body, the disease is said to have metastasized. There is today no cure for metastatic breast cancer. The main objective of treatments is therefore to ensure the longest possible survival with the disease. For therapies against metastatic diseases, systemic medicines (medicines that affect the entire body) are used to reach cancer cells throughout the body. The types of medications used for metastatic breast cancer include hormonal-, chemo-, targeted- and immunotherapies. The choice of treatment varies a lot based on individual factors such as where in the body the cancer has spread, previous treatments, and the patient's overall health. Typically, patients are treated with combinations of different medicines to reach a stronger effect.

It is almost the rule for metastatic breast cancer to stop responding to a set of drugs after some time of treatment. When this happens, and the tumor continues to grow, ongoing treatment will be stopped and replaced by a new combination of drugs. Each time the cancer progresses during treatment, it becomes less likely that further treatment will have an effect. In advanced cases of metastatic breast cancer, a doctor may have to change the set of drugs more than ten times.

Early treatment is considered the most likely route to breast cancer cure and early treatment is therefore typically quite extensive with antihormones, chemotherapy, surgery and radiation. CHOSA's first indication is metastatic breast cancer but adding LiPlaCis to the most likely responders in early chemotherapy treatment could be expected to increase cures.

Oncology drug market

The market size of cancer drugs and supportive treatments was estimated to be USD 265 billion in 2020[4], with diagnosis and treatment respectively accounting for 44 and 56 percent of sales. The forecast is that advances in cancer research, coupled with technological developments and increased patient demand, will help the global oncology drugs market to grow at a CAGR of approximately 8.2 percent in the coming

[3] Ferlay J, Ervik M, Lam F, Colombet M, Mery L, Piñeros M, et al. Global Cancer Observatory: Cancer Today. Lyon: International Agency for Research on Cancer; 2020 (https://gco.iarc.fr/today, accessed 14 January 2023).

[4] Oncology market (by Cancer Diagnostics & Treatment: Cancer Diagnostics and cancer treatment; by indication: Lungs cancer, colorectal cancer, breast cancer, liver cancer, bladder cancer, Head & Neck Cancer, prostate cancer, and others) - global industry analysis, size, share, growth, trends, regional outlook, and forecast 2022 – 2030. Precedence Research. Predence Research. Available at: https://www.precedenceresearch.com/oncology-market (Accessed: January 14, 2023).

years, reaching a value of USD 581 billion by 2030. Growth is expected to be driven primarily by new innovative therapies and more healthcare systems focusing on early diagnosis and increased patient access to treatment.

CHOSA's Addressable market

CHOSA aims to initially target an approval in metastatic breast cancer, an indication which sees approximately 44,000* advanced cases in the US per year[5] If CHOSA where to treat the 20 percent of the patients with the highest DRP® score with LiPlaCis®, it would imply a market size of USD 345 million in North America alone. The Company estimates that the addressable global market size is approximately 3 times larger than the US market. iCIP™ has the potential to be used in more than 16 different cancers, CHOSA's future addressable market will upon approval in additional indications become much larger.

** The number of deaths is here used for estimation purposes as a proxy for advanced cases of breast cancer.*

Precision medicine

An emerging application within oncology is the use of precision medicine – an innovative approach that uses information about a patient's own genes or proteins to prevent, diagnose or treat diseases. In contrast to the "one-size-fits-all" approach, precision medicine aims to allow doctors to more accurately predict which drug(s) to give to the individual patient. Advances in precision medicine have led to new discoveries and FDA-approved treatments that are tailored to specific characteristics of the individual, such as the presence of specific genes in tumors. CHOSA's DRP® analyzes the expression of 205 different genes in the tumor to predict whether it will respond to cisplatin or not. The market for precision medicine was estimated to USD 65.2 billion in 2021 and is due to technological advances in biotech in the coming years expected to grow with a CAGR of 11.5 percent to reach 175 billion in 2030[6].

Competition

CHOSA's drug candidate LiPlaCis®, is a type of anti-cancer therapy with cisplatin as the chemotherapeutic agent to prevent cancer cells from growing, dividing, and making more cells. Chemotherapies can often be used in combination with other types of therapies, CHOSA's competitors are therefore mainly other chemotherapeutic drugs, including other formulations of cisplatin. There are more than 300 approved drugs for cancer treatments, and they all work – to some extent – for some patients, but not for others. Even the best new drugs have success rates as low as 25 percent.

CHOSA's competitive edge lies in the ability to – prior to treatment – predict with DRP® which patients will benefit from the Company's drug or not, and then treat those with a drug that preferentially targets cancer cells for a higher efficacy and less toxicity compared to existing therapies. Equally important, iCIP™ also allows doctors to easily decide to give the patients that are identified as unlikely to benefit from LiPlaCis® another set of drugs with a potentially higher chance of efficacy. The potentially milder toxicity profile of LiPlaCis together with the DRP® identification of patients could also make iCIP™ particularly preferred in combination therapies. Combination therapies with cisplatin are increasingly used due to their potentiation of immuno-oncology drugs.

[5] American Cancer Society (2022). Cancer Facts & figures 2022. American Cancer Society. https://www.cancer.org/content/dam/cancer-org/research/cancer-facts-and-statistics/annual-cancer-facts-and-figures/2022/2022-cancer-facts-and-figures.pdf (Accessed: January 31, 2023)

[6] (7 November 2022). Precision Medicine market size is projected to reach $175.6 billion by 2030, registering a CAGR of 11.5%;. STRATEGIC MARKET RESEARCH LLP. Available at: https://www.globenewswire.com/en/news-release/2022/11/07/2549869/0/en/Precision-Medicine-Market-Size-is-Projected-to-Reach-175-6-Billion-by-2030-Registering-a-CAGR-of-11-5-Strategic-Market-Research.html (Accessed: January 16, 2023).

NEXT CLINICAL STEPS

Metastatic Breast Cancer

The phase 2b data from the Company's trial in metastatic breast cancer are better or in line with average results on other novel cancer drug approvals by FDA between the years 2000 and 2016[7]. If the data can be repeated, the management team of CHOSA believes that there is enough clinical evidence of iCIP's improvement over available therapies, to obtain a breakthrough designation. With this in mind, the Company expects to design a pivotal trial in metastatic breast cancer in a so-called "cross-over design", from which the Company sees a good opportunity to receive an accelerated approval from a trial including fewer than 40 patients. CHOSA will during the next 12 months engage with regulatory authorities (EMA and FDA) to confirm the clinical strategy for the first approval for iCIP™.

CHOSA does not plan to run the clinical trials by itself. Instead, CHOSA's main objective for 2023 is to find a partner to co-finance the clinical trial or an acquirer to take full responsibility for the project until commercialization. In the event where CHOSA does not find a partner or acquirer, the Company will investigate other funding alternatives.

If the Company runs the trial with the anticipated design together with a partner, and the results of the trial are positive but do not lead to an accelerated approval, another follow-up study, performed as a simple repeat, is likely sufficient to obtain the final approval. The Company estimates that the two trials in the scenario where the Company does not obtain breakthrough designation status will take approximately two and a half years to complete and cost approximately USD 10-12 million.

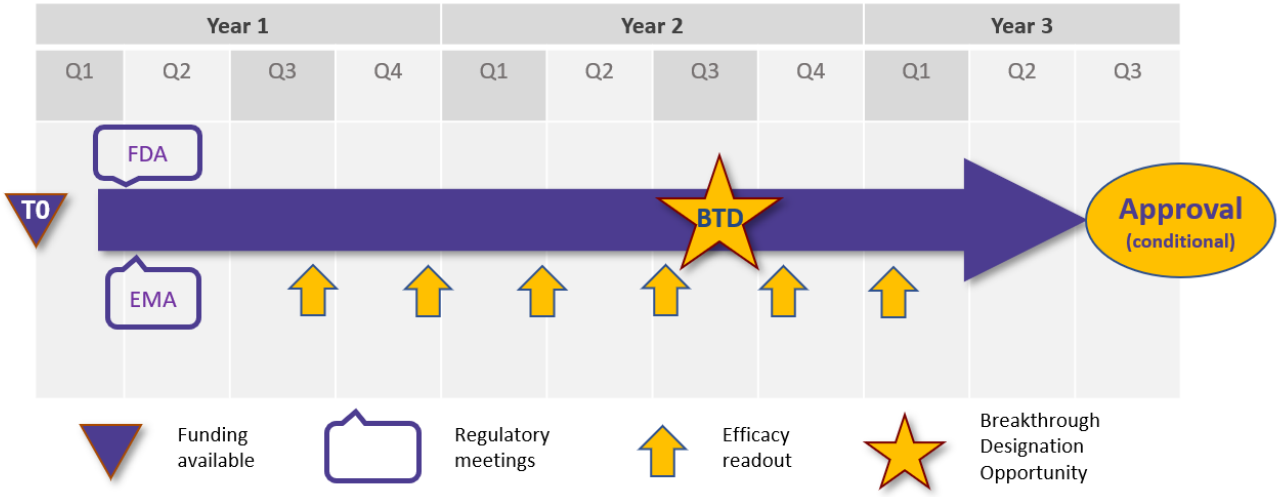

Figure 4: Anticipated timeline from when funding is available.

Childhood cancer

CHOSA intends to also discuss with regulatory authorities a clinical approach of iCIP™ in childhood cancers as iCIP™ seems to have a benign toxicity profile compared to conventional cisplatin

Future indications

LiPlaCis® has the benefit of not being bone marrow toxic and can be added to most current chemotherapies. There is a significant opportunity in neoadjuvant lung cancer treatments, where LiPlaCis® fits perfectly with current standards. Neoadjuvant is chemotherapy before surgery and is increasingly used in breast- and lung cancers. Lung cancer is of particular interest as cisplatin is a mainstay in this disease and only 10-15 percent have long time survival[8]. Without surgery the tumor is almost 100% lethal. Unfortunately, in many cases the lung cancer is too advanced to suggest surgical cure to the lung cancer patient. In fact, typically only 20 percent go to surgery. DRP® testing all neoadjuvant candidates and giving LiPlaCis® to the 20 percent most platin sensitive patients is likely to downstage the tumor to an operable size, and thus likely also improve survival.

Furthermore, iCIP has winning potential in all cancers where cisplatin is the standard treatment. There are 16 different cancers where cisplatin is used. Ovarian cancer, head & neck cancer, colorectal, esophageal cancer and bladder cancer are some of them.

[7] Ladanie A, Schmitt AM, Speich B, et al. Clinical Trial Evidence Supporting US Food and Drug Administration Approval of Novel Cancer Therapies Between 2000 and 2016. JAMA Netw Open. 2020;3(11):e2024406. doi:10.1001/ jamanetworkopen.2020.24406

8 Survival for lung cancer (2023) Cancer Research UK. Available at: https://www.cancerresearchuk.org/about-cancer/lung-cancer/survival (Accessed: April 5, 2023).

STRATEGY AND OBJECTIVES

CHOSA strategy is to out-license or sell the iCIP program in full, or in part, to a pharma company that can finance the next pivotal trial. The Board intends to continuously evaluate how value can be built in CHOSA in the most efficient way, with a focus on out-licensing, sale of the asset or partnering. In parallel to engaging with potential partners and acquirers, CHOSA will also build value by preparing for the pivotal trial by agreeing with authorities on the approval route and arranging for LiPlaCis® manufacturing scale-up.

It is CHOSA's assessment that the Company's current working capital together with a tax credit of approximately SEK 7.7 million from the Danish tax authority to be paid out in Q4 2023, is sufficient to meet the Company's needs through Q2 2024. The Company does not plan to commence the trial during this period.

With the current liquidity budget for the next 18 months, the Company expects to provide a news flow around the following objectives:

- Publication of phase 2 clinical trial in metastatic breast cancer.
- Present at ASCO, ESMO, and/or SABS conferences.
- Enlist investigators, KoL's & sites for the clinical trial.
- Regulatory meetings with the FDA and the EMA.
- Preparation for manufacturing scale-up of LiPlaCis®.
- Sign iCIP partnership.

IMMATERIAL RIGHTS

Material agreements

On 28 March 2022, CHOSA ApS entered into a three-party licensing agreement for a management buy-out with LiPlasome and Allarity regarding the worldwide exclusive rights to use the technology, patents, available data, knowhow and trademarks for LiPlaCis® and DRP® technologies of which the management team of CHOSA were previously responsible of developing in Oncology Venture. The licensing rights are the heart of CHOSA Oncology's business going forward. As part of the in-licensing, CHOSA entered into two material agreements, one three-party agreement with the owners of the technologies, and one agreement with the previous holder of the license. The two agreements are described in more detail below.

In-licensing of LiPlaCis® and DRP®

The agreement gives CHOSA rights to existing patents, data, trademarks, know-how, and grants CHOSA all rights to research develop, manufacture, sell and otherwise exploit and commercialize the two products for any indication or use worldwide. In exchange for the global exclusive rights of the two technologies CHOSA is obligated to pay Allarity and LiPlasome milestone payments in connection with product approvals in the US and EU, and when the product reach sales of USD 50 million in each of the two regions. No upfront payment was made when acquiring the license. Besides the mentioned milestone payments, CHOSA is entitled to all revenues and profits coming from sales of the commercialized products. Any profits coming from the sale or out-license of the technologies is due CHOSA, but the milestone payments above need to be transferred to the acquirer. Through the agreement, CHOSA also takes over the maintenance and enforcement costs of the LiPlasome patents. Besides the obligations listed above, CHOSA has no further obligations towards Allarity or LiPlasome.

