

MINUTES OF GENERAL MEETING

held in Dancann Pharma IVS, business reg. no. 39 42 60 05

On 8 April 2020, an extraordinary general meeting was held in the Company with the following agenda:

1. Election of a chairman of the meeting;
2. Proposed resolution on change of the Articles of Association of the company, including establishment of a Board of Directors, change of the signatory powers, election of members of the Board, and amendment of the object of the company.
3. Proposed resolution to increase the share capital of the Company by nominally DKK 0.7576 through cash contribution.
4. Proposed resolution to have the annual reports of the company audited and election of the auditor.

Re 1

Michael Kristensen was elected chairman of the meeting. The chairman stated that the total share capital was present or represented at the general meeting and that all shareholders had accepted the holding of the general meeting without prior receipt of a formal notice of the meeting. The chairman concluded that the general meeting formed a quorum with respect to the agenda.

Re 2

It was proposed to change the Articles of Association of the company, including establishment of a Board of Directors, change of the signatory powers, election of members of the Board, and amendment of the object of the company.

The proposal consisted of the changes set forth in a draft of Articles presented, a.o. the following:

- The object of the company is changed into: "The object of the Company is the production and development of cannabinoid medicine and trade with this – including export and import – and other business and activities related hereto to the judgment of the Board of Directors",

- The signatory powers are changed into: "The Company is bound by the joint signatures of the Chief Executive Officer and the Chairman of the Board of Directors or by the joint signatures of the members of the Board of Directors."

The proposed resolution and the following amendment of the Articles of Association of the Company were passed unanimously with all votes cast.

As a consequence, it was proposed to elect the following members to serve on the Board of Directors:

Magnus Østergaard Dahlmann
Østergade 7
6823 Ansager

Per Wester
Gullringsvägen 25b
S-433 62 Sävedalen, Sweden

Carsten Trads
Laksegade 20F st. th.
1063 København K

The proposed resolution was passed unanimously with all votes cast.

The new Board informed that it had elected Magnus Østergaard Dahlmann as Chairman of the Board.

Re 3

A resolution to increase the share capital of the Company by nominally DKK 0.7576 through cash contribution was proposed.

The chairman presented the proposed resolution and stated that the terms of the proposed capital increase were as follows:

- a) The share capital is increased by nominally DKK 0.7576.
- b) The new shares are offered for sale in denominations of DKK 0.00001 and multiples thereof.

- c) The new shares are subscribed for as follows:
- Nominally DKK 0.7576 shares are subscribed for at a price of 3,149,383,050.42 by cash contribution of DKK 23,859,725.99. The shares are subscribed for by a number of investors in separate subscription forms.
- It means that the pre-emption right of the shareholders is derogated from.
- d) The new shares carry the same rights as the existing shares.
- e) The new shares entitle the holder to dividend and other rights in the Company from the date of payment of the shares.
- f) The new shares are registered shares and non-negotiable instruments.
- g) The Company shall pay the costs relating to the capital increase, which are estimated at DKK 20,000 exclusive of VAT.

The proposed resolution and the resulting amendment of the Articles of Association of the Company were passed unanimously with all votes cast.

The share capital is now nominally DKK 1.7576.

Re 4.

A resolution to have the annual reports of the company audited was proposed and hence it was proposed to elect the auditor:

BDO Statsautoriseret Revisionsaktieselskab
CVR no. 20 22 26 70
Markedspladsen 25
6800 Varde

Both proposed resolutions were passed unanimously with all votes cast.

The general meeting authorised Michael Kristensen to register the resolutions passed with the Danish Business Authority and in that connection Michael Kristensen was authorised to make any corrections, additions and/or changes to the resolutions required by the Danish Business Authority for registration.

The meeting was closed.

Chairman of the meeting:

Michael Kristensen

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Michael Harmuth Kristensen

Dirigent

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