

Minutes of the Annual General Meeting of Shareholders

(the "AGM")

of

Curatis Holding AG

having its seat in Liestal, Basel-Landschaft (the "**Company**")

CHE-103.574.108

dated 21 June 2024, held at Hardstrasse 1, 4133 Pratteln, Switzerland starting at 2:16 p.m. CEST

I

Marian Borovsky, chairman of the Board of Directors, opens the AGM and takes the chair ("**Chairman**").

He welcomes the attendees and introduces the persons present:

- Roland Rutschmann and Günter Graubach, members of the Board of Directors;
- David Maillard as representative of KBT Treuhand AG, who acts as independent proxy pursuant to article 689c CO, for the shareholders who have appointed him to represent them. Therefore, KBT Treuhand AG will vote yes, no and abstain at the same time, if applicable;
- Bernhard Simonetti, Notary of the Canton of Basel-Landschaft, as notary and secretary for decisions requiring notarization;
- Sandro Fehlmann from Advestra AG as secretary; and
- Fabian Meier as representative of the auditors Ernst & Young AG.

The Chairman appoints Sandro Fehlmann as secretary and Thomas Bieri as scrutineer.

KBT Treuhand AG, elected by the 2023 general meeting of shareholders, represented by David Maillard, acts as the Independent Voting Rights Representative. The Chairman informs the AGM that, in accordance with article 689c paragraph 5 CO, the Independent Voting Rights Representative has shared with the Company the instructions received by it from the represented shareholders with respect to the items on the agenda no earlier than three business days prior to the AGM. The information was made available in aggregate and summarized form in order to avoid that conclusions could be drawn about the voting behaviour of individual shareholders.

Roland Rutschmann comments on the business performance of Curatis Holding AG so far and provides an outlook for the 2024 financial year.

Constitution

In the formal part of the AGM, commencing at 2:16 p.m., the Chairman notes in particular the following with respect to the constitution of the AGM:

- (a) The invitation, including the agenda and the proposals of the Board of Directors, to today's AGM has been notified in accordance with the statutory and legal provisions by publication in the Swiss Official Gazette of Commerce on 29 May 2024 and by letter on 29 May 2024 to shareholders recorded in the share register. In addition, the members of the Board of Directors and the Executive Board have been invited to attend today's AGM.
- (b) The Company has not received any requests from shareholders for the inclusion of further items on the agenda within the published deadline pursuant to the Articles of Association.
- (c) The 2023 Annual Report, including the status report, the statutory financial statements and the consolidated financial statements, the Compensation Report and the auditor's reports for the 2023 financial year were available for inspection by the shareholders from 24 May 2024. The documents could also be downloaded from the company's website.

The Chairman ascertains that the AGM has been convened and constituted in accordance with the Articles of Association and that the AGM has the necessary quorum.

No objections are raised against these statements.

Attendance figures

The Chairman notes that:

- at 2:16 p.m. at today's AGM 5 shareholders are present in person or represented by individually appointed proxies, representing 51'062 registered shares with a nominal value of CHF 0.10 each;
- the independent proxy represents 3'696'213 registered shares with a nominal value of CHF 0.10 each;
- a total of 3'747'275 registered shares with a nominal value of CHF 0.10 each, corresponding to a total nominal value of CHF 374'727.50, representing 85.43% of the share capital.

The absolute majority of the votes represented is reached at 1'873'638 votes.

The Chairman explains that with regard to the agenda items to be dealt with today, the AGM passes its resolutions and elections with an absolute majority of the votes represented – namely, 1'873'638 votes. For the adoption of the motion under agenda items 5.1 a qualified majority of at least two thirds of the votes represented – namely, 2'498'184 votes – and the absolute majority of the nominal values of shares represented is required – namely, 1'873'638.

The absolute majority in favour of granting discharge to the members of the Board of Directors and the Executive Board under agenda item 3 – without taking into account the votes not entitled to vote on this agenda item – is reached with 1'855'375 share votes.

No objections are raised against these statements.

The Chairman then proceeds to the agenda items.