Buyout of Smerud from previous license agreement

CHOSA ApS enter on 28 March 2022 into an agreement with Smerud, the previous licensee of the drug candidate LiPlaCis® and its companion diagnostic DRP®, to take over the license of the two products. Part of the buyout includes an agreement with terms for a research collaboration that obligates CHOSA to hire Smerud as the relevant service provider for the next clinical trial up to an accumulated contract research work value of USD 2.5 million at market conditions. The agreements also obligate CHOSA to pay milestone payments related to different steps during the clinical trial. The maximum accumulated amount of the milestone payments is USD 1 million.

Patents

CHOSA has the licensing rights to an IP portfolio consisting of four patent families covering, the composition of the liposome in LiPlaCis®, the medical use of LiPlaCis® and the DRP® method for predicting cisplatin and LiPlaCis® response. The different patent families, the countries where patents are granted, and the expiry date is presented below:

- **Patent on method for encapsulating anticancer agents**
  Patent protects the method of sPLA2 hydrolysable lipids (the liposome) composition for encapsulating anticancer agents. The patent which expires in 2029, is approved in Japan, Germany, Spain, Italy, US, Australia, China, India (under appeal) and Canada. The patent may be prolonged for five years.

- **Increased storage stability in sPLA2 hydrolysable lipids**
  Patent on an updated composition of liposome for increased stability using a new buffer. The patent is granted in Japan, China, Germany, Spain, Italy, US and is under appeal in Australia, Canada, and India. The patent expires 2030 with a chance of prolonging for five years.

- **Medical use of LiPlaCis®**
  The Company has license for the worldwide rights to the method of use patent for liposomal cisplatin with the specific lipid composition, which allows for the opening of the liposome and targeted release of cisplatin content directly to the tumor. The patent is approved in Australia, Canada, China, Germany, France, Spain, and Italy with an expiration date in 2029, and in the US with an expiration date in 2030. The duration can be prolonged for five years in all granted markets.

- **Method for predicting drug responsiveness in cancer patients**.
  CHOSA has licensed the worldwide rights to the patent for DRP® which is a technology for predicting tumor response to cisplatin and LiPlaCis treatment. The patent is granted in Canada, Switzerland, China, Germany, Denmark, Europe, Finland, France, the UK, Hong Kong, Ireland, Luxembourg, Netherlands, Norway and US with an expiration date in 2037. The patent concerns the 205 genes, whose expression taken together predicts cisplatin and LiPlaCis® sensitivity and resistance in cancer tissue. Prediction is normalized to a response likelihood on a 0-100 probability scale.

In summary, CHOSA's major product iCIP™, as well as standalone DRP® are protected until 2038. The patent protection time for iCIP™ is unusually long for a clinical product where the next step is pivotal trial. LiPlaCis® which can be sold standalone from the DRP® score, is protected until 2030 but could be extended in the US for five years if the development and approval take long time. In CHOSA's opinion, the market for standalone LiPlaCis® is only for diseases where a very high cisplatin responsiveness is known. Here the reduced toxicity by LiPlaCis® could be a market driver in, for example, testicular cancer and certain childhood cancers. Competition for these

indications could come in after LiPlaCis® patent expiration, but the question is whether pharma companies would go for it, as the major indications will substantially gain from use of iCIP™.

In addition, the lipid composition of LiPlaCis® is unusual and differs from other liposomes on the market. Other companies have tried to develop liposomal cisplatin without success. The complexity of the products can be illustrated by the 2012 US shortage of the drug "Doxil" which utilize a similar lipid composition as LiPlaCis®. The shortage arose when Johnson & Johnson's contractual manufacturer had to shut down its facilities and the manufacturing process where too complex to implement at new suppliers for years[9].

CHOSA also holds a patent portfolio consisting of two patent families around RhoVac's previous drug candidate which failed to prove effective. These patents have limited strategic suitability for CHOSA Oncology and efforts are currently underway to divest these assets, if possible.

Trademarks and domains

CHOSA has the licensing rights to the trademark protection for the names LiPlaCis® and DRP® in a number of countries and intends to gradually extend the trademark protection in other countries. The registration is itself not a guarantee that the regulatory authorities will allow use of the trademark. Applications to use a particular trademark for medicinal products are made in connection with, or shortly after an application for marketing authorization of the drug. The trademark is granted if there is no risk of confusion with names of other registered medicinal products.

CHOSA holds the domains chosaoncology.com, chosaoncology.se, and chosa.bio.

[9] Sullivan, T. (2016) Johnson and Johnson requests manufacturing permit to reduce shortage of Doxil, Policy & Medicine. Available at: https://www.policymed.com/2012/10/johnson- and-johnson-requests-manufacturing-permit-to-reduce-shortage-of-doxil.html (Accessed: February 21, 2023).

RISK FACTORS

A number of risk factors can have a negative impact on CHOSA Oncology's operations. There are risks pertaining to the Company, and risks that have no specific connection with CHOSA Oncology, but that impact on the industry and market in which the Company operates. It is, therefore, of great importance to consider relevant risks alongside the Company's growth opportunities and upon an investment decision. Risk factors are described below without claiming to be exhaustive. For natural reasons, it is not possible to assess all risk factors without a combined evaluation of other information in the Company Description, along with a general assessment. The risk factors include an assessment of the probability of the occurrence of the risk and the extent of its negative impact on the Company listed as high, moderate, or low.

BUSINESS-RELATED RISKS

CHOSA is subject to risks related to the design of clinical trial

In order to obtain the data required to support the approval and commercialization of drugs, safety and efficacy must be demonstrated in both preclinical and clinical trials, and the data must be considered sufficient by the regulatory authorities to support market approval. After in-licensing the Company received promising phase 2b data from the phase 2 trial with iCIP™ in metastatic breast cancer. The Company is now preparing a pivotal trial with the possibility of receiving a breakthrough designation with less than 40 patients. The aim is to find an acquirer or partner to run the trial. There is a risk that the regulatory authorities or the potential buyer/partner does not agree with the suggested clinical pathway. If CHOSA cannot obtain the regulatory approval or fail to find a buyer/partner to finance the trail, the drug approval may be delayed or fail, an outcome which could materially affect the Company's business and financial position.

The issuer assesses that the probability of the risk occurring is moderate. The negative consequences for the business if the risk occurs are considered by the Company to be moderate.

Risks related to partnership agreements

An essential part of CHOSA's business model is to enter into collaboration agreements with pharmaceutical and biopharmaceutical companies for the development and commercialization of the Company's drug candidate. CHOSA also depends on collaborations and agreements with other parties for the continued development of its product candidates and the conduct of clinical trials. The conduct of clinical trials requires significant resources and, therefore, it is desirable for small, research-intense companies such as CHOSA to enter into trade deals, collaboration- or licensing agreements with larger companies in the pharmaceutical industry. These partners are typically responsible for running and/or fully or partially financing the clinical trials, market approval processes, and the sale and marketing of the finished product. CHOSA has been contacted by pharma companies with an interest in iCIP™ but has not entered into any such agreement. If the Company does not find a partner and decides to run the pivotal trial on its own account, the drug approval may take longer than projected and the Company would need to find alternative financing solutions.

A significant portion of the Company's expected future revenues consists of milestone payments and royalty income pursuant to the collaboration agreements. There is a risk that future collaboration agreements may be terminated. The Company's partners may also decide to prioritize and allocate more of its resources to other projects, which could result in the development and commercialization of the Company's product candidates being allocated fewer resources or being discontinued.

In a partnership agreement, CHOSA will likely be required to provide certain warranties to its partners, which means that in the event of a breach of such warranties, CHOSA may be liable to its collaborators for damages. The occurrence of any of these events could result in reduced or no revenues for the Company, which could affect the Company's financial position.

The issuer assesses that the probability of the risk occurring is moderate. The negative consequences for the business if the risk occurs are considered by the Company to be high.

Interests in CHOSA Oncology AB

CHOSA's subsidiary CHOSA ApS entered in April 2022 a licensing agreement with Allarity Therapeutics Inc (the previous licensee) and LiPlasome Pharma ApS (the inventor of the drug) regarding the global exclusive rights for the drug candidate LiPlaCis®. Peter Buhl (CEO, and majority shareholder of CHOSA) owns together with related parties 2.34 % of LiPlasome Pharma ApS.

There is a risk that conflicts of interest could adversely affect the operations of CHOSA. There is a risk that the above could have negative consequences for the Company in terms of, for example, internal organizational problems, which could lead to delayed or lost revenues.

The issuer assesses that the probability of the risk

occurring is low. The negative consequences for the business if the risk occurs are considered by the Company to be low.

Risks related to no medicines sold so far
The team behind CHOSA has previously contributed to two FDA/EMA drug approvals. However, CHOSA has not yet launched any drugs and is thus not engaged in sales activities nor has generated any revenue. The next step in the development phase for the Company's candidate iCIP™ is a pivotal trial, which means that both continued research and development as well as granted regulatory approvals and positive outcomes in clinical trial/trials are required before the Company's candidate reaches the market. It may therefore be difficult to evaluate the Company's sales potential and there is a risk that revenues will be completely or partially lost. Should the product candidate's introduction to the market be delayed, made more expensive, or completely absent, it could have a material adverse effect on the Company's operations, results of operations, and financial condition.

The issuer assesses that the probability of the risk occurring is moderate. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to regulatory risk
The Company's operations are subject to approvals by relevant regulatory authorities, such as the U.S. Food and Drug Administration ("FDA") and the European Medicines Agency ("EMA"). In order to obtain the right to market and sell the Company's products, the products must undergo an extensive registration procedure with the relevant authority in each individual market. The registration procedure includes, for example, where applicable, requirements relating to the development, testing, registration, authorization, labeling, manufacturing, and distribution. There is a risk that delayed or missing approvals may require adaptation. If the requirements, those that exist today or may be added in the future are not met, this may entail, for example, withdrawal of products, import bans, registrations not being approved, approvals being revoked, costly development work from having the product adjusted or prosecution being brought. There is a risk that current rules and interpretations may change, which may adversely affect the Company's ability to meet regulatory requirements. If the Company is unable to initiate its commercialization strategy due to a lack of permits or significant delay, it could lead to a reduced earnings potential of the Company's products.

The issuer assesses that the probability of the risk occurring is moderate. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

Short history
The team behind CHOSA previously lead Oncology Venture Sweden AB where iCIP™ at the time was the lead project. The Company's subsidiary CHOSA ApS currently holds the rights for the project and is where the majority of the Company's business will be conducted. CHOSA ApS was established in March 2022. CHOSA ApS relationships with prospective customers, partners, and suppliers are relatively new or not yet established, so the Company's relationships can be difficult to evaluate. There is a risk that long-term stable customer and supplier relationships cannot be established, hence there is a risk that the Company's turnover or costs may be adversely affected.

The issuer assesses that the probability of the risk occurring is moderate. The negative consequences for the business if the risk occurs are considered by the Company to be moderate.

Pricing
CHOSA's business model includes the out-licensing of drug candidates, and the pricing of the Company's drugs may be affected by the general development in the market. In the event that the pricing of medicines generally falls, there is a risk that the Company's earning opportunities is adversely affected. Pricing of medicines is determined in some cases at the level of the authorities. There is a risk that the pricing of medicines may be lower than the Board of Directors of the Company estimates. The lower the pricing, the worse the revenue opportunities for the Company. Pricing for out-licensing is affected by the price of the drug. There are also a number of other factors that influence price in an out-licensing deal such as the general interest in the drug, and the number of competing treatments. In the event that the pricing for out-licensing of the Company's drug candidates is lower than the Company expected, this will have a material effect on CHOSA's operations, results of operations, and financial position.

The issuer assesses that the probability of the risk occurring is moderate. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to risks related to insurance coverage
There is a risk that CHOSA's current insurance coverage will prove insufficient for claims that may arise in relation to the Company's product liability and other damages. Furthermore, it is not certain that the Company can maintain its current insurance coverage on favorable terms, or at all. There is therefore a risk that insufficient or overpriced insurance coverage could have a material adverse effect on the Company's operations, results of operations, and financial condition.

The issuer assesses that the probability of the risk occurring is moderate. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to risks related to market acceptance
There is a risk that CHOSA's drug candidate will not gain market acceptance among doctors, patients, industry organizations, or other stakeholders in the medical world, and that the use of the pharmaceutical products will thus not be widespread. If CHOSA's products do not gain the anticipated market acceptance, the Company would experience an adverse effect on its operations, results from operations, and financial position.

The issuer estimates that the probability of the risk occurring is low. The negative consequences for the business if the risk occurs are considered by the Company to be high.

CHOSA is subject to risks related to financing needs and capital
CHOSA has reported operating losses since the Company's operations were started and the Company's cash flow is expected to remain negative until CHOSA generates revenue. It may take a long time before the Company's pharmaceutical products can be sold commercially and generate sufficient revenues to support a positive cash flow. The planned clinical trial entails significant costs, and there is a risk that the Company will not find a partner/acquirer to finance the project.

