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**EKSTRAORDINÆR
GENERALFORSAMLINGS PROTOKOLLAT /**

MINUTES OF EXTRAORDINARY GENERAL MEETING

Scandion Oncology A/S

**Ekstraordinær
GENERALFORSAMLING****for****Scandion Oncology A/S****Extraordinary
GENERAL MEETING****in****Scandion Oncology A/S**

Den 1. december 2021, kl. 15:00 blev der afholdt ekstraordinær generalforsamling i Scandion Oncology A/S, CVR-nr. 38 61 33 91 ("Selskabet"), på Selskabets hjemstedsadresse.

Dagsordenen var:

1. Valg af dirigent
2. Forslag om bemyndigelse til at udstede tegningsoptioner til eksisterende aktionærer
3. Forslag om bemyndigelse til at udstede tegningsoptioner til eksisterende aktionærer
4. Eventuelt

Ad 1 – Valg af dirigent

Til dirigent valgtes advokat Lars Berg Dueholm.

Dirigenten konstaterede, at 28,74 % af selskabskapitalen og stemmerne var repræsenteret, og at denne var behørigt indkaldt og beslutningsdygtig, for så vidt angik emnerne på dagsordenen.

Ad 2 – Forslag om bemyndigelse til at udstede tegningsoptioner til eksisterende aktionærer

Bestyrelsen havde stillet forslag om at autorisere Selskabets bestyrelse til at udstede overdragelige tegningsoptioner til eksisterende aktionærer i henhold til selskabslovens § 155, stk. 2, jf. § 169 indtil perioden til og med den 15. december 2021,

On 1 December 2021, at 3:00 p.m., an extraordinary general meeting in Scandion Oncology A/S (company reg.no. 38 61 33 91) was held at the Company's registered office address.

The agenda of the meeting was:

1. Election of the Chairman of the Meeting
2. Proposal regarding authorization to issue warrants for existing shareholders
3. Proposal regarding authorization to issue warrants for existing shareholders
4. Any other business

Re 1 – Chairman of the Meeting

Lars Berg Dueholm, Attorney-at-Law, was elected as chairman of the meeting.

The chairman of the meeting stated that 28.74% of the share capital and the voting rights were represented at the meeting, and that the meeting declared the meeting duly convened and legally querant to resolve upon the items on the agenda.

Re 2 – Proposal regarding authorization to issue warrants for existing shareholders

The Board of Directors had proposed to authorize the Board of Directors to issue warrants to existing shareholders in accordance with Section 155(2), cf. Section 169 of the Danish Companies Act in the period up to and including December 15, 2021 to

hvilket skal give ret til tegning af op til i alt nominelt 6.427.109 kapitalandele i Selskabet svarende til nominelt kr. 472.392,50 i selskabskapital.

Med 5.395.517 stemmer for, 195.258 stemmer imod og 3.614.336 blanke stemmer blev forslaget ikke vedtaget.

Ad 3 – Forslag om bemyndigelse til at udstede tegningsoptioner til eksisterende aktionærer

Bestyrelsen havde stillet forslag om at autorisere Selskabets bestyrelse til at udstede overdragelige tegningsoptioner til eksisterende aktionærer i henhold til selskabslovens § 155, stk. 2, jf. § 169 indtil perioden til og med den 15. december 2022, hvilket skal give ret til tegning af op til i alt nominelt 6.427.109 kapitalandele i Selskabet svarende til nominelt kr. 472.392,50 i selskabskapital.

Med 5.395.517 stemmer for, 195.258 stemmer imod og 3.614.336 blanke stemmer blev forslaget ikke vedtaget.

Ad 4 – Eventuelt

Intet yderligere.

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Generalforsamling hævet.

Således passeret.

Som dirigent:

Lars Berg Dueholm

issue up to a total of 6,427,109 transferable warrants to the Company's shareholders, which will entitle their holder(s) to subscribe for up to a total of DKK 472,392.50 nominally worth of shares in the Company.

With the approval of 5,395,517 votes for, 195,258 votes against and 3,614,336 abstained votes, the proposal was not adopted.

Re 3 – Proposal regarding authorization to issue warrants for existing shareholders

The Board of Directors had proposed to authorize the Board of Directors to issue warrants to existing shareholders in accordance with Section 155(2), cf. Section 169 of the Danish Companies Act in the period up to and including December 15, 2022 to issue up to a total of 6,427,109 transferable warrants to the Company's shareholders, which will entitle their holder(s) to subscribe for up to a total of DKK 472,392.50 nominally worth of shares in the Company

With the approval of 5,395,517 votes for, 195,258 votes against and 3,614,336 abstained votes, the proposal was not adopted.

Re 4 – Any other business

Nothing further.

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The general meeting was adjourned.

Business transacted as described above.

Chairman of the meeting:

