

# Fourth Quarter 2024 Business Update and Financial Results

Ultimovacs ASA, January 31, 2025 Hans Vassgård Eid, CFO and Interim CEO Namir Hassan, CEO Zelluna Immunotherapy AS This presentation has been prepared by Ultimovacs ASA ("Ultimovacs" or the "Company") for information purposes only and does not constitute an offer to sell common shares of the Company or a recommendation in relation to the shares of the Company. Neither shall the presentation or any part of it, nor the fact of its distribution or communication, form the basis of, or be relied on in connection with any contract, commitment or investment decision in relation thereto.

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# 01 Key event Q4 2024: Business Combination with Zelluna

# Transaction: Business Combination of Ultimovacs and Zelluna Immunotherapy to create a listed Company with the name "Zelluna ASA"

- Announced 17 December 2024
- The contemplated Business Combination will be structured as an acquisition of Zelluna
- Exchange ratio 19% Ultimovacs, 81% Zelluna
- 100% pre-acceptance from Zelluna shareholders
- Approximately NOK 51.7 fully committed equity private placement at NOK 2.60 per share
  - All pre-commitments come from existing shareholders in Ultimovacs and/or Zelluna
  - Financial runway expected through Q2 2026 capturing key IND catalyst
- Contemplated repair issue after closing at Board discretion

#### Objectives of the combined company:

- a. Advance the world's first MAGE-A4 targeting TCR-NK program, ZI-MA4-1, into first-in-human clinical studies treating solid cancers
- b. Develop the TCR-NK pipeline
- c. Seek to unlock MultiClick technology potential
- d. Wrap up the UV1 program



### EGM and Transaction status

- The Business Combination and Private Placement were approved at the EGM held on 9 January 2025
- Further EGM approvals (contingent on completion):
  - The name of the Company shall be Zelluna ASA
  - Election of a new board
  - Repair issue
- Ultimovacs is on track to complete the Transactions within first quarter of 2025





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# Financial update

## Q4 2024 Key Financials

#### Cash and liquidity

- MNOK 107/MUSD 9 in cash by end of Q4 2024
- Activity level prioritization and operational adjustments were implemented during the year to sustain the financial runway, including a workforce reduction of approximately 50%
- With the fully committed Private Placement of MNOK 51.7 at closing of the Business Combination, the financial runway is expected through Q2 2026 capturing the key IND catalyst for the TCR-NK technology

#### **EBIT and PBT**

- EBIT: Q4 2024 MNOK -121 and FY2024 MNOK -224
- Profit before tax: Q4 2024 MNOK -119 and FY2024 MNOK -213
- Impairment (write-down) of goodwill and intangible assets of MNOK -72 included in the amounts above, in alignment with the implicit company valuation in the Business Combination transaction

The next quarterly report (Q1 2025) will contain consolidated statements for the combined business.



## P&L and Cash (1/2)

#### Key financials per Q4-2024 - Ultimovacs Group

NOK (000)	Q4-23	Q4-24	FY23	FY24
Total revenues	-	-	-	-
Payroll and payroll related expenses	25 251	17 344	75 130	40 465
- Payroll expenses not incl. option costs and grants	16 103	18 432	56 314	58 379
<ul> <li>Share option costs and public grants</li> </ul>	9 148	-1 088	18 816	-17 913
External R&D and IPR expenses (incl. grants)	29 663	23 760	121 145	89 089
Impairment of goodwill and intangible assets	-	72 487	-	72 487
Other operating expenses (incl. depreciation)	4 713	7 432	19 460	21 703
Total operating expenses	59 626	121 022	215 736	223 744
Operating profit (loss)	-59 626	-121 022	-215 736	-223 744
Net financial items	3 695	1 655	26 497	11 032
Profit (loss) before tax	-55 931	<mark>-119 367</mark>	-189 239	-212 712
Net increase/(decrease) in cash and cash eq.	-38 919	-23 371	-177 640	-157 090
Cash and cash equivalents at end of period	266 559	107 371	266 559	107 371
Number of FTEs at end of period	25	12	25	12