If CHOSA does not sell its assets or find a partner that supports the project financially, the Company may need to look into other financing solutions. If the Company fails to raise the necessary capital, it could have a negative impact on the Company's business and financial condition. Any delays in product development may mean that cash flow is generated later than planned. There is a risk that the Company may need to raise additional capital in the future and there are no guarantees that the Company, due to external factors does this in a timely matter or to advantageous terms to the Company. If CHOSA cannot obtain financing, the Company may be forced to temporarily stop development or be forced to conduct operations at a slower pace than desired, which may lead to delayed or lost commercialization and revenue. If this were to occur, it could have a material adverse effect on the Company's business, results of operations, and financial condition.

The issuer estimates that the probability of the risk occurring is low. The negative consequence for the business if the risk occurs is considered by the Company to be high.

CHOSA is dependent on key personnel and employees
CHOSA's operations are highly dependent on a number of key people who have great expertise and long experience in the Company's business area. If any of these key personnel were to leave the Company, it could delay or complicate the Company's continued research, development, and operations. There is strong competition for experienced staff within the Company's industry and many of the competitors competing for the same personnel have significantly greater financial resources than the Company, which may result in the required personnel not being recruitable, or only being recruited on unfavorable terms. If CHOSA is unable to recruit and retain key personnel and other qualified human resources to the extent and on the terms and conditions, it could have a negative impact on the Company's operations, results of operations, and financial position.

The issuer estimates that the probability of the risk occurring is low. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to risks related to competition
CHOSA operates in a competitive industry, and many companies, universities, and research institutions conduct research and development of pharmaceuticals. Oncology research is a popular field of research which have led to many approved drugs and drugs under development that may directly or indirectly compete with the Company's product candidate. Some of CHOSA's possible competitors are multinational companies with large financial resources. The Company's future competitive capacity depends, among other things, on the Company's product candidate maintaining effective intellectual property protection and on such protection being maintained. The Company may also face competition from copies of drugs, generics, and other formulations of cisplatin that are launched as patents expire. Furthermore, companies with global operations that currently work with related areas can decide to establish themselves within CHOSA's business area. If the Company is unable to effectively compete in the market, it could have negative sales and earnings effects for the Company and thus have a material negative impact on CHOSA's operations, results of operations, and financial position.

The issuer estimates that the probability of the risk occurring is low. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to risks related to market growth
The opportunities for market growth for CHOSA are largely dependent on the results from the Company's planned clinical trial(s) as well as other external factors within the pharmaceutical industry. Although no major breakthroughs have happened within oncology treatments for long, the pharmaceutical industry is in general characterized by rapid changes with regards to technological advances, improvement of industrial know-how, and the development of new and more efficient drugs and treatment methods. CHOSA's future success and the possibility of growth will largely depend on the ability of the Company and its future partners to

adapt to such external factors. Rapid growth can cause problems on an organizational level. It can be difficult to recruit staff, and challenges to educate the integrate new personnel may arise. If CHOSA fails to manage increased capacity loads, it could have a material adverse effect on the Company's operations, results of operations, and financial condition.

The issuer estimates that the probability of the risk occurring is low. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to product liability risk

Considering that CHOSA operates in the pharmaceutical industry, risks arise with product liability. There is a risk that the Company may be held liable in the event of side effects or incidents related to the clinical trials, even in cases where trials are conducted by external actors. Such potential reactions or incidents may delay or stop further product development and limit the commercial use of the products, lead to penalty payments or other claims, including claims based on product liability, being made against the Company. Any claims may exceed CHOSA's insured amount. Should claims be made or liability alleged, it could have a material adverse effect on the Company's operations, results of operations and financial condition.

Side effects could also affect the Company's reputation, which in turn risks undermining confidence in the Company's technologies and product candidates from authorities, suppliers, and partners. Such circumstances could have a material adverse effect on the Company's business, results of operations, and financial condition.

The issuer estimates that the probability of the risk occurring is low. The negative consequence for the business if the risk occurs is considered by the Company to be high.

CHOSA is subject to risks related to patents and intellectual property rights

The company has licensed the intellectual properties for LiPlaCis® and DRP®. There is a risk that patent applications will not be approved in additional countries. Granted patents do not always provide long-term protection, as objections or other invalidity claims against issued patents can be made after the grant of the patent. The outcome of such processes may be that granted patents are restricted, for example by limiting the scope of the application or by rejecting the patent. The rejection of a patent means that no one is granted exclusive rights to the invention, meaning that no one can be prevented from using the invention. The outcome of an objection process can be appealed, making the final outcome of an objection difficult to predict. Negative outcomes of disputes over intellectual property rights can lead to loss of protection, prohibition to continue to exercise the current right, or obligation to pay damages. In addition, costs for a dispute, even in the event of a favorable outcome for the Company, could be significant, which could adversely affect the Company's results of operations and financial position. The above may mean difficulties or delays in the commercialization of future products and thus also damage the Company's ability to generate revenue. The same also applies to other intellectual property rights such as, for example, trademarks.

In addition, there is a risk that players with competing activities decide to patent adjacent areas to CHOSA's existing patents, resulting in the competitors' products reaching the same effect as the Company's alternatives. This would potentially make market conditions more difficult for the Company, due to an increasingly competitive situation. Should any of the above risks occur, it could have a material adverse effect on the Company's business, results of operations, and financial condition.

The issuer estimates that the probability of the risk occurring is low. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to risks related to disputes and claims

CHOSA may become involved in disputes, regulatory investigations, and processes and risks being subject to civil claims in litigation concerning, among other things, agreements. Disputes, claims, investigations, and processes may be time-consuming, disrupt normal operations, and involve significant amounts, concern matters of principle, adversely affect the Company's business relationships, and result in administrative and /or legal sanctions and costs. If a dispute would relate to a contractual relationship governed by foreign law or relate to a dispute resolution to be conducted through court or arbitration abroad, the costs can be particularly high. Should the aforementioned disputes, claims, investigations, or litigators occur, and the Company is held liable, there is a risk that the claims will not be fully covered by the Company's insurance coverage. Disputes, claims, investigations, and processes may thus adversely affect CHOSA's operations, results of operations, and financial position. Furthermore, exposure to disputes or government proceedings, although the financial risks need not be significant, may affect the Company's reputation.

The issuer estimates that the probability of the risk occurring is low. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to political risk

CHOSA operates in and through a number of different countries. Risks may arise from changes in laws, taxes, duties, exchange rates, and other conditions for foreign companies. The company is also affected by political

and economic uncertainties in these countries. The company may also be adversely affected by any domestic policy decisions. The above may have adverse consequences for the Company's operations, results of operations, and financial position.

The issuer estimates that the probability of the risk occurring is low. The negative consequence for the business if the risk occurs is considered by the Company to be moderate.

CHOSA is subject to risks related to business cycles
External factors such as inflation, currency and interest rate changes, supply and demand, and recessions and booms may have an impact on operating expenses, selling prices, and share valuation. A large part of the future market is located abroad and most of the potential sales revenue may be in international currencies. CHOSA's future revenues and share valuation could be negatively impacted by these factors.

The issuer estimates that the probability of the risk occurring is low. The negative consequences for the business if the risk occurs are considered by the Company to be low.

RISKS RELATED TO THE SHARES

Risks related to share price development
Risks related to the development of the share price.
There are no guarantees that the share price in CHOSA will have a positive development and there is a risk that investors in the Company – in the whole or in part – will not get back invested capital. If the Company's growth plan is delayed or does not reach the targets, the Company's share price could experience a significant decline. Furthermore, CHOSA's share price may be negatively affected by such things as interest rate increases, political events, exchange rate fluctuations and poorer economic conditions, which the Company lacks the opportunity to influence. There is a risk that the Company's share price may fluctuate sharply, mainly as a result of how the growth plan and further commercialization are achieved. The Company's share price may be subject to extreme price and volume fluctuations that are not related to, or proportionate to, the operational. If the Company does not pay any dividend, the shareholder's return in CHOSA will only be dependent on the price development of the share.

The issuer 'assesses that the probability of the risk occurring is moderate.

Risks related to the liquidity of the stock
Trading in the Company's shares may in the future be non-active and illiquid, which in turn may cause difficulties for holders to dispose of shares, quickly or at all. An investor who wishes to sell his holding in the Company may need to sell shares at a significant loss. The potential loss may be low, moderate, or high depending on the size of the holding and the liquidity of the trade at the time of sale.

The issuer assesses that the probability of the risk occurring is moderate.

Future divestments of shares may adversely affect the share price and new issues may dilute the holding of existing shareholders

The price of the Company's financial instruments may decrease if there are extensive sales of shares, in particular sales from the Company's directors, senior executives, and major shareholders. Large selloffs of the Company's shares from these people, or the perception that such a sale will take place, may cause the share price to fall. The Company may also in the future decide on new issues of shares or other securities to raise capital. The Company can in the future also issue shares within the framework of incentive programs for the Board of Directors, management and/or employees. All such additional offers may reduce the shareholder's proportional earnings per share, ownership, and voting rights in the Company. Furthermore, new issues of shares may have a negative impact on the market price of the shares in the Company. Since the timing and terms of any future issues of shares will depend on CHOSA's operations, financial position and market conditions at the time, the Company cannot predict or estimate the amount, timing, or other terms of such new issues. Thus, there is a risk that such new issues will be carried out on unsatisfactory terms for existing shareholders by entailing a large dilution of existing shareholders' holdings.

The issuer estimates that the probability of the risk occurring is moderate.

Owners with significant influence
The five largest shareholders of CHOSA together own approximately 59.2 percent of the Company. Buhl Krone Holding (Ulla and Peter Buhl) owns approximately 24.7 percent of the capital and votes in CHOSA and Arrow Strategy Holding (Claus Frisenberg) owns approximately 11.7 percent of the capital and votes in CHOSA as of February 28, 2023. The three shareholders, who are co-founders of CHOSA ApS could, individually or together with other shareholders, exercise significant influence over the matters referred to the Company's shareholders for approval, including the election of directors, future acquisitions, or divestments of parts of the business. This may benefit the Company, but it could also disbenefit shareholders who may have other interests than those of the principal owners. In addition to the application of the protection rules that follow the law, such as the Swedish Companies Act's minority protection rules, CHOSA has no opportunity to take measures to guarantee that the principal owners' influence is not abused.

The issuer estimates that the probability of the risk occurring is low.

Trading on an unregulated market

The shares of CHOSA are admitted to trading on Spotlight Stock Market, which is not a regulated market but a so-called trading platform. A trading platform is not subject to as strict a regulatory framework as a regulated market. Investment in shares on trading platforms is typically associated with higher risks than an investment on a regulated market.

FINANCIAL INFORMATION CHOSA APS

The financial overview in this section of the Company Description applies to the recently acquired CHOSA ApS (company registration number 43134477), which today is a wholly owned subsidiary of CHOSA Oncology AB. For consolidated financial information for CHOSA Oncology AB, see section "Financial information CHOSA Oncology AB". The financial information for CHOSA ApS below has been presented in in accordance with the provisions of the Danish Financial Statements Act governing enterprises reporting class B enterprises with addition on a few provisions for reporting Class C. The financial figures cover the period from CHOSA ApS formation on 18 March 2022 until 31 December 2022 and have been compiled by the Company's independent auditor according to ISRS 4410. The financial report is CHOSA ApS first, which is why no comparative figures are included in the report.

The report has been audited by 2talRevision with corporate registration number 29091331 and visiting address Generatorvej 37, Denmark, without negative observations or comments. No other information in the Company Description has been audited or reviewed by CHOSA ApS auditor.

Income statement 18 March 2022 – 31 December 2022

DKK	2022-03-18-2022-12-31 Reviewed
Gross Income	**-467,256**
Depreciation and amortization	-350,000
Operating income	**-817,256**
Income from financial items	-2
Profit after financial items	**-817,258**
Tax on profit for the year	102,489
LOSS FOR THE YEAR	**-714,769**

Balance sheet 31 December 2022

ASSETS

DKK	2022-12-31 Reviewed
Noncurrent Assets	
Intangible assets	7,150,000
Total Noncurrent Assets	**7,150,000**
Current assets	
Accounts receivable	
Tax receivable	102,489
Other receivables	50,993
Sum accounts receivable	**153,482**
Cash and bank	645,411
Sum current assets	**798,893**
TOTAL ASSETS	**7,948,893**

EQUITY AND LIABILITIES

DKK	2022-12-31 Reviwed
Equity	
Share capital	8,475,500
Other contributed capital	0
Other equity including year-end results	-714,769
Shareholder's equity	**7,760,731**
Current liabilities	
Accounts payable	178,828
Other current liabilities	9,334
Sum current liabilities	**188,162**
SUM OF EQUITY AND LIABILITIES	**7,948,893**

Cash flow statement 2022-03-18 – 2022-12-31

DKK	2022-03-18-2022-12-31
	Unaudited
Operating cash flow	
Operating income	**-817,256**
Adjustment for non-cash items	350,000
Interest paid	-2
Cash flow from operating activities before changes in working capital	**-467,258**
Cashflow from changes in working capital	
Decrease (+) / increase (-) in other short-term receivables	**-50,993**
Decrease (-) / increase (+) in trade payables	178 828
Decrease (-) / increase (+) in short term liabilities	9 334
Cashflow from operations	**-330,089**
Financing activities	
Share issuance	8,475,500
Cash flow from financing activities	**8,475,500**
Investment activities	
Acquisition of immaterial assets	-7,500,000
Cash flow from investment activities	**-7,500,000**
CASH FLOW FOR THE YEAR	**645,411**
Cash balance at the beginning of the period	0
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	**645,411**

The above cashflow statement has not been audited nor reviewed by CHOSA ApS's auditor.

