

To the shareholders of SoftOx Solutions AS
NOTICE OF EXTRAORDINARY GENERAL MEETING

The Board of Directors of SoftOx Solutions AS (the "Company") hereby convenes an Extraordinary General Meeting.

Location: Electronic Meeting
Date: December 20th, 2024
Time: 10:00 am CET

The Extraordinary General Meeting will be opened by the Chairman of the Board, Ulrik Spork. The person opening the meeting will register the attendance of shareholders present and proxies.

The Board of Directors of the Company proposes the following agenda for the general meeting:

- 1. Election of chairman of the General Meeting and co-signatory to the minutes**
- 2. Approval of notice and agenda**
- 3. Approval of Interim Balance**
- 4. Distribution of extraordinary dividends in SoftOx Disinfection AS**
- 5. Update articles of association**

Proposals for resolutions under items 1 to 5 are set out in Schedule 1.

Attendance at the extraordinary general meeting, either in person or by proxy, must be registered by 18th December 2024 at 16:00 CET. Attendance can be registered by completing and submitting the attached registration or proxy form to IR email: ir@soft-ox.com Please refer to the attached forms for further instructions.

SoftOx Solutions AS is a Norwegian private limited liability company governed by Norwegian law, including the Norwegian Limited Liability Companies Act. The Company has, as of the date of this Notice, issued 1 951 253 942 shares. Each share carries one vote. All shares have equal rights. The Company has, as of the date of this Notice, no own shares.

Shareholders are entitled to attend the extraordinary general meeting, either in person or by proxy. The Company still encourages shareholders to submit proxies with or without voting instructions in advance of the general meeting, as further described below.

Shareholders may appoint a proxy to attend and vote on their behalf. Proxies may be submitted by completing and submitting the proxy form attached as Appendix 3 in accordance with the instructions set out in the form. The proxy must be in writing, dated and signed. Proxy forms must be received by ir@soft-ox.com no later than **18th December 2024 at 16:00**. See the enclosed proxy form for further information on proxies. Proxies received prior to the general meeting may be considered withdrawn if the shareholder attends the general meeting in person.

Further, shareholders have the right to propose resolutions under the matters to be addressed by the general meeting but note that the deadline for shareholders to put new matters on the agenda has lapsed cf. the Act section 5-11 second sentence. A shareholder may demand that board members and the Chief Executive Officer provide available information at the general meeting about matters which may affect the assessment of items that have been presented to the shareholders for decision. The same applies to information regarding the Company's financial position and other business to be transacted at the general meeting unless the information demanded cannot be disclosed without causing disproportionate harm to the Company. Shareholders are entitled to bring advisors and may grant the right of speech to one advisor.

This notice, including appendices and the documents to be considered by the general meeting, are also posted on the Company's website.

Attachments:

- Schedule 1: The boards of directors' proposal for resolutions
- Schedule 2: Articles of Association
- Schedule 3: Notice of Attendance
- Schedule 4: Proxy Forms

Oslo, the 5th of December 2024

Kind regards on behalf of the Board of Directors of SoftOx Solutions AS

SIGN_____

Ulrik Spork

Chairperson of the Board of Directors

Appendix 1 - The boards of directors' proposal for resolutions:

Item 1 - Election of chairman of the General Meeting and co-signatory to the minutes

The Board of Directors proposes that the general meeting adopts the following resolution:

"The general meeting elects Chairman of the Board Ulrik Spork to chair the meeting. The Company's CFO, Ingrid Juven, is elected to co-sign the minutes together with the chair of the meeting."

Item 2 - Approval of notice and agenda

The Board of Directors proposes that the general meeting adopts the following resolution:

"The notice and the agenda are approved."

Item 3 – Approval of Interim Balance

Enclosed this summons is an audited interim balance as of 30.06.2024, which shows that the Company has free equity of NOK 78 549 531, after provisions for extraordinary dividends, see item no. 5 below.

The Board suggests that the general meeting makes the following resolution:

"The interim balance as of 30.06.2024 is approved."

Item 4 – Distribution of extraordinary dividends in Softox Disinfection AS

As a part of a previously communicated plan to restructure the group, the Company has distributed the ownership of assets associated with the SoftOx Wound & Skin Care business to the subsidiary Softox Disinfection AS. Now that the allocation of assets is completed, the Board suggests that all of the shares in SoftOx Disinfection AS, renamed SoftOx Wound & Skin Care AS, be distributed to the shareholders in the Company. The goal of the restructuring is to concentrate the Company's efforts into segmented business areas. The distribution is suggested to enable both the Company and SoftOx Wound & Skin Care AS to further develop and finance their operations.

