

These Articles of Association were adopted at the Annual General Meeting in C-RAD AB (publ) held on 5 May 2023.

Articles of Association of C-RAD AB (publ)

Corporate registration number: 556663-9174

This is a translation of the Swedish original. In the event of any inconsistency between the Swedish version and the English version, the Swedish version shall prevail.

§ 1. Name

The Company's name is C-RAD AB (publ). The company is a public company (publ).

§ 2. Domicile

The board of directors shall have its registered office in Uppsala.

§ 3. Objects

The company shall conduct operations with the development, manufacturing and sale of products and solutions for use in diagnostics and radiation therapy and any other operations compatible therewith.

§ 4. Share capital

The share capital shall amount to no less than SEK 3 000 000 kronor and not exceed SEK 12 000 000 kronor.

§ 5. Number of shares

The number of shares of the company shall be not less than 22 000 000 and not exceed 88 000 000.

§ 6. Aktieslag

The shares may be issued in two classes; designated Class A and Class B. Each Class A share carries ten votes and each Class B share carries one vote at General Meetings

Class A shares may be issued in a number corresponding to a maximum of 100 per cent of Company shares.
Class B shares may be issued in a number corresponding to a maximum of 100 per cent of Company shares.

A-share owners can request from the company's board that held A-shares be converted into B-shares. The board must immediately process the matter and then report the conversion to the Swedish Companies Registration Office (Bolagsverket) without delay. The conversion is effected when it is registered in the Register of Companies and recorded in the central securities depository register.

If the company decides to issue new shares through a cash issue or set-off issue, holders of A shares and B shares shall have preferential rights to subscribe for new shares of the same share type in relation to the number of shares the holder previously owns (primary preferential right). Shares that are not subscribed for with primary pre-emptive rights must be offered to all shareholders for subscription (subsidiary pre-emptive right). If the shares offered in this way are not sufficient for the subscription that takes place with subsidiary preferential rights, the shares must be distributed among the subscribers in relation to the total number of shares they previously owned in the company. To the extent that this cannot take place with regard to a certain share/certain shares, distribution takes place by lottery.

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If the company decides to issue shares only of series A or series B, all shareholders, regardless of whether their shares are of series A or series B, shall have preferential rights to subscribe for new shares in relation to the number of shares they previously owned.

What has been said above shall not imply any limitation in the possibility of making a decision on a cash issue with a deviation from the shareholder's pre-emptive right.

What is stipulated above regarding shareholders' pre-emptive rights shall have corresponding application in the case of issuance of warrants and convertibles.

When increasing the share capital through a bonus issue, new shares must be issued of each type of share in relation to the number of shares of the same type that already exist. In doing so, old shares of a certain share class shall carry preferential rights to new shares of the same share class. What has just been said shall not imply any restriction on the possibility to issue shares of a new type through a bonus issue, after the necessary amendment of the articles of association.

§ 7. Board of Directors

The Board of Directors shall consist of no less than three and no more than seven members and no deputy members. Election of board members and deputy members apply from the time of the general meeting at which they were appointed and to the end of the next annual general meeting.

§ 8. Auditors

The annual general meeting shall appoint no less than one and no more than two auditors, with or without deputy auditors.

§ 9. Place of General meeting

The general meeting must be held in the place where the board has its registered office or in Stockholm.

§ 10. Notice

Notice convening General Meetings shall be issued through announcement in the Swedish National Gazette (Sw. Post- och Inrikes Tidningar) as well as on the company's website. Announcement to the effect that a notice convening a General Meeting has been issued shall at the same time be made in Dagens Industri.

Shareholders wishing to attend the Meeting must notify the Company of their, as well as assistants, participation no later than the date stated in the notice of the General Meeting. This day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and not occur earlier than the fifth weekday prior to the General Meeting.

§ 11. Postal voting and collection of proxies

Before a General Meeting, the board may decide that the shareholders shall be able to exercise their voting rights by post in advance of the General Meeting. The postal vote must, if the board so decides, be given by e-mail or otherwise by electronic means.

The Board of Directors may, in connection with a general meeting, collect proxies in accordance with the procedure set out in Chapter 7, Section 4, Paragraph 2 in the Swedish Companies Act (2005:551).

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§ 12. The presence of outside observers at the general meeting

The board may decide that anyone who is not a shareholder in the company shall, under the conditions determined by the board, have the right to attend or otherwise follow the negotiations at the general meeting.

§ 13. Annual General Meeting

The Annual General Meeting shall be held not later than during the month of June. The following items of business shall be addressed at the Annual General Meeting:

1. Election of a chairman of the meeting;
2. Preparation and approval of the list of shareholders entitled to vote at the Meeting;
3. Approval of the agenda;
4. Election of one or two persons to approve the minutes;
5. Determination of whether the meeting has been duly convened;
6. Presentation of the annual report and the auditors' report and, where applicable, of the consolidated financial accounts and the auditors' report on the consolidated financial accounts;
7. Motions regarding
 - a. adoption of the income statement and the balance sheet and, where applicable, the consolidated income statement and consolidated balance sheet;
 - b. allocation of the Company's profit or loss as shown in the balance sheet adopted by the meeting;
 - c. discharge of the members of the Board of Directors and of the President from personal liability for the financial year;
8. Determination of fees to be paid to the Board of Directors and to the auditor;
9. Election of Directors, and, where applicable, election of auditor;
10. Other business to be addressed by the Meeting in accordance with the Swedish Companies Act and the Articles of Association.

§ 14. Financial year

The Company's financial year is 0101 - 1231.

§ 15. Record day provision

The Company's shares shall be registered in a central securities depository register pursuant to the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479).
