

Bulletin From the Extraordinary General Meeting in Scandinavian Real Heart AB on 5 November 2024

An Extraordinary General Meeting in Scandinavian Real Heart AB (the “Company”) has been held on 5 November 2024 and in particular the following resolutions were made.

Reduction of the Company’s share capital through redemption of shares

The Meeting resolved to reduce the Company’s share capital by SEK 2.9 through a redemption of shares. The reduction is carried out in order to achieve a number of shares in the Company evenly divisible by 100, for the purpose of enabling the reverse share split in accordance with the below. The reduction of the share capital shall be effected through the redemption of all own shares that the Company will hold by the Board member Azad Najar, through Najar Medical and Invention AB, returning a total of 58 shares without consideration, whereby the number of shares will be evenly divisible by 100. The reduction of the share capital is made for allocation to the Company’s unrestricted equity.

Bonus issue without the issue of new shares

The Meeting resolved to restore the Company's share capital by increasing the share capital by SEK 20,681.52 through a bonus issue without issuance of new shares. The bonus issue is carried out in order to achieve a time-efficient procedure with the redemption of shares in accordance with the above, without requiring permission from the Swedish Companies Registration Office or a general court. The bonus issue is carried out through a transfer from the Company's non-restricted equity to the Company's share capital.

After completion of the bonus issue and reduction of the share capital in accordance with the above, the Company's share capital will amount to SEK 10,361,441.52 divided into 206,815,200 shares, each with a quota value of SEK 0.0501.

Amendment of the Articles of Association

The Meeting resolved on an amendment of the Articles of Association, whereby the limits for the number of shares in the Articles of Association (§ 5) is changed to not less than 2,000,000 and not more than 8,000,000, and the limits for the share capital (§ 4) is changed to not less than SEK 10,020,000 and not more than SEK 40,080,000.

The amendment is made in order to enable the reverse share split in accordance with the below.

Reverse share split

In order to achieve an appropriate number of shares for the Company, the Meeting resolved on a reverse share split of the Company's shares (1:100), whereby the number of shares in the Company is reduced by combining one hundred (100) shares into one (1) share. It was resolved to authorize the Board of Directors to determine the record date for the reverse share split (to occur after the resolution has been registered with the Swedish Companies Registration Office) and to otherwise take the measures required for the implementation of the reverse share split.



PRESS RELEASE

05 November 2024 16:55:00 CET

If a shareholder's holding of shares does not correspond to a full number of new shares, i.e. is not evenly divisible by one hundred (100), this shareholder will, free of charge, receive such number of shares from Najär Medical and Invention AB so that his/her holding, after addition of the provided shares, is evenly divisible by one hundred (100). Further information on the procedure for the reverse share split will be announced when the Board of Directors resolves on the record date.

Complete resolutions as above are available on the Company's website, www.realheart.se/sv/investerare/agarinformation/bolagsstammor/

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About Us

Scandinavian Real Heart AB (publ) is developing the first artificial heart that mimics the shape, function, and blood flow pattern of the human heart. These unique product features provide completely new opportunities to save lives and give patients a good quality of life while waiting for a heart transplant. Realheart® TAH (Total Artificial Heart) is now being evaluated in extensive preclinical trial models ahead of a first clinical study in patients. In the future, artificial hearts may also become an alternative to transplantation for broader groups of patients with severe heart failure. The company's shares are traded on Nasdaq Stockholm First North Growth Market. For more information, visit www.realheart.se