

NB. This document is an English, unofficial translation.

**Minutes of the annual general meeting of
Sedana Medical AB (publ), reg. no.
556670–2519, held on 22 May 2018 at
4.00–5.10 p.m. (CET) at the premises of
Erik Penser Bank at Apelbergsgatan 27
in Stockholm**

1. Opening of the meeting

The meeting was declared open by Thomas Eklund, chairman of the board of directors.

2. Election of the chairman of the meeting

Thomas Eklund was elected chairman of the meeting. It was recorded that Linnea Björkstrand, Setterwalls Advokatbyrå, had been appointed to keep the minutes of the meeting.

3. Preparation and approval of voting list

A list of present shareholders, proxies and assistants was prepared as set forth in the Schedule A. The list was approved as voting list for the meeting.

It was recorded that 4,961,912 out of all 17,280,538 shares and votes in the company, corresponding to 28.714 percent, were represented at the meeting.

4. Election of one or two persons to approve the minutes of the meeting

It was resolved that today's minutes shall be verified by two persons in addition to the chairman, whereupon it was resolved to appoint Gunnar Ek and Per Malmström as such persons.

5. Determination of whether the meeting has been duly convened

It was recorded that notice of the meeting had, in accordance with the provisions of the articles of association and the Swedish Companies Act, been published on the company's website on 9 April 2018 and in the Official Swedish Gazette (Sw. *Post- och Inrikes Tidningar*) as well as announced in Dagens Industri on 12 April 2018. The meeting was therefore declared duly convened.

6. Approval of the agenda

The meeting approved the proposed agenda placed before it.

7. Presentation of the annual report and the auditor's report on the annual report and the consolidated annual report and the auditor's report on the consolidated annual report

The auditor's report was presented by the company's auditor Christina Kallin Sharpe.

The annual report and the auditor's report as well as the consolidated financial statements and the auditor's report on the consolidated financial statements for the previous financial year (2017) were presented.

8. Presentation by the managing director

A presentation was held by the company's managing director Christer Ahlberg and questions from the shareholders were addressed.

9. Resolution regarding adoption of the income statement and balance sheet and the consolidated income statement and consolidated balance sheet

The meeting resolved to adopt the profit and loss statement and balance sheet as well as the consolidated profit and loss statement and consolidated balance sheet included in the annual report.

10. Resolution regarding allocation of the company's result according to the adopted balance sheet

The meeting resolved that the company's accumulated profits should be carried forward in new account and that no dividend was to be paid for the previous financial year.

11. Resolution regarding discharge from liability for the members of the board of directors and the managing director

The meeting resolved to discharge the board members and the managing director from liability for the previous financial year.

It was recorded that board members and the managing director who are also shareholders in the company did not participate in the resolution in relation to themselves and that no one voted against the resolution.

It was recorded that the resolution was unanimous.

12. Determination of the fees payable to the members of the board of directors and the auditors

The general meeting resolved that fees payable to the board of directors for the period until the end of the next annual general meeting shall amount to SEK 525,000 in total of which SEK 225,000 to the chairman, SEK 50,000 to each of suggested board members Sten Gibeck, Bengt Julander, Ola Magnusson and Michael Ryan and SEK 100,000 to the suggested board member Eva Walde.

The meeting resolved that the company's auditor is to be paid in accordance with approved invoices.

13. Determination of the number of members and deputy members, as applicable, of the board of directors as well as number of auditors and deputy auditors, as applicable

The meeting resolved that the board of directors shall consist of six ordinary members without deputy members until the end of the next annual general meeting. Furthermore, it was resolved that one auditor and one deputy auditor should be elected.

14. Election of board of members and auditor and deputies, as applicable

The meeting resolved to re-elect Thomas Eklund, Sten Gibeck, Bengt Julander, Ola Magnusson and Michael Ryan and to newly-elect Eva Walde as ordinary board members until the end of the next annual general meeting. The meeting also resolved to re-elect Thomas Eklund as chairman of the board of directors until the end of the next annual general meeting.

The meeting resolved to re-elect Christina Kallin Sharpe as auditor of the company for the period until the end of the next annual general meeting and it was resolved to newly-elect Caroline Anna Ljungberg as deputy auditor.

15. Resolution on principles for the appointment of the nomination committee and instructions for the nomination committee

The nomination committee's proposed resolution regarding principles for the appointment of the nomination committee and instructions for the nomination committee was presented, Schedule 1.

The meeting resolved to adopt principles for the appointment of the nomination committee and instructions for the nomination committee in accordance with the nomination committee's proposal.

