

MINUTES FROM THE GENERAL MEETING IN MEDISTIM ASA

Medistim ASA held its ordinary general meeting Wednesday the 6th of May 2026 at 10.00. The meeting was held at Medistim office in Økernveien 94. Attachment 1 gives an overview of the shareholders that were represented. 55.30% of the shareholders were represented were 40,18% were advance votes.

Chairman of the Board of Director's Øyvind Anders Brøymer opened the meeting.

The agenda for the meeting was as follows:

1. Approval of notice and power of attorney:
There were no comments to the notice, the agenda or proxies and these were approved. The meeting was pronounced lawfully called and assembled.
2. Appointment of person to chair the meeting, to sign the protocol, to co-sign the protocol and protocol secretary:
Øyvind Anders Brøymer was chosen to chair the meeting. Asbjørn Buanes and Kari Krogstad was chosen to sign the minutes together with Øyvind Brøymer. Thomas Jakobsen was chosen as secretary for the meeting. All elections were unanimously chosen.
3. Approval of annual report for 2025:
The General Meeting approved the annual report for 2025.
4. Approval of the profit and loss and balance sheet for 2025:
The income statement for 2025 and balance sheet for 2025 for the holding company and the group were approved.
5. Approval of the distribution of the profit for the year:
The General Meeting approved the distribution of the profit for the year and all the votes was in favor of the proposal. The General Meeting decided on a dividend of NOK 8.00 per share, total TNOK 146,211 corrected for own shares. Further that the remaining TNOK 255 was distributed from other equity to dividend. Total profit allocated was TNOK 145,956.
6. The Board of Directors' remuneration policy to management and declaration on salary and other remuneration to the management:
The policy and declaration were described in the attachment to the notice of the General Meeting. The General Meeting took notice of the orientation. Of a total of 10,140,832 votes, 5,385,531 (52.67%) of the votes approved the remuneration policy to management while 4,799,793 (47.12%) of the votes where against. As a conclusion the General Meeting approved the remuneration policy to management. With regard to the declaration on salary and remuneration to management, 9,563,556 (93.87%) of a total of 10,140,832 votes approved the declaration while 509,895 (5.01%) were against and 111,873 abstained (1,10%). As a conclusion the General Meeting approved the declaration on salary and remuneration to management.
7. Approval of fee to the auditor for 2025:
Fee to the auditor was in total TNOK 1,667 where TNOK 1,557 was for the audit and TNOK 110 was for other services. Of all the votes 10,127,324 (99,43%) approved the fee to the auditor, while 58,000 (0,57%) voted against. As a conclusion the General Meeting approved the fees to the auditor.
8. Election of board members:
Three Board Members are on election. This was Board member Peder Strand, Board Member Tove Raanes and Board Member Gry Dahle.
 - The Nomination Committee suggested that Peder Strand is re-elected as Board Memeber for a new term of 2 years to the ordinary General Meeting in 2028.
 - The Nomination Committee suggested further that Tove Raanes is re-elected as Board Member for a term of 2 years to the ordinary General Meeting in 2028.
 - The Nomination Committee suggested further that Gry Dahle is re-elected as Board Member for a term of 2 years to the ordinary General Meeting in 2028.

Of a total of 10,140,832 votes, 7,855,237 (77.02%) of the votes were in favor and 2,330,087 (29.83%) of the votes were against the election of Peder Strand as Board Member. As a conclusion the General Meeting approved the election of Peder Strand as Board Member until the ordinary General Meeting in 2028.

Of a total of 10,140,832 votes, 9,521,201 (93.45%) of the votes were in favor and 664,123 (7.01%) of the votes were against the election of Tove Raanes as Board Member. As conclusion the General Meeting approved the election of Tove Raanes as Board Member until the ordinary General Meeting in 2028.

Of a total of 10,140,832 votes, 10,180,050 (99.95%) of the votes were in favor and 5,274 (0,05%) of the votes were against the election of Gry Dahle as Board Member. As a conclusion the General Meeting approved the election of Gry Dahle as Board Member until the ordinary General Meeting in 2028.

