

## NOTICE OF ANNUAL GENERAL MEETING IN BRAINREPAIR AB (PUBL)

The shareholders of BrainRepair AB (publ), reg. no. 559329-5792, (the "**Company**") are hereby invited to the annual general meeting on 28 June 2024 at 11:00 a.m. CET at Baker McKenzie Advokatbyrå's premises on Vasagatan 7 in Stockholm.

### **Right to attend and notification**

Shareholders who wish to attend the annual general meeting must:

- i. be registered in the share register at the time of the general meeting; and
- ii. notify the Company of their participation and any assistants (no more than two) in the annual general meeting no later than 24 June 2024. The notification shall be in writing to Baker McKenzie Advokatbyrå KB, Attn: Filippa Kronsporre, Box 180, 101 23 Stockholm (kindly mark the envelope "BrainRepair AB (publ) annual general meeting 2024"), or via e-mail to [filippa.kronsporre@bakermckenzie.com](mailto:filippa.kronsporre@bakermckenzie.com). The notification should state the name, personal/corporate identity number, shareholding, address and telephone number and, when applicable, information about representatives, counsels and assistants. When applicable, complete authorization documents, such as registration certificates and powers of attorney for representatives and assistants, should be appended to the notification.

### **Proxy etc.**

Shareholders represented by proxy shall issue dated and signed power of attorney for the proxy. If the proxy is issued by a legal entity, attested copies of the certificate of registration or equivalent authorization documents, evidencing the authority to issue the proxy, shall be enclosed. The proxy must not be more than one year old. A copy of the proxy in original and, where applicable, the registration certificate, should in order to facilitate the entrance to the general meeting, be submitted to the Company by mail at the address set forth above and at the Company's disposal no later than on 24 June 2024. The proxy in original and, when applicable, the certificate of registration must be presented at the general meeting. Certificate of proxies are also accepted. A proxy form will be available on the Company's website, [brainrepair.eu](http://brainrepair.eu), and will also be sent to shareholders who so request and inform the Company of their postal address.

### **Draft agenda**

1. Opening of the meeting and election of chairman of the meeting
2. Preparation and approval of the voting list
3. Approval of the agenda
4. Election of one or two persons to certify the minutes
5. Examination of whether the meeting has been properly convened
6. Presentation of the annual report and auditor's report and the group annual report and the group auditor's report
7. Resolutions regarding:
  - a. adoption of income statement and the balance sheet and the group income statement and the group balance sheet;
  - b. decision regarding the profit or loss of the Company in accordance with the adopted balance sheet; and
  - c. discharge from liability for the board of directors and the managing director.
8. Determination of the number of directors and auditors
9. Determination of fees to the board of directors and to the auditors
10. Election of the board of directors and auditors
11. Closing of the meeting

## **Proposed resolutions**

### **Item 1: Election of chair of the meeting**

The board of directors proposes that Carl Bohman, LL.M., at Baker McKenzie Advokatbyrå is appointed as chair of the general meeting or, in his absence, the person appointed by him.

### **Item 7.b: Resolution regarding decision regarding the profit or loss of the Company in accordance with the adopted balance sheet**

The board of directors proposes that all funds available for the annual general meeting shall be carried forward.

### **Item 8-10: Determination of the number of directors and auditors, determination of fees to the board of directors and to the auditors and election of the board of directors and auditors**

It is proposed that the board shall consist of three directors and that the number of auditors shall be one registered audit firm.

It is proposed that no remuneration shall be paid to the board of directors.

It is further proposed that the auditor shall be entitled to a fee in accordance with approved invoice.

It is proposed to re-elect the current directors Max K. Hasenclever, Arne Jensen and Metin Colpan. Furthermore, it is proposed to re-elect Arne Jensen as chair of the board.

It is further proposed to re-elect the registered audit firm KPMG AB as the Company's auditor for a period up until the end of the next annual general meeting. KPMG AB has announced that the authorized auditor Daniel Haglund will continue as main responsible auditor.

Further information regarding the for re-election proposed directors is available at the Company's website, [brainrepair.eu](http://brainrepair.eu), and will also be included in the annual report for 2023.

### **Number of shares and votes**

The total numbers of votes in the Company on the date of this notice amounts to a total of 50,000.

### **Other**

Copies of accounts, auditor statement and proxy form are available at least three weeks in advance of the annual general meeting. The complete proposals and other documents that shall be available in accordance with the Swedish Companies Act are available at least two weeks in advance of the meeting. All documents are available at the Company's address and website in accordance with the above and will be sent to shareholders who request it and provide their e-mail or postal address.

The shareholders hereby notified regarding the right to, at the annual general meeting, request information from the board of directors and managing director according to Ch. 7 § 32 of the Swedish Companies Act.

\* \* \* \* \*

Stockholm in May 2024  
**BrainRepair AB (publ)**  
The board of directors