

Notice of Extraordinary General Meeting in Vivesto AB

The shareholders of Vivesto AB, Reg. No. 556332-6676 ("Vivesto" or the "company"), are hereby summoned to the Extraordinary General Meeting to be held on Monday 22 December 2025 at 10:00 CET at TM & Partners' premises, Jakobs Torg 3, SE-111 52 Stockholm, Sweden.

The Board of Directors has, pursuant to the company's Articles of Association, resolved that the shareholders shall have the opportunity to exercise their voting rights by postal voting prior to the Extraordinary General Meeting. Shareholders may thus choose to attend the meeting in person, by proxy or by postal voting.

Right to attend

In order to attend the Extraordinary General Meeting, shareholders shall be registered in the share register kept by Euroclear Sweden AB as of 12 December 2025. Further, shareholders who wish to participate in the Extraordinary General Meeting shall give notice of participation to the company no later than 16 December 2025 or cast a postal vote in accordance with the instructions under the heading "Instructions for postal voting" in such time that the postal vote is received by the company no later than 16 December 2025. Notice of participation can be made:

- by mail: Vivesto AB, Box 3061, SE-169 03 Solna, Sweden, or
- by e-mail: info@vivesto.com.

The notice of participation should state name, personal identification number or corporate registration number, postal address, telephone number, shareholding and, where applicable, information about any proxy or shareholder assistants at the Extraordinary General Meeting. Shareholders or its proxies may bring a maximum of two assistants, provided that their attendance is notified as above.

Nominee-registered shares

In order to be entitled to participate in the Extraordinary General Meeting, a shareholder whose shares are nominee-registered must, in addition to giving notice of participation in the Extraordinary General Meeting, register its shares in its own name so that the shareholder is registered in the share register as of 12 December 2025. Such registration may be temporary (so-called voting rights registration), and request for such voting rights registration shall be made to the nominee in accordance with the nominee's routines at such a time in advance as decided by the nominee. Voting rights registrations made no later than the second banking day after 12 December 2025 are taken into account in the presentation of the share register.

Proxy and proxy form

If a shareholder is represented by proxy, a written and dated power of attorney signed by the shareholder must be issued for the proxy. The power of attorney must not have been issued more than one year before the date of the Extraordinary General Meeting, unless the power of attorney provides for a longer period, however, not exceeding five years from issuance. The original power of attorney as well as registration certificate and other authorization documents, evidencing the authorized representative, should reach the company at the above address no later than 16 December 2025.

Proxy form is available from the company and on the company's website, www.vivesto.com, and is upon request sent to the shareholders who provide their postal address.

Instructions for postal voting

Shareholders who wish to exercise their voting rights by postal voting shall use the postal voting form available on the company's website, www.vivesto.com. The postal vote must be received by the company no later than 16 December 2025. The completed and signed form must be sent by post to Vivesto AB, Box 3061, SE-169 03 Solna, Sweden, or by e-mail to info@vivesto.com.

Submission of the postal voting form is valid as notice of participation at the Extraordinary General Meeting.

Shareholders who wish to submit its postal vote by proxy must issue a written and dated power of attorney signed by the shareholder for their proxy. If the power of attorney is issued by a legal person, a copy of the registration certificate or equivalent for the legal person must be attached.

Shareholders may not provide special instructions or conditions to the postal vote. If so, the vote (i.e., the entire postal vote) is invalid. Further instructions and conditions can be found in the postal voting form.

Proposed agenda

1. Opening of the Extraordinary General Meeting.
2. Election of Chairman of the Extraordinary General Meeting.
3. Preparation and approval of the voting list.
4. Approval of the agenda.
5. Election of one or two persons to verify the minutes in addition to the Chairman.
6. Determination as to whether the Extraordinary General Meeting has been duly convened.
7. Resolution on amendments of the articles of association and on approval of the Board of Directors' resolution on a new issue of shares with preferential rights for existing shareholders.
8. Resolution on approval of guarantee undertaking.
9. Resolution on authorization for the Board of Directors to resolve on a new issue of shares to guarantors.
10. Closing of the Extraordinary General Meeting.

