

Minutes

of the

2023 Annual General Meeting

of

Kinarus Therapeutics Holding AG

June 28, 2023, at 10 a.m. CEST (doors open at 9.30 a.m. CEST)

Radisson Blu Hotel, Basel, Switzerland



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1. Welcoming note and remarks as to the constitution and passing of resolutions

Dear Shareholders,

I am Eugene Tierney, member of the Board of Directors of Kinarus Therapeutics Holding AG. I am very pleased to welcome you to this Annual General Meeting of Kinarus Therapeutics Holding AG and declare the Annual General Meeting open at 10 AM. In the absence of the Chairman, Dr. Hari Kumar, I will chair today's Annual General Meeting.

I welcome my fellow members of the Board of Directors present, Dr. Alexander Bausch and Dr. Silvio Inderbitzin.

I also welcome Mr. Stephane Pinto, who will act as the secretary of this General Meeting.

Ms. Katja Schott-Morgenroth, notary public in Basel, at the offices of Walder Wyss AG will notarise the decision which must be enacted in the form of a public deed. Ms. Schott-Morgenroth, thank you for being here.

Finally, I welcome Mr. Dieter Studer and Mr Christoph Egger from areg.ch, who will act as scrutineer.



I hereby note that the invitation to this Annual General Meeting containing the agenda and the proposals of the Board of Directors were sent to all shareholders registered in the share register on 2 June 2022 by mail and published in the Swiss Official Gazette of Commerce on 5 June 2023 in accordance with the Articles of Association.

The annual report, which includes the statutory financial statements and the consolidated financial statements (group accounts) for the business year 2022 as well as the auditors' reports and the compensation report, were made available for inspection by the shareholders since 31 May 2023 at the seat of the Company and were sent to the shareholders who made such request. Additionally, the annual report was available on the website of Kinarus since 31 May 2023.

KBT Treuhand AG Zürich was designated and elected by the shareholders during the previous ordinary General Meeting to act as the independent proxy of the shareholders. Mr. Sandro Müller is attending this Annual General Meeting in person to exercise the voting rights of the shareholders.

Moreover, the Company's auditors, Ernst & Young AG, in Basel, are present as required by 731 paragraph 2 of the Swiss Code of Obligations, and represented by Mr. Fabian Meier and Mr René Bachmann. I welcome Fabian Meier and René Bachmann and thank them for their presence.



I note that we have not received any items from shareholders to be included in the agenda.

According to Article 689f of the Swiss Code of Obligations, the independent proxy must disclose the number and nominal value of the shares he represents. I kindly ask Sandro Müller of KBT Treuhand AG Zürich to provide me with the list of the shares he represents.

According to the list submitted by KBT Treuhand AG Zürich with the assistance of Areg.ch, the company in charge of the holding of the share register of the Company, out of the total share capital of the Company of CHF 11,436,030.38 (eleven million and four hundred thirty six thousand and thirty Swiss francs and thirty eight cents), divided into 1,143,603,038 (one billion one hundred forty three thousand six hundred three and thirty eight) registered shares with a par value of CHF 0.01 each, **298'358'348** shares are represented.

This means that the following numbers of shares are required to pass resolutions on the various items on the agenda:

- 149'179'175 votes for the resolutions that are subject to the ordinary rule of the absolute majority of the votes represented at the General Meeting, in accordance with Article 703 of the Swiss Code of Obligations and Article 18 paragraph 1 of the Articles of Association;
- 198'905'566 votes for the resolutions that are subject to the qualified majority requirement of two thirds of the votes represented and the absolute majority of the nominal value of the shares represented at the General Meeting, in accordance with Article 704



of the Swiss Code of Obligations and Article 18 paragraph 2 of the Articles of Incorporation. This concerns the resolutions to be taken under **item 10** of the agenda.

This means that the following numbers of shares are required to pass resolutions on the various items on the agenda.

