

Articles of Association

Articles of Association of AddLife AB (publ)

§ 1

The trade name of the Company is AddLife AB. The company is a public company (publ).

§ 2

The object of the Company's operations is to engage, by itself or through wholly or partly owned subsidiaries, in trading and in production of mainly medical equipment and products, and to conduct other operations compatible therewith.

§ 3

The registered office of the Board of Directors shall be in Stockholm.

§ 4

The company's share capital shall amount to not less than SEK 30,000,000 and not more than SEK 120,000,000.

§ 5

The Company shall have not less than 60,000,000 shares and not more than 240,000,000 shares.

§ 6

The shares may be issued in two classes; designated Class A and Class B. Class A shares may be issued in a number corresponding to a maximum of 100 per cent of Company shares. Class B shares may be issued in a number corresponding to a maximum of 100 per cent of Company shares.

Each Class A share carries ten votes and each Class B share carries one vote at General Meetings.

All shares carry equal entitlement to participation in the Company's assets and profit.

If the Company decides to issue new Class A or B shares through a cash issue or a set-off issue, owners of Class A and Class B shares shall have preferential rights to the subscription of new shares of the same type in relation to the number of shares already held (primary preferential right). Shares not subscribed for on the basis of primary preferential rights shall be offered for subscription to all shareholders (subsidiary preferential right). If the number of shares offered in this manner is insufficient for subscription based on subsidiary preferential rights, the shares shall be distributed in relation to the number of shares already held and, to the extent that this is not possible, by lottery.

If the Company decides that new shares of either Class A or Class B alone shall be issued through a cash issue or a set-off issue, all shareholders, irrespective of whether they own Class A and Class B shares, shall have preferential rights to the subscription of new shares in relation to the number of shares already held.

In the event that the Company issues warrants or convertibles through a cash issue or set-off issue, the shareholders have a preferential right to subscribe for warrants as if the issue was for shares that may come to be subscribed for due to the warrant, or due to the preferential right to subscribe for convertibles, as if the issue were for the shares that the convertibles may be exchanged for.

The aforementioned stipulation shall not constitute any infringement on the possibility to make a decision regarding a cash issue or a set-off issue in which the preferential rights of shareholders are waived.

If the share capital is increased through a stock dividend, new shares of each class shall be issued in relation to the number of shares of the same class already held. In such cases, shares of a specific class carry entitlement to new shares of the same class.

§ 7

At the request of owners of Class A shares, it shall be possible for Class A shares to be converted into Class B shares. A written request regarding conversion shall be submitted to the Company's Board of Directors. The request shall stipulate the number of shares to be converted. The Board of Directors is obliged to address the matter of conversion of Class A into Class B shares within four months of receipt of such a request from an owner of Class A shares.

§ 8

The Board of Directors shall consist of not less than four (4) members and not more than six (6) members.

§ 9

For the purpose of examining the Company's annual report and financial accounts, as well as the management of the Board of Directors and the Managing Director, a registered audit firm is to be elected.

§ 10

The Company's financial year shall be 1 January to 31 December.

§ 11

The Annual General Meeting shall be held not later than during the month of September. The following items of business shall be addressed at the Annual General Meeting:

1. Election of a Chairman of the Meeting.
2. Preparation and approval of the list of shareholders entitled to vote at the Meeting.
3. Approval of the agenda proposed by the Board of Directors.
4. Election of one or two persons to approve the minutes.
5. Determination of whether the Meeting has been duly convened.
6. Presentation of the annual report and the auditors' report and, where applicable, of the consolidated financial accounts and the auditors' report on the consolidated financial accounts.
7. Motions regarding
 - a) adoption of the income statement and the balance sheet and, where applicable, the consolidated income statement and consolidated balance sheet;
 - b) allocation of the Company's profit or loss as shown in the balance sheet adopted by the Meeting;
 - c) discharge of the members of the Board of Directors and of the President from personal liability for the financial year.
8. Determination of the number of Directors.
9. Determination of fees to be paid to the Board of Directors and to the auditor.
10. Election of Directors, and, where applicable, election of auditor.
11. Other business to be addressed by the Meeting in accordance with the Swedish Companies Act and the Articles of Association.

These Articles of Association were adopted at the Annual General Meeting in AddLife AB (publ) held on 7 May 2020.



§ 12

Notice convening General Meetings shall be issued through announcement in the Swedish National Gazette (*Sw. Post- och Inrikes Tidningar*) as well as on the company's website. Announcement to the effect that a notice convening a General Meeting has been issued shall at the same time be made in Svenska Dagbladet.

§ 13

The Board of Directors may solicit proxies at the Company's expense in accordance with the procedure set out in Chapter 7, Section 4, Paragraph 2 in the Swedish Companies Act (2005:551). Shareholders wishing to attend the Meeting must notify the Company of their, as well as a maximum of two assistants, participation no later than the date stated in the notice of the General Meeting. This day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and not occur earlier than the fifth weekday prior to the General Meeting.

§ 14

The Company's shares shall be registered in a central securities depository register pursuant to the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479).