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II

Agenda item 1: Approval of the Annual Report, the consolidated financial statements and the statutory financial statements of Kinarus Therapeutics Holding AG (since 25 April 2024, Curatis Holding AG) for the financial year 2023

The Board of Directors proposes that the Annual Report, the consolidated financial statements and the statutory financial statements of Kinarus Therapeutics Holding AG for the financial year 2023 be approved.

The Chairman asks if there are any requests to speak on this agenda item 1. This is not the case.

The count of the votes showed 3'746'615 votes in favour, 565 votes against and 95 abstentions.

The Chairman notes that the AGM thus approved the Annual Report, the consolidated financial statements and the statutory financial statements of Kinarus Therapeutics Holding AG for the financial year 2023.

Agenda item 2: Appropriation of retained earnings for the financial year 2023 and set-off of legal reserves

Agenda item 2.1: Appropriation of the loss for the financial year 2023

The Chairman notes that the Company's annual financial statements show a loss of CHF 14,062,000.00.

The Board of Directors proposes that the loss be appropriated as follows: The loss from the 2023 financial year in the amount of CHF 14,062,000.00 and the loss carried forward from previous years in the amount of CHF 43,015,000.00 should be carried forward to the new annual financial statements with the free released reserves in the amount of CHF 1,000.00.

The Chairman asks if there are any requests to speak on this agenda item 2.1. This is not the case.

The count of the votes showed 3'745'977 votes in favour, 569 votes against and 729 abstentions.

The Chairman notes that the AGM thus approved the appropriation of the loss for the financial year 2023.

Agenda item 2.2: Set off of legal reserves against losses carried forward

The Board of Directors proposes to set off legal reserves from capital contributions in the amount of CHF 13,072,515.00 against losses carried forward.

The Chairman asks if there are any requests to speak on this agenda item 2.2. This is not the case.

The count of the votes showed 3'746'017 votes in favour, 483 votes against and 775 abstentions.

The Chairman notes that the AGM thus approved the set off of legal reserves against losses carried forward.

Agenda item 3: Discharge of the members of the Board of Directors and the Executive Board

The Chairman notes that the members of the Board of Directors and the Executive Board are in accordance with art. 695 para. 1 CO not entitled to vote on this agenda item as shareholders.

The Board of Directors proposes that the members of the Board of Directors and the Executive Board be granted discharge for the financial year 2023. The discharge also includes former members who resigned from the respective bodies during the 2023 financial year.

The Chairman asks if there are any requests to speak on this agenda item 3. This is not the case.

The count of the votes showed 3'707'634 votes in favour, 1'582 votes against and 1'532 abstentions.

The Chairman notes that the AGM thus granted the members of the Board of Directors and the Executive Board discharge for the financial year 2023. The Chairman thanks the shareholders entitled to vote for their trust.

Agenda item 4: Re-election and election

Agenda item 4.1: Re-election of the members of the Board of Directors

The Board of Directors proposes the re-election of the following persons individually as members of the Board of Directors for a one year-term of office until completion of the next AGM.

The Chairman asks if there are any requests to speak on this agenda item 4.1. This is not the case.

Agenda item 4.1.1: Re-election of Marian Borovsky

The re-election of Marian Borovsky is carried out by Roland Rutschmann.

The count of the votes showed 3'743'351 votes in favour, 2'803 votes against and 1'121 abstentions.

Roland Rutschmann confirms that the AGM has elected Marian Borovsky as a member of the Board of Directors until completion of the next Annual General Meeting. He congratulates him on his election.

Agenda item 4.1.2: Re-election of Günter Graubach

The count of the votes showed 3'743'047 votes in favour, 3'118 votes against and 1'110 abstentions.

The Chairman confirms that the AGM has elected Günter Graubach as a member of the Board of Directors until completion of the next Annual General Meeting. He congratulates him on his election.

Agenda item 4.1.3: Re-election of Roland Rutschmann

The count of the votes showed 3'738'809 votes in favour, 7'336 votes against and 1'130 abstentions.

The Chairman confirms that the AGM has elected Roland Rutschmann as a member of the Board of Directors until completion of the next Annual General Meeting. He congratulates him on his election.

Agenda item 4.1.4: Re-election of Silvio Inderbitzin

The count of the votes showed 3'743'298 votes in favour, 2'847 votes against and 1'130 abstentions.

