

ARTICLES OF ASSOCIATION OF SEDANA MEDICAL AB (PUBL)

Reg. no. 556670-2519

Adopted at the annual general meeting held on 19 May 2020

§ 1 Name of the company

The name of the company is Sedana Medical AB (publ).

§ 2 Registered office of the board of directors

The registered office of the company shall be situated in the municipality of Danderyd.

§ 3 Object of the company's activities

The object of the company's activities is to develop, manufacture and market pharmaceuticals and medical- technical products, and other activities compatible therewith.

§ 4 Share capital

The share capital shall be not less than SEK 800,000 and not more than SEK 3,200,000.

§ 5 Number of shares

The number of shares shall be not less than 8,000,000 and not more than 32,000,000.

§ 6 Board of directors

The board of directors shall consist of not less than three (3) and not more than six (6) members. The members are to be elected annually at the annual general meeting until the end of the next annual general meeting.

§ 7 Auditors

The company shall have a minimum of one (1) and a maximum of two (2) auditors, with a maximum of two (2) deputy auditors. A registered accounting firm may also be appointed as auditor.

§ 8 Place of general meetings

Any general meeting in the Company shall be held in Danderyd or Stockholm.

§ 9 Notice of general meeting

Notices of general meetings shall be made by announcement in the Swedish Official Gazette (Sw. Post- och Inrikes Tidningar) and by making the notice available on the company's website. At the same time as notice is given it shall be announced in Dagens industri that a notice has been made.

Shareholders wishing to participate at a general meeting shall notify the company no later than the date specified in the notice of the general meeting. Such date may not be a Sunday, other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and may not occur earlier than the fifth weekday before the general meeting. A shareholder may be accompanied by advisors at a general meeting only if he or she notifies the company of the number of advisors in accordance with the procedure prescribed for in respect of notice of attendance to be made by a shareholder.

§ 10 Annual general meeting

The following matters shall be addressed at the annual general meeting:

1. Election of chairman of the meeting
2. Preparation and approval of the voting register
3. Election of one or two persons to attest the minutes
4. Determination of whether the meeting has been duly convened
5. Approval of the agenda
6. Presentation of the annual report and auditor's report and, where applicable, the consolidated financial statements and the auditor's report on the group
7. Resolutions regarding:
 - (a) adoption of the balance sheet and income statement and, where applicable, the consolidated balance sheet and the consolidated income statement
 - (b) allocation of the company's profit or loss according to the adopted balance sheet
 - (c) discharge from liability for board members and the managing director
8. Determination of fees to be paid to the board of directors and the auditors
9. Determination of the number of board members and, where applicable, deputy members, and the number of auditors and, where applicable, deputy auditors
10. Election of the board of directors and auditors
11. Any other business incumbent on the meeting according to the Swedish Companies Act or the articles of association

§ 11 Financial year

The company's financial year shall be 1 January - 31 December.

§ 12 CSD clause

The shares of the company shall be registered in a CSD register in accordance with the Central Securities Depositories and Financial Instruments Accounts Act (Sw. lagen (1998:1479) om värdepapperscentraler och kontoföring av finansiella instrument).