Comments on the financial development

Information regarding comparative figures
The 2022 annual report is the first financial report CHOSA ApS publish since its formation in March 2022, and there are because of this no comparative figures available.

Gross income and net loss for the period
CHOSA ApS was formed in March 2022 and has since not generated any revenues. During the year CHOSA ApS reported DKK 817,256 in operating costs which is mainly refers to IP maintenance costs and depreciation of immaterial rights. The net loss after tax for the period amounted to DKK 714,769. The number of shares in CHOSA Aps at the end of the period was 8,475,500, hence the earnings per share for the period was DKK -0,08.

Equity and debt
Shareholders' equity in CHOSA ApS at the end of the year amounted to DKK 7,760,731 and accounts payable and current liabilities amounted to DKK 188,162. Balance sheet total thus amounted to DKK 7,948,893.

Cashflow for the period
CHOSA ApS had a positive cash flow for the period of DKK 645,411 and the cash balance at the end of the year amounted to DKK 645,411. The positive cash flow is attributable to a capital injection via a new share issue. In total, CHOSA ApS received DKK 8,475,500 through financing activities. Cash flow from operating activities during the period amounted to DKK -330,089, which mainly related to patent maintenance expenses. During the period, CHOSA ApS acquired the licensing right to the iCIP™ program. Cash flow from investment activities thus amounted to DKK -7,500,000.

OTHER FINANCIAL INFORMATION ABOUT CHOSA APS

The tables in this section present the CHOSA's capital structure and indebtedness as of 31 December 2022. The tables in this section include interest-bearing liabilities only and should be seen as the CHOSA's financial position in the reverse merger with RhoVac AB (now CHOSA Oncology AB). For information about capital structure in the parent company CHOSA Oncology, see section "capital structure, indebtedness, and other financial information about CHOSA Oncology AB" together with the section "Pro forma accounts".

Capital structure

Shareholders equity and liabilities

The following table presents an overview of the shareholders' equity and interest-bearing liabilities in CHOSA ApS as of 31 December 2022.

Amount in DKK	2022-12-31
Shareholders' Equity	
Share capital	8,475,500
Share premium account	0
Retained earnings	-714,769
Equity	7,760,731
Short-term interest-bearing debt	0
Short-term liabilities	**0**
Long-term interest-bearing debt	0
Long-term liabilities	**0**

Net indebtedness

The following table presents the Company's net indebtedness as of 31 December 2022.

Amount in DKK	2022-12-31
Cash and cash equivalents	645,411
Liquidity	**645,411**
Short-term interest-bearing debt	0
Short-term interest-bearing liabilities	**0**
Liquidity, net of short-term liabilities	**0**
Long-term interest-bearing liabilities	**0**
Long-term interest-bearing liabilities	0
NET INDEBTEDNESS	**645,411**

Significant events since 2022-12-31

Prior to the entering the conditional agreement on a reverse merger with RhoVac AB (now CHOSA Oncology AB) described in this Company Description, CHOSA secured commitments for a conditional share issue in the company. The issue, which was conditioned that the Extraordinary General meeting in RhoVac approved the acquisition, provided CHOSA ApS with the liquidity needed to meet Spotlight Stock Market's listing requirements on liquidity. In the conditional investment round, the number of shares in CHOSA ApS increased by 1,398,460, from 8,475,500 to 9,873,960 and the share capital increased by 1,398,460.00 from 8,475,500.00. to 9,873,960.00. CHOSA ApS has since 18 January 2023 been integrated as a fully owned subsidiary of CHOSA Oncology AB.

Material Investment.

CHOSA ApS did not enter into any firm commitments for significant investments during the period between the financial report until the merger was completed.

Financial calendar

CHOSA ApS has, during its short period since formation, only reported once. Now the Company is integrated within CHOSA Oncology AB and going forward CHOSA ApS financial reporting will thus be part of the Company's consolidated reporting. CHOSA Oncology reports quarterly.

Development of share Capital

(Amounts in DKK) Year	Event	Subscription-Price	Quota value	Number of new shares	Change in share capital	Total number of shares	Total share capital
March 2022	Company Formation	-	1.00	7,475,500	7,475,500.00	7,475,500	7,475,500.00
November 2022	Share issue	1.00	1.00	1,000,000	1,000,000.00	8,475,500	8,475,500.00
January 2023*	Share issue	2.36	1.00	1,398,460,	1,398,460.00	9,873,960	9,873,960.00

**Conditional investment round described above*

FINANCIAL INFORMATION RHOVAC AB

RhoVac's (now CHOSA Oncology) annual and audit report for 2021 and 2022 are hereby incorporated by reference and form part of the Company Description and should be read as a part thereof. These financial statements, including audit reports, can be found in the Company's annual reports, which are incorporated by reference in their entirety. The above documents include full financial information, including accounting policies, notes and audit reports. For ease of access, the consolidated income statement, balance sheet and cash flow statement for the RhoVac group over the latest two financial years are presented below. The financial statements have been prepared in accordance with the Annual Accounts Act (1995:1554) and the Swedish Accounting Standards Board's general guidelines BFNAR 2012:1 Annual Accounts and Consolidated Accounts (K3).

Below tables show selected financial information on RhoVac AB (Now CHOSA Oncology AB), 559037-2271, for the financial years 2021 and 2022. The financial figures refer to periods when CHOSA ApS was not yet acquired, and therefore only represent RhoVac AB whose previous business has been discontinued. For information about pro-forma adjustments resulting from the acquisition of CHOSA ApS, see the section "Pro Forma Accounts". The incorporated financial statements have been audited by the Company's auditor Deloitte AB. Except for what is expressly stated, no other information in the Company Description has been reviewed or audited by the Company's auditor.

Consolidated income statement

KSEK	2022-12-31	2021-12-31
	Audited	Audited
Other operating income	4,213	10,191
Total revenue	**4,213**	**10,191**
Operating expenses		
Other external costs	-39,627	-63,781
Personnel costs	-5,596	-8,245
Other operating expenses	-106	-21
Operating income	**-41 116**	**- 61,856**
Profit from financial items		
Interest income and similar profit and loss items	1,481	
Interest expense and similar profit and loss items	-1,476	-220
Profit after financial items	**-41 112**	**-62,076**
Tax on profit for the year	7,360	7,503
Profit for the year	**-33,752**	**-54,573**

Consolidated balance sheet

ASSETS

KSEK	2022-12-31 Audited	2021-12-31 Audited
Fixed assets		
Current assets		
Accounts receivable		
Tax receivable	7,707	7,564
Other receivables	779	2,760
Deferred costs and accrued income	4,278	15,886
Sum accounts receivable	**12,764**	**26,209**
Cash and bank	**15,121**	**29,621**
Sum current assets	**27,885**	**55,830**
TOTAL ASSETS	**27,885**	**55,830**

EQUITY AND LIABILITIES

KSEK	2022-12-31 Audited	2021-12-31 Audited
Equity		
Share capital	3,428	3,428
Other contributed capital	211,293	211,293,
Other equity including year-end results	-205,678	-173,025
Sum shareholder's equity	**9,044**	**41,696**
Current liabilities		
Accounts payable	1,024	6,395
Other current liabilities	15,229	525
Accrued costs and deferred income	2,589	7,214
Sum current liabilities	**18,841**	**14,134**
SUM OF EQUITY AND LIABILITIES	**27,885**	**55,830**

Consolidated cashflow statement

KSEK	2022-01-01-2022-12-31	2021-01-01-2021-12-31
	Audited	Audited
Operating cash flow		
Operating income	-41,116	-61,856
Adjustment for non-cash items		
Interest received		
Interest paid	-58	-204
Payment of Tax benefit	8,112	7,576
Cash flow from operating activities before changes in working capital	**-33,061**	**-54,484**
Cash flow from changes in working capital		
Decrease (+)/increase (-) in other short-term receivables	15,711	-1,393
Decrease(-)/increase(+) in trade payables	-5,634	1,682
Decrease(-)/increase(+) in short term liabilities	-7,924	5,058
Cashflow from operations	**-30,908**	**-49,137**
Financing activities		
Cash from convertible loan	14,980	
Cash from issuance of warrants		470
Cash flow from financing activities	**14,980**	**470**
Cash flow for the year	**-15,929**	**-48,667**
Cash balance at the beginning of the year	29,621	77,524
Exchange rate differences in cash and cash equivalents	1,429	764
Cash and cash equivalents at the end of the year	**15,121**	**29,621**

Revenue, operating result and net loss

RhoVac AB (now CHOSA Oncology) has until 2022 only focused on clinical development of the drug candidate RV001. As the drug never passed the clinical stages, the company only generated limited revenue. During 2022, RhoVac's revenues amounted to SEK 4.2 million and consisted mainly by the grant from the EU innovation Fund. The grant total is approximately SEK 27 million over time, of which approximately SEK 4.0 million has been earned during 2022. Operating expenses, which mainly consisted of personnel costs and drug development expenses prior to trail results, amounted to SEK 45.3 million during the period. The operating result amounted to approximately SEK -41.1 million to which financial items had no impact on, and taxes had a positive impact of approximately SEK 7.4 million. The result for the period was therefore approximately SEK -33.8 million.

Equity

RhoVac AB was formed in 2015 as a public company with SEK 600,847.92 in share capital and 3,338,044 shares. Since its formation, the company has on six occasions raised a total of SEK 235 million of additional capital through new share issues. By the end of 2022, the Company's share capital amounted to SEK 3,428,478.36 divided amongst 19,047,102 shares, each with a quota value of SEK 0.18. The Company has only one class of shares.

Short term liabilities

RhoVac's short-term debt on 31 December 2022 amounted to SEK 18,8 million. This is mainly made up by the remaining part of the SEK 25 million convertible loan issued in March 2022. The last part of the convertible loan, including interest was repaid in Q2 2023 with support from a Horizon 2020 payment during Q1.

Cashflow

Cash flow from operating activities during the period amounted to SEK -30.9 million (SEK -49.1 million), which is mainly attributable to personnel expenses and clinical development. The difference in operating cash flow compared to 2021 is mainly due to discontinued drug development.

The Company has not made any material investment during the year.

Cash flow from financing activities amounted to during the period amounted to SEK 15 million (SEK 0), which is related to the SEK 25 million convertible loan raised in March 2022, which in August 2022 was partially repaid with to SEK 10 million. The remaining part of the loan was repaid in Q2 2023.

Key Performance Indicators (KPI)

	2022	2021	2020
Other operating revenue (KSEK)	4,213	10,191	6,012
Operating Income (KSEK)	-41,116	-61,856	-47,468
Net result (KSEK)	-33,752	-54,573	-40,192
Balance sheet total (KSEK)	27,885	55,830	101,947
Solvency (%)	32	75	93
Number of registered shares	19,047,102	19,047,102	19,047,102
Result per share (SEK)	-1,77	-2,87	-2,11

Definition of Key performance indicators

Balance sheet total
Total assets or the sum of shareholders' equity and liabilities at the end of the period.

Solvency
Shareholders' equity divided by the balance sheet total. The ratio indicates the share of the Company's financing that comes from shareholders' equity and should be considered a proxy for the Company's financial stability.

Number registered shares
The number of shares registered at the Company's Registration office at the end of the period.

Result per share
Net result divided by the number of shares at the end of the period.

OTHER FINANCIAL INFORMATION ABOUT RHOVAC AB

The tables in this section present the Company's capital structure and indebtedness as of 31 December 2022. See also the section "Shares, share capital" for additional information regarding Company's share capital and shares. The tables in this section include interest-bearing liabilities only and should be read in conjunction with the "Pro Forma Accounting" and "Financial Information RhoVac AB" sections.

Capital structure

Shareholders equity and liabilities

The following table presents an overview of the shareholders' equity and liabilities in the Company as of 31 December 2022.

Amount in KSEK	
Share capital	3,428
Share premium account	211,293
Retained earnings	-205,668
Equity	**9,044**
Short-term interest-bearing debt	15,228
Short-term liabilities	**15,228**
Long-term interest-bearing debt	0
Long-term liabilities	**0**

Net indebtedness

The following table presents the Company's net indebtedness as of 31 December 2022.

Amount in KSEK	
Cash and cash equivalents	15,121
Liquidity	**15,121**
Short-term interest-bearing debt	15,228
Short-term interest-bearing liabilities	**15,228**
Liquidity, net of short-term liabilities	**-107**
Long-term interest-bearing liabilities	**0**
Long-term interest-bearing liabilities	0
NET INDEBTEDNESS	**-107**

Significant events since 2022-12-31

The reverse acquisition of CHOSA ApS described in this Company Description will affect the capital structure and the net indebtedness of the Company. This section should be read in conjunction with the section "Pro Forma Accounting". The acquisition of CHOSA ApS was financed through an offset issue of shares to the sellers of CHOSA ApS. The offset issue comprised of 43,727,531 new shares at a price of SEK 1.05 per share and with a quota value of SEK 0.18. The offset issue increased the Company's share capital by SEK 7,870,955.58, from SEK 3,428,478.36 to SEK 11,299,433.94.

