



NOTICE OF ANNUAL GENERAL MEETING IN ACARIX AB

The shareholders in Acarix AB (publ) corp. reg. no 559009-0667 (the "Company") are hereby convened to an annual general meeting on Wednesday 17 June 2026 at 14.00 at Advokatfirman Lindahl's offices at Smålandsgatan 16 in Stockholm.

Notice etc.

Shareholders who wish to participate in the annual general meeting shall:

- be registered in the share register kept by Euroclear Sweden AB on Tuesday 9 June 2026 (the record date), and
- notify his or her intention to attend the annual general meeting to the Company no later than Thursday 11 June 2026, by e-mail to christian.lindholm@acarix.com or by mail to Acarix AB, Att: Christian Lindholm, c/o Regus Hyllie, Hyllie Boulevard 34, 5 tr, 215 32 Malmö, stating "annual general meeting".

Such notification shall include the shareholder's name, Swedish personal identification number or corporate registration number, address and telephone number, number of shares, details on advisors (no more than two), if any, and, where applicable, details of representatives or proxies.

Nominee-registered shares

Shareholders whose shares are registered in the name of a nominee through a bank or other trustee must, in addition to notify his or her intention to attend the general meeting, register their shares in their own name so that the shareholder is included in the share register kept by Euroclear Sweden on 9 June 2026. Such registration may be temporary (so-called voting rights registration) and shall be requested by shareholders in such time and in accordance with the routines that the nominee determines. Voting rights registrations that have been completed by the nominee no later than 11 June 2026 will be considered in the preparation of the share register.

Proxy

Shareholders represented by proxy must submit a dated power of attorney. If the power of attorney is executed by a legal person, a copy of the certificate of registration or equivalent must be attached. The power of attorney may not be valid for a period exceeding five years from its issuance. The original power of attorney and certificate of registration should be submitted to the Company by mail at the address mentioned above in due time prior to the general meeting. Alternatively, the original power of attorney and certificate of registration may be brought and presented at the general meeting. The Company provides a power of attorney form at request and on the Company's website, www.acarix.com.



Number of shares and votes

As of the date of this notice, there are a total of 1,187,498,248 shares and votes in the Company.

Proposed agenda

1. Opening of the general meeting and election of chairman of the general meeting
2. Preparation and approval of the voting list
3. Election of one or two persons to verify the minutes
4. Approval of the agenda
5. Determination as to whether the meeting has been duly convened
6. Presentation of the annual report, the auditor's report, the consolidated accounts and the consolidated auditors' report
7. Presentation of the annual report and the auditors' report and the group annual report and the group auditor's report
8. Resolutions on:
 - a) adoption of the income statement and the balance sheet and the consolidated income statement and the consolidated balance sheet;
 - b) allocation of the Company's result according to the adopted balance sheet; and
 - c) discharge from liability for each of the members of the board of directors and the CEO
9. Resolution on the number of members of the board of directors and the number of deputy members of the board of directors
10. Resolution on remuneration to the board of directors and auditor
11. Election of members of the board of directors, chairman of the board of directors
12. Election of auditor
13. Resolution on nomination committee for the next annual general meeting
14. Resolution on employee stock option program for the CEO
15. Resolution on a general authorization
16. Closing of the general meeting

Proposals to resolutions

Item 1 – Election of chairman of the general meeting

The nomination committee proposes that Mattias Prage, lawyer at Advokatfirman Lindahl, is elected as chairman of the general meeting or, in his absence, the person otherwise appointed by the board of directors.

Item 8b) – Allocation of the Company's results according to the adopted balance sheet

The board of directors proposes that no dividends shall be paid for the financial year 2025 and that the Company's result is carried forward to a new account.



Item 9-13 – Resolution on the number of members of the board of directors and number of deputy members of the board of directors, resolution on remuneration to the board of directors and the auditor, election of members of the board of directors and chairman of the board of directors, election of auditor and resolution on nomination committee for the next annual general meeting

The nomination committee's complete proposal for resolutions will be presented no later than the day before the annual general meeting.

