

# NOTICE OF EXTRAORDINARY GENERAL MEETING

The Board of Directors is pleased to invite shareholders of Curasight A/S (“Curasight” or the “Company”) to an Extraordinary General Meeting on

**Tuesday 2 July 2024 at 10:00 AM (CET) at the office of DLA Piper Denmark, Oslo Plads 2, 2100 Copenhagen OE, Denmark.**

## Agenda

1. Proposals from the Board of Directors
  - 1.1 Authorisation to the Board of Directors to issue warrants with pre-emption rights
  - 1.2 Authorisation to the Board of Directors to issue warrants without pre-emption rights
  - 1.3 Authorisation to the chairman of the meeting

## Complete proposals

### 1. Proposals from the Board of Directors

The Board of Directors recommends that the general meeting consider the following proposals from the Board of Directors.

The Board of Directors proposes that the Board of Directors be authorized to issue warrants. The intention is for the Board of Directors to be able to issue warrants with pre-emptive rights for existing investors as well as warrants without pre-emptive rights for existing investors, depending on what fits with market conditions. The reason for issuing warrants without pre-emptive rights for existing investors can, for example, be to meet potential investors' desire to invest in the Company.

Issuing warrants to the Company's existing shareholders can be motivated by providing investors with opportunities to subscribe to warrants that can later be converted into shares in the Company at the specified exercise price that may be favourable in the future.

## 1.1 Authorisation to the Board of Directors to issue warrants with pre-emption rights

The Board of Directors proposes a new authorization for the Board of Directors to issue warrants with pre-emption rights for the Company's existing shareholders and to effect the related capital increase by up to nominally DKK 200,000 for a period of 5 years from the date of the Extraordinary General Meeting under section 155 of the Danish Companies Act. This new authorisation will be included in a new article 5.2.3 of the Company's articles of association and worded as follows:

5.2.3 Selskabets bestyrelse er bemyndiget til ad én eller flere gange i henhold til selskabslovens § 155, jf. § 169, at udstede op til 4.000.000 warrants i Selskabet med ret til tegning af op til i alt nominelt 200.000 kr. kapitalandele i Selskabet med fortegningsret for de eksisterende kapitalejere til en kurs og fordeling, som fastlægges af bestyrelsen. Kursen kan være under markedskursen på tidspunktet for bestyrelsens beslutning.

Samtidig er bestyrelsen bemyndiget til at foretage den dertil hørende forhøjelse af Selskabets aktiekapital ad en eller flere omgange med op til nominelt 200.000 kr. eller et andet beløb som følge af eventuel regulering af antallet af udstedte warrants, antallet af kapitalandele, som de udstedte warrants giver ret til at tegne, og/eller tegningskursen i henhold til de til enhver tid gældende vilkår for de udstedte warrants.

Bemyndigelsen løber frem til 2. juli 2029. Aktier udstedt i henhold til bemyndigelsen i dette pkt. 5.2.3 skal indbetales fuldt ud ved gældskonvertering eller kontant indskud, være omsætningspapirer, skal lyde på navn og noteres på navn i Selskabets ejerbog. Der gælder samme indskrænkninger i aktiernes omsættelighed, som gælder for de eksisterende aktier, og ingen aktionær er forpligtet til at lade aktier indløse helt eller delvist.

Bestyrelsen er bemyndiget til at genanvende eller genudstede eventuelle bortfaldne ikke-

The Company's board of directors is authorised, pursuant to s. 155 of the Danish Companies Act, cf. s. 169 thereof, in one or several instances, to issue up to a total of 4,000,000 warrants in the Company, which will entitle their holder(s) to subscribe for up to a total of nominally DKK 200,000 shares in the Company with pre-emption rights for the existing shareholders at a subscription price and allocation determined by the board of directors. The subscription price may be below the market price at the time of the decision of the board of directors.

The Company's board of directors is also authorised to carry out any related share capital increases, in one or several instances, up to a total of nominally DKK 200,000 or such other amount as required following an adjustment of the number of warrants, the numbers of shares that issued warrants entitle the holder(s) to subscribe and/or the exercise price in accordance with the terms governing the issued warrants.

The authorization is valid until 2 July 2029. Shares issued pursuant to the authorization in this clause 5.2.3 must be paid up in full by conversion of debt or by cash payment, be negotiable instruments, be registered by name and be registered by the name of shareholders in the Company's shareholders' register. The same restrictions on transferability as those applying to the existing shares apply and no shareholder shall be obligated to have the shares redeemed partly or in full.

