

Bulletin from the Extraordinary General Meeting of RESPINOR AB (publ)

The following resolutions were passed at the Extraordinary General Meeting (the “EGM”) of RESPINOR AB (publ) (the “Company”) on 14 July 2023 in Stockholm.

Board of Directors

The EGM resolved to elect Anders Wold as a new member of the Company’s Board to serve together with the Board members elected at the Annual General Meeting 2023. Anders Wold was also elected as the new Chairman of the Board.

The EGM further resolved not to adjust the remuneration to the Board resolved at the Annual General Meeting 2023 meaning that remuneration shall be paid to each Board member/Chairman of the Board in proportion to their respective individual length of service until the next Annual General Meeting in 2024.

Resolution on the approval of a bonus to Anders Wold

The EGM resolved that Anders Wold shall be entitled to a bonus from the Company, equivalent to two percent of the purchase price in the event of an industrial sale of the Company within five (5) years from 14 June 2023. The term “industrial sale” refers to all types of transfers of all, or a majority part, of the shares in the Company or transfers of all or essential parts of the assets and liabilities of the Company, to a third party who is not a related company to the Company or who is not a current owner of the Company.

Resolution on a directed issue of warrants and approval of transfer/disposition of the warrants to members of the Board and third parties

The EGM resolved on a directed issue of a maximum of 1,389,274 warrants to the Company to be transferred free of charge to the members of the Board and third parties. Each warrant shall entitle the holder to subscribe for one share in the Company from the date of the registration of the warrant issue with the Swedish Companies Registration Office (Sw. Bolagsverket) up until 14 July 2033, at a subscription price per share of SEK 2.5.

Resolution on adoption of an incentive program for the Company’s CEO and approval of the transfer/disposition of warrants to the CEO and third parties

The EGM resolved to adopt a new stock option program for the Company’s CEO Trude Tingvoll consisting of a maximum of 100,000 stock options to be offered free of charge to Trude Tingvoll. Each stock option in the program shall entitle Trude Tingvoll to subscribe for one share in the Company at a price of SEK 2.5 per share, during a period of five (5) years from the date when the stock options are allotted to Trude Tingvoll. The EGM further resolved to issue warrants for delivery of shares or warrants to Trude Tingvoll and third parties as part of the stock option program.

Resolution on amendment to the terms and conditions for warrants and stock options in the Company

The EGM resolved to amend the terms and conditions for the Company’s warrants of series TO1 as well as warrants of series 2022/2025, by changing the price for subscription of one share in the Company through the exercise of the warrants from SEK 3 to SEK 2.5. No other terms and conditions for the warrants were changed.

The EGM also resolved to amend the terms and conditions for the Company’s employee stock options 2022/2027:1 as well as 2022/2027:2, by changing the price for subscription of one share in the Company through the exercise of the employee stock options from SEK 3, NOK 3 and NOK 4.5 respectively to SEK 2.5. No other terms and conditions for the employee stock options were changed.

The amended terms for the warrants and the stock options are deemed to be beneficial to the holders of the warrants and the stock options and are not considered to be disadvantageous to the shareholders.

Resolution on a directed issue of shares to lenders in the Company

The EGM resolved on a directed issue of a maximum of 2,476,931 shares to repay the lenders who in July 2022 entered into a convertible loan agreement with the Company. The reason for the deviation from the shareholders’ pre-emption rights is to fulfill the terms of the convertible loan agreement.

For further information, please contact:

RESPINOR AB (publ)

Trude Tingvoll, CEO

Tel: (+47) 474 53 313

E-mail: t.tingvoll@respinor.com