

## MINUTES FROM GENERAL MEETING

### SOFTOX SOLUTIONS AS

(enterprise No. 998 516 390)

On 24 June 2026, at 10 am, the Annual General Meeting was held in SoftOx Solutions AS (the "company"). The meeting was held as an electronic meeting.

Registration of attending shareholders and proxies is set out in Appendix 1. Pursuant thereto, 979 622 577 shares were represented at the meeting, equivalent to approx 37,7 % of the total number of outstanding shares.

The following items were on the agenda:

#### **Item 1 - Election of Chairman of the Annual General Meeting and Co-signatory to the Minutes**

The general meeting made the following unanimous resolution:

*"The general meeting elects Chairman of the Board, Ulrik Spork, to chair the meeting. The Company's CFO, Ingrid Juven, is elected to co-sign the minutes together with the chair of the meeting."*

#### **Item 2 - Approval of Notice and Agenda**

The general meeting made the following unanimous resolution:

*"The notice and the agenda are approved."*

#### **Item 3 - Approval of the Annual Accounts and Annual Report for the Financial Year 2025**

The Company's annual report for the financial year 2025, is available on the Company's website [www.soft-ox.com](http://www.soft-ox.com).

The general meeting made the following unanimous resolution:

*"The general meeting approves the annual accounts and annual report for the financial year 2025."*

#### **Item 4 – Approval of the Remuneration to the Auditor**

Accrued fees to the auditor related to statutory for 2025 amount to NOK 125 000 for SoftOx Solutions AS.

The general meeting made the following unanimous resolution:

*"Remuneration to the auditor of NOK 125 000 for the statutory audit is approved."*

#### **Item 5 – Election of Board of Directors**

The general meeting makes the following resolution:

"The following persons are re-elected as board members:

- Ulrik Spork (Chair)

- Christian Vinding Thomsen (Vice Chair)
- Adrian Bignami (Board Member)
- Tore Duvold (Board Member)

with an election term until the annual general meeting in 2027.”

**Item 6 - Determination of Remuneration to the Board Members**

The general meeting made the following unanimous resolution:

*“Remuneration for the board members for the period from the General Assembly 2026 to the General Assembly 2027 equals a yearly remuneration of NOK 125.000 (Board Members), NOK 250.000 (Vice Chair), and NOK 500.000 (Chair).*

*The remuneration payable to board members that resign in the period shall be adjusted to reflect the months in office.”*

**Item 7 – Election of Nominee Committee**

The general meeting makes the following resolution:

"The following persons are re-elected as member of the Nomination Committee:

- Kristian Almås
- Bjørn Larsen

with an election term until the annual general meeting in 2027.”

**Item 9 – Resolution to issue stand-alone subscription rights to employees and board members**

With reference to the EGM 12 September 2024 where the Board is given authority to give warrants or options to employees for the acquisition of shares, limited at all times to 10% of the company's registered share capital the Board of Directors propose to the General Meeting to approve the issue of standalone subscription rights to the following:

Name	Title	Total allocation		Vesting options # @ 0,113 NOK	Vesting (years)	Vesting by 12/06/2027	Vesting by 12/06/2028	Vesting by 12/06/2029	Accel. Vesting
		% of total issued equity*	number options						
Thomas Bjarnsholt	CEO	0,20 %	5 000 000	5 000 000	3	1 666 667	1 666 667	1 666 666	yes
Ingrid Juven/Bonica	CFO	0,20 %	5 000 000	5 000 000	3	1 666 667	1 666 667	1 666 666	yes
Ulrik Spork	CBO	0,59 %	15 000 000	15 000 000	3	5 000 000	5 000 000	5 000 000	yes
Christian V Thomsen	VCBO	0,25 %	6 500 000	6 500 000	3	2 166 667	2 166 667	2 166 666	yes
Adrian Bignami	Board member	0,10 %	2 500 000	2 500 000	3	833 333	833 333	833 334	yes
Tore Duvold	Board member	0,10 %	2 500 000	2 500 000	3	833 333	833 333	833 334	yes
Charlotte Pinholt	Key Employee	0,08 %	2 000 000	2 000 000	3	666 667	666 667	666 666	yes
Elin Jørgensen	Key Employee	0,08 %	2 000 000	2 000 000	3	666 667	666 667	666 666	yes
ESOP (allocated by BoD)	TBD	0,72 %	18 505 212		3	0	0	0	yes
		<b>2,31 %</b>	<b>59 005 212</b>	<b>40 500 000</b>		<b>13 500 001</b>	<b>13 500 001</b>	<b>13 499 998</b>	

The subscription rights are granted in connection with the option program, and consequently, existing shareholders' preferential rights to subscribe to the subscription rights are waived, in accordance with Section 11-13 of the Companies Act.

