

# **MINUTES OF ANNUAL GENERAL MEETING 2024**

On Thursday 21 March 2024 at 10:00 AM (CET) the Annual General Meeting of Curasight A/S (the "Company") was held at the office of DLA Piper Denmark, Oslo Plads 2, 2100 Copenhagen OE, Denmark.

The Annual General Meeting was convened with the following agenda:

### **Agenda**

- 1. The Board of Directors' report on the Company's activities in the preceding financial year
- 2. Presentation and approval of the annual report
- 3. Appropriation of profit or covering of loss as recorded in the adopted annual report
- 4. Election of members to the Board of Directors
- 5. Election of auditor
- Proposed resolutions, if any, from the Board of Directors and/or the shareholders of the Company.
  - 6.1 Authorisations to the Board of Directors to increase the Company's share capital
  - 6.2 Authorisation to the chairman of the meeting

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The Chairman of the Board of Directors, Per Falholt, welcomed everyone and declared that the Board of Directors had appointed Rasmus Schou Pedersen, assistant attorney, as Chairman of the Annual General Meeting in accordance with Article 9.1 of the Company's Articles of Association.

The Chairman of the Meeting presented the legal basis for convening the Annual General Meeting set out in the Danish Companies Act and the Company's Articles of Association.

Based on the foregoing, the Chairman of the Meeting stated that the Annual General Meeting had been duly and lawfully convened and that the Annual General Meeting was legally competent to transact the items comprised by the agenda of the Annual General Meeting.



At the Annual General Meeting, a share capital of nominal DKK 520,894 and 10,417,880 votes were represented, constituting approximately 52.37 % of the Company's total share capital of nominal DKK 994,694.55 and the total number of votes of 19,893,891.

The Chairman of the Meeting noted that the following votes had been cast in advance:

• 10,407,479 votes by proxy to the Board of Directors

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- 1. The Board of Directors' report on the Company's activities in the preceding financial year
- 2. Presentation and approval of the annual report
- 3. Appropriation of profit or covering of loss as recorded in the adopted annual report

The Chairman of the Meeting gave the floor to the Chairman of the Board of Directors, Per Falholt, who presented the Board of Directors' report on the Company's activities in 2023, the annual report for 2023 and the proposal on carrying forward the result for 2023 to the next year according to the annual report for 2023.

The Chairman of the Meeting thanked Per Falholt for the presentation and stated, with consent of all votes represented at the general meeting, that the general meeting:

- 1. had taken account of the Board of Directors' report on the Company's activities in 2023;
- 2. had adopted the Annual Report for 2023; and
- 3. had adopted the proposal to carry forward the result for 2023 to the next year according to the adopted annual report for 2023.

### 4. Election of members to the Board of Directors

The Chairman of the Meeting stated that the Board of Directors had proposed re-election of the following as members of the Board of Directors:

- Per Falholt
- Lars Trolle
- Kirsten Aarup Drejer
- Charlotte Vedel
- Andreas Kjær
- Ulrich Krasilnikoff

The Chairman of the Meeting informed the general meeting of the management level positions and competencies held by the candidates.

As there were no additional candidates for the position of members of the Board of Directors, Per Falholt, Lars Trolle, Kirsten Aarup Drejer, Charlotte Vedel, Andreas Kjaer and Ulrich Krasilnikoff were reelected as members of the Board of Directors with consent of all votes represented at the general meeting.



#### 5. Election of auditor

The Chairman of the Meeting presented the Board of Directors' proposal to re-elect PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab, CVR no. 33771231, as auditor of the Company.

As there were no other candidates for the position as auditor of the Company,

PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab was re-elected as the Company's auditor with consent of all votes represented at the general meeting.

# 6. Proposed resolutions, if any, from the Board of Directors and/or the shareholders of the Company.

The Chairman of the Meeting stated that the board of directors had two proposals for the annual general meeting to decide on.

### 6.1 Authorisations to the Board of Directors to increase the Company's share capital

The Chairman of the Meeting introduced the proposal, highlighting its aim to amend and expand the authorizations outlined in the Company's articles of association, allowing for the issuance of shares through both directed issues and offerings with pre-emptive rights for existing shareholders by decision of the Board of Directors for a period of 5 years.

The proposal was unanimously adopted by all votes represented at the general meeting.

