

# STENOĀARE



Velkommen

# Extraordinary General Meeting

March 16, 2020


**Welcome by Marianne Wier, Chairman**

# Agenda for EGM 2020



1. Appointment of chairman of the meeting
2. Authorize the Company to carry out one or more capital increases up to DKK 50,000,000.
3. Proposal that general meetings can be held at the Company's headquarters or in Greater Copenhagen
4. Proposal to grant the Company's CFO options
5. Changing the name of the Company to capital letters.
6. Amendment so Company announcements can be distributed in English and also in Danish.
7. Authorization to list or co-list the Company on a stock market selected by the board of directors.
8. Authorization of the Company's Board of Directors to make the amendments to the Company's articles of association as a result from the Board of Directors exercise of its authorization according to item 7.
9. Adoption of new articles of association taking the above-mentioned item 2-8 into account.
10. Any other business

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# Authorize the Company to carry out one or more capital increases

- The ambitious STENOCARE 2.0 strategy offer new and more opportunities for the company to become an international leading brand for medical cannabis.
  - Market assets: Expand into new markets and countries
  - Production and product assets: Further develop pharma-grade products
  - Research & development assets: Develop and test new products
- STENOCARE 2.0 can be executed at different speed depending on level of investment
- Proposal pursuant to section 155 of the Companies Act (in Danish Selskabsloven) to authorize the Board of Directors of the Company to carry out one or more capital increases up to DKK 50,000,000. The capital increase can be done by debt , cash payment and/or by payment in other values than cash. The authorization is granted for the period up to and including 31 December 2024

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## Proposal that general meetings can be held at the Company's headquarters or in Greater Copenhagen

- **STENOCARE is seeking flexibility for planning and hosting the company general meetings.**
- **Proposal to amend clause 6 in the articles of association so general meetings can be held at the Company's headquarters or in Greater Copenhagen, at the decision of the Board of Directors**



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# Proposal to grant the Company's CFO options

- **STENOCARE see business value in creating personal commitment and incentive for key employees. The objective is to align employee interests with shareholders interest.**
- **Proposal to amend the Company's articles of association so the Company's Board of Directors is authorized to grant the Company's CFO options, giving the CFO the right to acquire from the Company up to a total of 34,000 shares of DKK 0.08 under the terms set by the Board of Directors. The authorization is granted for the period up to and including 28 February 2025**


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# Changing the name of the Company to capital letters

- The company CVR-registration was initially completed as "StenoCare" – which was not in alignment with the official company branding. The company brand name has been typed with capital letters from the start, and also has the registered name rights in capital letters
- The proposal implies that the Company's name is spelled with capital letters (STENOCARE) which is in accordance with the Company's practice. The name in capital letters must be stated in the articles of association that are notified to the Danish Business Authority (in Danish Erhvervsstyrelsen)
- Changing the name of the Company to capital letters → STENOCARE

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# Amendment so Company announcements can be distributed in English and also in Danish

- The Company primarily communicates in English. However, wishes to have the opportunity to communicate in Danish when needed
- Amendment of the Company's articles of association so Company announcements can be distributed in English and also in Danish

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# Authorization to list or co-list the Company on a stock market selected by the board of directors

- **STENOCARE is trading on Spotlight Stock Market in Stockholm since the IPO on October 26, 2018**
- **Making the company shares easily available to more shareholders is a priority**
- **The authorization means that the Company's Board of Directors may list or co-list the Company on a stock market selected by the Board of Directors**




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## Authorization of the Company's Board of Directors to make the amendments to the Company's articles of association

- Following the previous agenda item 7
- Authorization of the Company's Board of Directors to make the amendments to the Company's articles of association as a result from the Board of Directors exercise of its authorization according to item 7
- As the terms may vary in the various stock markets, the Board of Directors is also authorized to amend the articles of association if it is considered necessary.

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