In view of all these elements, I note that today's General Meeting is duly constituted and competent to resolve on the agenda items.

Are there any objections to these observations?
No objections have been raised

As there is no objection, these observations are deemed accepted.



2. Opening Remarks / Chairman's Statement

As many of you know, we have come through a tumultuous year. As is typical for the Biotech market, funding has played a central and time-consuming role in 2022. We spent an extraordinary amount of time and resources exploring multiple avenues in pursuit of financing our clinical goals.

As communicated to the market on 11 May 2023 we are happy to have signed a convertible loan agreement for an investment of 1.5 mio. Swiss Francs into Kinarus with the China-based investment company ChaoDian (Hangzhou) Investment Management Co. Ltd., The loan will strengthen the financial position and secure the ongoing operations of Kinarus.

Looking forward, we hope that we have crested the worst and are preparing to enter a phase of re-alignment and growth. I would like to thank all of you for your support and continued belief in Kinarus.

Our focus in the coming year is to successfully conclude partnership discussions which in return will provide an important source of funding. Once these partnerships are in place, we will work closely with our partners to initiate studies to progress our asset, KIN001.

I would like to take this opportunity to thank my fellow Board members for their unwavering support. Thank you also to the staff for their commitment and perseverance through these difficult times. We look forward to providing positive news over the next 12 months.

Now, I would like to continue with the agenda items of the today's



Annual General Meeting.



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3. Agenda Items According to the Invitation to the Annual General Meeting

Agenda Item 1: 2022 Management Report; 2022 Statutory
Financial Statements and Consolidated
Financial Statements; 2022 Compensation
Report

Agenda Item 1.1: Approval of the 2022 Management Report, the 2022 Statutory Financial Statements and the 2022 Consolidated Financial Statements

As mentioned before, the annual report, which includes the statutory financial statements and the consolidated financial statements (group accounts) for the business year 2022 as well as the auditors' reports and the compensation report, were available for inspection by the shareholders since 31 May 2023 at the seat of the Company and were sent to the shareholders who made such request. Additionally, the annual report was available on the website of Kinarus since 31 May 2023.

The written audit report of Ernst & Young AG on the consolidated financial statements of the Group and the respective proposal of the auditors can be found on page 64-68 of the annual report

The written audit report of Ernst & Young AG on the annual financial statements of the Company and the respective proposal of the auditors can be found on page 90-93 of the annual report.

Given that the annual report has been made available to the



shareholders I will not go into detail and only briefly summarise the auditor's report:

- The auditors have audited the annual accounts and established that the bookkeeping and the annual accounts comply with the law and the Articles of Association.
- Based on the results of their audit, they recommend that these statutory financial statements be approved. The auditors point out that the Company incurred a net loss of 40.582 million Swiss francs for the year ended 31 December 2022.
- The auditors have indicated a material uncertainty about the Company's ability to continue as a going concern over the next 12 months given that the funds from the singed convertible loan agreement with ChaoDian (Hangzhou) Investment Management Co. Ltd have to date not been received by Kinarus. The transfer of these funds is currently going through the customary Chinese regulatory process for funds being wired from China abroad.
- Based on the results of their audit, the auditors recommend that also the consolidated financial statements of the Group be approved. The auditors point out that the Group incurred a net loss of 34.743 million Swiss francs for the year ended 31 December 2022.
- For the same reasons as stated before for the Company, the auditors have also indicated a material uncertainty about the Group's ability to continue as a going concern over the next 12 months.
- Finally, in their report on the consolidated financial statements



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the auditors have established that the consolidated financial statements give a true and fair view of the financial position, results of operations and cash flows in accordance with the Swiss GAAP FER.

Fabian Meier and René Bachmann from Ernst & Young AG, in Basel, informed me before the Annual General Meeting that they have no further comments on both the auditors' report on the statutory financial statements and the auditors' report on the consolidated financial statements.