The board suggests that the general meeting makes the following resolution:

"All of the shares in SoftOx Skin & Wound Care AS, in total 1 951 253 942, are distributed to the shareholders in Softox Solutions AS. The shares are distributed to each shareholder, holding shares in Softox Solutions AS as of the close of business at 16:30 CET on 23rd December 2024, proportionate to the amount of shares held."

"Any distribution shall, for Norwegian tax purposes, be considered as repayment of paid-in capital within the limit for paid-in capital, and as a dividend for any distribution beyond the limit for paid-in capital."

"The board of directors is - each on their own - authorized to initiate and execute the distribution of dividend in accordance with this resolution, inter alia through the execution of any necessary documents or actions."

Item 5 – Update Articles of Association

The board suggests that the general meeting makes the following resolution:

"The Articles of Association are amended to read as set out in Appendix 1"

Oslo, 5th of December 2024

Appendix 2 – Articles of Association

Vedtekter SoftOx Solutions AS

5 Desember 2024

§ 1 Foretaksnavn

Selskapets foretaksnavn er SoftOx Solutions AS. Selskapet er et aksjeselskap.

§ 2 FORRETNINGSKONTOR

Selskapets forretningskontor er i Bærum kommune.

§ 3 Virksomhet

Selskapets virksomhet er forskning, utvikling, produksjon, salg, markedsføring og lisensiering av produkter for anvendelse innen humanmedisin, herunder legemidler og medisinsk utstyr, samt alt som står i forbindelse med dette. Virksomheten kan drives direkte eller gjennom investeringer i datterselskaper eller andre virksomheter.

§ 4 Aksjekapital

Aksjekapitalen er NOK 39 025 078,84 fordelt på 1 951 253 942 aksjer, hver pålydende NOK 0,02. Aksjene er fritt omsettelige og registrert i VPS.

§ 5 Ledelse

Selskapets styre består av 1 til 6 styremedlemmer etter generalforsamlingens nærmere beslutning. Generalforsamlingen velger styrets leder.

Selskapets firma tegnes av styrets leder og en direktør i fellesskap, eller av alle styremedlemmer i fellesskap.

Styrets formann har dobbeltstemme ved avstemminger hvor det er stemmelikhet i styre.

Selskapets styre vil utnevne en ledelse på en til to direktører som kan opptre side om side.

Valgkomiteen består av minimum to, maksimum tre medlemmer som skal være aksjeeiere eller representanter for aksjeeiere og velges av generalforsamlingen. Valgkomiteens medlemmer velges frem til neste ordinære generalforsamling.

§ 6 Overdragelse av aksjer

Overdragelse av aksjer i selskaper krever ikke samtykke fra styret. Overdragelse av aksjer i selskapet utløser ikke forkjøpsrett for øvrige aksjeeiere i selskapet.

§ 7 Generalforsamling

Innkalling til generalforsamling foretas av styret i overensstemmelse med gjeldende lovgivning.

Dokumenter som gjelder saker som skal behandles på generalforsamlingen og som er gjort tilgjengelige for aksjeeierne på selskapets internettsider, trenger ikke å sendes til aksjeeierne. Dette gjelder også dokumenter som etter lov skal inntas i eller vedlegges innkallingen til generalforsamlingen. En aksjeeier kan likevel kreve å få kostnadsfritt tilsendt dokumenter som gjelder saker som skal behandles på generalforsamlingen.

Retten til å delta og stemme på generalforsamlingen kan bare utøves av den som er aksjeeier som er registrert i VPS fem virkedager før generalforsamlingen (registreringsdatoen).

Styret kan bestemme at aksjonærene skal kunne avgi sin stemme skriftlig, herunder ved bruk av elektronisk kommunikasjon, i en periode før generalforsamlingen.

Den ordinære generalforsamling skal minimum behandle:

1. Godkjenning av årsregnskapet og årsberetningen, herunder utdeling av utbytte.
2. Andre saker som etter loven eller vedtekter hører under generalforsamlingen.

§ 8 Forholdet til aksjeloven

For øvrig henvises til den enhver tid gjeldende aksjelovgivning.