In Q2 2023, CHOSA Oncology repaid the remaining SEK 15 million of the convertible loan taken up in March 2022. The Company's cash balanced thus decreased with approximately SEK 16.9 million while current liabilities also decreased with SEK 15.2 million.

Working capital statement

CHOSA's management team assess that the working capital in the Company after the merger with CHOSA ApS, together with a payment from Horizon 2020 in Q1 2023 and a tax credit of corresponding SEK 7.7 million from the Danish tax authority is sufficient to meet the Company's capital needs until Q2 2024.

Ongoing and future investments

The Company has not entered into any firm commitments for significant future investments.

PROFORMA INFORMATION

This section present CHOSA Oncology's pro forma financial information for the period 1 January – 31 December 2022.

Background

On December 5, 2022, the Board of Directors of RhoVac announced that the company had entered into a conditional agreement to acquire the Danish oncology company CHOSA ApS. The Transaction was, among other things, subject to approval by an extraordinary general meeting in RhoVac.

In connection to the Transaction, CHOSA Aps raised DKK 3.3 million in a conditional directed share issue. The purpose of the issue was to raise the additional liquidity needed to comply with Spotlight's listing requirements on liquidity. The directed share issue was conditioned that the Transaction with Rhovac was approved by the extraordinary general meeting in RhoVac.

On 11 January 2023, the Extraordinary General Meeting in RhoVac approved the Board's proposal to acquire 100 percent of the shares in CHOSA ApS for a total purchase price of SEK 45.9 million. Payment for the acquisition was regulated through an offset issue directed to the sellers of CHOSA Aps, from which the number of shares in RhoVac increased by 43,727,531 from 19,047,102 to 62,774,633 and the share capital increased by SEK 7.9 million, from SEK 3.4 million to SEK 11.3 million.

At closing of the Transaction, the sellers of CHOSA ApS gained control (holdings of 69.7 percent of the number of shares and votes) of the combined entity which makes the Transaction a reverse acquisition. Due to the discontinuance of the business in RhoVac, RhoVac is no longer deemed to meet the definition of a business and the transaction is therefore not considered to be a business combination. As the transaction is not a business combination and, consequently, accounting wise not treated as a reverse acquisition, an appropriate accounting policy is to account for it as a 'reverse asset acquisition'. Such accounting policy result in consolidated financial statements that are similar to those produced under reverse acquisition accounting, except that no goodwill arises. Application by analogy of the guidance on reverse acquisitions results in CHOSA ApS being identified as the accounting acquirer.

The purpose of the pro forma financial information

The purpose of the unaudited pro forma financial information is to illustrate the hypothetical impact that the acquisition of RhoVac and related offset issue and the conditional share issue in CHOSA ApS could have had on:

- The consolidated income statement for the financial year 2022, as if the acquisition and related offset issue and the conditional share issue in CHOSA ApS had been completed on 1 January 2022.

- The consolidated balance sheet, as of 31 December 2022, as if the acquisition and related offset issue and the conditional share issue in CHOSA ApS had been completed on 31 December 2022.

The sole purpose of the unaudited pro forma financial information is to describe a hypothetical situation and has been prepared for illustrative purposes only. It is not intended to show the actual profit or loss of the period or the financial position if the above events occurred on the dates specified above. An investor should be aware that the hypothetical result presented in the pro forma financial information may differ from what the corresponding information would have been if the transactions had taken place on 1 January 2022 and 31 December 2022, respectively. No synergy effects or integration costs have been taken into account in the pro forma financial information.

Furthermore, the unaudited pro forma financial information does not show the profit or loss or financial position of the business at a future date. Investors should exercise caution in placing too much emphasis on the pro forma financial information. The pro forma financial statements are only intended to be used for the purpose set out above.

The pro forma financial information has the sole purpose of being used in conjunction with the Transaction and admission for continued listing of the Company's shares on Spotlight Stock Market.

The unaudited pro forma financial information should be read together with other information in the Company Description, including "Financial information CHOSA ApS" and "Financial information RhoVac AB". The pro forma financial information has been reviewed by the Company's auditor, see "Independent auditor's assurance report " below.

Basis for the pro forma financial situation

The unaudited pro forma financial information in this Company Description has been prepared in accordance with the applicable requirements set out in the Commission Delegated Regulation (EU) 2019/980.

The unaudited consolidated pro forma income statement for the financial year 2022 is based on:

- RhoVac´s consolidated income statement for 2022, and which has been prepared according to K3 and audited by RhoVac´s auditor.

- CHOSA Aps´s unaudited income statement for 2022, which has been derived from CHOSA ApS´s annual report 2022, which has been prepared in accordance with the provisions of the Danish Financial Statements Act governing enterprises reporting class B enterprises with addition on a few provisions for reporting Class C, and has compiled according with ISRS 4410.

The unaudited consolidated pro forma balance sheet as of 31 December 2022 is based on:

- RhoVac´s audited consolidated balance sheet as of 31 December 2022, and which has been prepared according to K3 and audited by RhoVac´s auditor.

- CHOSA Aps's unaudited balance sheet as of 31 December 2022, which has been derived from

CHOSA aps's annual report 2022 which has been prepared in accordance with the provisions of the Danish Financial Statements Act governing enterprises reporting class B enterprises with addition on a few provisions for reporting Class C, which has compiled according to ISRS 4410.

In connection with the preparation of the pro forma financial information, the Company has performed an analysis of whether significant accounting differences between the two companies affect the pro forma figures. No significant differences have been identified and no adjustments have been made in this respect.

CHOSA Aps's accounting currency is DKK while RhoVac's and CHOSA Oncology's accounting currency is SEK. The financial statements, as well as pro forma adjustments, in the consolidated pro forma income statement have been converted to SEK according to the average exchange rate over the year, being 1.43. For the consolidated pro forma balance sheet, the exchange rate on 31 December 2022 being 1.50 has been applied when converting DKK into SEK.

Pro forma adjustments

Pro forma adjustments are described in general below and in detail in the notes to the consolidated pro forma income statement and the consolidated pro forma balance sheet. Unless otherwise stated, the adjustments will have recurring impact on CHOSA Oncology. No pro forma adjustments have been made in respect of synergies or integration costs.

Preliminary Purchase Price Allocations and offset issue
When the purchase price is calculated in the purchase price allocation in a reverse acquisition, the actual purchase price in the transaction is not used, but the cost used in the consolidated financial statements is calculated as the fair value of the shares that the accounting acquirer (CHOSA Aps) would have had to issue to achieve the same ownership interest in the combined entity if it instead directly acquired the legal parent company. The cost for CHOSA ApS to purchase RhoVac equals the market value of RhoVac at the Transaction date. The market price of RhoVac's share at closing of the Transaction on 18 January 2023, which has been applied in the proforma financial information, was SEK 1.22 per share valuing the company to SEK 23.2 million.

As there are no operations in RhoVac at the time of the Transaction, the excess of the purchase price over the acquired net assets is treated as a share-based compensation for services of obtaining a listing and is recognized as other external cost of SEK 14,2 million in the pro forma income statement.

The fair values of the assets and liabilities have only been determined provisionally as valuations have not been finalized. Thus, the actual outcome might differ from the table below.

Preliminary Purchase Price Allocation	KSEK
Purchase price	23,237
Acquired net assets per 2022-12-31	- 9,044
Expense for obtaining a listing	14,193

As the preliminary purchase price allocation will not result in any fair value adjustments or goodwill there are no acquisition related adjustments in the consolidated pro forma balance sheet.

There is no pro forma adjustment presented for acquisition/transaction-related costs in the consolidated pro forma income statement as no such costs were incurred during 2022. Acquisition/transaction-related costs of SEK 1.2 million incurred during 2023 is adjusted for against equity in the consolidated pro forma balance sheet as of 31 December 2022.

Discontinued operations RhoVac
During 2022, RhoVac obtained negative study results from its phase 2b trial in prostate cancer, and consequently resolved to discontinue its operation and stopped further trials, lay off most staff and further cut cost. To reflect the discontinued operations, expenses attributable directly to the discontinued operations are adjusted for in the consolidated pro forma income statement.

Conditional share issue in CHOSA ApS
In connection to the Transaction, CHOSA ApS raised DKK 3.3 million in a conditional directed share issue where 13 investors subscribed for 1,398,460 shares in CHOSA ApS.

Taxes
The tax effect has been taken into account on all pro forma adjustments that are deemed to be tax deductible or taxable in the unaudited pro forma financial information. Estimated tax effects may differ from actual tax effects. Pro forma adjustments related to RhoVac is adjusted based on the Swedish statutory tax rate of 20.6 per cent, but as RhoVac's has a large tax deficit, there are no negative tax impacts on the net loss in the consolidated proforma income statement.

Consolidated Pro Forma income statement (unaudited)

KSEK	CHOSA Oncology AB (RhoVac)	CHOSA ApS	Proforma adjustment Note 1	Proforma adjustment Note 2	Consolidated pro forma
	Audited	Reviewed	Unaudited	Unaudited	Unaudited
	2022-01-01 2022-12-31	2022-03-28 2022-12-31	2022-01-01 2022-12-31	2022-01-01 2022-12-31	2022-01-01 2022-12-31
Other operating income	4,213				
Total revenue	**4,213**	**0**	**0**	**0**	**4,213**
Operating expenses					
Other external costs	-39,628	-668	-14,193	38,596	-15,893
Personnel costs	-5,596			3,142	-2,454
Other operating expenses	-106	-501			-607
Operating profit/loss	**-41,116**	**-1,169**	**-14,193**	**41,738**	**-14,741**
Result from financial items					
Interest income and similar profit and loss items	1,481			-126	1,355
Interest expense and similar profit and loss items	-1,476			-26	-1,502
Profit/loss after financial items	**-41,112**	**-1,169**	**-14,193**	**41,586**	**-14,888**
Tax on income	7,359	147		-7,506	0
Profit/loss for the year	**-33,752**	**-1,022**	**-14,193**	**34,080**	**-14,888**

Notes:

Note 1: Adjustment for listing expense

The market value of the existing RhoVac AB shares at the closing of the Transaction on 18 January 2023 amounted to SEK 23.2 million (19,047,102 shares at the market price of SEK 1.22 per share). The excess of the purchase price over the acquired net assets is treated as a share-based compensation for services of obtaining a listing and is adjusted for as other external cost of SEK 14.2 million in the pro forma income statement. The pro forma adjustment is non-recurring.

Note 2: Adjustment related to discontinued operations

Adjustment for expenses directly attributable to the discontinued operations in RhoVac such as expenses for trials, lay off of staff and further cost cut. The total cost reduction arising from this adjustment amount is approximately 41.7 million. The tax related effect from the adjustment is approximately SEK 7.5 million. The pro forma adjustment is non-recurring.

Consolidated Pro Forma Balance sheet (unaudited)

KSEK	CHOSA Oncology AB (RhoVac)	CHOSA ApS	Proforma adjustment Note 1	Proforma adjustment Note 2	Pro Forma
	Audited	Reviewed	Unaudited	Unaudited	Unaudited
	2022-12-31	2022-12-31	2022-12-31	2023-12-31	2022-12-31
Fixed assets					
Intangible assets		10,725			10,725
Sum Fixed assets	**0**	**10,725**	**0**	**0**	**10,725**
Tax receivable	7,707	154			7,861
Other receivables	779	76			855
Deferred costs and accrued income	4,278				4,278
Cash and bank	15,121	968	4,950		21,039
Sum current assets	**27,885**	**1,198**	**4,950**	**0**	**34,033**
TOTAL ASSETS	**27,885**	**11,923**	**4,950**	**0**	**44,758**

Equity & Liabilities					
Shareholder's equity	**9,044**	**11,641**	**4,950**	**-1,179**	**24,455**
Accounts payable	1,024	268			1,292
Other current liabilities	15,229	14			15,243
Accrued costs and deferred income	2,589	0		1,179	3,768
Sum current liabilities	**18,841**	**282**	**0**	**1,179**	**20,303**
SUM OF EQUITY AND LIABILITIES	**27,885**	**11,923**	**4,950**	**0**	**44,758**

Notes:

Note 1: Conditional share issue in CHOSA Aps
Adjustment related to the capital raise of DKK 3.3 million in CHOSA ApS prior to closing of the Transaction to secure liquidity before the listing on Spotlight Stock Market. The issue provided CHOSA ApS with approximately SEK 5 million in new cash and increased the company's equity with corresponding amount.

Note 2: Adjustment for transaction related costs
Acquisition/transaction-related costs of SEK 1.2 million incurred during 2023 is adjusted for against equity in the consolidated pro forma balance sheet as of 31 December 2022.

INDEPENDENT AUDITOR'S REPORT

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Independent auditor's assurance report on the compilation of pro forma financial information included in a company description

To the Board of Directors of Chosa Oncology AB (Publ), corporate identity number 559037-2271

Report on the compilation of pro forma financial information included in a company description

We have completed our assurance engagement to report on the compilation of pro forma financial information of Chosa Oncology AB (publ) ("the company") by the Board of Directors. The pro forma financial information consists of the consolidated pro forma balance sheet as at date 2022-12-31, the consolidated pro forma income statement for the period ended 2022-12-31 and related notes as set out on pages 34-37 of the company description issued by the company. The applicable criteria on the basis of which the Board of Directors has compiled the pro forma financial information are specified in the Delegated Regulation (EU) 2019/980 and described on pages 34-37.