The board of directors is authorized to reuse or reissue any lapsed, non-exercised

udnyttede warrants, forudsat at genanvendelsen eller genudstedelsen finder sted inden for de vilkår og tidsmæssige begrænsninger, der fremgår af bemyndigelsen.

warrants, provided that such reuse or reissuance observes the terms and the expiration date set out in this authorization.

## 1.2 Authorisation to the Board of Directors to issue warrants without pre-emption rights

The Board of Directors proposes a new authorization for the Board of Directors to issue warrants without pre-emption rights for the Company's existing shareholders and to effect the related capital increase by up to nominally DKK 200,000 for a period of 5 years from the date of the Extraordinary General Meeting under section 155 of the Danish Companies Act. This new authorisation will be included in a new article 5.2.4 of the Company's articles of association and worded as follows:

5.2.4 Selskabets bestyrelse er bemyndiget til ad én eller flere gange i henhold til selskabslovens § 155, jf. § 169, at udstede op til 4.000.000 warrants i Selskabet med ret til tegning af op til i alt nominelt 200.000 kr. kapitalandele i Selskabet uden fortegningsret for de eksisterende kapitalejere i Selskabet til en kurs og fordeling, som fastlægges af bestyrelsen. Kursen kan være under markedskursen på tidspunktet for bestyrelsens beslutning.

Samtidig er bestyrelsen bemyndiget til at foretage den dertil hørende forhøjelse af Selskabets aktiekapital ad en eller flere omgange med op til nominelt 200.000 kr. eller et andet beløb som følge af eventuel regulering af antallet af udstedte warrants, antallet af kapitalandele, som de udstedte warrants giver ret til at tegne, og/eller tegningskursen i henhold til de til enhver tid gældende vilkår for de udstedte warrants.

Bemyndigelsen løber frem til 2. juli 2029. Aktier udstedt i henhold til bemyndigelsen i dette pkt. 5.2.4 skal indbetales fuldt ud ved gældskonvertering eller kontant indskud, være omsætningspapirer, skal lyde på navn og noteres på navn i Selskabets ejerbog. Der

The Company's board of directors is authorised, pursuant to s. 155 of the Danish Companies Act, cf. s. 169 thereof, in one or several instances, to issue up to a total of 4,000,000 warrants in the Company, which will entitle their holder(s) to subscribe for up to a total of nominally DKK 200,000 shares in the Company without pre-emption rights for the existing shareholders at a subscription price and allocation determined by the board of directors. The subscription price may be below the market price at the time of the decision of the board of directors.

The Company's board of directors is also authorised to carry out any related share capital increases, in one or several instances, up to a total of nominally DKK 200,000 or such other amount as required following an adjustment of the number of warrants, the numbers of shares that issued warrants entitle the holder(s) to subscribe and/or the exercise price in accordance with the terms governing the issued warrants.

The authorization is valid until 2 July 2029. Shares issued pursuant to the authorization in this clause 5.2.4 must be paid up in full by conversion of debt or by cash payment, be negotiable instruments, be registered by name and be registered by the name of

gælder samme indskrænkninger i aktiernes omsættelighed, som gælder for de eksisterende aktier, og ingen aktionær er forpligtet til at lade aktier indløse helt eller delvist.

Bestyrelsen er bemyndiget til at genanvende eller genudstede eventuelle bortfaldne ikke-udnyttede warrants, forudsat at genanvendelsen eller genudstedelsen finder sted inden for de vilkår og tidsmæssige begrænsninger, der fremgår af bemyndigelsen.

shareholders in the Company's shareholders' register. The same restrictions on transferability as those applying to the existing shares apply and no shareholder shall be obligated to have the shares redeemed partly or in full.

The board of directors is authorized to reuse or reissue any lapsed, non-exercised warrants, provided that such reuse or reissuance observes the terms and the expiration date set out in this authorization.

### 1.3 Authorisation to the chairman of the meeting

The Board of Directors proposes that the chairman of the meeting, with full right of substitution, be authorised to apply for registration of the resolutions passed and to make any such amendments thereto as the Danish Business Authority or other authorities may require or request as a condition for registration or approval, as well as to continuously make and apply for registration of linguistic and other non-substantive adjustments to the Company's Articles of Association.

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### Majority requirements

Item 1.1 requires a qualified majority of votes, in accordance with section 106 of the Danish Companies Act.