ATTENDANCE SLIP EXTRAORDINARY GENERAL MEETING

Shareholders wishing to participate in the Extraordinary General Meeting to be held on 20th of December 2024 at 10:00 CET are kindly asked to complete and return this Attendance Slip to the Company's e-mail address at ir@soft-ox.com by 18th of December 2024 at 16:00 CET.

The undersigned wishes to participate in the Extraordinary General Meeting of SoftOx Solutions AS on the 20th of December 2024 at 10:00 am CET.

I own: _____ shares

I am acting as proxy for: _____ shares (*proxy/proxies to be attached*)

Signature: _____

Name: _____ (upper case)

Location/date: _____

The Attendance Slip should be sent to: SoftOx Solutions AS, ir@soft-ox.com. The Company should be in receipt of the Attendance Slip by the 18th of December 2024 16:00 CET.

SoftOx Solutions AS**PROXY** without voting instructions

As the owner of _____ shares in SoftOx Solutions AS, I/we hereby appoint:

☐ the Chairman of the Board

☐ _____ (insert name)

to act as proxy and represent and vote on behalf of my/our shares at the Extraordinary General Meeting of SoftOx Solutions AS on 20th of December 2024.

Signature: _____ *

Name: _____ (upper case)

Shareholder: _____

Location/date: _____

Authorization should be sent to: SoftOx Solutions AS, ir@soft-ox.com.

* If a proxy is issued on behalf of a company or other legal entity, a company certificate and/or authorization must be attached to show that the signatory is authorized to act as a proxy. If satisfactory documentation is not received, the person appointed to act as a proxy is free to use or reject the proxy at his discretion.

SoftOx Solutions AS**PROXY with voting instructions**

As the owner of _____ shares in SoftOx Solutions AS, I/we hereby appoint:

☐ the Chairman of the Board

☐ _____ (insert name)

to act as a proxy and represent and vote on behalf of my/our shares at the Extraordinary General Meeting of SoftOx Solutions AS on 20th of December 2024 10:00 am.

If neither of the above options is ticked, the proxy will be deemed to be given to the Chairman of the Board. If the proxy has been given to the Chairman of the Board, the Chairman of the Board has the right to give another Board Member or member of the executive management the right to represent, and vote for, the shares covered by the proxy.

If the shareholder so wishes and the Chairman of the Board has been appointed to act as a proxy, the voting instructions below may be completed and sent to the Company. Voting will take place for the shares in accordance with the instructions.

Voting instructions:

Resolution	For	Against	Abstain
1. Election of chairman of the Extraordinary General Meeting and co-signatory to the minutes			
2. Approval of notice and agenda			
3. Approval of Interim Balance			
4. Distribution of extraordinary dividend in SoftOx Disinfection AS			
5. Update Articles of Association			

If voting instructions have been given, the following applies:

- If 'For' is ticked, the proxy is instructed to vote for the resolution set out in the Notice with the changes that the Board of Directors, the Chairman of the Board or the Chairman of the Extraordinary General Meeting may propose. In the event of changes to the proposals set out in the Notice, the proxy may at his discretion refrain from voting for the shares.
- If 'Against' is ticked, the proxy is instructed to vote against the resolution set out in the Notice with the changes that the Board, the Chairman of the Board or the Chairman of the Extraordinary General Meeting may propose. In the event of changes to the proposals set out in the Notice, the proxy may at his discretion refrain from voting for the shares.
- If 'Abstain' is ticked, this means that the proxy is instructed not to vote for the shares.
- If no alternative is ticked, this means that the proxy is free to decide how to vote for the shares.
- In elections, instructions are limited and only apply to voting on the election of the candidates specified in the Shareholder Proxy Form.
- For voting on matters not included in the Notice, but which may properly come before the Extraordinary General Meeting, the proxy is free to decide how to vote for the shares. The same applies to voting on formal matters, e.g. election of chairman, voting order or voting method.
- If the shareholder has appointed a proxy other than the Chairman of the Board and wishes to give this person instructions on voting, this is a matter between the shareholder and the proxy which does not concern the Company. In this event, the Company does not assume responsibility for checking whether the proxy votes in accordance with his instructions.

Signature: _____ *

Name: _____ (upper case)

Location/date: _____

Authorisation should be sent to: SoftOx Solutions AS, ir@soft-ox.com.

* If a proxy is issued on behalf of a company or other legal entity, a company certificate and/or authorization must be attached to show that the signatory is authorized to act as a proxy. If satisfactory documentation is not received, the person appointed to act as a proxy is free to use or reject the proxy at his discretion.