# Communiqué from iCoat Medical AB’S (PUBL) EXTRAORDINARY GENERAL MEETING 15 december 2021

**[publishing date]**

**The extra general meeting in iCoat Medical AB (publ), corp. reg. no 559172-8208 (the “Company”) was held on 15 December 2021 in Stockholm whereby the shareholders primarily resolved on the following matters.**

**Election of new member of the Board of Directors**

The extra general meeting resolved to elect Carl Bjartmar as new member of the Board of Directors.

**Election of new members of the Nomination Committee**

The extra general meeting resolved to elect Johan Thorell, Pär Josefsson, Marianne Jensen Waern and Hans Larsson as new members of the Nomination Committee. It was noted that Yuji Teramura and Alireza Biglarnia had resigned from their duties as members of the Nomination Committee and that Kristina Nilsson Ekdahl remained as member of such committee.

**Introduction of stock option program 2021/2023:1**

The extra general meeting resolved, in accordance with the proposal of the board of directors, to introduce stock option program 2020/2023 through a directed issue of not more than 1,750 warrants to the flowing persons.

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| --- | --- | --- |
| Subscriber | Numbers of warrants | Total premium (SEK) |
| Yuji Teramura | 300 | 48,621 |
| Kristina Nilsson Ekdahl | 300 | 48,621 |
| Alireza Biglarnia | 300 | 48,621 |
| Julia Ledenstam | 100 | 16,207 |
| Peder Waern | 400 | 64,828 |
| Claudia Duhrkop | 100 | 16,207 |
| Felix Sellberg | 100 | 16,207 |
| Robin Visvanathar | 100 | 16,207 |
| Vivek Manivel | 50 | 8,104 |
| Total: | 1,750 | 283,623 |

The reason for deviating from the shareholders' preferential rights is that the issue of the warrants to the subscribers is intended to constitute an incentive that is deemed to increase the commitment of persons entitled to subscribe, which the board considers essential for the future business of the Company, taken into account their importance for the Company.

For each warrant shall be paid a premium of SEK 162.07 no later than January 21, 2022. The premium corresponds to the presumed market value of the warrants established in accordance with the Black & Scholes warrant pricing model.

The participants may exercise allotted warrants during the period from 15 June 2023 up to and including 15 December 2023. Each warrant entitles its holder to subscribe for one (1) B-share in the Company at a subscription price of SEK 1,920.

If all warrants are used for subscription, the company’s share capital will increase with SEK 7,175 which will give a dilution of shares by approximately 1.15 percent of both the shares and approximately 0.15 percent of the votes of the Company. The dilution effect regarding the shares and votes of the Company due to new B-shares subscribed for upon exercise of the warrants has been calculated by dividing the total number of B-shares and votes that the warrants entitle to subscribe for with the total number of shares and votes after the warrants have been used for subscription of new B-shares.

**Introduction of stock option program 2021/2023:2**

The extra general meeting resolved, in accordance with the proposal of the board of directors, to introduce stock option program 2020/2023 through a directed issue of not more than 1,250 warrants to the flowing persons.

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| --- | --- | --- |
| Subscriber | Numbers of warrants | Total premium (SEK) |
| Hans Larsson | 200 | 32,414 |
| Bertil Villard | 100 | 16,207 |
| Martin Åmark | 100 | 16,207 |
| Marianne Jensen Waern | 400 | 64,828 |
| Bo Nilsson | 400 | 64,828 |
| Carl Bjartmar | 50 | 8,104 |
| Total: | 1,250 | 202,588 |

The reason for deviating from the shareholders' preferential rights is that the issue of the warrants to the subscribers is intended to constitute an incentive that is deemed to increase the commitment of persons entitled to subscribe, which the board considers essential for the future business of the Company, taken into account their importance for the Company.

For each warrant shall be paid a premium of SEK 162.07 no later than January 21, 2022. The premium corresponds to the presumed market value of the warrants established in accordance with the Black & Scholes warrant pricing model.

The participants may exercise allotted warrants during the period from 15 June 2023 up to and including 15 December 2023. Each warrant entitles its holder to subscribe for one (1) B-share in the Company at a subscription price of SEK 1,920.

If all warrants are used for subscription, the company’s share capital will increase with SEK 5,125 which will give a dilution of shares by approximately 0.8 percent of both the shares and approximately 0.08 percent of the votes of the Company. The dilution effect regarding the shares and votes of the Company due to new B-shares subscribed for upon exercise of the warrants has been calculated by dividing the total number of B-shares and votes that the warrants entitle to subscribe for with the total number of shares and votes after the warrants have been used for subscription of new B-shares.

**Resolution regarding authorization for the board of directors to issue new warrants**

The extraordinary general meeting resolved to authorize the board of directors, for the time until the next annual general meeting, to resolve, whether on one or several occasions, to issue not more than 1,600 warrants. The board of directors shall be authorized to adopt decisions on an issue of warrants with deviation from the shareholders’ preferential rights and/or an issue in kind or an issue by way of set-off or otherwise on such terms and conditions as referred to in Chapter 2, Section 5, second paragraph, points 1-3 and 5, of the Swedish Companies Act.

An issue in accordance with this authorization shall be on market conditions. The board of directors shall be authorized to decide on the terms and conditions regarding issues under this authorization and what persons shall be entitled to subscribe for the warrants. The reason that the board of directors shall be authorized to resolve on an issue with deviation from the shareholders’ pre-emption rights and to resolve on an issue in kind or an issue by way of set-off or otherwise on such terms and conditions as referred to above, is that the company shall be able to issue warrants that are intended to constitute an incentive for new employees of the Company.

All resolutions at the extraordinary general meeting were adopted unanimously.

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**iCoat Medical AB (publ)**

*The board of directors*

**For more information, please contact:**

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