Item 1.2 requires nine-tenths of the votes cast and of the share capital represented at the general meeting, according to section 107(2) of the Danish Companies Act, assuming that the new authorization in the proposed article 5.2.4 of the Company's articles of association may be utilized to issue new shares without pre-emption rights for existing shareholders at a price below market value. If item 1.2 is not adopted by at least nine-tenths of the votes cast and of the share capital represented at the general meeting, but is adopted with two-thirds of the votes cast and of the share capital represented at the general meeting, as per section 106(1) of the Danish Companies Act, the authorization in the proposed article 5.2.4 of the Company's articles of association will be limited to issuing shares without pre-emption rights for existing shareholders only at market price.

Item 1.3 of the agenda requires a simple majority of votes for adoption of the proposal, as per section 105 of the Danish Companies Act.

## Share capital and voting rights

On the date of this notice, the nominal share capital of Curasight is DKK 994,694.55 divided into shares of a nominal value of DKK 0.05 each. Each share of nominally DKK 0.05 carries one vote at the general meeting (19,893,891 votes in total).

## Participation and voting rights

All shareholders holding shares in the Company on the date of registration have a right to attend and vote at the Extraordinary General Meeting. The date of registration is **Tuesday 25 June 2024**.

The number of shares held by each shareholder at the date of registration is based on information recorded in the Company's shareholders' register at the expiry of the registration date as well as any notification received by the Company for registration but not yet entered in the shareholders' register at the expiry of the registration date.

## Registration and notice of attendance

A shareholder wishing to attend the Extraordinary General Meeting is requested to notify the Company of the shareholder's attendance no later than on Friday 28 June 2024 at 23.59 (CET). Attendance can be notified by completing, signing, and returning a dated registration form (*notification of attendance*) by email to [uk@curasight.com](mailto:uk@curasight.com). Registration forms can be found at [www.curasight.com/investor/general-meetings](http://www.curasight.com/investor/general-meetings).

A shareholder or its proxy holder wishing to register an advisor for attending the Extraordinary General Meeting must state the name and email address of the advisor, when submitting the notification of attendance.

## Proxy

Shareholders may attend the Extraordinary General Meeting by proxy to the Board of Directors or a third party. Proxies can be granted by completing, signing, and returning a dated proxy form. Proxy forms can be found at [www.curasight.com/investor/general-meetings](http://www.curasight.com/investor/general-meetings).

Proxies must be received by the Company no later than Friday 28 June 2024 at 23.59 (CET) as a scanned copy by email to [uk@curasight.com](mailto:uk@curasight.com).

Proxies can be revoked by the shareholder at any time. Revocation must be in writing by e-mail to [uk@curasight.com](mailto:uk@curasight.com) and include proper identification of the shareholder revoking the proxy.

## Postal vote

Shareholders may vote by post with respect to the agenda items of the Extraordinary General Meeting. Postal votes can be submitted by completing, signing, and returning a dated postal vote form. Postal vote forms can be found at [www.curasight.com/investor/general-meetings](http://www.curasight.com/investor/general-meetings).

Postal votes must be received by the Company no later than Monday 1 July 2024 at 9.00 AM (CET) as scanned copy by email to [uk@curasight.com](mailto:uk@curasight.com).

Postal votes cannot be revoked.

### Information at the Company's website

Further information on the Extraordinary General Meeting and the following information and documents will be available at the Company's website [www.curasight.com/investor/general-meetings](http://www.curasight.com/investor/general-meetings) until and including the date of the Extraordinary General Meeting:

1. The notice convening the Extraordinary General Meeting, including the agenda and complete proposals
2. The total number of shares and voting rights as of the date of this notice
3. The annual report for 2023
4. Proxy/postal voting forms applicable to the Extraordinary General Meeting

### Questions from shareholders

Any shareholder can ask questions to the Board of Directors and the Executive Management about the Company in general or the agenda items prior to the Extraordinary General Meeting. Such questions can be submitted by email to [uk@curasight.com](mailto:uk@curasight.com).

Moreover, shareholders can ask questions at the Extraordinary General Meeting. If a question cannot be answered at the Extraordinary General Meeting, the answer will be published on the Company's website, [www.curasight.com](http://www.curasight.com), no later than two weeks after the Extraordinary General Meeting.

### Personal data

Prompted by requirements set out in the Danish Companies Act, the Company processes personal information about its shareholders as part of the administration of the company's register of shareholders and other communications. The following information is processed: Name, address, contact information, VP account number, shareholding and participation in events.

### Language

The Extraordinary General Meeting will be conducted in Danish and all representatives of the Company and the chairman of the Extraordinary General Meeting will make their presentations and answer questions in Danish.

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The Board of Directors

17 June 2024