Proposed resolutions

Item 2 – Election of Chairman of the Extraordinary General Meeting

The Board of Directors proposes that Johan Wigh, or in the event of his absence, the person appointed by the Board of Directors instead, be elected Chairman of the Extraordinary General Meeting.

Item 3 – Preparation and approval of the voting list

The voting list proposed to be approved under item 3 on the agenda is the voting list prepared by the Chairman of the general meeting, based on the general meeting share register, postal votes received and shareholders having given notice of participation and being present at the meeting venue.

Item 7 – Resolution on amendments of the articles of association and on approval of the Board of Directors’ resolution on a new issue of shares with preferential rights for existing shareholders

The Board of Directors proposes that the Extraordinary General Meeting resolves on (i) amendments of the articles of association, and (ii) approval of the Board of Directors’ resolution on a new issue of shares with preferential rights for existing shareholders. The proposals are to be considered as one proposal and therefore adopted by the Extraordinary General Meeting as one resolution.

i. Resolution on amendments of the articles of association

In order to enable the new issue of shares proposed for approval by the Extraordinary General Meeting under item (ii) below, the Board of Directors proposes that the Extraordinary General Meeting resolves to amend the limits for the share capital and the number of shares set out in Section 4 of the articles of association as follows.

Current wording	Proposed wording
4. Share capital and number of shares The share capital shall be not less than SEK 24,000,000 and not more than SEK 96,000,000. The number of shares shall be not less than 240,000,000 and not more than 960,000,000.	4. Share capital and number of shares The share capital shall be not less than SEK 90,000,000 and not more than SEK 360,000,000. The number of shares shall be not less than 900,000,000 and not more than 3,600,000,000.

ii. Resolution on approval of the Board of Directors’ resolution on a new issue of shares with preferential rights for existing shareholders

The Board of Directors proposes that the Extraordinary General Meeting resolves on approval of the Board of Directors’ resolution on 20 November 2025 on a new issue, with preferential rights for existing shareholders, of no more than 538,043,455 shares, entailing an increase in the share capital of no more than SEK 53,804,345.5 (the “**Rights Issue**”).

For the resolution, the following terms shall apply:

- The right to subscribe for shares shall, with preferential rights for existing shareholders, be granted those who on the record date for the new issue are registered as shareholders in the company. Each shareholder receives one (1) subscription right for each (1) share held. Each (1) subscription right entitles to subscription for one (1) share.
- The subscription price per share is SEK 0.10.
- Allotment of subscription rights is made in accordance with the holding registered with Euroclear Sweden AB for each shareholder as of 5 January 2026 (the record date). The last day of trading in the company’s share including the right to receive subscription rights is 30 December 2025. The first day of trading in the company’s share excluding the right to receive subscription rights is 2 January 2026.
- Subscription for shares by exercise of subscription rights shall be made through cash payment during the period from and including 8 January 2026 up to and including 22 January 2026. The Board of Directors is entitled to extend the subscription and payment period.

- e. Subscription for shares without exercise of subscription rights shall be made on a separate subscription list during the period from and including 8 January 2026 up to and including 22 January 2026. Payment for shares subscribed for without exercise of subscription rights shall be made in cash in accordance with instructions on the settlement note, but no later than two (2) business days from receipt of the settlement note. The Board of Directors is entitled to extend the subscription and payment period.
- f. The new shares shall entitle to dividends for the first time on the record date for dividends that occurs closest after the new shares have been registered with the Swedish Companies Registration Office and entered into the share register maintained by Euroclear Sweden AB.
- g. In the event that not all shares are subscribed for by exercise of subscription rights, the Board of Directors shall, within the maximum amount of the Rights Issue, resolve on allotment of shares without exercise of subscription rights, whereby allotment shall be made as follows:
 - i. Firstly, to those who have subscribed for shares by exercise of subscription rights (regardless of whether they were shareholders on the record date or not) and who have applied for subscription of shares without exercise of subscription rights, and if allotment to these cannot be made in full, allotment shall be made pro rata in relation to the number of subscription rights each of those, who have applied for subscription of shares without exercise of subscription rights, have exercised for subscription of shares and, to extent such allotment cannot be made, by drawing lots.
 - ii. Secondly, to others who have applied for subscription of shares in the Rights Issue without exercise of subscription rights, and if allotment to these cannot be made in full, allotment shall be made pro rata in relation to the total number of shares for which the subscriber has applied for subscription of and, to extent such allotment cannot be made, by drawing lots.
 - iii. Thirdly, to those who have provided guarantee undertakings regarding the subscription for shares, in accordance with the terms of each guarantor's guarantee undertaking.
- h. The resolution is conditional upon an amendment of the articles of association.