The Chairman confirms that the AGM has elected Silvio Inderbitzin as a member of the Board of Directors until completion of the next Annual General Meeting. He congratulates him on his election.

Agenda item 4.2: Re-election of the Chairman of the Board of Directors

The re-election of the Chairman of the Board of Directors is carried out by Roland Rutschmann.

The Board of Directors proposes the re-election Marian Borovsky as the Chairman of the Board of Directors for a one-year term until completion of the 2025 annual general meeting.

Roland Rutschmann asks if there are any requests to speak on this agenda item 4.2. This is not the case.

The count of the votes showed 3'743'503 votes in favour, 2'989 votes against and 783 abstentions.

Roland Rutschmann confirms that the AGM has elected Marian Borovsky as the Chairman of the Board of Directors until completion of the next Annual General Meeting. He congratulates him on his election.

Agenda item 4.3: Re-election of the members of the Compensation Committee

The Board of Directors proposes the re-election of the following persons individually as members of the Compensation Committee for a one year-term of office until completion of the next AGM.

The Chairman notes that the Board of Directors intends to appoint Günter Graubach as Chairman of the Compensation Committee as part of its constitution.

The Chairman asks if there are any requests to speak on this agenda item 4.3. This is not the case.

Agenda item 4.3.1: Re-election of Günter Graubach

The count of the votes showed 3'737'893 votes in favour, 8'005 votes against and 1'377 abstentions.

The Chairman confirms that the AGM has elected Günter Graubach as a member of the Compensation Committee until completion of the next Annual General Meeting. He congratulates him on his election.

Agenda item 4.3.2: Re-election of Roland Rutschmann

The count of the votes showed 3'738'173 votes in favour, 7'736 votes against and 1'366 abstentions.

The Chairman confirms that the AGM has elected Roland Rutschmann as a member of the Compensation Committee until completion of the next Annual General Meeting. He congratulates him on his election.

Agenda item 4.3.3: Re-election of Marian Borovsky

The re-election of Marian Borovsky is carried out by Roland Rutschmann.

The count of the votes showed 3'742'589 votes in favour, 3'200 votes against and 1'486 abstentions.

Roland Rutschmann confirms that the AGM has elected Marian Borovsky as a member of the Compensation Committee until completion of the next Annual General Meeting. He congratulates him on his election.

Agenda item 4.4: Election of the Statutory Auditors for the financial year 2024

The Board of Directors proposes that MAZARS AG (CHE-248.814.976), Herostrasse 12, 8048 Zurich, Switzerland be elected as independent auditor for the financial year 2024.

The Chairman asks if there are any requests to speak on this agenda item 4.4. This is not the case.

The count of the votes showed 3'740'151 votes in favour, 7'086 votes against and 38 abstentions.

The Chairman confirms that the AGM has elected MAZARS AG as the Company's statutory auditors for the financial year 2024 and notes that MAZARS AG has submitted a written declaration of acceptance of the election.

Agenda item 4.5: Re-election of the Independent Proxy

The Board of Directors proposes the re-election of KBT Treuhand AG Zürich (CHE-106.032.364), Kreuzplatz 5, 8032 Zurich, Switzerland, for a one-year term of office until completion of the next Annual General Meeting.

The Chairman asks if there are any requests to speak on this agenda item 4.5. This is not the case.

The count of the votes showed 3'747'003 votes in favour, 254 votes against and 18 abstentions.

The Chairman confirms that the AGM has elected KBT Treuhand AG Zürich as the Independent Proxy until completion of the next Annual General Meeting.

Agenda item 5: Amendments of the Articles of Association

The Board of Directors proposes to amend the Articles of Association of Curatis Holding AG, in particular to meet the requirements of the revision of the Swiss corporate law that came into force on 1 January 2023 and to take account of current best practice in the area of corporate governance. The proposed amendments include the implementation of the new provisions, alignment with the wording of the law, clarification to avoid legal uncertainties, the modernization and flexibilization of general meetings and the organization as well as editorial corrections.