The Board of Directors proposes that the management report, the statutory financial statements and the consolidated financial statements for the financial year 2022 be approved.

No questions have been received from shareholders prior to the General Meeting.

- Does anyone have a question right now?
 No questions have been asked.
- > As there are no questions, we may proceed with the vote.
- ➤ For all of today's agenda items, the votes will be cast openly by raising your hand and showing the respective coupon "Yes", "No" or "Abstain" to Mr. Dieter Studer and Mr Christoph Egger of areg.ch. I will for each agenda item indicate the number of the coupon to be used. For efficiency reasons, for each vote, we will only count the "Nos" and the "Abstentions" and calculate



the "Yes-Votes" as the difference based thereon.

- > The independent proxy will obviously vote according to the instructions received.
- > The Areg.ch-Team will now take your votes.
- > For this vote please use the Yes/No or Abstain coupon number one.
- > Can those in favour of the proposal of the board of directors please raise their hand?
- > Can those against the proposal of the board of directors please raise their hand? Please show your respective coupon to the Areg.ch-Team, who will scan them.
- > Can now those abstaining from voting please raise their hand? Please show your respective coupon.

I note that the proposal to approve the management report, the statutory financial statements and the consolidated financial statements for the financial year 2022 was accepted by the General Meeting with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

We now proceed with item 1.2 Advisory Vote on the 2022 Compensation Report



Agenda Item 1.2: Advisory Vote on the 2022 Compensation Report

In line with best practice, the Board of Directors submits the 2022 compensation report to an advisory vote of the General Meeting.

The compensation report explains the governance framework and the principles underlying the compensation system at the Company. In addition, the Compensation Report sets out the remuneration of the Board of Directors and the Executive Management paid in respect of 2022.

As the 2022 compensation report was made available to all shareholders prior to the General Meeting, I will not go into the details of the report.

The Board of Directors proposes that the 2022 compensation report be endorsed in a non-binding advisory vote.

No questions have been received from shareholders prior to the General Meeting.

- Does anyone have a question right now?
 No questions have been asked
- > As there are no questions, we may proceed with the vote.



- The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> *two*.
- ➤ Can those in favour of the proposal of the board of directors please raise their hand?
- ➤ Can those against the proposal of the board of directors please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that the proposal to approve the 2022 compensation report was accepted by the General Meeting with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

Therefore, we now come to agenda item 2: Appropriation of Loss of the Financial Year 2022



Agenda Item 2: Appropriation of Loss of the Financial Year 2022

The Balance Sheet of Kinarus shows a loss for the financial year 2022 of the Company of CHF 40'582'000.

The Board of Directors proposes that the loss of the Company of CHF 43'015'000 be carried forward to new account as detailed in the invitation to the Annual General Meeting:

	<u>CHF in '000s</u>
Loss carried forward from the financial year	(2'433)
2021	
Loss for the financial year 2022	(40'582)
Loss to be carried forward	(43'015)

No questions have been received from shareholders prior to the General Meeting.

- Does anyone have a question right now?
 No questions have been asked
- > As there are no questions, we may proceed with the vote.
- ➤ The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> <u>three</u>.
- ➤ Can those in favour of the proposal of the board of directors please raise their hand?
- Can those against the proposal of the board of directors please



raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.

➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that the proposal to approve the proposal of the Board of Directors to carry forward the loss of the financial year 2022 was accepted by the General Meeting with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

We now proceed with agenda item 3: Discharge of the Board of Directors and of the Executive Management



Agenda Item 3: Discharge of the Board of Directors and of the Executive Management

After having reported on the past financial year in the Company's annual report 2022, the Board of Directors is now requesting discharge for the financial year 2022.

The Board of Directors proposes that discharge of all members of the Board of Directors and of the Executive Management be granted for their activities during the financial year 2022.

No questions have been received from shareholders prior to the General Meeting.