Documentation pursuant to Chapter 13, Section 6 of the Swedish Companies Act has been prepared.

Other

The Board of Directors, or the person appointed by the Board of Directors, shall be entitled to make the minor adjustments to the above resolutions that may prove necessary in connection with registration with the Swedish Companies Registration Office and Euroclear Sweden AB.

Item 8 – Resolution on approval of guarantee undertaking

Background

Per Arwidsson, Arwidstro Investment AB ("**Arwidstro Investment**"), Fastighets AB Arwidstro and Arwidstro Aktiefund AB, as well as a person closely related to Per Arwidsson, Birthe Arwidsson ("**Per Arwidsson and related parties**"), have undertaken to subscribe for their respective pro rata shares in the Rights Issue, corresponding in total to approximately SEK 13.4 million. No compensation will be paid for the subscription commitments. Per Arwidsson and related parties hold approximately 24.8 percent of the total number of shares and votes in Vivesto.

Furthermore, Vivesto has on 20 November 2025 entered into an agreement with Arwidsro Investment, under which Arwidsro Investment provides a so-called top guarantee undertaking in the Rights Issue as described below (the “**Top Guarantee Undertaking**”).

Per Arwidsson, who directly and indirectly controls approximately 24.4 percent of the total number of shares and votes in Vivesto, exercises a controlling influence over Arwidsro Investment.[1] Arwidsro Investment is therefore considered a closely related party in relation to Vivesto.

Due to the terms described below and the aforementioned relationship between Vivesto and Arwidsro Investment, the Top Guarantee Undertaking is considered a significant transaction with a closely related party in accordance with the provisions of Chapter 16 a of the Swedish Companies Act. According to these provisions, a significant transaction with a closely related party must be submitted to the general meeting for approval. The Top Guarantee Undertaking is therefore conditional upon the approval by the Extraordinary General Meeting.

The Board of Directors therefore proposes that the Extraordinary General Meeting resolves to approve the Top Guarantee Undertaking, on substantially the terms set out below. The Board of Directors hereby submits a proposal for resolution and a report in accordance with Chapter 16 a, Section 7 of the Swedish Companies Act.

Description of Terms

The Top Guarantee Undertaking entails that Arwidsro Investment undertakes to subscribe and pay for shares in the Rights Issue in addition to its pro rata share in the event that the Rights Issue is not fully subscribed with or without exercise of subscription rights, including the subscription commitments and other guarantee undertakings. The amount guaranteed under the Top Guarantee Undertaking amounts to SEK 15 million. In the event that the Rights Issue is fully subscribed with or without exercise of subscription rights, including the subscription commitments and other guarantee undertakings, the Top Guarantee Undertaking will not be called upon.

A guarantee commission of seventeen (17) percent of the guaranteed amount will be paid for the Top Guarantee Undertaking in the form of newly issued shares in the company. The subscription price for the shares to be issued to Arwidsro Investment as guarantee commission shall correspond to the subscription price per share in the Rights Issue, i.e. SEK 0.10. In the event that necessary resolutions for such a share issue have not been adopted by Vivesto within six weeks from the registration of the Rights Issue with the Swedish Companies Registration Office, the guarantee commission of seventeen (17) percent of the guaranteed amount shall instead be paid in cash.

The Top Guarantee Undertaking is further conditional upon the Extraordinary General Meeting approving the Rights Issue in accordance with the Swedish Securities Council's conditions for granting an exemption from the mandatory bid obligation as described under “Exemption from the mandatory bid obligation and special majority requirements” below.