Item 14 - Resolution on employee stock option program for the CEO

The board proposes that the general meeting of shareholders resolves on (A) the introduction of employee stock option program 2026/2029 ("**Program 2026/2029**") for the Company's CEO and group president, (B) a directed issue of warrants to the Company, in order to ensure the Company's delivery of shares according to the program and to cover any cash flow effects from social costs and (C) approval of transfer of warrants or shares in the Company to the participant in the employee stock option program. Resolutions according to A, B, and C above must be made as one resolution and are thus conditional on each other.

The board considers that it is in all shareholders' interest that the Company's CEO and group president has a strong incentive to contribute to the Company's development and increase in value. A personal long-term ownership commitment can be expected to raise the CEO's motivation to achieve or exceed the Company's strategic and operational goals. Program 2026/2029 forms part of the overall terms of employment agreed with the CEO. However, pursuant to applicable law, the implementation of the program requires a resolution by the general meeting of shareholders.

Employee stock option program 2026/2029 is proposed to comprise 20,000,000 employee stock options that can be granted to the Company's CEO, directly or to a company wholly-owned by the Company's CEO. In addition, it is proposed that 22,500,000 warrants be issued to enable exercise and delivery of shares upon option exercise and to cover any cash flow effects as a result of potential social security costs.

The maximum dilution effect of employee stock option program 2026/2029 is estimated to approximately 1.9 per cent of the share capital and the votes in the Company (calculated based on the number of existing shares in the Company at the time of the notice), provided full exercise of all employee stock options and warrants issued to cover cash flow effects.

This proposal was prepared by the board in consultation with external counsel.

A. Program 2026/2029

The board proposes that the general meeting of shareholders resolves on the introduction of Program 2026/2029 on the following main terms and conditions.

1. Program 2026/2029 shall include not more than 20,000,000 employee stock options.
2. The employee stock options shall be assigned to the program participant free of charge.



3. At the expiry of three years, each employee stock option shall entitle the holder to acquire one (1) new share in the Company at an exercise price corresponding to 100 per cent of the volume-weighted average price of the Company's share according to Nasdaq First North Growth Market's price list during the period twenty (20) trading days before 17 June 2026. The subscription price can, however, in no case be less than the quota value. The CEO may exercise allotted and vested employee stock options during the period from 17 June 2029 to 31 December 2029.
4. Allocated employee stock options vest over one year as follows:
 - a) Half (1/2) vest immediately upon allocation,
 - b) All employee stock options are vested one year after allocation.

The reason for the chosen vesting schedule is that the program is directed exclusively at the Company's CEO and group president, whose continued employment is dependent on the board's confidence and whose employee stock options lapse if the employment is terminated. In addition, the employee stock options may not be exercised until three years after allocation, which ensures the participant's long-term interest in the Company's value development throughout the period. However, if the board deems it appropriate for commercial reasons, the board may decide to deviate from the schedule above.

5. Offering of employee stock options shall be decided by the Company's board of directors and offered to Acarix AB's CEO and group president, directly or to a company wholly-owned by the Company's CEO.
6. The employee stock options may be exercised to subscribe for shares in the Company in accordance with the terms of the employee stock options. No mandatory performance conditions are imposed as a prerequisite for exercise. The reason for this is that the program is directed exclusively at the Company's CEO and group president, whose continued employment is dependent on the Company's and the board's confidence in the CEO's performance and whose employee stock options lapse if the employment is terminated.
7. The right to participate in Program 2026/2029 is conditional on the participant entering into an option agreement with the Company.
8. Issued employee stock options do not constitute securities and may not be transferred, pledged or otherwise disposed of by the holder.
9. The employee stock options are tied to the participant's role as CEO in the Company. As a general rule, all employee stock options that have not been exercised for share subscription expire if the employment with the Company is terminated. However, already vested employee stock options may be retained by the participant, unless the termination is due to circumstances that can be equated with gross negligence, willful misconduct, disloyal behavior or other material breach of contract. In the event of the participant's death, the right to vested employee stock options may pass to the deceased's legal heirs. Any employee stock options not yet vested at the time of the participant's death shall lapse.
10. The Board may decide to derogate from this general rule in individual cases, for example by allowing the participant to keep some or all of the employee stock options in other situations.