- Does anyone have a question right now?
 No questions have been asked.
- > As there are no questions, we may proceed with the vote.
- The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> <u>four.</u>
- ➢ Please note that members of the Board of Directors and members of the Executive Management who are also shareholders of Kinarus are not allowed to vote.
- ➤ Can those in favour of the proposal of the board of directors



please raise their hand?

- ➤ Can those against the proposal of the board of directors please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that the proposal to approve the proposal of the board to grant discharge to the members of the board of directors and the executive management was accepted by the General Meeting with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

We now come to the elections of the today's Annual General Meeting and, therefore, start with item 4, the re-election of the members of the board of directors of Kinarus



Agenda Item 4: Re-election of the Chairman and Other Members of the Board of Directors

The term of office of the Chairman and all members of the Board of Directors expires upon completion of the 2023 Annual General Meeting. The Board of Directors proposes that all current members of the Board of Directors, including the Chairman, be re-elected for a term of office until completion of the 2024 Annual General Meeting.

The current members of the Board of Directors are:

Dr. Hari Kumar, acting as Chairman

Eugene Tierney

Dr. Silvio Inderbitzin and

Dr. Alexander Bausch

> Does anyone have a question right now?

No questions have been asked.

As there are no questions, we may proceed with the elections, which will be carried out individually for each member.

Agenda Item 4.1: Re-election of Dr. Hari Kumar (as Chairman and member of the Board of Directors)



Let's start with the election of Dr. Hari Kumar.

- The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon number five.
- > Can those in favour of the election of Dr. Hari Kumar please raise their hand?.
- > Can those against the election of Dr. Hari Kumar please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.
- > Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that Dr. Hari Kumar is elected by the General Meeting as member of the Board of Directors and Chairman with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

Agenda Item 4.2: Re-election of Eugene Tierney

Next is the election of myself, Eugene Tierney

- > The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon number



SiX.

- ➤ Can those in favour of the election of me, Eugene Tierney, please raise their hand?
- ➤ Can those against please raise their hand? Please show your respective coupon to the areg.ch-Team.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that Eugene Tierney is elected by the General Meeting as member of the Board of Directors with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

Agenda Item 4.3: Re-election of Dr. Silvio Inderbitzin

Next is the election of Dr. Silvio Inderbitzin

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- ➤ The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> seven.
- ➤ Can those in favour of the election of Dr. Silvio Inderbitzin please raise their hand?
- ➤ Can those against the election of Dr. Silvio Inderbitzin please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.



➤ Can those abstaining from voting please raise their hand? Please show your respective coupon to Dieter Studer.

I note that Dr. Silvio Inderbitzin is elected by the General Meeting as member of the Board of Directors with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

Agenda Item 4.4: Re-election of Dr. Alexander Bausch

Next is the election of Dr. Alexander Bausch, the CEO of Kinarus.

- The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> *eight*.
- ➤ Can those in favour of the election of Dr. Alexander Bausch please raise their hand?
- ➤ Can those against the election of Dr. Alexander Bausch please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that Dr. Alexander Bausch is elected by the General Meeting as member of the Board of Directors with the required majority of the votes present. The detailed results will be uploaded to the Kinarus



website following the Annual General Meeting.

We therefore continue with the Re-election of the members of the compensation committee, Agenda item 5.



Agenda Item 5: Re-election of the Members of the Compensation Committee

The term of office of the members of the Compensation Committee expires upon completion of the 2023 Annual General Meeting. The Board of Directors proposes that all current members of the Compensation Committee be re-elected for a term of office until completion of the 2024 Annual General Meeting.

The current members of the committee are:

Dr. Hari Kumar

Eugene Tierney and

Dr. Silvio Inderbitzin

Does anyone have a question right now?
No questions asked.

As there are no questions, we may proceed with the elections, which will be carried out individually for each member.

Agenda Item 5.1: Re-election of Dr. Hari Kumar

Let's start with the election of Dr. Hari Kumar.