The pro forma financial information has been compiled by the Board of Directors to illustrate the impact of the transaction set out on pages 34-37 on the company's consolidated financial position as at 2022-12-31 and the company's consolidated financial performance for the period ended 2022-12-31 as if the transaction had taken place at date 2022-12-31 and 2022-01-01 respectively. As part of this process, information about the company's consolidated financial position and consolidated financial performance has been extracted by the Board of Directors from the company's consolidated financial statements for the period ended 2022-12-31, on which an auditor's report has been published.

Responsibilities of the Board of Directors for the pro forma financial information

The Board of Directors is responsible for compiling the pro forma financial information in accordance with the requirements of the Delegated Regulation (EU) 2019/980.

Our independence and quality control

We have complied with the independence and other ethical requirements in Sweden, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

The firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Auditor's responsibility

Our responsibility is to express an opinion about whether the pro forma information, in all material respects, has been compiled correctly by the Board of Directors in accordance with the Delegated Regulation (EU) 2019/980, on the bases given and that these bases are consistent with the group's accounting policies.

We have conducted the engagement in accordance with International Standard on Assurance Engagements *ISAE 3420 Assurance engagements to report on the compilation of pro forma financial information included in a prospectus*, issued by the International Auditing and Assurance Standards Board. This standard requires that the auditor plan and perform procedures to obtain reasonable assurance about whether the Board of Directors has compiled, in all material respects, the pro forma financial information in accordance with the delegated regulation.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the pro forma financial information, nor have we, in the

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course of this engagement, performed an audit or review of the financial information used in compiling the pro forma financial information.

The purpose of pro forma financial information included in a company description is solely to illustrate the impact of a significant event or transaction on the company's unadjusted financial information as if the event had occurred or the transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the event or transaction at 2022-12-31 and 2022-01-01 respectively would have been as presented.

A reasonable assurance engagement to report on whether the pro forma financial information has been compiled, in all material respects, on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the Board of Directors in the compilation of the pro forma financial information provide a reasonable basis for presenting the significant effects directly attributable to the event or transaction, and to obtain sufficient and appropriate audit evidence about whether:

- The pro forma adjustments have been compiled correctly on the specified basis.
- The pro forma financial information reflects the proper application of those adjustments to the unadjusted financial information
- The stated basis comply with the group's accounting policies.

The procedures selected depend on the auditor's judgment, having regard to his or hers understanding of nature of the company, the event or transaction in respect of which the pro forma financial information has been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the pro forma financial information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion the pro forma financial information has been compiled, in all material respects, on the bases stated on pages 34-37 and these bases are consistent with the accounting policies applied by the group.

Kalmar, May 2, 2023

Deloitte AB

Magnus Andersson
Authorized Public Accountant

MANAGEMENT, BOARD OF DIRECTORS AND AUDITOR

BOARD OF DIRECTORS

Pursuant to paragraph 6 of CHOSA Oncology AB's Articles of Association, the Board of Directors shall consist of at least four (4) and no more than eight (8) members elected by the general meeting. At the date of this Company Description, the Board of Directors consists of five (5) members elected by the Extraordinary General Meeting held on 11 January 2023. The Board assignment runs for the period until the next Annual General Meeting. All members of the Board of Directors may be contacted at the Company's address, Medicon Village AB, 223 81 Lund, Sweden. The table below contains information about the Board of Directors and their position and whether they are considered to be independent in relation to the Company's executive management, and major ownership. The table is followed by individual information regarding each board member.

Name	Position	Year elected	Independent to the Company and its management	Independent to the Company's major shareholders
Neil Goldsmith	Chairman	11 Jan 2023	Yes	Yes
Claus Frisenberg Pedersen	Member	11 Jan 2023	No	No
Ulla Hald Buhl	Member	11 Jan 2023	No	No
Ingrid Atteryd Heiman	Member	11 Jan 2023	Yes	Yes
Lars Hedbys	Member	28 Oct 2015	Yes	Yes

Neil Goldsmith

Chairman of the Board

Background and Experience:
Goldsmith is a serial entrepreneur with 35-year track record of building life science companies from foundation to listing, trade sale or profitability. Goldsmith has previously co-founded Evolva SA (Listed in Switzerland), Personal Chemistry (now Biotage AB, listed on Nasdaq Stockholm) and TopoTarget A/S (part of Onxeo A/S Listed on Euronext Growth France), and has previously held managerial positions in Evolva (CEO), PNA Diagnostics A/S (CEO), Pharmacia Biosensor AB (Vice President, business development) among others. Goldsmith also advises life science companies on scale-up and business development in multiple consultant/board member roles.

Holding in the Company: 2,371,606 shares, corresponding to approximately 3.8 percent of the Company.

Board assignments during the past five years

Company	Position	Status
CHOSA Oncology AB	Chairman of the Board	Ongoing
Sundew ApS	Chairman of the Board	Ongoing
Conarium Bioworks	Chairman of the Board	Ongoing
Unibio plc	Member of the board	Ongoing
Double Ltd	Member of the board	Ongoing
Alentis Therapeuitcs	Chairman of the Board	Ended 2021

Shareholdings over 10 percent during the last five years:

Company	Status
Sundew Aps	Ongoing
1632 LLP	Ongoing
Double Bioventures Ltd	Ongoing
Merian Life Sciences	Ongoing
Aida Oncology Aps	Ongoing
River ISG LLC	Ongoing
Isle Technology Ltd	Ongoing
Alantis Therapeutics GmbH/AG	Ended 2019

Claus Frisenberg

Member of the Board, Co-founder

Background and Experience: Frisenberg Pedersen has more than 15 years of experience as a strategic advisor as a partner in Qvartz (now Bain & Company), with a primary focus on M&A, FMCG and Commercial Excellence. Frisenberg Pedersen has experience from managerial roles in ECCO A/S (CEO), Oncology Ventures A/S (CFO, when listed at Nasdaq First North Stockholm), Oncology Venture ltd (CEO) and he has also been involved in the founding of several biotech companies such as Oncology Venture ApS and 2X Oncology LTD.

Holding in the Company: 7,332,952 shares, corresponding to approximately 11.7 percent of the Company.

Board assignments during the past five years

Company	Position	Status
CHOSA Oncology AB	Member of the Board	Ongoing
Nellemann Holding A/S	Member of the Board	Ongoing
2Ø ApS,	Chairman of the Board	Ongoing
Finn L & DAvidsen A/S	Chairman of the Board	Ongoing
Servicelovers ApS	Chairman of the Board	Ongoing
SJEB A/S.	Chairman of the Board	Ongoing
UV Clinical ApS	Member of the Board	Ended 2022

Shareholdings over 10 percent during the last five years:

Company	Status
Arrow Strategy Holding 2 ApS	Ongoing

Lars Hedbys

Independent Member of the Board

Background and Experience: Hedbys has 30 years' experience from management as well as board roles in the life science industry. He has a long career with AstraZeneca including vice president roles in R&D and general management. He is also a partner of Ventac Partners since 2006. Hedbys has also co-founded a number of life science companies and has held CEO and General Manager roles in Sweden as well as international. Lars is currently board member or chairman in a number of private as well as listed life science companies and advisor to the industry, where he contributes with his expertise in drug, business and company development.

Holding in the Company: 5,556 shares, corresponding to approximately 0.01 percent of the shares in the Company.

Board assignments during the past five years:

Company	Position	Status
CHOSA Oncology	Member of the Board	Ongoing
Vagnlyftaren AB	Member of the Board	Ongoing
Ventac Partners AB	Member of the Board	Ongoing
Cell Invent Sweden AB	Chairman of the Board	Ongoing
Scandinavian ChemoTech	Chairman of the Board	Ongoing
Vetiqure AB	Member of the Board	Ongoing
Asgard Therapeutics AB	Member of the Board	Ongoing
Xintela AB	Member of the Board	Ongoing
Stominnate AB	Chairman of the Board	Ongoing
Hamlet Pharma AB	Member of the Board	Ended 2022
Ventac	Member of the Board	Ended 2018
Immodulate Pharma AB	Alternate member of the Board	Ended 2022
CanImGuide Therapeutics AB	Alternate member of the Board	Ended 2022
IAmPatient AB	Chairman of the Board	Ended 2022

Shareholdings over 10 percent during the last five years:

Company	Status
Ventac Partners AB	Ongoing
Vagnlyftaren AB	Ongoing

Ulla Hald Buhl

Member of the Board, Co-founder

Background and Experience: Hald Buhl is a serial entrepreneur with over 25 years of national and international experience in biotech. Hald Buhl is the founder or co-founder of CHOSA ApS, Oncology Venture A/S, 2X Oncology Ltd, Cessatech A/S and she has previously been involved in four IPOs and two marketing approvals of the oncology drugs Savene® and Belinostat®. Hald Buhl is an experienced board member and has held several executive roles where she build up considerable experience in developing strategies for value creation, implementing core structures and executing these.

Holding in the Company: 15,506,935* shares, corresponding to approximately 24.7 percent of the shares in the Company.
**Indirectly through Buhl Krone Holding, co-owned by Peter Buhl (Co-founder and CEO)*

Board assignments during the past five years:

Company	Position	Status
CHOSA Oncology AB	Member of the Board	Ongoing
Cessatech A/S	Chairman of the Board	Ended 2022
Oncology Ventures AB	Member of the Board	Ended 2019

Shareholdings over 10 percent during the last five years:

Company	Status
Buhl Oncology ApS	Ongoing
AIDA ApS	Ongoing
Cessatech A/S	Ended 2022
2X Oncology ApS	Ended 2020
Oncology Venture A/S	Ended 2019
Medical Prognosis Institute A/S	Ended 2018

Ingrid Atteryd Heiman

Independent Member of the Board

Background and Experience: Atteryd Heiman has more than 15 years of experience in the self-care market as CEO and Chairman of the Swedish Self-care Association and its European counterpart, and as CEO and Chairman of the Board of Ellen. Atteryd Heiman has since 2012 been working with board assignments and consultancy assignments in listed and unlisted early-stage life-science companies where she has contributed with her experience in strategy, financing, financial management, capital raising and communication with the stock market.

Holding in the Company: 0 Shares in the Company.

Board assignments during the past five years:

Company	Position	Status
CHOSA Oncology AB	Member of the Board	Ongoing
CARPONOVUM AB	Member of the Board	Ongoing
Ilama AB	Member of the Board	Ongoing
Redwood Pharma AB	Member of the Board	Ongoing
Pharmiva AB	Member of the Board	Ongoing
Amniotics AB	Member of the Board	Ongoing
Colzyx AB	Member of the Board	Ongoing
VitalSigns Innovation AB	Member of the Board	Ongoing
Iah AB	Chairman of the Board	Ongoing
Parkingson Research Foundation	Member of the Board	Ongoing
Doxa AB	Chairman of the Board	Ended 2022
Ellen AB	Chairman of the Board	Ended 2018
Radix Kompetens	Member of the Board	Ended 2018
Herantis Pharma Plc	Member of the Board	Ended 2020
Dignitana AB	Member of the Board	Ended 2021

Shareholdings over 10 percent during the last five years:

Company	Status
IAH AB	Ongoing

EXECUTIVE MANAGEMENT

All senior executives can be reached at the Company's address, is Medicon Village Scheeletorget 1, SE-223 81 Lund, Sweden. The table below presents information on the Company's senior executives, their respective positions, and the year they took office.

Name	Position	Entry date
Peter Buhl Jensen	CEO	18 January 2023
Ulla Hald Buhl	COO	18 January 2023
Claus Frisenberg	CFO	18 January 2023

Peter Buhl Jensen

CEO, Co-founder

Background and Experience: Buhl Jensen has 35 years of experience in clinical cancer therapy and as a serial entrepreneur. He is the founder / co-founder of Oncology Venture A/S, TopoTarget A/S which he also led as the CEO. He has also co-founded and CHOSA ApS, and Buhl Oncology ApS and has been key in the development and approval of the cancer drugs Savene® (EU approval 2006, FDA 2007) & Belinostat® (FDA approval 2014). Buhl Jensen was the Chief Oncologist and chief executive at the Oncology department at Rigshospitalet (2000-08), and Aalborg University Hospital (2010-11). With more than 120 peer reviewed papers on oncology drug development published, he is well known within medicine.

Holding in the Company: 15,506,935* shares, corresponding to approximately 24.7 percent of the shares in the Company.
**Indirectly through Buhl Krone Holding, co-owned by Ulla Hald Buhl (Co-founder, COO and member of the board)*

Board assignments during the past five years:

Company	Position	Status
Cobis A/S	Member of the Board	Ongoing
Amniotics AB	Chairman of the Board	Ongoing
Respiratorius AB	Member of the Board	Ongoing
Symbion A/S	Member of the Board	Ongoing
Symbion Fonden	Member of the Board	Ongoing
Buhl Krone Holding Aps	Director	Ongoing
Oncology Ventures AB	Member of the Board	Ended 2019

Shareholdings over 10 percent during the last five years:

Company	Status
Buhl Oncology ApS	Ongoing
AIDA ApS	Ongoing
Cessatech A/S	Ended 2022
2X Oncology ApS	Ended 2020
Oncology Venture A/S	Ended 2019
Medical Prognosis Institute A/S	Ended 2018

Claus Frisenberg

CFO, Co-founder, Member of the Board

Background and Experience: Frisenberg Pedersen has more than 15 years of experience as a strategic advisor as a partner in Qvartz (now Bain & Company), with a primary focus on M&A, FMCG and Commercial Excellence. Frisenberg Pedersen has experience from managerial roles in ECCO A/S (CEO), Oncology Ventures A/S (CFO, when listed at Nasdaq First North Stockholm), Oncology Venture ltd (CEO) and he has also been involved in the founding of several biotech companies such as Oncology Venture ApS and 2X Oncology LTD.