Agenda item 5.1: Clarification of the registration restrictions

The Board of Directors proposes the amendment of art. 7 of the Articles of Association. The proposed wording is not read out. The Chairman refers to the text in the invitation to the AGM.

The Chairman points out that, a resolution on this agenda item requires a majority of two-thirds of the votes represented and a majority of the nominal value of the shares represented.

The Chairman asks if there are any requests to speak on this agenda item 5.1. This is not the case.

The count of the votes showed 3'746'507 votes in favour, 443 votes against and 325 abstentions.

The Chairman notes that the AGM thus approved the maximum aggregate amount of compensation of the Board of Directors until the end of the 2025 annual general meeting.

Agenda item 6.3: Approval of the maximum aggregate amount of the fixed compensation of the Executive Board for the financial year 2024

The Board of Directors proposes the approval of the maximum aggregate amount of the fixed compensation of the Executive Board of CHF 2,020,000.00 for the financial year 2024.

The Chairman explains that Mr. Rutschmann and Mr. Graubach had informed him that they would each waive the options and share packages allocated to them for the financial year 2024.

The Chairman asks if there are any requests to speak on this agenda item 6.3. Mr. Pollock asks whether the Company could say anything about the valuation of the options and the dilution. The Chairman asks Patrick Ramsauer to comment on this. Mr. Ramsauer explains that the exercise price of the options was calculated based on the 20-day VWAP prior to the Annual General Meeting, resulting in an option value of approximately CHF 2.00 per option. This would result in a maximum dilution of 3% for the financial year 2024, with the options vesting over 3 years. Mr. Ramsauer also clarified that the Board of Directors of the Company have the option of settling the options in cash, which would also result in no delution. The Chairman thanks Mr. Ramsauer for his comments.

The count of the votes showed 3'627'413 votes in favour, 118'541 votes against and 1'321 abstentions.

The Chairman notes that the AGM thus approved the maximum aggregate amount of the fixed compensation of the Executive Board for the financial year 2024.

Agenda item 6.4: Approval of the maximum aggregate amount of the variable compensation for the Executive Board for the financial year 2024

The Board of Directors proposes the approval of the maximum aggregate amount of the variable compensation for the Executive Board of CHF 260,000.00 for the financial year 2024.

The Chairman asks if there are any requests to speak on this agenda item 6.4. This is not the case.

The count of the votes showed 3'627'446 votes in favour, 118'372 votes against and 1'457 abstentions.

The Chairman notes that the AGM thus approved the maximum aggregate amount of the variable compensation for the Executive Board for the financial year 2024.

Agenda item 6.5: Approval of the maximum aggregate amount of compensation of the Executive Board for the financial year 2025

The Board of Directors proposes the approval of the maximum aggregate amount for the fixed and variable compensation of the Executive Board of CHF 2,300,000.00 for the financial year 2025. The reason for the additional vote on the fixed and variable compensation of the Executive Board for the 2025 financial year lies in the fact that the company has decided to vote prospectively on the variable compensation.

The Chairman asks if there are any requests to speak on this agenda item 6.5. This is not the case.

The count of the votes showed 3'627'446 votes in favour, 118'508 votes against and 1'321 abstentions.

The Chairman notes that the AGM thus approved the maximum aggregate amount for the fixed and variable compensation for the Executive Board for the financial year 2025.

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III

The Chairman notes that all items on the agenda have been completed. He thanks the attendees for their interest.

The Chairman closes the AGM at 2:51 p.m. CET.

The Chairman:

The secretary:



Marian Borovsky



Sandro Fehlmann

III

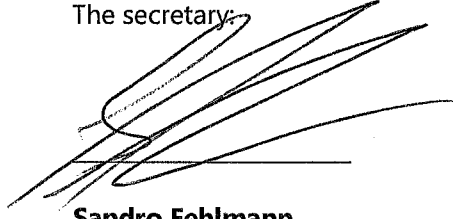
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The Chairman closes the AGM at 2:51 p.m. CET.

The Chairman:

Marian Borovsky

The secretary:

A handwritten signature in black ink, consisting of several overlapping, sweeping strokes that form a cursive, somewhat abstract shape. The signature is written over a horizontal line.

Sandro Fehlmann