

The English text is an unofficial translation. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.

Minutes from the annual general meeting in Qlife Holding AB, Reg. No. 559224-8040, on 4 May 2023 at 10.00 a.m. in Helsingborg.

0. Opening of the meeting

The chairman of the board of directors, Mette Gross, opened the meeting.

1. Election of chairman of the meeting

The chairman of the board of directors, Mette Gross, was elected as chairman of the meeting in accordance with the proposal of the Nomination Committee. The chairman of the meeting should keep the minutes.

It was furthermore resolved that guests, primarily shareholders who have their shares trustee registered, shareholders who did not notify the company of their intention to participate in the meeting on time and certain employees, were allowed to attend the meeting as audience.

2. Preparation and approval of the voting register

The register of present shareholders, proxies, assistants and other attendees according to **Schedule 1** was prepared.

The above-mentioned register according to Schedule 1 of present shareholders, proxies, assistants and other attendees was approved as voting register of the meeting.

3. Approval of the agenda

The proposed agenda as set out in the notice to attend the meeting, **Schedule 2**, was presented and approved as the agenda for the meeting.

4. Election of one or two persons to verify the minutes

It was resolved that the minutes shall be verified by one person. Thomas Warthoe was elected as such person to verify the minutes.

5. Determination as to whether the meeting has been duly convened

It was noted that the notice to attend the meeting, in accordance with the articles of association and the provisions of the Swedish Companies Act (*Sw. aktiebolagslagen (2005:551)*), had been inserted in the Swedish Official Gazette (*Sw. Post- och Inrikes Tidningar*) on 6 April 2023, that the notice to attend the meeting had been available at the company's website since 3 April 2023, and that the advert regarding the notice to attend the meeting had been inserted in Svenska Dagbladet on 6 April 2023.

The meeting was declared duly convened.

6. Presentation of the Annual Report and Audit Report and the Consolidated Annual Report and the Consolidated Audit Report

The annual report and the audit report as well as the consolidated annual report and consolidated audit report for the financial year 2022 were presented.

7. Resolution on:

(a) adoption of the profit and loss statement and balance sheet and the consolidated profit and loss statement and the consolidated balance sheet

It was resolved to adopt the income statement and the balance sheet and the consolidated income statement and the consolidated balance sheet as stated in the above-mentioned annual report and consolidated annual report.

(b) distribution of the company's profit according to the adopted balance sheet

It was resolved, in accordance with the proposal from the board of directors as set out in the report from the board of directors in the annual report, that no dividends are paid and that available funds of in total SEK 89,303,548 are carried forward to a new account.

(c) discharge from liability for the board members and the managing director

It was resolved that the members of the board of directors and the CEO should be discharged from liability for the financial year 2022.

It was noted that the members of the board of directors and the CEO did not participate in the resolution regarding their own discharge from liability.

8. Determination of the number of board members, auditors and deputy auditors

The chairman presented the Nomination Committee's work and proposals.

It was resolved in accordance with the proposal from the Nomination Committee that the board of directors shall be composed of five ordinary board members for the period up until the end of the next annual general meeting. It was furthermore resolved in accordance with the proposal from the Nomination Committee that one registered accounting firm without deputy shall be appointed as auditor for the period up until the end of the next annual general meeting.

9. Determination of remuneration for the board of directors and the auditors

It was resolved in accordance with the proposal from the Nomination Committee that board remuneration shall be paid with SEK 200,000 to the chairman of the board of directors and with SEK 100,000 to each of the other board members who are not employed by the company.

It was furthermore resolved in accordance with the proposal from the Nomination Committee that remuneration for the auditor shall be paid in accordance with customary norms and approved invoice.

10. Election of board of directors and auditor

The chairman noted that information on the proposed members of the board of directors and their assignments can be found in the annual report and on the company's website.

It was thereafter resolved in accordance with the proposal from the Nomination Committee to re-elect Thomas Warthoe, Mette-Marie Harild and Mikael Persson as ordinary board members and to elect Lars Staal Wegner and Lars Bangsgaard as new ordinary board members. It was furthermore resolved to elect Lars Bangsgaard as new chairman of the board of directors. It was noted that the present board members and chairman of the board of directors Mette Gross, John Moll and Ulrik Harrysson had declined re-election.

It was finally resolved in accordance with the proposal from the Nomination Committee to re-elect BDO Sweden AB as auditor. BDO Sweden AB has informed that the authorized public accountant Jörgen Lövgren will continue to be appointed as the responsible auditor.

11. Resolution on authorization regarding issues of shares, warrants and/or convertibles

The chairman presented the board of directors' proposal regarding authorization for the board of directors to resolve on issues of shares, warrants and/or convertibles according to **Schedule 3**.

It was thereafter resolved in accordance with the proposal in Schedule 3. It was noted that the decision was unanimous.

12. Resolution on (A) employee option program; and (B) directed issue of warrants and approval of transfer of warrants

The chairman presented the Nomination Committee's proposal regarding resolution on (A) employee option program; and (B) directed issue of warrants and approval of transfer of warrants according to **Schedule 4**.


It was thereafter resolved in accordance with the proposal in Schedule 4. It was noted that the decision was unanimous.

13. Closing of the meeting


The chairman of the meeting declared the meeting closed.

In fidem:

Confirmed by:


Mette Gross (May 5, 2023 14:55 GMT+2)

Mette Gross
(Chairman of the meeting)


Thomas Warthoe (May 5, 2023 15:54 GMT+2)

Thomas Warthoe

Schedule 1

Schedule 2

Schedule 3

Schedule 4









Minutes from annual general meeting 2023

Final Audit Report

2023-05-05

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