Holding in the Company: 7,332,952 shares, corresponding to approximately 11.7 percent of the Company.

Ulla Hald Buhl

COO, Co-founder, Member of the Board

Background and Experience: Hald Buhl is a serial entrepreneur with over 25 years of national and international experience in biotech. Hald Buhl is the founder or co-founder of CHOSA ApS, Oncology Venture A/S, 2X Oncology Ltd, Cessatech A/S and she has previously been involved in four IPOs and two marketing approvals of the oncology drugs Savene® and Belinostat®. Hald Buhl is an experienced board member and has held several executive roles where she built up considerable experience in developing strategies for value creation, implementing core structures and executing these.

Holding in the Company: 15,506,935* shares, corresponding to approximately 24.7 percent of the shares in the Company.
**Indirectly through Buhl Krone Holding, co-owned by Peter Buhl (Co-founder and CEO).*

Additional information about the board of directors and the executive management

All members of the Board of Directors are elected until the next Annual General Meeting. Members of the Board of Directors may resign from their position at any time. The division of responsibilities between the CEO and the Board of Directors is defined in the Board of Directors' rules of procedure as well as the CEO instructions and delegation of authority established by the Board of Directors. Both the rules of procedure as well as the CEO instructions are determined annually by the Company's Board of Directors. Issues related to audit and compensation matters are decided directly by the Board of Directors.

No member of the Board of Directors or the executive management has, during the past five years, been convicted in any fraud-related case, nor been subject to any prohibition of engaging in commercial activities. There exist no sanctions or allegations from the competent authorities against these persons and no member of the Board of Directors or the executive management has, in the past five years, been disqualified by a court from holding a position on an administrative, management or supervisory body or from holding an executive or senior position at a company.

Ingrid Hatteryd Heiman was until 22 August 2018 a member of the board in Radix Kompetens AB who later on 26 September 2018 was declared bankrupt. Apart from what is mentioned above, no member of the Board of Directors or the executive management has, during the past five years, represented companies which during the time of the assignment or a five-year period after, has been declared bankrupt or in liquidation, nor been involved in any liquidation proceedings (except for voluntary).

Peter Buhl and Ulla Hald Buhl who are both co-founders of CHOSA ApS and possess managerial and board member roles in CHOSA Oncology AB are married. Peter and Ulla also together own approximately 24.7 percent of the shares in CHOSA Oncology AB through their joint holding company Buhl Krone Holding ApS. Peter Buhl Jensen owns 2.34 percent of LiPlasome Pharma ApS who is entitled to milestone payments as part of the licensing deal of LiPlaCis®. The payment is conditioned that LiPlaCis® passes certain clinical steps. Apart from that, no member of the Board of Directors or executive management has any private interests which might conflict with the Company's interests.

Further, no member of the Board of Directors or the executive management has entered into any agreement with the Company that would entitle to post-employment benefits. However, certain members of the Board of Directors and the executive management have financial interests in the Company as a consequence of their shareholdings in the Company.

Remuneration to the Board of Directors and executive Management

Members of the Board elected by the Extraordinary General Meeting on 11 January 2023, which also are employed in the Company will not receive any remuneration for performed board work during the period until the Annual General Meeting 2023. New board members Ingrid Atteryd Heiman and Neil Goldsmith (Chairman) will receive SEK 25,000 and SEK 50,000 for the period. The Annual General Meeting on 18 May 2022 resolved that the remuneration to members of the Board who are not employed by the Company shall be 3 price base amounts per calendar year (SEK 144,900 during 2022). This shall continue to apply to Board member Lars Hedbys who was elected at that general meeting. Board members are entitled to be reimbursed for any expenses, transport and accommodation related to their duties. Board members are not entitled to any benefits after their term as Board members has ended.

The baseline salary for the Management team is DKK 40,000 per month for a full-time employment, but as the team will work part-time, the applied salary will be adjusted depending on the level of employment. The Company also plans to in the future implement an incentive scheme for employees and members of the Management. CEO Peter Buhl has an agreed notice period of six months. The table below shows remuneration and other benefits to the Board of Directors, the CEO and other senior executives during the period from the annual general meeting on 18 May 2022 to the next annual general meeting on 26 May 2023.

Remuneration to Board and Management (SEK)

Name	Employment (%)	Salary	Board remuneration	Consultancy fees	Pensions	Total
Board of Directors						
Neil Goldsmith	0	0	50,000	0	0	50,000
Ingrid Atteryd Heiman	0	0	25,000	0	0	25,000
Lars Hedbys	0	0	144,900*	0	0	144,900
Management						
Peter Buhl Jensen (CEO)	60	432,000**	0	0	0	432,000
Claus Frisenberg Pedersen (CFO, Board Member)	50	360,000**	0	0	0	360,000
Ulla Hald Buhl (COO, Board Member)	50	360,000**	0	0	0	360,000

**For the full period. Other members of the Board and Management entered into their assignments in January 2023.*

***Baseline salaries are in DKK. Numbers in the table are converted into SEK at an exchange rate of 1.50.*

AUDITOR

The Company's auditor is Deloitte AB with Magnus Andersson, authorized public accountant, as auditor in charge. Magnus can be reach at Box 233, 391 22 Kalmar.

SHARES AND SHARE CAPITAL

CHOSA's registered share capital as at the date of the Company's Description amounts to SEK 11,299,433.94 divided into 62,774,633 shares. Each share has a quota value of SEK 0.18. The shares are denominated in SEK and have been issued in accordance with the Swedish Companies Act (2005:551). All shares in the Company carry the same right to the Company's assets and profits. All issued shares are fully paid and freely transferable. The rights attached to shares issued by companies, including those arising from the Articles of Association, may only be changed in accordance with the procedures set out in the Companies Act (2005:551). According to the current registered Articles of Association, adopted by the Extraordinary General Meeting 11 January 2023, the number of shares shall not be less than 60,000,000 and not more than 240,000,000.

Trading in the Company's share

In light of the Transaction, the Board of Directors of the Company has decided to apply for a continued listing of the Company's shares on the Spotlight Stock Market.

Lock-up

The sellers of CHOSA ApS (company registration number 431134477) have undertaken not to sell any consideration shares in CHOSA Oncology AB issued in connection with the Transaction, for a period of six months following the completion of the Transaction. The largest shareholder prior to the Transaction, M2 Asset Management AB, has also, subject to customary exceptions, undertaken not to sell any shares in CHOSA Oncology during the same period. The "lock-up" in total covers approximately 75.9 percent of the outstanding shares in CHOSA Oncology. There are no other restrictions than the lock-up agreements, on the right to freely transfer the share.

Development of Share capital

The below table summarizes the historical development of CHOSA Oncology AB's (previously RhoVac AB) share capital since its formation in 2015.

Year	Event	Subscription-Price	Quota value	Number of new shares	Change in share capital	Total number of shares	Total share capital
Nov 2015	Company Formation	-	0.18	3,338,044	600,847.92	3,338,044	600,847.92
Nov 2015	Share issue	7.00	0.18	1,150,000	207,000.00	4,488,044	807,847.92
Jan 2016	Share issue	8.30	0.18	2,450,000	441,000.00	6,938,044	1,248,847.92
Dec 2016	Warrant exercise	8.30	0.18	1,056,479	190,166.22	7,994,523	1,439,014.14
Jan 2017	Directed issue	8.30	0.18	168,521	30,333.78	8,163,044	1,469,347.92
May 2018	Share issue	18.00	0.18	1,360,507	244,891.26	9,523,551	1,714,239.18
Apr 2019	Rights issue	19.00	0.18	9,523,551	1,714,239.18	19,047,102	3,428,478.36
Jan 2023	Directed issue to sellers of CHOSA ApS	1.05	0.18	43,727,531	7,870,955.58	62,774,633	11,299,433.94

Ownership structure

The following table shows the ownership structure of the Company after the completion of the reverse merger on 18 January 2023.

10 largest shareholders in CHOSA Oncology AB	Number of Shares	Ownership (%)
Buhl Krone Holding ApS[1]	15,506,935	24.7
Arrow Strategy Holding 2 ApS[2]	7,332,952	11.7
Smerud Medical Research International AS[3]	5,305,552	8.5
IPO Nordic Fund A/S	5,096,519	8.1
M2 Asset Managemen ABt[4]	3,887,495	6.2
1632 LLP[5]	2,371,606	3.8
SH Verwaltungsgesellschaft mbH	2,105,258	3.4
LH|LH Invest ApS	2,105,258	3.4
RQ solutions ApS	1,327,525	2.1
Xiaoliaing Wu	865,321	1.4
Others (approximately 4,300)	16,870,212	26.9
Total	**62,774,633**	**100.0**

[1] *Jointly owned by Peter Buhl Jensen (CEO) and Ulla Hald Buhl (COO, Member of the Board)*
[2] *Owned by Claus Frisenberg (CFO, Member of the Board)*
[3] *Owned by Knut Smerud*
[4] *Co-owned by Rutger Arnhult*
[5] *Co-owned by Neil Goldsmith (Chairman of the Board)*

Dividend policy

The Company has not established a dividend policy. Any dividend is decided by the General Meeting on the proposal of the Board of Directors. The Company has historically not paid any dividends. The Board of Directors will propose for the General Meeting to pay out a dividend to the shareholders, when the prevailing condition of the business allows for it.

Certain rights associated with the shares

General

The shares in CHOSA Oncology have been issued in accordance with Swedish law. The rights attached to shares issued by companies, including those arising from the articles of association, may only be changed in accordance with the procedures set out in the Swedish Companies Act (2005:551).

Voting rights at general meetings

The Company has only one class of shares. Each share entitles the holder to one (1) vote at a general meeting. Each shareholder is entitled to vote for all shares held by the shareholder in the Company.

Pre-emptive rights for new securites

If the Company issues new shares, warrants or convertibles in a cash or offset issue, the shareholders will, as a general rule, have preferential rights under the Companies Act to subscribe for such securities in proportion to the number of shares held prior to the issue.

Shareholder's right dividends, share of the company's profits and assets in a case of liquidation

All shares in the Company carry equal rights to dividends and to the Company's assets and any surplus in the event of liquidation. In public companies, the General Meeting decides whether the company should pay dividends. The right to dividends shall accrue to those who, on the record date decided by the General Meeting, are registered as holders of shares in the shareholder register kept by Euroclear. Dividends are normally paid to shareholders as a cash amount per share through Euroclear but may also be paid in non-cash form. If the shareholders cannot be reached through Euroclear, the shareholder's claim on the dividend amount remains for a ten-year period. In the event of prescription, the amount of the dividend shall accrue to the Company.

Shareholder agreement

To the best of the Board of Director's knowledge, there are no agreements between the Company's shareholders relating to ownership of the Company. The Board of Directors of the Company is also not aware of any other agreements or arrangements that could lead to a material change in control of the Company.

Take-over rights

According to the Companies Act (2005:551) majority shareholders with a holding of more than ninety percent of the shares in a company are entitled to redeem minority's shares, while also giving the minority shareholders the right to have their shares redeemed.

In addition, the Company's shares are also covered by the Swedish Corporate Governance Code's takeover rules for certain trading platforms which provides that the shareholder who himself or together with another related party acquires 30 percent or more of the outstanding shares must submit an offer to buy the remaining outstanding shares in the company. In such a bid other shareholders have the right to reject the bid.

Central securities depository

The Company is connected to the electronic securities system and registered in a reconciliation register in accordance with the Act (1998:1497) on Central Securities Depositories and Account Management of Financial Instruments. This register is maintained by Euroclear (Euroclear Sweden AB, Box 191, 101 23 Stockholm). No share certificates have been issued for the Company's shares, as the account keeping, and registration of the shares is carried out by Euroclear in the electronic reconciliation register. Shareholders entered in the shareholder register and registered in the voting register are entitled to all share-related rights.

Convertible loans

After the Company in Q2 repaid the last part of the SEK 25 million issued at an Extraordinary General Meeting in March 2022, the Company no longer has any outstanding warrants or equity-related instruments.

Share-based incentive schemes

As of the date of this Company Description, the Company has no outstanding share-based incentive plans.

Authorizations

At the Extraordinary General Meeting on 11 January 2023, it was resolved to authorize the Board of Directors on one or more occasions until the next Annual General Meeting to decide on new issues with or without shareholders' preferential rights up to the limit of the Company's Article of Association. Payment may be made in kind, by set-off or in cash. The purpose of the authorization is to enable the company to raise capital and/or acquisitions where payment is made in full or in parts with shares, convertible bonds and/or warrants.