9. Fees to the Board of Directors:

The Nomination Committee proposed to the General Meeting that the Chairman receives a fee for 2025 of NOK 550,000. Furthermore, the Nomination Committee proposed that each of the board members for 2025 receive a fee of NOK 325,000 for each member. Total fees to the Board of Directors according to the Nomination Committee's proposal were NOK 2,175,000. All votes were in favor of the proposal. As a conclusion the General Meeting approved the fees to the Board of Directors.

10. Nomination Committee members on election:

The members of the Nomination Committee, Erik Rogstad and Jonathan Schönbäck were on election. Both members were willing to take a new term. It was suggested to the General Assembly that Erik Rogstad and Jonathan Schönbäck were elected as members of the Nomination Committee for two years until the ordinary General Meeting in 2028. All votes except 3,128 (0,03%) were in favor of electing Erik Rogstad and Jonathan Schönbäck as members of the Nomination Committee. As a conclusion the General Meeting approved the election of Erik Rogstad and Jonathan Schönbäck members of the Nomination Committee until ordinary General Meeting in 2028.

11. Fee to the Nomination Committee:

It was suggested to the General Meeting that the leader of the Nomination Committee was compensated with NOK 27,000 and that the members were compensated with NOK 22,000. The total purposed fee to the Nomination Committee was TNOK 71,000. All votes were in favor of the proposal. As a conclusion the General Meeting approved the fees to the Nomination Committee.

12. Remuneration to the Renumeration Committee and Audit Committee:


The Remuneration Committee consists of 2 members and it was suggested that the leader of the committee was compensated with NOK 35.000 and the member of the committee compensated with NOK 30.000. The Audit Committee consists of 2 members. It was suggested that the leader was compensated with NOK 60.000 and that member was compensated with NOK 45.000. All votes were in favor of the proposal. Fees to the Renumeration and Audit committee was approved by the General Meeting.

13. Approval of the Board of Directors' suggestion to the General Meeting to renew the Board of Directors' authorization to increase share capital:

The general meeting gave the Board of director's approval to increase share capital on the following terms and conditions:

- A. The Board of Directors is authorized to increase share capital up to NOK 458,433,25 by issuing up to 1,833,733 new shares at par value of NOK 0.25. The share price and other terms when issuing new shares are set by the board of directors. The Board of Directors can increase the share capital once or in several different occasions.
- B. In case of a change in par value of the share as a result of a split, fond issue etc, the authorization is adjusted accordingly with the number of shares that can be issued. The share price and other terms are adjusted according to generally known principles for such adjustments, but always within the regulations in the Public Limited Companies Act.
- C. The authorization shall also include capital increase against other assets than cash deposits.
- D. The shareholders' preferential rights to subscribe shares can be set aside by the Board of Directors according to the Public Limited Companies Act § 10-4.
- E. The authorization shall include a decision including a fusion according to Public Limited Companies Act § 13-5.
- F. The authorization is valid until the next ordinary General Meeting.

All votes were in favor of the proposal except 896 votes (0,01%) that was against the proposal. The general meeting approved the Board of Director's authorization to increase share capital according to the above terms and conditions.

A.B 

The general meetings resolution will be registered in the Brønnøysund register center and must be registered before the Board of Directors can use the authorization.

The purpose of setting aside the preferential rights for existing shareholders to subscribe to new shares is to ensure flexibility for the company.

14. The Board of Director's suggestion to renew the power of attorney to purchase own shares on the following conditions:

- A. The authorization is valid until the next general meeting.
- B. The company can purchase shares at par value up to NOK 458,433.25, which are 1,833,733 shares at today's par value.
- C. The highest price per share shall maximum be NOK 500.00 per share.
- D. The lowest price per share shall minimum be NOK 0.25 per share.
- E. The Board of Directors can freely decide how to purchase the shares as long as the principle of equal treatment is followed.

All votes were in favor of the proposal except 702 votes (0,01%) who abstained to vote for the proposal. As a conclusion the General Meeting approved the power of attorney to purchase own shares according to above terms and conditions.

The general meeting resolution must be registered in the Brønnøysund register center before the board can use the authorization.

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There were no other issues on the agenda. The meeting ended and the minutes signed.

Oslo 6. May 2026


Øyvind Brøymer

Sign.



Kari Krogstad

Sign.



Asbjørn Buanes

Sign.