The Board of Directors considers, in consultation with the company's financial advisor, Bergs Securities, that the Top Guarantee Undertaking to be on market terms and commercially reasonable.

Proposal for Resolution

The Board of Directors proposes that the Extraordinary General Meeting approves the entry into the Top Guarantee Undertaking with Arwidsro Investment.

The resolution is conditional upon the Extraordinary General Meeting resolving to approve the Board of Directors' proposal for resolution under item 7 on the proposed agenda.

Item 9 – Resolution on authorization for the Board of Directors to resolve on a new issue of shares to guarantors

In order to enable new issue of shares as guarantee commission to the parties that have entered into guarantee undertakings (the “**Guarantors**”) in the Rights Issue, the Board of Directors proposes that the Extraordinary General Meeting resolves to authorize the Board of Directors to, on one or several occasions during the period up until the next Annual General Meeting, resolve on a new issue of shares to the Guarantors, with deviation from the shareholders' preferential rights. The number of shares that may be issued under the authorization may not exceed the number of shares corresponding to the agreed guarantee commission that the company is to pay to the Guarantors. Payment may be made by set-off, or otherwise with conditions.

The purpose of the authorization and the reason for the deviation from the shareholders' preferential rights is to enable the new issue of shares as guarantee commission to the Guarantors. Upon utilization of the authorization, the subscription price of the newly issued shares shall correspond to the subscription price per share in the Rights Issue.

The resolution is conditional upon the Extraordinary General Meeting resolving to approve the Board of Directors' proposal for resolution under item 7 on the proposed agenda.

Other information

Exemption from the mandatory bid obligation and special majority requirements

Resolutions under items 8 and 9 are conditional upon a valid resolution under item 7. For the purposes of the Extraordinary General Meeting's resolution under item 8, shares held by the closely related party or by any other company within the same group as the related party shall not be taken into account. As of the date of this notice, such holdings amount to approximately 24.8 percent of the total number of shares and votes in Vivesto.

For valid resolutions under items 7 and 9, it is further required that the proposals are supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the Extraordinary General Meeting.

Per Arwidsson and related parties hold 133,645,485 shares in Vivesto, corresponding to approximately 24.8 percent of the total number of shares and votes in Vivesto.

In connection with the Rights Issue, Per Arwidsson and related parties have undertaken to subscribe for their respective pro rata shares in the Rights Issue, corresponding in total to approximately SEK 13.4 million. Furthermore, Arwidssro Investment has provided the Top Guarantee Undertaking, which covers subscription of shares amounting to SEK 15 million, corresponding to approximately 27.9 percent of the Rights Issue.

Provided that the Top Guarantee Undertaking is approved by the Extraordinary General Meeting, the Rights Issue will, including other subscription commitments and guarantee undertakings from other existing shareholders and external investors, be covered by subscription commitments and guarantee undertakings to 100 percent, corresponding to SEK 53.8 million.

In the event that Per Arwidsson and related parties fulfil their respective subscription commitments and Arwidsro Investment fulfils its Top Guarantee Undertaking, and by Arwidsro Investment receiving its guarantee commission in the form of newly issued shares in the company, the combined holding of Per Arwidsson and related parties in the company may amount to three tenths or more of the voting rights for all shares in the company, thereby triggering a mandatory bid obligation under the Swedish Takeover Act (2006:451).[2]

The Swedish Securities Council has, however, granted an exemption from the mandatory bid obligation that could otherwise arise as a result of Per Arwidsson and related parties fulfilling their respective subscription commitments in the Rights Issue.

Furthermore, the Swedish Securities Council has granted an exemption from the mandatory bid obligation that could otherwise arise as a result of Arwidsro Investment fulfilling the Top Guarantee Undertaking in the Rights Issue. The exemption from the mandatory bid obligation that could otherwise arise as a result of Arwidsro Investment fulfilling the Top Guarantee Undertaking in the Rights Issue is conditional upon the shareholders being informed prior to the Extraordinary General Meeting of the potential capital and voting rights that Arwidsro Investment may obtain as a result of fulfilling the Top Guarantee Undertaking and receiving guarantee commission in the form of shares. The exemption, insofar as it concerns Arwidsro Investment's Top Guarantee Undertaking, is also conditional upon the resolution on the Rights Issue being approved by the Extraordinary General Meeting with at least two thirds of both the votes cast and the shares represented at the Extraordinary General Meeting, not taking into account the shares held and represented at the Extraordinary General Meeting by Per Arwidsson and related parties.