16. Resolution on authorization for the board to resolve on new issues

The board of directors' resolution proposal on authorization for the board to resolve on new issue of shares was presented, Schedule 2.

The meeting resolved to resolve upon on authorization for the board to resolve on new issue of shares in accordance with the board of directors' proposal.

It was further recorded that the board of directors undertake to, should the board of directors resolve on a new share issue with deviation from the shareholders' preferential rights, only use such authorization to resolve on new issues on market terms.

17. Closing of the meeting

The meeting was declared closed.

Resolution on principles for the appointment of and instructions regarding a nomination committee (item 15)

The nomination committee proposes that the annual general meeting resolves on the adoption of principles for the appointment of and instructions regarding the nomination committee as set forth below.

Principles for adoption

The nomination committee shall – no later than at the end of the third quarter of Sedana Medical's financial year each year – see to that the three largest shareholders or shareholder groups are offered to each appoint a member. The recording shall be based on the shareholders' registry (including shareholder groups) as of the last banking day in September or other records that shareholders or shareholder groups presents as basis for their shareholding at such date. Should any of the entitled shareholders waive their right to appoint a member to the nomination committee, the next shareholder or shareholders seen to size of ownership should be offered to appoint a member. However, no more than five additional shareholders need be contacted, unless the chairman of the board finds that there are special reasons for doing so. When a shareholder is contacted with a request to appoint a representative of the nomination committee, the chairman of the board shall set out the requisite rules of procedure, such as the last date of response, etc.

The nomination committee shall consist of at least three members, including the chairman of the board of directors who is a member of the nomination committee and summons the first meeting of the nomination committee.

The composition of the nomination committee shall be made public as soon as they have been appointed. The chairman of the nomination committee shall, unless the members agree otherwise, be the member appointed by the largest shareholder by votes. The chairman of the board of directors or another board member shall however not be the chairman of the nomination committee. The nomination committee shall keep their mandate until a new nomination committee has been appointed. No remuneration shall be paid to the members of the nomination committee.

A member of the nomination committee shall resign if the shareholder who has appointed the member has substantially decreased its shareholding since the member was appointed. If the nomination committee thereafter consist of less than three members, the chairman of the board of directors shall aim to have a new member appointed in accordance with the principles set out above. Unless there are special circumstances, however, no changes shall be made to the composition of the nomination committee if only minor changes in voting size has occurred or if the change occurs later than two months prior to the annual general meeting.

A shareholder who has appointed a member of the nomination committee shall have the right to discharge such member and appoint a new member of the nomination committee.

Tasks of the nomination committee

The nomination committee shall prepare and present resolution proposals to the annual general meeting regarding:

- Election of chairman of the meeting;
- Election of the chairman of the board of directors and other board members;
- Election of auditor and, as applicable, deputy auditor;
- Proposal regarding remuneration to the chairman of the board of directors, board members, auditor and, as applicable, committee work;
- Principles for the appointment of the nomination committee.

The chairman of the board of directors shall in a suitable manner communicate information about the competence profile and work models of the board of directors.

Meetings

The nomination committee shall hold meetings when required in order to fulfil its tasks, but no less than twice annually. Summons of a meeting is issued by the chairman of the nomination committee (except for the first meeting which is summoned by the chairman of the board of directors). A member may request that the nomination committee shall be summoned.

The nomination committee is quorate if at least half its members are present. A resolution may however not be made unless, as far as possible, all members have been given the opportunity to participate in the preparations of the matter in question. As resolution of the nomination committee, the opinion that is supported by more than half of participating members or, in case of a tie, by the chairman of the nomination committee, shall apply.

A presentation for the work of the nomination committee in the form of resolution proposals and motivated statement shall be published on the company's website well in advance of the annual general meeting.

Changes of these instructions

The nomination committee shall continually evaluate these instructions and the work of the nomination committee and, if deemed suitable by the nomination committee, propose changes of these instructions to the annual general meeting.

Resolution regarding authorization for the board of directors to issue new shares (item 16)

The board of directors proposes that the annual general meeting resolves on an authorization for the board of directors to, on one or more occasions prior to the next annual general meeting, resolve upon issuance of new shares which in total does not exceed 15 percent of the total number of outstanding shares after exercise of the authorization. Payment may be made in kind, through set-off of claims or otherwise be conditional as set out in Chapter 13 Section 5, first paragraph, item 6 of the Swedish Companies Act (Sw. *aktieföretagslagen*). The rationale behind the authorization is to provide the board with flexibility in their work with reassuring that the company is provided with capital for financing of the operations, company or product acquisitions and to enable a broadening of the company's shareholder base.