- The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> nine.
- ➤ Can those in favour of the election of Dr. Hari Kumar please raise their hand?
- ➤ Can those against the election of Dr. Hari Kumar please raise their hand? Please show your respective coupon to the aerg.ch-Team, who will scan it.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that Dr. Hari Kumar is elected by the General Meeting as member of the compensation committee with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

Agenda Item 5.2: Re-election of Eugene Tierney

Next is the election of Eugene Tierney

- > The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> *ten*.
- Can those in favour of the election of Eugene Tierney please raise their hand?



- ➤ Can those against the election of Eugene Tierney please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that Eugene Tierney is elected by the General Meeting as member of the compensation committee with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

Agenda Item 5.3: Re-election of Dr. Silvio Inderbitzin

Next is the election of Dr. Silvio Inderbitzin

- ➤ The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> <u>eleven</u>.
- ➤ Can those in favour of the election of Dr. Silvio Inderbitzin please raise their hand?
- ➤ Can those against the election of Dr. Silvio Inderbitzin please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.



I note that Dr. Silvio Inderbitzin is elected by the General Meeting as member of the compensation committee with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

We now continue with Agenda Item 6: Re-election of the Statutory Auditors.



Agenda Item 6: Re-election of the Statutory Auditors

The Board of Directors proposes that Ernst & Young AG, in Basel, Switzerland, be re-elected as the Company's statutory auditors for the financial year 2023. Ernst & Young confirmed its independence required for this mandate.

- Does anyone have a question right now? No questions.
- ➤ The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon number twelve.
- > Can those in favour of the election of Ernst & Young AG please raise their hand?
- > Can those against the election of Ernst & Young AG please raise their hand? Please show your respective coupon to the areg.ch-Team.
- > Can those abstaining from voting please raise their hand? Please show your respective coupon

I note that Ernst & Young AG, in Basel, is re-elected as the Company's statutory auditors by the General Meeting with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.



We now continue with Agenda Item 7: Re-election of the Independent Proxy.



Agenda Item 7: Re-election of the Independent Proxy

The Board of Directors proposes that KBT Treuhand AG Zürich be re-elected as independent proxy for a term of office until completion of the 2024 Annual General Meeting. KBT Treuhand AG Zürich, confirmed its independence required for this mandate.

Does anyone have a question right now?

[...]

- > The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> thirteen.
- ➤ Can those in favour of the election of KBT Treuhand AG Zürich please raise their hand?
- ➤ Can those against the election of KBT Treuhand AG Zürich please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that KBT Treuhand AG Zürich is re-elected as the independent proxy by the General Meeting with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

We now continue with Agenda Item 8: Approval of the Maximum Aggregate Amount of Compensation of the Board of Directors.



Agenda Item 8: Approval of the Maximum Aggregate

Amount of Compensation of the Board of

Directors

For the term of office 2023, the members of the Board of Directors have reduced their customary compensation compared to the previous term in office for their service as members of the Board of Directors in the Company's pursuit of overall cost reductions. Further, the Board of Directors is fully committed to serve the Company and to turn around the financial situation of the Company.

The Board of Directors proposes that a maximum aggregate amount of compensation of the Board of Directors for the period from the 2023 Annual General Meeting to the 2024 Annual General Meeting of 120'000 Swiss francs is approved.

No questions have been received from shareholders prior to the General Meeting.

- Does anyone have a question right now?
 No questions
- ➤ As there are no questions, we may proceed with the vote.
- ➤ The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> <u>fourteen</u>.



- ➤ Can those in favour of the proposal of the board of directors please raise their hand?
- ➤ Can those against the proposal of the board of directors please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that the proposal to approve the maximum aggregate amount of compensation of the Board of Directors for the period from the 2023 Annual General Meeting to the 2024 Annual General Meeting of 120'000 Swiss francs was accepted by the General Meeting with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

We now continue with Agenda Item 9: Approval of the Maximum Aggregate Amount of Fixed Compensation of the Executive Management.