• Net cash of MNOK 107 by the end of Q4 2024

#### Comments

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#### **Payroll expenses**

**Payroll and payroll related expenses:** Following the negative INITIUM result in March 2024, Ultimovacs implemented cash preservation initiatives during the second quarter of 2024, where several employees had to leave the company. During 2024, the workforce has been reduced by appr. 50%. Payroll expenses was thus reduced significantly during the second half of FY2024, however, offset by a year-end provision of MNOK 7.7 related to a severance pay package (12 months + 3 months notice period) to the previous CEO who left the company in December 2024.

**Share option costs**: due to the significant drop in the company share price in Q1 2024, the social security tax accrual related to share options, which fluctuates with the Company share price, was fully reversed, resulting in a positive accounting effect of MNOK 21.0 (cost reduction). This accounting element explains most of the difference between FY2024 and FY2023.

#### **External R&D and IPR expenses**

• Lower R&D costs in Q4-24 and FY2024 compared to the same periods the previous year, primarily a result of lower activity in the INITIUM, NIPU and FOCUS clinical trials in addition to manufacturing (CMC) activities, partly offset by the DOVACC trial with higher activity and costs in FY2024.



## P&L and Cash (2/2)

#### Key financials per Q4-2024 - Ultimovacs Group

NOK (000)	Q4-23	Q4-24	FY23	FY24
Total revenues	-	-	-	-
Payroll and payroll related expenses	25 251	17 344	75 130	40 465
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Number of FTEs at end of period	25	12	25	12

• Net cash of MNOK 107 by the end of Q4 2024

#### **Comments (cont.)**

#### Impairment of goodwill and intangible assets

• As a reflection of the priorities of the combined company and the implicit valuation of Ultimovacs in the business combination, Ultimovacs has concluded that a write down of the asset value related to the MultiClick technology platform (Licenses and Goodwill) and the UV1 program (Patents) is appropriate from an accounting perspective. While the combined business will continue to explore the value potential of MultiClick and wrap up the remaining clinical trial activities related to UV1, the implicit valuation in the transaction entails a write-down of the values related to these two assets.

• In Q4 2024, Ultimovacs fully impaired these assets in its financial accounts, resulting in a negative, non-cash P&L effect of MNOK 72. This comprises:

- MNOK 4.3 related to patents (UV1 program)
- MNOK 68.2 related to licenses (MNOK 56.6) and goodwill (MNOK 11.7) (MultiClick platform)

#### Other operating expenses

• No major changes in total costs from FY2023 to FY2024, however, while the costs in FY2023 was influenced by IR and Business Development costs, the FY2024 costs highly relate to legal and consulting costs in connection with the Business Combination.

#### Net financial items

• Comprised primarily of interest from bank and net foreign exchange gains (from EUR account and EUR/NOK future contracts)



NOK (000) – Negative amounts



#### **Note:** excluding incoming public grants

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#### Comments

• The operating cash-flow in Q4 2024 was approximately MNOK -25, differing from EBIT of MNOK -121 primarily due to impairments of MNOK 72 with no cash effect, as well as changes in working capital.