CORPORATE GOVERNANCE

The Company is a Swedish public limited company regulated by Swedish law, primarily the Swedish Companies Act (2005:551). Subject to continued listing, the Company's shares will be admitted to trading on Spotlight Stock Market, whereby the Company will apply the Spotlight Stock Market's rules for issuers. The Swedish Corporate Governance Code (the "**Code**") shall be applied by companies whose shares are admitted to trading on a regulated market. Companies whose shares are traded on Spotlight are not subject to all the rules as shares admitted for trading on a so-called regulated market. Spotlight has chosen to include most of those rules into its regulations. The Company has not voluntarily committed to comply with the additional rules of the Code which is not included in Spotlight's regulations. In addition to legislation, rules and recommendations, the Articles of Association form the basis for the governance of the Company's activities. The Articles of Association specify, among other things, the seat of the Board of Directors, the focus of the Company's activities, the limits on share capital, the number and class of shares and the conditions for attending general meetings. The Articles of Association are set out in full in the section "Articles of Association for CHOSA Oncology". Responsibility for the governance, management and control of CHOSA Oncology will be shared among the shareholders, the Board of Directors and the Chief Executive Officer, other members of the Company's management and such special committees and supervisory bodies as the Board of Directors may establish in the future.

General Meeting

The Annual General Meeting is CHOSA Oncology's highest decision-making body and the shareholders' right to make decisions in CHOSA is exercised at General Meetings (the Annual General Meeting and the Extraordinary General Meeting respectively). The Companies Act and the Company's Articles of Association state how notice of General Meeting shall be made, and who is entitled to participate and vote at the General Meeting. The Annual General Meeting must be held within six (6) months after the end of the financial year. The Annual General Meeting shall decide on:

a) The adoption of the profit and loss statement and the balance sheet of the Company,

b) The disposition of the profit or loss for the year according to the adopted balance sheet,

c) Discharge from liability of the Board of Directors and the Executive Director for the financial year,

d) The appointment of directors and auditors,

e) Remuneration directors and auditors,

f) Decisions on other matters in accordance with the law and the Articles of Association.

Right to Participate at general meeting

Shareholders wishing to participate in a General Meeting must be registered in the share register kept by Euroclear on the record date of the General Meeting and must notify the Company of their participation no later than the time and date specified in the notice of the meeting. Shareholders may attend the General Meeting in person or by proxy. Shareholders or proxies may be accompanied by a maximum of two assistants. Usually, shareholders can register for the general meeting in several ways, which are specified in the notice of the meeting. Shareholders are entitled to vote for all the shares they hold in the Company. Shareholders whose shares are registered in a nominee bank or other nominee, must in order to be entitled to participate in the General Meeting of Shareholders, in addition to informing the Company, request to have their shares temporarily registered in their own name in Euroclear's shareholder register. Shareholders should inform their nominees well in advance of the record date. Shareholders wishing to have a matter dealt with at the General Meeting should request this in writing to the Board of Directors. Any request should be delivered to the Board of Directors no later than one week before the earliest date on which the notice may be published under the Companies Act. Any shareholder who notifies a request sufficiently in advance of the notice is entitled to have the request dealt with at the general meeting.

Board of Directors

The Board of Directors is CHOSA Oncology's highest decision-making body after the General Meeting. The Board is according to the Companies Act, responsible for the organization and management of the Company's affairs, which means that the Board is responsible for, among other things, setting objectives and strategies, implement procedures and systems for evaluating the company's objectives, continuously evaluating the Company's performance and financial position, and evaluating the operational management. It is also the Board's responsibility to a) ensure that the right information is provided to the Company's stakeholders b) that the Company's disclosure is transparent, accurate, relevant, timely, reliable, c) that the Company complies with laws and regulations, and d) that relevant internal policies and guidelines are developed. The Board is also responsible for ensuring that the annual accounts and consolidated accounts and the interim reports are prepared in a timely manner, and appointing the Chief Executive Officer and determining his/her salary and remuneration.

Members of the Board of Directors are elected annually at the Annual General Meeting of the Company, and the assignments' laps for the period until the next Annual General Meeting. Under CHOSA's Articles of Association, the Board of Directors shall consist of a minimum of three and a maximum of eight members. The members of the Board of Directors are presented in more detail under the section "Management, Board of Directors and auditor". In addition to the Companies Act, the work of the Board is governed by the rules and procedures established by the

Board. Rules and procedures shall be reviewed annually and adopted at a constituent Board meeting each year. The rules of procedure regulate, among other things, the Board's working methods and tasks, decision-making procedures within the Company, the Board's meeting procedures, the Chairman's working duties and the division of tasks between the Board and the CEO. The Board of Directors shall also issue instructions to the CEO and financial reporting instructions to the Board.

Rules and Procedures of the Board

The Board has adopted rules of procedure for its work which contains rules on the number of ordinary Board meetings, the issues to be handled at ordinary meetings, Chairman's working duties, and instructions on the division of work between the Board of Directors and the Chief Executive Officer. The rules of procedure, which is adopted annually by the Board, contains instructions on, among other things, the financial reports and financial information to be provided by the Board. The Board shall regularly hold meet according to a program laid down in the Rules of Procedure which includes fixed decision points and items as necessary.

CEO and executive management

The Chief Executive Officer is subordinate to the Board of Directors and has the management of CHOSA's day-to-day management and operations as its main task. Matters which in the scope of the Company's business are of an unusual nature or of particular importance, and thus fall outside the day-to-day management, shall be prepared and forwarded to the Board for decision. The division of work between the Board and the Managing Director is set out in the Companies Act, the Rules of Procedure of the Board, and the CEO instructions. The CEO is responsible for producing reports and compiling information from the management and present the information at Board meetings. The CEO and other senior executives are presented under the heading "Executive Management" in the section "Management and Board of Directors".

Auditor

As a public company, the Company is required to have at least one auditor to audit the Company's and the Group's accounts, financial statements and the Board's and the CEO's management of the company. The auditors of the company shall according to the Companies Act be elected by the General Meeting. An auditor in a Swedish public company thus receives his mandate from, and reports to the general meeting and may not be influenced in his work by the Board of Directors or any executive officer. After each financial year, the auditor shall submit an audit report and, where appropriate a consolidated group audit report to the Annual General Meeting. According to Company's Articles of Association, the Company shall have at least 1 and a maximum of 2 auditors or a registered audit firm. The Company's current auditor is DELOITTE, with Magnus Andersson as auditor in charge. Further information on the Company's auditor can be found under the heading "Auditor" in the section "Board of Directors, Management and auditor".

Audit and Remuneration Committee

Provisions on the establishment of audit committees are set out in the Companies Act and, in this respect, only cover companies whose shares are admitted to trading on a regulated market. The provisions on the establishment of remuneration committees are contained in the Code, which is not mandatory for CHOSA Oncology. The Board of Directors has assessed that, in scope of the Company's activities and the size of the Company, it is currently not justified to set up special committees regarding audit and remuneration issues. These issues are instead dealt with within the Board of Directors.

CHOSA Oncology has not established a separate internal audit function, but this task is performed by the Board of Directors. Furthermore, in CHOSA Oncology, the CEO is responsible for ensuring that the necessary controls are in place.

LEGAL QUESTIONS AND SUPPLEMENTARY INFORMATION

Formation and legal form

CHOSA Oncology AB with company registration number 559037-2271, is a public limited liability company with registered office in Lund municipality, Sweden. The Company was formed on 28 October 2015 and registered at the Swedish Company Registration office 25 November 2015, under the company name RhoVac AB. The current company name CHOSA Oncology AB was approved on the Extraordinary General Meeting on 11 January 2023 and registered with the Company Registration Office 11 February 2023. The company's form of association is governed by and operated in accordance with the Companies Act (2005:551)

The Company's address is Medicon Village Scheeletorget 1, SE-223 81 Lund, Sweden. The Company's representatives can be reached at +46 (0)73 751 72 78 and info@chosa.bio, and the Company's website is www.chosaoncology.com.

CHOSA Oncology is the holding company of the two wholly owned subsidiaries CHOSA ApS and RhoVac ApS. The Company holds the managerial responsibility of the subsidiaries in a centralized structure. The object of the Company's activities shall be, directly or indirectly, to develop cancer therapies and to carry out related activities, as well as to own and manage shares.

The Company's language of communication is English and Swedish.

Administrative procedures, legal proceedings, and arbitration

Neither the Company nor any subsidiary has been a party to any legal, arbitration or regulatory proceedings (including pending cases or those which the Directors of the Company are aware may arise) during the last 12 months and which have recently had or would have could have a material effect on the Company's or the Group's financial position or profitability.

Material agreements

Apart from the two agreements listed under the heading "Material agreements" in the section "immaterial rights", the Company do not have any further agreements that significantly affect the Company's operations.

Immaterial rights

CHOSA possesses the proprietary rights to the patents for LiPlaCis, and the Company has also in-licensed the worldwide rights to the DRP-technology. These patents are described in the section "Immaterial rights".

Related party transaction

None of the current members of the Board of Directors or the Company management have engaged in any related party transactions with the Company. For additional information on the compensation of directors and executive officers, see the section entitled "Management, Board of Directors and Auditor".

Conflicts of interest

Peter Buhl and Ulla Hald Buhl who are both co-founders of CHOSA ApS and possess managerial and board member roles in CHOSA Oncology AB are married. Peter and Ulla also together own approximately 24.7 percent of the shares in CHOSA Oncology AB through their joint holding company Buhl Krone Holding ApS. Peter Buhl Jensen owns 2.34 of LiPlasome Pharma ApS who is entitled to milestone payments as part of the licensing deal of LiPlaCis®. The payment is conditioned that LiPlaCis® passes certain clinical steps. Apart from that, and any financial interests in the Company arising from private shareholdings, there are to the best of the Company's knowledge, no conflicts of interest between the duties of the members of the Board and management have towards the Company and their private interests and/or other duties.

Advisor's interests

In connection with the application for continued listing of the Company shares on Spotlight, Sedermera Corporate Finance has acted as financial advisor and project manager. Sedermera receives a fixed remuneration upon completion of the listing process. Apart from that, Sedermera has no financial or other interests in connection with the Continuing Listing.

ARTICLES OF ASSOCIATION - CHOSA ONCOLOGY

Adopted at the Extraordinary General Meeting on January 11, 2023

§ 1 Company name
The company's name is CHOSA Oncology AB, the company is public.

§ 2 Registered office of the Board of Directors
The Board shall be based in Lund Municipality.

§ 3 Operations
The object of the company's activities shall be, directly or indirectly, to develop cancer therapies and to carry out related activities, as well as to own and manage shares.

§ 4 Share capital
The share capital shall be no less than SEK 10,800,000 and not more than SEK 43,200,000.

§ 5 Number of shares
The number of shares shall not be less than 60,000,000 and not more than 240,000,000.

§ 6 Board of Directors
The Board of Directors shall consist of 3–8 members with a maximum of 3 deputies.

§ 7 Auditors
The company shall have 1–2 auditors with a maximum of 2 deputy auditors or a registered auditing company.

§ 8 Notice for General meeting
Notice to a General meeting must always be given by advertisement I Post- och Inrikes Tidningar and on the company's website. The notice must also be advertised in Svenska Dagbladet. If Svenska Dagbladet were to stop its publication, advertising must instead take place in Dagens Industri.

§ 9 Registration for general meeting
Shareholders who have registered no later than the day specified in the notice have the right to participate in the meeting. The final day to register must not be on a Sunday, public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve cannot be earlier than the fifth weekday before the meeting. If the shareholder intends to bring assistants to the General meeting, the number of assistants must be stated in the registration.

§ 10 Annual General Meeting
The Annual General Meeting shall be held annually, and within 6 months of the end of the financial year.

At the Annual General Meeting, the following matters shall occur.
1. Election of chairperson and secretary of the meeting
2. Preparation and approval of the voting list
3. Approval of agenda.
4. Election of one or two persons who shall approve the minutes of the meeting
5. Determination of whether the meeting has been duly convened
6. Presentation of the annual report and the auditor's report
7. Decision
    a. Adoption of the profit and loss statement and the balance sheet
    b. The company's profit or losses according to the adopted balance sheet
    c. The members of the Board of directors' and the CEO's discharge from liability.

8. Election of the number of members of the Board of Directors, deputies of the board, auditors and deputy auditors.
9. Determination of the fees payable to the members of the Board of Directors and the auditor.
10. Election of members of the Board of Directors, deputy member of the board, auditors or auditing companies and if applicable, deputy auditor.

11. Other matters that are the responsibility of the general meeting in accordance with the Swedish Companies Act or the Articles of Association.

§ 10 Financial year
The company's financial calendar should be the calendar year.

§ 11 Reconciliation reservation
The company's shares must be registered in a reconciliation register in accordance with the Act (1998:1479) on central securities depositories and accounting of financial instruments.

ADRESSES

The Company's Articles of Association and certificates may be reviewed at the Company's offices during regular business hours throughout the period of validity of the Company Description. The documents are also available in electronic format on the Company's website.

Company
CHOSA Oncology AB
Medicon Village Scheeletorget 1, SE-223 81 Lund,
www.chosaoncology.com

Financial advisor to the Company
Sedermera Corporate Finance AB
Norra Vallgatan 64, SE-211 22 Malmö, Sweden
https://www.sedermera.se/

Auditor to the Company
Deloitte AB,
Deloitte AB,Box 233, 391 22 Kalmar, Sweden
www.deloitte.se

Central securities depository
Euroclear Sweden AB
Klarabergsviadukten 63, SE-111 64 Stockholm, Sweden
P.O. Box 191, SE-101 23 Stockholm
www.euroclear.com