11. If the general meeting (or the board with the support of authorization) during the term of the employee stock options decides on a change in the number of shares in the company (such as a consolidation or split or a new issuance of securities), the board may review the terms of the employee stock options and—if deemed appropriate and expedient to maintain the incentive function of the options—make amendments to the terms (which, however, must not be to the detriment of the participant). The board also has the corresponding ability to review and amend the terms of the employee stock options if it is deemed appropriate and expedient for other reasons to maintain the incentive function of the options.
12. The board or a person designated by the board shall be responsible for the design and management of Program 2026/2029 within the main terms and guidelines set out above. The board of directors is entitled, within the framework of the agreement with the CEO, to make reasonable changes and adjustments to the terms and conditions of the employee stock options that are deemed appropriate or expedient as a result of local labor law or tax law rules or administrative conditions. This may mean, among other things, that continued vesting of stock options may occur in certain cases where this would not otherwise have been the case. The Board of Directors also has the right to accelerate the vesting and exercise of employee stock options in certain cases, such as in the event of a public takeover bid, certain changes in the ownership of the company, liquidation, merger and similar measures. Finally, the Board of Directors is entitled, in extraordinary cases, to limit the scope of or prematurely terminate Program 2026/2029, in whole or in part.
13. Participation in Program 2026/2029 requires, on the one hand, that such participation may lawfully be made, and, on the other hand, that such participation according to the Company's assessment can be made with reasonable administrative costs and financial efforts.

B. Directed issue of warrants to the Company

To enable the Company's delivery of shares under Program 2026/2029 and to cover cash flow effects from potential social security costs arising from the program, the board of directors proposes that the general meeting of shareholders resolves on a directed issue of 22,500,000 warrants, out of which 2,500,000 warrants are proposed to be issued to cover cash flow effects from potential social security costs arising from Program 2026/2029, according to the following terms.

1. The right to subscribe for the warrants shall, with deviation from the shareholders' preferential rights, apply to the Company. Oversubscription cannot occur.
2. The reason for the deviation from the shareholders' preferential rights is that the issue is a step in the introduction of Program 2026/2029, and to cover cash flow effects from potential social security costs arising from the program.
3. The warrants are issued free of charge.
4. Subscription of warrants shall be made within three weeks from the date of the issue decision. The board has the right to extend the subscription period.
5. The increase of the Company's share capital may, upon full exercise of the warrants, amount to SEK 225,000.



6. The warrants can be exercised through the application for subscription of new shares during the period from registration at the Swedish Companies Registration Office up to and including 31 December 2029.
7. The subscription price for the share on exercise of the warrants is SEK 0.01 (corresponding to the quota value of the share).
8. The board of directors, or a person designated by the board, is authorised to make minor adjustments that are required for the registration and execution of the decision.

The complete terms and conditions for the warrants are set out in "Terms and conditions of warrants of series (2026/2029) to subscribe for new shares in Acarix AB (publ)". In the terms and conditions, it is stated that the subscription price, as well as the number of new shares to which each warrant entitles the holder to subscribe, may be recalculated in certain cases.

C. Approval of the transfer of warrants or shares in the Company

The board of directors proposes that the general meeting of shareholders resolves to approve (i) that the Company may transfer 20,000,000 warrants or shares in the Company to the participant in Program 2026/2029, or to a company wholly-owned by the participant, or otherwise dispose of the warrants to secure the Company's commitments in connection with the program in connection with the participant in the program being entitled to exercise his or her employee stock options for subscription of new shares, and (ii) that the Company may dispose of 2,500,000 warrants to cover potential cash flow effects from social security costs in accordance with the terms of the program.

Costs for Program 2026/2029

The costs for Program 2026/2029, which are recognized in the income statement, are calculated in accordance with the accounting standard IFRS 2 and are accrued on a straight-line basis over the three-year vesting period. The calculation has been performed with the following assumptions: (i) a share price for the Company's share of SEK 0.26 at the start of the vesting period, (ii) an assessment of future volatility regarding the Company's share, (iii) full exercise of the employee stock options, (iv) an annual staff turnover of 10 percent based on the Company's history. In total, this may result in a maximum cost of the program of approximately SEK 2,800,000 excluding social security costs. The costs for outgoing social security contributions are estimated to amount to approximately SEK 600,000 at an assumed annual increase of the share price of 10 per cent during the period until the warrants are expected to be exercised to subscribe for new shares.