The exemption from the Swedish Securities Council also applies to shares that Arwidsro Investment receives as commission for the Top Guarantee Undertaking.

In the event that Per Arwidsson and related parties fulfil their subscription commitments and Arwidsro Investment's Top Guarantee Undertaking is called upon in full, and by Arwidsro Investment receiving guarantee commission in the form of shares, Per Arwidsson and related parties may in aggregate obtain a holding in the company amounting to no more than 52.3 percent of the number of shares and votes in the company, of which Arwidsro Investment's holding in the company may amount to no more than approximately 45.2 percent of the number of shares and votes in the company. The above is based on the assumption that no other shareholders or investors subscribe for shares in the Rights Issue, with or without exercise of subscription rights, and that subscription commitments and guarantee undertakings from other investors are not fulfilled, whereby the other guarantors do not receive any guarantee commission. In the event that the subscription commitments and guarantee undertakings provided by other parties are fulfilled in accordance with their respective terms, and none of the other guarantors chooses to receive their guarantee commission in the form of newly issued shares in the company, the combined holding of Per Arwidsson and related parties will amount to no more than 40.2 percent of the number of shares and votes in the company, of which Arwidsro Investment's holding in the company will amount to no more than approximately 34.7 percent of the number of shares and votes in the company.

As set out in the proposed resolution under item 8, the Top Guarantee Undertaking is conditional upon approval by the Extraordinary General Meeting. Furthermore, the Top Guarantee Undertaking is conditional upon the Extraordinary General Meeting approving the Rights Issue in accordance with the Swedish Securities Council's conditions for granting an exemption from the mandatory bid obligation, as described above.

Number of shares and votes in the company

At the time of issuance of this notice, the total number of shares in the company, as well as the total number of voting rights, amounts to 538,043,455. The company holds no treasury shares.

Shareholders' right to receive information

The Board of Directors and the Chief Executive Officer shall, if any shareholder so requests and the Board of Directors believes that it can be done without material harm to the company, provide information at the Extraordinary General Meeting about circumstances that may affect the evaluation of an item on the agenda.

Available documents

The Board of Directors' complete proposals and documents pursuant to the Swedish Companies Act will be available from the company no later than three weeks prior to the Extraordinary General Meeting. The documents will also be available on the company's website, www.vivesto.com.

Copies of the above documents are also sent to the shareholders who so request and provide their postal address. The documents will also be presented at the Extraordinary General Meeting.

Processing of personal data

For information about how your personal data are processed, see <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Stockholm in November 2025

Vivesto AB

The Board of Directors

[1] Arwidsro Investment AB and Arwidsro AktiInvest AB are wholly-owned subsidiaries of Fastighets AB Arwidsro, which is a wholly-owned subsidiary of Arwidsro Holding AB, which is a company wholly-owned by Per Arwidsson.

[2] In addition, depending on the outcome of the Rights Issue, Arwidsro Investment may, individually, come to obtain a holding in the company amounting to three tenths or more of the voting rights for all shares in the company.

For More Information:

Erik Kinnman, Chief Executive Officer

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About Vivesto AB

Vivesto is a Swedish development company that aims to offer new treatment options for hard-to-treat cancers where there are major medical needs and significant market potential. The project portfolio consists of Cantrixil, which is being developed for blood cancer, and the veterinary oncology program Paccal Vet (paclitaxel micellar), which is being evaluated in a pilot clinical trial in dogs with splenic hemangiosarcoma following splenectomy and in a dose-finding study in cats with solid tumors.

Vivesto's shares are traded on Nasdaq Stockholm (ticker: VIVE). Visit www.vivesto.com for more information about Vivesto.

Attachments

[Notice of Extraordinary General Meeting in Vivesto AB](#)
[Notice Of Extraordinary General Meeting 2025](#)