

MINUTES OF ANNUAL GENERAL MEETING

On 26 April 2023 at 2 p.m. (CET), the annual general meeting was held in:

Scandion Oncology A/S
CVR no. 38613391
(the "**Company**")

at the Company's address, Fruebjergvej 3, 2100 Copenhagen Ø, Denmark.

The agenda was as follows:

1. Election of chairman of the meeting
2. Report from the board of directors on the Company's activities in the past year
3. Presentation of the audited annual report for approval
4. Proposal of notice of discharge to the board of directors and the executive board
5. Decision on appropriation of profit or loss as recorded in the approved annual report
6. Proposal of approval of the board of directors' fee for 2023
7. Election of members of the board of directors
8. Election of auditor
9. Any other business

Re 1. Election of chairman of the meeting

The chairman of the board of directors, Martin Møller, welcomed the Company's shareholders and informed that the general meeting was webcasted live.

The board of directors proposed that attorney-at-law, Lise Lotte Hjerrild, Horten Advokatpartnerselskab was elected as chairman of the meeting which was unanimously approved by the general meeting.

The chairman of the meeting noted with the unanimous consent of the general meeting that 4.83% of the share capital and votes was represented and that the general meeting was duly convened, and proper notice had been given in accordance with the Danish Companies Act and the Company's articles of association. The chairman of the meeting further noted that the general meeting was legally competent to transact

business in relation to all items included on the agenda.

Re 2. Report from the board of directors on the Company's activities in the past year

Chairman of the board of directors, Martin Møller, and CEO, Francois Martelet, presented a report on the Company's business in the past year.

The report was noted by the general meeting.

Re 3. Presentation of the audited annual report for approval

The annual report 2022 was presented for the general meeting.

The annual report showed a loss after tax of TDKK -76,700.

The general meeting unanimously approved the annual report.

Re 4. Proposal of notice of discharge to the board of directors and the executive board

The board of directors proposed to grant discharge to the board of directors and the executive board for their management of the Company during the period and for the content of the approved annual report for 2022.

The proposal was adopted unanimously.

Re 5. Decision on appropriation of profit or loss as recorded in the approved annual report

The board of directors proposed that the loss for the period from 1 January 2022 until 31 December 2022 of TDKK -76,700 is carried forward to next year.

The proposal was adopted unanimously.

Re 6. Proposal of approval of the board of directors' fee for 2023

The board of directors recommended that the general meeting for the financial year of 2023 approves the following board fees of the board of directors:

Base fee:

- Chairman: DKK 300,000
- Deputy chairman: DKK 150,000
- Ordinary member of the board of directors: DKK 100,000

In addition to the base fee the following additional fees were proposed:

- Chairman of the audit committee: DKK 40,000
- Chairman of the remuneration and nomination committee: DKK 40,000
- Chairman of the business development committee: DKK 40,000

- Member of the audit committee: DKK 25,000
- Member of the remuneration and nomination committee: DKK 25,000
- Member of the business development committee: DKK 25,000

The proposal implies an approval of a total expected fee for the board of directors of DKK 970,000 for 2023.

The total expected fee is DKK 350,000 less than last year as one director had chosen not to stand for re-election and as the Company's employees have chosen not to be represented on the board of directors going forward, hence, Annie Rasmussen also resigned from the board of directors with effect as of today.

The proposal was adopted unanimously.

Re 7. Election of members of the board of directors

The following board members were willing to be re-elected: Martin Møller, Jørgen Bardenfleth, Alejandra Mørk, Keld Flintholm Jørgensen and Martine J. van Vugt. The board of directors proposed re-election of said directors.

All candidates were elected in an uncontested election.

Re 8. Election of auditor

The board of directors proposed election of Deloitte Statsautoriseret Revisionspartnerselskab as the Company's auditor.

The proposal was adopted unanimously.

Re 9. Any other business

No further items were resolved.

The general meeting adjourned.

[Signature page follows]

As chairman:

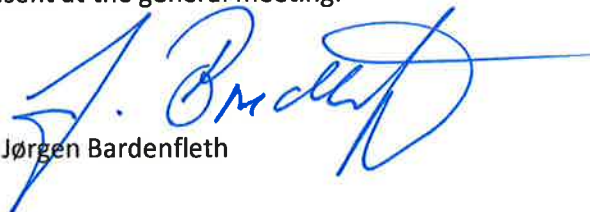


Lise Lotte Hjerrild
Attorney-at-law

Members of the board of directors present at the general meeting:



Martin Møller



Jørgen Bardenfleth