It is proposed that the Company's entire social security costs be covered by a directed issue of warrants in accordance with item B.

It should be noted that all calculations above are preliminary, based on assumptions and are only intended to provide an illustration of the costs that Program 2026/2029 may entail. Actual costs may therefore differ from those set out above.



Costs in the form of fees to external advisors and costs for administration of Program 2026 /2029 are estimated to amount to approximately SEK 50,000.

Existing long-term incentive programs in the Company

A description of existing programs in the Company can be found below at the end of this notice under a separate heading.

Item 15 – Resolution on a general authorization

The board of directors proposes that the general meeting authorizes the board of directors to, on one or more occasions during the period until the next annual general meeting, resolve to increase the Company's share capital by an amount corresponding to not more than twenty (20) per cent of the Company's registered share capital at the time the authorization is first exercised. The board of directors shall be entitled to resolve on the issuance of shares, warrants and/or convertible loans with deviation from the shareholders' preferential rights. New issuances may be made with or without provisions regarding contribution in kind, set-off or other conditions pursuant to the Swedish Companies Act.

The board of directors shall be entitled to determine the terms and conditions for issuances pursuant to this authorization and who shall be entitled to subscribe for the securities issued. The terms shall be on market conditions. The purpose of the authorization is to provide the board of directors with the ability to issue securities in connection with, for example, acquisitions or the entering into of collaboration agreements, and to provide the board of directors with flexibility in its efforts to ensure that the Company can be provided with capital in an appropriate manner for the financing of the Company's continued operations and to enable a broadening of the Company's shareholder base.

The CEO, or any person designated by the board of directors, is authorized to make such minor adjustments to this resolution as may be necessary in connection with the registration thereof.

Majority requirements

Resolutions according to item 14 (employee stock option program for the CEO) above require, for its validity, a minimum of nine tenths of both the votes cast and the shares represented at the general meeting.

Resolutions in accordance with item 15 (authorization) above require, for its validity, a minimum of two thirds of both the votes cast and the shares represented at the general meeting.

Existing long-term incentive programs in the Company

The Company has previously established three incentive programs: employee stock options of series 2024/2027 ("Employee Stock Option Program 2024/2027"), employee stock options of series 2025/2028 ("Employee Stock Option Program 2025/2028") and employee stock options of series 2025/2029 ("Employee Stock Option Program 2025/2029").



Employee Stock Option Program 2024/2027

At the extraordinary general meeting on 21 February 2024, a resolution was passed on an employee stock option program that entitles the participants to subscribe for shares. The program, directed at senior executives, employees and certain key employees and key consultants, consist of a maximum of 70,000,000 employee stock options. Each employee stock option entitles the holder to acquire one new share in the Company at an exercise price of SEK 0.23, corresponding to 125 percent of the volume-weighted average price on Nasdaq First North Premier Growth Market during the period from and including 19 January 2024 up to and including 1 February 2024. Granted employee stock options vest over three years as follows:

- a. 1/3 of granted employee stock options vest on 28 February 2025, and
- b. 2/3 of granted employee stock options vest in linear quarterly from 1 March 2025 through 1 March 2027.

The employee stock options shall be granted free of charge. The accounting salary costs for the options are estimated to amount to a total of approximately KSEK 5,476 including social security costs during the period 2024–2027. In 2024, KSEK 1,095 has been charged to earnings.

Employee Stock Option Program 2025/2028

At the annual general meeting on 13 May 2025, a resolution was passed on an employee stock option program intended for the Company's CEO and group president. The program comprises a maximum of 20,000,000 employee stock options. Each employee stock option entitles the holder to acquire one new share in the Company at an exercise price corresponding to 100 per cent of the volume-weighted average price of the Company's share according to Nasdaq First North Growth Market's price list during the period twenty (20) trading days before 13 May 2025. The CEO may exercise allotted and vested employee stock options during the period from 13 May 2028 to 30 November 2028.

In accordance with the terms of the program as adjusted by the board of directors, the employee stock options vest as follows:

- a. Fifty (50) percent of the stock options will vest upon allotment.
- b. The remaining fifty (50) percent of the stock options will vest on 13 June 2026.