Consequently, the Company's Articles of Association will be updated to incorporate the following new sections:

### 5 Bemyndigelser

## **Authorisations**

5.1 Bemyndigelser til forhøjelse af aktiekapitalen

Authorisations to increase of the share capital

5.1.1 Selskabets bestyrelse er bemyndiget til i perioden til og med 21. marts 2028 ad en eller flere gange at forhøje selskabets aktiekapital med op til i alt nominelt kr. 298.408,365 aktier. Kapitalforhøjelser skal ske ved fuld kontant betaling og med fortegningsret for selskabets eksisterende aktionærer til en kurs fastsat af bestyrelsen, der kan være under markedskursen tidspunktet for рå bestyrelsens beslutning.

Until and including 21 March 2028, the board of directors shall be authorised to increase the Company's share capital in one or more issues by up to a total nominal amount of DKK 298,408.365 shares. Capital increases must be paid up in full in cash with pre-emption right for the company's existing shareholders at a price determined by the board of directors, which may be below market price at the time of the decision of the board of directors.



- 5.1.2 Selskabets bestyrelse er bemyndiget til i perioden til og med 21. marts 2028 ad en eller flere gange at forhøje selskabets aktiekapital med op til i alt nominelt kr. 298.408,365 aktier. Kapitalforhøjelser kan ske ved fuld kontant betaling, ved indbetaling af andre værdier end (apportindskud) kontanter konvertering af gæld eller som en kombination heraf. Kapitalforhøjelser skal ske til en kurs, der fastsættes af bestyrelsen, der kan være under markedskursen på tidspunktet for bestyrelsens beslutning, og skal ske uden fortegningsret for selskabets eksisterende aktionærer.
- 5.1.3 Bemyndigelserne i pkt. 5.1.1 og 5.1.2 kan tilsammen ikke overstige nominelt kr. 298.408,365 aktier.
- 5.1.4 For de nye aktier udstedt i henhold til pkt. 5.1.1 og/eller 5.1.2 skal gælde de samme vilkår som for de eksisterende aktier i Selskabet. Aktierne skal udstedes på navn, skal noteres på navn i selskabets skal ejerbog og omsætningspapirer. Aktierne skal være underkastet de samme regler fortegningsret, stemmeret og indløselighed som de eksisterende aktier. De nye aktier skal give aktionæren ret til udbytte og andre rettigheder i Selskabet fra tidspunktet for registrering i Erhvervsstyrelsen.

Until and including 21 March 2028, the board of directors shall be authorised to increase the Company's share capital in one or more issues by up to a total nominal amount of DKK 298,408.365 shares. Capital increases may be carried out by payment in full of cash contribution, in-kind contribution of assets other than cash (contribution in kind) or through conversion of debt or a combination thereof. Capital increases shall be effected at a price to be determined by the board of directors, which may be below market price at the time of the decision of the board of directors, and without pre-emption right for the existing shareholders.

The authorisations set out in articles 5.1.1 and 5.1.2 cannot, in the aggregate, exceed a nominal amount of DKK 298,408.365 shares.

New shares issued in accordance with article 5.1.1 and/or article 5.1.2 shall be subject to the same terms as the existing shares in the Company. The shares shall be issued in the name of the shareholder, recorded in the name of the shareholder in the Company's shareholders' register and shall be negotiable instruments. The shares shall be subject to the same rules on pre-emption rights, voting rights and redeemability as the existing shares. The new shares shall confer on the shareholder a right to receive dividends and other rights and privileges in the Company as from the date of registration with the Danish Business Authority.

(As the Articles of Association are available in a Danish and an English version it should be noted that the Danish version is to prevail in case of any discrepancies between the two versions.)

### 6.2 Authorisation to the chairman of the meeting

The Chairman of the Meeting noted that the Board of Directors had proposed that the Chairman of the Meeting, with full right of substitution, be authorised to apply for registration of the resolutions passed and to make any such amendments thereto as the Danish Business Authority or other authorities may require or request as a condition for registration or approval, as well as to continuously make and apply for registration of linguistic and other non-substantive adjustments to the Company's Articles of Association.

The proposal was unanimously adopted by all votes represented at the general meeting.



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With no further items on the agenda, the Chairman of the Meeting thanked the shareholders for their participation in a well-conducted Annual General Meeting and resigned as Chairman of the Meeting.

Per Falholt thanked the shareholders for their trust and support and the Chairman of the Meeting for presiding over the Annual General Meeting. Per Falholt then declared the Annual General Meeting closed and as such Annual General Meeting was adjourned at 10:30 CET.

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Chairman of the Meeting
Rasmus Schou Pedersen