

ARTICLES OF ASSOCIATION

GUARD THERAPEUTICS INTERNATIONAL AB (PUBL)

Corp reg.nr. 556755-3226

English translation is for convenience purposes only. Swedish version shall take precedence in the event of any inconsistency.

§ 1 COMPANY NAME

The company's business name is Guard Therapeutics International AB (publ).

§ 2 REGISTERED OFFICE

The registered office of the board of directors shall be located in the municipality of Stockholm.

§ 3 ACTIVITY

The company shall directly or indirectly, through subsidiary or associated companies, engage in research, development, and commercialization in the field of medical treatment and diagnostics. The company shall also engage in consultancy and educational activities in the medical field, as well as any other related activities.

§ 4 SHARE CAPITAL

The share capital shall be not less than 6,800,000 SEK and not more than 27,200,000 SEK.

§ 5 NUMBER OF SHARES

The number of shares shall be not less than 6,800,000 and not more than 27,200,000.

§ 6 BOARD OF DIRECTORS

The board of directors shall consist of a minimum of three and a maximum of eight members, with a maximum of three alternates. The board members and alternates shall be elected annually at the annual general meeting until the end of the next annual general meeting.

§ 7 AUDITOR

For the audit of the company's annual accounts, as well as the administration of the board of directors and managing director, and, if applicable, consolidated accounts and the relationship between group companies, one or two auditors, or registered audit firms, with or without alternate auditors, shall be elected.

§ 8 NOTICE OF MEETING

Notice of a general meeting shall be given by announcement in the Swedish Official Gazette (Post- och Inrikes Tidningar) and by making the notice available on the company's website. At the same time as the notice is given, the company shall announce in Dagens Industri that the notice has been given.

Notice of the annual general meeting and notice of any extraordinary general meeting at which an amendment to the articles of association will be addressed shall be issued no earlier than six weeks and no later than four weeks before the meeting.

§ 9 ANNUAL GENERAL MEETING

The following matters shall be addressed at the annual general meeting:

1. Election of a chairman for the meeting.
2. Establishment and approval of the voting register.
3. Election of one or two persons to verify the minutes.
4. Determination of whether the meeting has been duly convened.
5. Approval of the agenda.
6. Presentation of the annual report and audit report, and, if applicable, consolidated financial statements and audit report for the group.
7. Resolution on:
 - a. Approval of the income statement and balance sheet, and, if applicable, consolidated income statement and consolidated balance sheet.
 - b. Disposal of the company's profit or loss according to the approved balance sheet.
 - c. Discharge from liability for the members of the board of directors and the managing director.
8. Determination of remuneration for the board of directors and auditors.
9. Election of members of the board of directors and, if applicable, auditors.
10. Any other business that is to be addressed at the annual general meeting in accordance with the Swedish Companies Act (2005:551) or the articles of association.

At a general meeting, each voting-eligible shareholder is entitled to vote for the total number of shares owned and represented by them, without any limitations on the number of votes.

§ 10 NOTIFICATION OF MEETING

Shareholders who have notified the company by the day specified in the notice of the meeting, stating the number of assistants, have the right to attend the meeting. This day must not be a Sunday, public holiday, Saturday, Midsummer's Eve, Christmas Eve, or New Year's Eve, and must not fall earlier than the fifth weekday before the meeting.

§ 11 FINANCIAL YEAR

The company's financial year shall be from January 1 to December 31.

§ 12 CSD clause

The company's shares shall be registered in a central securities depository in accordance with the Act (1998:1479) on Central Securities Depositories and Financial Instruments Accounts.

Approved at the extraordinary general meeting on November 27, 2023.