

*N.B. The English text is an in-house translation.*

**ARTICLES OF ASSOCIATION**  
for  
**CANTARGIA AB (publ)**  
(Reg. No. 556791-6019)

- 1 § Name**  
The company's name is CANTARGIA AB. The company is a public company (publ).
- 2 § Registered office**  
The registered office of the board of directors shall be in the municipality of Lund, Sweden.
- 3 § Object of the company's business**  
The company shall conduct development and marketing of medical products and rights, own and manage properties and any other activities compatible therewith.
- 4 § Share capital**  
The share capital shall amount to not less than SEK 10,000,000 and not more than SEK 40,000,000.
- 5 § Numbers of shares**  
The company shall have not less than 100,000,000 shares and not more than 400,000,000 shares.
- 6 § Board of directors**  
The board of directors shall consist of not less than three members and not more than eight members.
- 7 § Auditor**  
For the audit of the company's annual report as well as the administration by the board of directors and the managing directors, the company shall appoint one or two auditors with or without deputy auditors or a registered accounting firm.
- 8 § Notice of shareholders' meeting**  
Notice of shareholders' meeting shall always be made through announcement in the Swedish Official Gazette (*Sw. Post- och Inrikes Tidningar*) and on the company's webpage. It shall be announced in Svenska Dagbladet that a notice has been issued. In the event the publication of Svenska Dagbladet would cease, announcement shall instead be made in Dagens Industri.
- 9 § Notice of participation in shareholders' meetings**  
The right to participate in a shareholders' meeting shall be vested in the shareholders that are recorded in the company's share register in such manner as prescribed in chapter 7, section 28, item 3, of the Swedish Companies Act (*Sw. aktiebolagslagen*), and that have given notice to the company of their intention to attend the general meeting no later than

the date stated in the notice of the meeting. The last mentioned day must not be a Sunday, other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and not fall earlier than the fifth weekday prior to the general meeting. If applicable, the number of representatives or assistants shall be provided in the notice of participation.

#### **10 § Annual shareholders' meetings**

Annual shareholders' meetings shall be held each year within six months after the end of the financial year. The following business shall be addressed at annual shareholders' meetings:

1. Election of a chairman of the meeting.
2. Preparation and approval of the voting list.
3. Approval of the agenda.
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, if applicable, the consolidated financial statements and the auditors' report for the group.
7. Resolutions concerning
  - a) adoption of the income statement and the balance sheet and, where applicable, the consolidated income statement and the consolidated balance sheet;
  - b) allocation of the company's profits or losses in accordance with the adopted balance sheet;
  - c) discharge of the members of the board of directors and the managing director from liability.
8. Determination of the number of members of the board of directors and the number of auditors and deputy auditors.
9. Determination of fees to be paid to the board of directors and auditors.
10. Election of the members of the board of directors and auditors or accounting firm and, where applicable, deputy auditors.
11. Other matters, which rest upon the general meeting pursuant to the Swedish Companies Act or the articles of association.

#### **11 § Financial year**

The company's financial year shall be the calendar year.

#### **12 § Record day provision**

The shareholder or trustee which on the record date is registered in the share register and recorded in a record register pursuant to Chapter 4 of the Swedish Financial Instruments Accounts Act (*Sw. lagen (1998:1479) om värdepapperscentraler och kontoföring av finansiella instrument*), or the person who is registered in a record pursuant to chapter 4, section 18, item 6–8 of the abovementioned act, shall be deemed entitled to exercise the rights indicated in chapter 4, section 39 of the Swedish Companies Act.

#### **13 § Collection of powers of attorney and postal voting**

The board of directors may collect powers of attorney in accordance with the procedures described in Chapter 7, Section 4, second paragraph, of the Swedish Companies Act (2005:551).

The board of directors may resolve, prior to a shareholders' meeting, that the shareholders shall be entitled to exercise their voting rights by post prior to the shareholders' meeting.

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