

Articles of association for Invent Medic Sweden AB

Org. nr. 556682-1046

§1 Company name

The name of the company is Invent Medic Sweden AB. The company is a Swedish public company (publ).

§2 Registered office

The registered office of the company shall be in Lund, Skåne County.

§3 Business activities

The company shall conduct research, development and sales of medical technology products and related activities.

§4 Share capital

The share capital shall be a minimum of SEK 500,000 and a maximum of SEK 2,000,000.

§5 Number of shares

The number of shares shall be a minimum of 5,000,000 and a maximum of 20,000,000.

§6 Board of Directors

The Board of Directors shall consist of a minimum of four and a maximum of eight Directors, with a minimum of zero and a maximum of five deputy members.

§7 Auditor

One to two auditors, with a maximum of two alternate auditors shall be appointed to audit the company's annual accounts and the administration of the Board of Directors and, where applicable, the CEO.

§8 Notice of General Meetings

Notice of the Annual General Meeting shall always be published in the Swedish Official Gazette as well as on the company's website. The publication of the notice shall be advertised in Svenska Dagbladet. Should the publication of Svenska Dagbladet cease, advertising shall instead be done in Dagens Industri.

§9 Notification to General Meetings Shareholders registered in the share register in the manner prescribed in chapter 7, section 28, paragraph 3 of the Swedish Companies Act and who registered with the company no later than the date stated in the notice of the meeting has a right to attend general meetings. This day must not be Sunday, any other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and must not be more than the fifth weekday prior to the meeting. If a shareholder wishes to be joined by counsel, the number of counsels must be stated in the notice.

§10 Annual General Meeting

The Annual General Meeting shall be held annually, no later than six (6) months after the end of the financial year. The agenda shall always contain the following items:

1. Election of Chairman of the General Meeting.
2. Establishment and approval of the voting list.
3. Election of one or two attending shareholders to verify the minutes.
4. Verification of whether the Meeting has been properly convened.
5. Approval of the agenda.
6. Presentation of the annual accounts and the auditor's report, and, if applicable, the consolidated statements and the Group audit report.
7. Decision a) on the adoption of the income statement and balance sheet, and if applicable, the consolidated income statement and consolidated balance sheet; b) on the appropriation of the company's profit or loss in accordance with the adopted balance sheet; c) on the discharge from liability for the Directors of the Board and the CEO.
8. Determination of the number of board members, deputies and the number of auditors and deputy auditors,
9. Determination of Directors' fees and audit fee,
10. Election of the Board of Directors and, if applicable, deputies as well as auditor and/or registered public accounting firm and, if applicable, deputy auditor.
11. Any other business resting upon the General Meeting in accordance with the Swedish Companies Act or the company's Articles of Association.

§11 Financial year

The company's financial year shall be 1/1 -31/12.

§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 (2005:551).