#### Key financials per Q4-2024 - Ultimovacs Group

NOK (000)	Q1-23	Q2-23	Q3-23	Q4-23	Q1-24	Q2-24	Q3-24	Q4-24
Total revenues	-	-	-	-	-	-	-	-
Payroll and payroll related expenses - Payroll expenses not incl. option costs and grants - Share option costs and public grants	21 002 14 652 6 350	<b>4 359</b> 10 808 -6 449	<b>24 518</b> 14 751 9 767	<b>25 251</b> 16 103 9 148	- <b>2 425</b> 15 445 -17 871	<b>13 708</b> 10 411 3 297	11 839 14 090 -2 251	<b>17 344</b> 18 432 -1 088
External R&D and IPR expenses (incl. grants)	23 707	40 944	26 831	29 663	24 589	26 707	14 034	23 760
Impairment of goodwill and intangible assets	-	-	-	-	-	-	-	72 487
Other operating expenses (incl. depreciation)	6 053	5 338	3 356	4 713	6 484	4 907	2 880	7 432
Total operating expenses	50 763	50 641	54 705	59 626	28 647	45 322	28 753	121 022
Operating profit (loss)	-50 763	-50 641	-54 705	-59 626	-28 647	-45 322	-28 753	-121 022
Net financial items	16 652	7 266	-1 117	3 695	5 895	555	2 927	1 655
Profit (loss) before tax	-34 111	-43 375	-55 822	-55 931	-22 752	-44 767	-25 826	-119 367
Net increase/(decrease) in cash and cash equivalents*	-33 952	-67 185	-37 583	-38 919	-43 659	-49 180	-40 879	-23 371
Cash and cash equivalents at end of period	405 528	344 104	300 273	266 559	219 962	170 403	130 999	107 371
Number of FTEs at end of period	24	24	25	25	25	23	17	12
*not including effects of change in exchange rate								



# 03

# Zelluna and the TCR-NK Technology



# Zelluna developing the next era of cell therapies



**Cell therapies have cured cancer patients** 



#### Nine approvals, mainly in liquid cancer



#### Despite successes two key challenges remain:

1) Solid cancers remain tough to treat and struggle to deliver long term responses

2) Scaling global access to treatment



Zelluna has built a platform to take the curative potential of cell therapies to solid tumours at a global scale



# Zelluna developing the next era of cell therapies

Game changing platform	World leading cell therapy platform, <b>leveraging the clinical successes</b> , that may provide <b>transformative treatments to solid cancer patients</b> on a global scale
Land grab therapeutic field	Strong IP position provides an unprecedented opportunity to <b>land grab an entire therapeutic field</b>
Near term clinical inflection point	Lead program on the verge of the clinic, pathway validated through pre-IND with FDA, providing a <b>near term value inflection point</b> and catalyzation of significant value creation from the novel platform
Accelerated approval	Approval path can be fast and with data from only <100 patients catalyzing high value from early clinical phases

Product: Breyanzi

Indication: Refractory Mantle Cell Lymphoma

Registration data set: 68 patients (single arm study)

Cost of (one time) treatment: \$487,477

# Ull Bristol Myers Squibb

Product: Kymriah

Indication: B-cell Precursor Acute Lymphoblastic Leukemia

**Registration data set:** 63 patients (single arm study)

Cost of (one time) treatment: \$475,000





## Saving lives with cell therapies: huge opportunity in solid cancer space





## The biology problem: tumours are diverse eventually escaping treatment



 Tumours are diverse (heterogeneous), evolve over time, and contain a mix of cells with different expression profiles of proteins<sup>1</sup>









## T Cell Receptor (TCR) therapies can shrink tumours but cancers return



TCR targeted therapies have shown **tumour shrinkages** ٠ across various solid cancers

zelluna Note: 1) HLA: Human Leukocyte Antigen

## New treatments needed that TARGET a tumour and BROADLY detect cancers



Note: 1) HLA: Human Leukocyte Antigen

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- However, most patients with advanced solid tumours showing initial response to treatment will eventually relapse
- This is because current targeted therapies are triggered by a single antigen which can be lost or not expressed in parts of a tumour
- New treatments are needed that are both TARGETED to the tumour and BROAD in their detection of cancer to overcome escape mechanisms that evade current precision treatments

# Zelluna have built a novel cell therapy platform "TCR-NK" based on validated clinical components TCR + NK

#### Nature's "guidance system": the T Cell Receptor (TCR)

- The TCR is a clinically proven guidance system shown to enable cells to find and target solid cancers in patients
- There are two TCR based therapies approved for solid cancers
- Zelluna inserts a TCR into NK cells to guide them to solid cancers



#### Nature's most efficient killers: Natural Killer (NK) cells

- NKs are the most efficient cell killers in the body
- NKs can detect cancers in many ways, though do not have a TCR guidance system to target them to solid cancers
- NKs are clinically safe and can be produced at scale, upfront, frozen and stored for later use i.e. "off the shelf"



#### TCR-NK

- ✓ Combines a proven targeting molecule, the TCR, with the most potent killer cells, NKs to form TCR-NK
- TCR-NK cells can detect and eliminate cancers in multiple ways
- ✓ TCR-NK cells can be produced at scale, upfront, frozen, stored and be used safely across patients i.e. "off the shelf".





## Zelluna's TCR-NK approach provides solutions to major cell therapy challenges



zelluna Note: 1) HLA: Human Leukocyte Antigen

# TCR-NK platform proven to kill diverse tumours where clinical T cell benchmark falls short (video)

T cell clinical benchmark



#### TCR-NK (Zelluna lead asset)



- Mix of cancer cells (epidermoid carcinoma) to mimic a tumour (red cancers present the target, green cancers do not)

TCR-NKs kills diverse cancers where clinical T cell benchmark falls short



# Zelluna's TCR-NK platform: huge value potential to validate and "land grab" an entire field

#### Allogeneic ("off the shelf") Approaches



#### Commentary

- TCR-NK concept patent provides an opportunity to clinically validate and "land grab" the entire TCR-NK field
- Compare to multiple companies operating in the other fields with huge aggregate value
- ✓ In a recent deal one of these companies (bottom left), Poseida was acquired by Roche for a total deal value of ~ \$1.5 billion
- Poseida is a Phase I clinical company with a pipeline of "off the shelf" cell therapies (mostly for liquid cancers)

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# Roche acquires Poseida, a phase I "off the shelf" cell therapy company for ~\$1.5 billion

#### **Deal highlights**

- Poseida is a listed (\$PSTX) US, Phase I clinical company developing "off the shelf" CAR-T products for treatment of cancer
- Most advanced allo CAR-T pipeline with main focus on liquid cancers, some activities in the solid cancer space
- Entered into a partnership with Roche in 2022 (\$110 million upfront, licensed 2 CAR-T products + options for others, \$6 billion total deal value)
- Roche acquired Poseida on Nov 26th 2024 for approx. \$1 billion (\$9 per share) upfront with additional \$4 per share if certain milestones are met (~ \$1.5 billion in total)

#### Poseida pipeline (mostly liquid cancers)





# The target for the lead asset ZI-MA4-1: MAGE-A4, the most well validated solid cancer target for TCRs



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# Market opportunity targeting MAGE A4

Indication	Mortality Northern America and Western Europe <sup>1</sup>	MAGE A4 expression <sup>2</sup>	Potential MAGE A4 + patients	Potential MAGE A4 + patients factored for HLA <sup>3</sup> (potential treatable)	5-year overall survival rate regional/distant <sup>5</sup>
Esophageal	49 871	33%	16 457	6 748	25% / 5%
Gastric	60 370	16.8%	10 142	4 158	32% / 6%
Head and neck	49 190	37.6%	18 495	7 583	47% / 31%
Urothelial / bladder	69 405	30.9%	21 446	8 793	37% / 6%
NSCLC (squamous)	99 173	55.9%	55 438	22 729	35% / 7%
Melanoma	25 500	21.6%	5 508	2 258	66% /27%
Ovarian	42 939	31.2%	13 397	5 493	75% / 31%
Synovial sarcoma (ADAP)*	1 804*	67%*	1 209*	496*	56%/15%
Myxoid/round cell liposarcoma (ADAP)*	200*	34%*	680*	279*	56%/15%
			Total MAGE A4: 142 773	Total MAGE A4 HLA A2: 58 537	