The employee stock options shall be granted free of charge. The accounting salary costs for the options are estimated to amount to a total of approximately KSEK 2,400 excluding social security costs during the period 2025–2028. The social security costs are estimated to amount to approximately KSEK 500.

Employee Stock Option Program 2025/2029



At the annual general meeting on 13 May 2025, a resolution was passed on an employee stock option program originally intended for the Company's executive management. The program comprises a maximum of 20,000,000 employee stock options. At the extraordinary general meeting on 27 October 2025, a resolution was passed on amended terms entailing, inter alia, that the program may be offered to both employees and consultants of the Company or its group companies, without geographical restrictions. Previously separate terms for the CEO compared to other employees have been removed and all employees are treated under uniform terms. Each employee stock option entitles the holder to acquire one new share in the Company at an exercise price of SEK 0.2667, corresponding to 125 per cent of the volume-weighted average price of the Company's share according to Nasdaq First North Growth Market's price list during the period twenty (20) trading days before 13 May 2025. Participants may exercise allotted and vested employee stock options three years after grant, but no earlier than 13 May 2028 and no later than 30 November 2029. No mandatory performance conditions are imposed as a prerequisite for exercise.

Allocated employee stock options for employees vest over three years as follows:

- a. one third (1/3) vest immediately upon allocation;
- b. two-thirds (2/3) vest two years after allocation; and
- c. all employee stock options are vested three years after allocation.

Employee stock options granted to consultants vest, as a general rule, with fifty (50) per cent twelve (12) months after allocation and with an additional fifty (50) per cent twenty-four (24) months after allocation. The board of directors may, for commercial reasons, resolve on reasonable deviations from the above vesting schedules.

The employee stock options shall be granted free of charge. The accounting salary costs for the options are estimated to amount to a total of approximately KSEK 2,400 excluding social security costs during the period 2025–2029. The social security costs are estimated to amount to approximately KSEK 500.

There are no other share-related incentive programs in the Company besides those mentioned above.

Processing of personal data

For information regarding the processing of your personal data, please refer to

<https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>

The shareholders' right to information at the general meeting

The board of directors and the CEO shall, upon request by any shareholder, and where the board of directors deems that such information may be provided without significant harm to the Company, provide information in respect of any circumstances which may affect the



assessment of a matter on the agenda or the Company's financial position as well as the Company's relationship to other group companies. Shareholders can submit questions in advance to the Company, to the address Acarix AB, c/o Regus Hyllie, Hyllie Boulevard 34, 5 tr, 215 32 Malmö or by e-mail to christian.lindholm@acarix.com.

Documents

The annual report and the auditor's report, complete proposals for resolutions, as well as other documents according to the Swedish Companies Act will be held available at the Company at c/o Regus Hyllie, Hyllie Boulevard 34, 5 tr, 215 32 Malmö and at the Company's website, www.acarix.com, no later than two weeks before the meeting, *i.e.*, no later than 3 June 2026. The documents will also be sent, without charge, to shareholders who so request and inform the Company of their postal address.

Malmö in May 2026

Acarix AB

The board of directors

About Acarix

Acarix is a Swedish medical device company that innovates solutions for rapid rule out of coronary artery disease (CAD) at point of care. The CE-approved and FDA DeNovo-cleared Acarix CADScor System is intended for patients experiencing chest pain with suspected CAD and designed to help reduce millions of unnecessary, invasive, and costly diagnostic procedures. The CADScor System has been used on more than 60,000 patients. Acarix recommends CADScor System as a first-line diagnostic aid that uses highly sensitive acoustics and advanced computational processing to analyze coronary blood flow to rule out significant coronary artery disease (CAD), with at least 96% certainty at point of care. Acarix is listed on the Nasdaq First North Premier Growth Market in Stockholm (ticker: ACARIX) and cross-traded on the OTCQB market in the US (ticker: ACIXF). The Company's Certified Adviser is Tapper Partners AB. For more information, please visit www.acarix.com

For more information, contact

Macie May, phone +1 405 517 5161, email mmay@saxum.com

Attachments

[NOTICE OF ANNUAL GENERAL MEETING IN ACARIX AB](#)