

Articles of association for Abliva AB

Reg. no: 556595-6538

Adopted by the Annual General Meeting on 20 May 2020

§ 1. CORPORATE NAME

The Company's corporate name is Abliva AB. The Company is a public limited company (publ).

§ 2. REGISTERED OFFICE

The Board of Directors shall have its registered office in the municipality of Lund, Sweden.

§ 3. OPERATIONS

Directly or indirectly through subsidiaries, the Company shall conduct research, development, sale and licensing of pharmaceuticals and associated business. The Company shall also be able to manage real estate and chattels.

§ 4. SHARE CAPITAL

The share capital shall be not less than SEK 9,000,000 and not more than SEK 36,000,000.

§ 5. NUMBER OF SHARES

The number of shares shall be not less than 180,000,000 and not more than 720,000,000.

§ 6. BOARD OF DIRECTORS

The Board of Directors shall consist of a minimum of three and a maximum of eight members.

§ 7. AUDITORS

For auditing the Company's Annual Accounts and the Board of Directors' and Chief Executive Officer's administration, one or two Auditors with or without deputies shall be appointed, or one registered public accounting firm.

The assignment as Auditor shall apply until the end of the Annual General Meeting held in the financial year after the Auditor is appointed.

§ 8. NOTICE OF GENERAL MEETING

Notices of General Meetings shall always be made by announcement in the Swedish Official Gazette and on the Company's website. Information that the notice has been issued shall be announced in the Swedish daily newspaper Svenska Dagbladet. If the publication of Svenska Dagbladet is discontinued, there shall be an announcement in the Swedish daily newspaper Dagens Industri.

§ 9. NOTIFICATION OF ATTENDANCE AT GENERAL MEETING

Shareholders registered in the share register, in the manner stipulated in Chapter 7, Section 28, Paragraph 3 of the Swedish Companies Act, and have notified the Company of their intention to attend by no later than the day stated in the notice convening the General Meeting are entitled to participate at the General Meeting. Such day may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve, and may not fall earlier than the fifth weekday prior to the General Meeting.

§ 10. ANNUAL GENERAL MEETING

The Annual General Meeting shall be held yearly within six (6) months after the end of the financial year.

The following matters shall be considered at the Annual General Meeting:

1. Election of Chair of the Meeting;
2. Preparation and approval of the voting list;
3. Approval of the agenda;
4. Election of one or two people to verify the minutes;
5. Consideration of whether the Meeting has been duly convened;
6. Submission of the Annual Accounts and Audit Report, and where applicable, the Consolidated Accounts and Consolidated Audit Report;
7. Resolutions
 - a) on adoption of the Income Statement and Balance Sheet, and where applicable, the Consolidated Income Statement and Consolidated Balance Sheet,
 - b) on appropriation of the Company's profit or loss in accordance with the adopted Balance Sheet,
 - c) on discharging the Board members and Chief Executive Officer from liability;
8. Determination of the number of Board members, and where applicable, the number of Auditors and Deputy Auditors;
9. Determination of Directors' and audit fees;
10. Election of the Board of Directors, Auditors or Audit Firm and any Deputy Auditors;
11. Other matters which shall be dealt with at the General Meeting as stipulated by the Swedish Companies Act or the Articles of Association.

§ 11. FINANCIAL YEAR

The Company's financial year shall be the period from 1 January to 31 December.

§ 12. CSD CLAUSE

The Company's shares shall be registered in a CSD-register in accordance with the Swedish Central Securities Depositories and Financial Instruments (Accounts) Act (SFS 1998:1479).