Note: 1) WHO GLOBOCAN 2020 (https://gco.iarc.fr/today/fact-sheets-cancers), Central and Eastern Europe not included; 2) MAGE A4 expression from TCGA database, mRNA seq V2 RSEM, RSEM cut off ≥ 100; 3) ADAP Corporate deck March 2021 (HLA A2 expression of 41% based on 1 043 ADAP patient samples); 4) American Cancer Society, numbers for sarcomas based on soft tissue sarcoma

\* ADAP Corporate deck 2021

## ZI-MA4-1: progress of the worlds-first scalable TCR-NK targeting MAGE-A4





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## Zelluna TCR-NK Pipeline

The only company developing TCR-NKs on the validated cancer targets MAGE-A4, KKLC1 and PRAME

PLATFORM	PROGRAM	TARGET	INDICATIONS	DISCOVERY	PRECLINICAL	CLINICAL
TCR-NK	ZI-MA4-1	MAGE-A4	NSCLC, Ovarian, H&N Syn. Sarcoma			
	ZI-KL1-1	KK-LC-1	Breast, Gastric, Lung, Pancreatic, Cervix			
	ZI-PR-1	PRAME	Solid Tumours			





# **04** MultiClick Technology



# Multiclick: a conjugation technology platform to create targeted drug candidates through flexible click-chemistry



Click-chemistry enabled technology for the modular creation of targeted drug conjugates





**Flexible coupling** to a core molecule to create versatile conjugation combinations **On-target delivery** of active entities with high specificity to minimize off-target effects



**Favorable CMC** through a controlled, selective and scalable coupling process



# Flexible coupling and on-target delivery

- The MultiClick platform consists of a flexible core molecule that can be selectively coupled to several modules
- Each module can consist of a defined multiple of:
  - **Targeting units** (i.e. a molecule to guide the conjugate specifically to a tissue or cell type)
  - Active entities (i.e. a molecule that exerts a desired effect within the tissue, such as cancer cell killing or immune cell activation)
- MultiClick conjugates can be configured for specific cell targeting and delivery of diverse active entities to achieve:
  - Increased payload delivery and cell internalization
  - Enhanced tissue specificity

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- Improved safety profile



Currently, the positioning and opportunities for the MultiClick platform is being evaluated through discussions with key industry players









05 Summary

# Zelluna company objectives

To bring to patients transformative "off the shelf" TCR-NK cell therapies for the treatment of solid cancers



2 Develop TCR-NK pipeline

3 Seek to unlock MultiClick technology potential

4 Wrap up the UV1 program



## Key investment highlights

Proprietary "off-the-shelf" cell therapy platform targeting solid tumours with curative potential and broad patient reach 2 Compelling pre-clinical cancer killing data outperforming clinical benchmarks for high value cancer markets ultimovacs 3 Robust IP, including TCR-NK concept patent, and well established regulatory and clinical strategy +zelluna Strong execution track record of complex clinical studies across sites and regulatory jurisdictions Δ Runway expected through Q2 2026 capturing key IND catalyst; only limited further funds needed to secure 5 clinical data 6 Management and Board with broad experience from drug development and building shareholder value



## Key milestones / value inflections

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## **CEO / CFO and Board**

#### Key management – CEO & CFO



Namir Hassan CEO

Namir is CEO of Zelluna and has over 20 years of biotech and pharma corporate and operational experience building organizations and creating company value. He has spent 15+ years in biotechs developing TCR based therapies. Previously he was VP at Immunocore, overseeing research biology through to clinical development for Oncology including leading the first in human study of KIMMTRAK, the first ever T Cell Receptor (TCR) bispecific subsequently approved for the treatment of uveal melanoma. Namir also created and built an organization deploying the platform technology to infectious diseases and securing up to \$40M of funding. Namir held positions at GSK and Ludwig institute for cancer research. He holds a PhD from the University of Oxford and is visiting lecturer.



Hans has been CFO of Ultimovacs since 2015. Prior to Ultimovacs, he had more than 20 years of experience within business development and venture and private equity investments across multiple industries. Hans has held senior management positions within business development at PHARMAQ, the global leader within aquatic animal health, and at the financial institution Storebrand. Further, Hans has several years of management consulting experience from McKinsey & Company.

