

**GENERALFORSAMLINGSPROTOKOLLAT**  
CS MEDICA A/S

**MINUTES OF GENERAL MEETING**  
CS MEDICA A/S



## GENERALFORSAMLINGS PROTOKOLLAT

EKSTRAORDINÆR GENERALFORSAMLING

28. JUNI 2024

CS MEDICA A/S

(CVR-NR.: 33 87 16 43)

Dags dato afholdtes ekstraordinær generalforsamling i CS MEDICA A/S på selskabets adresse, Indiakaj 10,2, 2100 København Ø.

Bestyrelsen foreslog Flemming Heegaard som dirigent. Forslaget blev godkendt. Dirigenten konkluderede, at den ekstraordinære generalforsamling var indvarslet i overensstemmelse med vedtægternes pkt. 5.1 og 5.2. Dirigenten konstaterede, at antallet af stemmeberettigede aktier var 8.842.160. Det samlede antal aktier i selskabet udgør 12.322.635.

Dagsordenen var følgende:

1. **Bemyndigelse til børsnotering** - Bemyndigelse til selskabets bestyrelse til at notere selskabet på en notere CS MEDICA aktien på den tyske børs.
2. **Datterselskab IPO** - Forslag om notering af selskabets datterselskab, CANNORDIC A/S, på den tyske børs via en børsintroduktion (IPO) til en værdiansættelse på DKK 223,5 mio. (€ 30 mio.). Sideløbende forslag om at forhøje antallet af aktier i CANNORDIC A/S fra de nuværende 500 stk aktier af DKK 1.000 til 5.000.000 af DKK 0,1, med samme stemme værdi.

### Ad 1 - Bemyndigelse til børsnotering - Bemyndigelse til selskabets bestyrelse til at notere CS MEDICA aktien på den tyske børs.

Den ekstraordinære generalforsamling vedtog i overensstemmelse med bestyrelsens forslag at bemyndige selskabets bestyrelse til at notere selskabet på en af de multilaterale handelsfaciliteter (MTF) i Tyskland.

**Ad 2 - Datterselskab IPO - Forslag om notering af selskabets datterselskab, CANNORDIC A/S, på den tyske børs via en børsintroduktion (IPO) til en værdiansættelse på DKK 223,5 mio. (€ 30 mio.). Sideløbende forslag om at forhøje antallet af aktier i CANNORDIC A/S fra de nuværende 500 stk aktier af DKK 1.000 til 5.000.000 af DKK 0,1, med samme stemme værdi.**

## MINUTES OF GENERAL MEETING

EXTRAORDINARY GENERAL MEETING

28. JUNE 2024

CS MEDICA A/S

(CVR-NR.: 33 87 16 43)

Today an extraordinary general meeting in CS MEDICA A/S at the company's address, Indiakaj 10,2, 2100 Copenhagen Ø.

The board proposed Flemming Heegaard as chairman of the meeting. The proposal was accepted. The chairman concluded that the Extraordinary General Meeting (EGM) was announced in accordance with the Articles of Association section 5.1 and 5.2. The chairman ascertained that the number of voting shares was 8.842.160 The total number of shares of the company amounts to 12.322.635.

The agenda was as follows:

1. **Authorization for Listing** - Authorization for the company's board of directors to list the company on the German Stock Exchange.
2. **Subsidiary IPO** - Proposal to launch the company's subsidiary, CANNORDIC A/S, on the German Stock Exchange via an initial public offering (IPO) at a valuation of DKK 223.5 million (€30 million). Concurrent proposal to increase the number of shares of CANNORDIC A/S from the current 500 units of DKK 1.000 to 5.000.000 of DKK 0.1, with same voting rights.

### Re 1 - Authorization for Listing - Authorization for the company's board of directors to list the company on the German Stock Exchange.

The Extraordinary General Meeting (EGM) resolved in accordance with the Board of Directors' proposal to authorize the company's board of directors to list the company on one of the multilateral trading facilities (MTF) in Germany..

**Re 2 - Subsidiary IPO -Proposal to launch the company's subsidiary, CANNORDIC A/S, on the German Stock Exchange via an initial public offering (IPO) at a valuation of DKK 223.5 million (€30 million). Concurrent proposal to increase the number of shares of CANNORDIC A/S from the current 500 units of shares of DKK 1.000 to 5.000.000 of DKK 0,1, with same voting rights.**

Den ekstraordinære generalforsamling besluttede i overensstemmelse med bestyrelsens forslag at godkende noteringen af selskabets datterselskab, CANNORDIC A/S, på en de multilaterale handelsfaciliteter (MTF) i Tyskland via børsnotering (IPO) til en værdiansættelse på DKK 223,5 mio. (30 mio. €). Samtidig godkendte generalforsamlingen forslaget om at forhøje antallet af aktier i CANNORDIC A/S fra de nuværende 500 stk. aktier à nominelt DKK 1.000 til 5.000.000 stk. aktier à nominelt DKK 0,10 med samme stemmerettigheder..

Dirigenten bemyndiges til, at ændre de punkter i referatet, som er påkrævet for at sikre registrering i Erhvervs & Selskabsstyrelsen.

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Generalforsamlingen hævet.

Som vedtaget på den ekstraordinære generalforsamling den 28 Juni 2024.

Som dirigent/As Chairman:



Flemming Heegaard

For aktionærer/ For shareholders:



Gitte Lund Henriksen

The EGM resolved, in accordance with the Board of Directors' proposal, to approve the listing of the company's subsidiary, CANNORDIC A/S, on one of the multilateral trading facilities (MTF) in Germany via an initial public offering (IPO) at a valuation of DKK 223.5 million (€30 million). Concurrently, the EGM approved the proposal to increase the number of shares of CANNORDIC A/S from the current 500 shares with a nominal value of DKK 1,000 each to 5,000,000 shares with a nominal value of DKK 0.10 each, maintaining the same voting rights.

The chairman of the meeting is authorized to change the points in the minutes which are required to ensure registration with the Danish Business and Companies Agency.

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The general meeting adjourned.

Approved at the extraordinary general meeting held on 28 June 2024.



Lone Henriksen

# Verification

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## Document

**2024 06 28 Minutes EGM CS**

Main document

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*Frederik Westin (FW)*

*Finalised on 2024-07-01 09:57:06 CEST (+0200)*

## Initiator

**Frederik Westin (FW)**

CANNORDIC

*frederik@cannordic.com*

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## Signatories

**Flemming Heegaard (FH)**

*fh@advokaten.net*



*Signed 2024-06-28 14:13:50 CEST (+0200)*

**Gitte Lund Henriksen (GLH)**

*glh@cs-medica.com*



*Signed 2024-06-28 14:35:40 CEST (+0200)*

**Lone Henriksen (LH)**

*lh@cannordic.com*



*Signed 2024-07-01 09:57:06 CEST (+0200)*

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