The general meeting makes the following resolution:

**Fullmakt til å utstede tegningsretter til ansatte og styremedlemmer**

1. Selskapet utsteder 59 005 212 tegningsretter i henhold til aksjeloven § 11-12. Hver tegningsrett gir rett til å tegne én aksje i selskapet.
2. Tegningsrettene kan kun tegnes av de ansatte og styremedlemmene som er nevnt ovenfor, eller, hvis relevant, deres heleide private selskap (heretter kalt "**Tegneren**"). Aksjonærenes fortrinnsrett settes følgelig til side i henhold til aksjeloven § 11-13.
3. Tegneren skal erverve tegningsrettene gjennom en separat avtale hvor de spesifikke vilkårene vil bli fastsatt, senest på datoen for generalforsamlingen.
4. Tegningsrettene utstedes uten vederlag til selskapet.
5. Tegningsrettene kan kun benyttes fra registreringsdatoen og innen 5 år etter datoen for generalforsamlingen (heretter kalt "**Utøvelsesperioden**"). Etter utøvelsesperioden skal ubenyttede tegningsretter automatisk bortfalle uten kompensasjon.
6. Det er ikke et krav at alle tegningsretter benyttes samtidig.
7. Vederlaget som skal betales for hver aksje skal være NOK 0,113 per aksje.
8. De nye aksjene skal ha rett til utbytte fra den dato kapitaløkningen er registrert i Foretaksregisteret.
9. Selskapets beslutninger om å øke eller redusere aksjekapitalen, eller en ny beslutning om å utstede tegningsretter, skal ikke påvirke tegningsrettene.
10. Tegningsrettene gir ikke Tegneren noen fortrinnsrett til tegningsretter eller andre egenkapital- eller gjeldsinstrumenter utstedt av selskapet.
11. Ved aksjesplitt eller konsolidering skal antall tegningsretter justeres tilsvarende.
12. Hvis selskapet blir oppløst, fusjonert, fisjonert eller transformert, skal eventuelle ubenyttede tegningsretter opphøre og kan ikke benyttes.

**Resolution to issue stand-alone subscription rights to employees and board members**

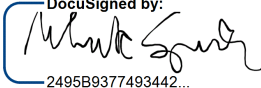
1. The Company issues 59 005 212 warrants pursuant to section 11-12 of the Companies Act. Each warrant is exercisable for the subscription of one share in the Company.
2. The warrants may only be subscribed to by the employees and directors set out above or, if relevant, their wholly owned private company (the "**Subscriber**"). Accordingly, the shareholders' preferential rights pursuant to section 11-13 of the Act are set aside.
3. The Subscriber shall acquire the warrants through a separate agreement where the specific terms will be determined, no later than the date of this resolution.
4. The warrants are issued without consideration to the Company.
5. The warrants may only be exercised from the date of registration and within 5 years following the date the general meeting (the "**Exercise Period**"). After the Exercise Period, unexercised warrants shall automatically lapse without compensation.
6. It is not a requirement that all warrants be exercised simultaneously.
7. The consideration payable for each share shall be NOK 0,113 per share.
8. The new shares shall have rights to dividends from the date on which the capital increase has been registered with the Register of Business Enterprises.
9. The Company's decisions to increase or decrease the share capital, or a new decision to issue subscription rights, shall not affect the Subscription Rights.
10. The Subscription Rights do not grant the Subscriber any preferential rights to shares, subscription rights, or other equity or debt instruments issued by the Company.
11. In case of a share split or consolidation, the number of warrants shall be adjusted accordingly.
12. If the Company is subject to dissolution, merger or demerger or transformed, any unexercised warrants shall cease and cannot be exercised.


The general meeting made the following unanimous resolution:

*"According to the General Assembly's unanimous resolution of the 12<sup>th</sup> of September 2024 in SoftOx Solution AS, the General Assembly acknowledge the warrant holders right to subscribe shares according to the above listed warrants rights for key management and board members, with a total of 59 005 212 warrants."*

As there were no further items on the agenda, the meeting was adjourned.

\*\*\*

SIGN   
2495B9377493442...  
\_\_\_\_\_  
Ulrik Spork  
Møteleder

SIGN   
F1034CC68C99426...  
\_\_\_\_\_  
Ingrid Juven  
Medundertegner/co-signer

**Liste over vedlegg / List of Appendixes**

<b>Vedlegg / Appendix</b>	<b>Sak / Item</b>	<b>Innhold / Content</b>
<b>1</b>	<b>0</b>	Fortegnelse over aksjeeiere og fullmektiger som deltok i behandlingen / Registration of attending shareholders and proxies

Vedlegg 1

**Shareholders present and proxies**

Shareholders represented with proxies to COB Ulrik Spork:

- Pro AS, 323 705 407 shares
- Aubert Invest AS, 93 748 845 shares
- Sonja og Emil Auberts Legat, 16,452,140
- Per Valstorp, 49 285 714 shares
- Spork Holding Aps, 35,285,714 shares
- ABACH Aps, 34 285 714 shares
- Sporcon Lifescience Advisors Aps, 30 714 285 shares
- Medical Consulting Thomas Bjarnsholdt Aps, 11 470 574 shares
- Charlott Pinholt, 12 799 938 shares

Shareholders represented with proxies to Geir Almås

- Almhaug Bolig AS, 86,866,064 shares
- JG Invest, 73,033,628 shares
- Ingeborg Almås, 88,496,525
- Hermod Farms, 11,751,328
- Harefrøken Invest, 1,107,684
- Kristian Almås, 3,177
- Dina Almås, 10,000,000
- Helene Ihlen, 11,376,267

Shareholder present:

- Bonica AS, 85 178 282 shares
- Kristian Tjessem, 4 061 291 shares

979 622 577 of **2,601,797,517** shares were represented at the meeting (37,7 % of the shareholders).