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#### Hans Vassgård Eid CFO





#### New Board composition from completion of transaction

#### Anders Tuv, Chairman of the Board

Anders Tuv is the Managing Director of Radforsk Invest, a life science investment company with a focus on cutting edge immunotherapies and precision medicines. A seasoned entrepreneur and investment expert in the life sciences, Anders has driven strategic growth and value through operations, management, business development, global licensing, M&A, IPOs, trade sales and research collaborations. Anders is a co-founder of Zelluna and was the company's first Chairperson. His leadership extends to previously chairing the boards of Nykode Therapeutics and Oncoimmunity and currently serving on the boards of ARTBIO AS, Nextera AS, OnDosis AB and ClexBio AS

#### Bent Jakobsen, Board Member

Pioneer in TCR technology. Founded Immunocore in 2008 and served as Chief Scientific Officer and Executive Board Member until 2019. Scientific founder of Adaptimmune and Chief Scientific Officer until 2015. Founded Avidex in 1999 (predecessor company for Adaptimmune and Immunocore) where he served as CSO; Avidex was a spin-out from the University of Oxford to develop novel TCR based drugs. Head of the Immune Receptor Group at the Institute of Molecular Medicine in Oxford from 1993 to July 2000. Previously Senior Research Fellow of the Danish Natural Research Council, Aarhus, Denmark, and post-doctoral researcher in Cambridge. Visiting professor at University of Oxford. Fellow of the Academy of Medical Sciences

#### Eva-Lotta Allan, Board Member

Eva-Lotta has +30 years of cooperate, business development and operational experience from the biotechnology industry. During her five years as Immunocores CBO she raised \$320 million in a series A round and established significant partnerships with top pharmaceutical companies. She was previously at Ablynx, as CBO for seven years participating in taking the company public and completed several strategic partnerships. Before that she was Senior Director Business Development and Site Operations (Europe) at Vertex Pharmaceuticals. Eva-Lotta is currently Non-Executive Chair of Draupnir Bio and Maxion Therapeutics and Non-Executive Director of Almirall (and Chair of the Nomination and Remuneration Committee) and Crescendo Biologics. Previous board appointments include BIA, Aleta Biotherapeutics, Targovax, C4X Discovery, Immunocore, Isconova and Vertex Ltd.

#### Hans Ivar Robinson, Board Member

Hans Ivar Robinson has 30 years professional experience in the pharmaceutical and biotech industry which includes 15 years with foundation, active development and investments in biotech companies. He has held several leading international positions in pharmaceutical and biotech companies such as AstraZeneca and Pfizer, and several board positions in biotech companies. This include leadership of commercial operations, business development and broad experience in foundation and development of biotech companies from discovery to clinical stages. He has extensive experience working with investors and investment banks including capital raising, mergers, and IPOs. Hans Ivar is co-founder of Zelluna and was chairman of Zelluna for 5 years. He is currently executive chairman and co-founder at Nextera, and non-executive director at Accession Therapeutics. Hans Ivar Robinson is the founder and CEO of Birk Venture and holds a M.Sc. from Norwegian School of Economics (NHH).

#### **Charlotte Berg-Svendsen**, Board Member

Charlotte Berg-Svendsen has broad professional experience across the life science industry from start-ups and Big Corporates within the biotech, medtech and pharmaceutical sectors. She has held leading international roles and board positions in life science companies such as Pronova Biopharma ASA, BASF SE and Kappa Biosciences AS, including Chief Legal Officer and VP of Strategic Innovation and IP Management at Pronova and BASF, and Chief Commercial Officer in PreDiagnostics AS. She is currently CEO of Cruda AS and non-executive director at Vitux AS. Charlotte Berg-Svendsen holds a Master of Law (LLM) from the University of Oslo and an MBA from the Norwegian School of Economics (NHH).



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