Agenda Item 9: Approval of the Maximum Aggregate

Amount of Fixed Compensation of the

Executive Management

The proposed maximum aggregate amount comprises the annual base salaries and legally required employer contributions to social security systems. The proposed maximum aggregate amount is calculated based on five members of the Executive Management. The decrease in the proposed maximum aggregate amount compared with the amount for the financial year 2022 reflects the Company's pursuit of overall cost reductions until further funding is secured. Further, the Board of Directors is of the view that the proposed maximum aggregate amount will be sufficient to retain and motivate the current members of the Executive Management.

The actual pay-out for the financial year 2023 will be disclosed in the 2023 Compensation Report.

The Board of Directors proposes that a maximum aggregate amount of fixed compensation of the Executive Management for the financial year 2023 of 1'000'000 Swiss francs be approved.

No questions have been received from shareholders prior to the General Meeting.

> Does anyone have a question right now?

No questions



- > As there are no questions, we may proceed with the vote.
- ➤ The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> *fifteen*.
- ➤ Can those in favour of the proposal of the board of directors please raise their hand?
- ➤ Can those against the proposal of the board of directors please raise their hand? Please show your respective coupon to the areg.ch-Team, who will scan it.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that the proposal to approve the maximum aggregate amount of fixed compensation of the Executive Management for the financial year 2023 of 1'000'000 Swiss francs was accepted by the General Meeting with the required majority of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.

We now continue with item 10: Increase of Conditional Share Capital and Amendment to the Articles of Association.



Agenda Item 10: Increase of Conditional Share Capital and Amendment to the Articles of Association

Currently the conditional share capital based on the Articles of Association amounts to CHF 4'996'743.42. The Board of Directors proposes to increase the conditional share capital to the statutory maximum, being 50% of the share capital registered in the commercial register. With such increase, the Company would have additional flexibility with respect to its foreseen financing in the near future.

The proposed amendment is subject to a qualified majority of two thirds of the votes of the shares represented at the General Meeting.

The Board of Directors proposes that the Company's conditional share capital be increased by 721'271.77 Swiss francs to the maximum amount of 5'718'015.19 Swiss francs, allowing the issuance of up to 571'801'519 registered shares with a par value of 0.01 Swiss francs each, and accordingly, to amend Article 3a paragraph 1 of the Articles of Association

No questions have been received from shareholders prior to the General Meeting.

➤ Does anyone have a question right now?

This seems not to be the case.



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Ms. Katja Schott-Morgenroth, notary public in Basel, at the offices of Walder Wyss AG will notarise the decision.

- Ms. Katja Schott-Morgenroth do you have any comments? No comments raised.
- > As there are no questions, we may proceed with the vote.
- The Areg.ch-Team will now take your votes.
- For this vote please use the Yes/No or Abstain coupon <u>number</u> sixteen.
- ➤ Can those in favour of the proposal of the board of directors please raise their hand?
- ➤ Can those against the proposal of the board of directors please raise their hand? Please show your respective coupon.
- ➤ Can those abstaining from voting please raise their hand? Please show your respective coupon.

I note that the proposal to approve the increase the conditional share capital by 721'271.77 Swiss francs to the maximum amount of 5'718'015.19 Swiss francs, allowing the issuance of up to 571'801'519 registered shares with a par value of 0.01 Swiss francs each, and accordingly, to amend Article 3a paragraph 1 of the Articles of Association, was accepted by the General Meeting with a majority of more than *two thirds* of the votes present. The detailed results will be uploaded to the Kinarus website following the Annual General Meeting.



We have now covered all the agenda items and given that there are no further items to be transacted I close the meeting at 10:35 am.

In the name of the entire board of directors of Kinarus I thank you all for your attendance and wish you a nice day and a safe trip home.

For all those who want to stay a simple Apéro will now be served outside.