

**ANNUAL GENERAL MEETING OF LIFELINE SPAC I PLC ON 19 JUNE 2024 AT 11:00 A.M.****TIME:** 19 June 2024 at 11:00 a.m.**PLACE:** Eliel studio at Töölönlahdenkatu 2, FI-00100 Helsinki**PRESENT:** The shareholders set out in the list of votes ([Appendix 1](#)) adopted at the meeting were present or represented at the meeting.

In addition, Chair of the Board of Directors Timo Ahopelto and member of the Board of Directors Petteri Koponen, CEO Tuomo Vähäpassi, CFO Mikko Vesterinen, Auditor in charge, Authorised Public Accountant Jussi Paski, Attorney at Law Juha Koponen acting as the Chair of the General Meeting, LL.M. Akseli Uotila acting as the secretary of the General Meeting as well as other meeting assistants were present. Members of the company's Board of Directors Alain-Gabriel Courtines, Caterina Fake and Irena Goldenberg were prevented from attending the meeting, but Alain-Gabriel Courtines was available by telephone, if necessary, during the meeting.

**1 OPENING OF THE MEETING**

Timo Ahopelto, Chair of the company's Board of Directors, opened the meeting.

**2 CALLING THE MEETING TO ORDER**

Juha Koponen, Attorney at Law, was elected as Chair of the General Meeting, and he called LL.M. Akseli Uotila to act as secretary.

The Chair explained the procedures for discussing the matters on the meeting agenda.

It was noted that the meeting was held in Finnish.

It was noted that shareholders who have a Finnish book-entry account had had the opportunity to vote in advance on items 7 to 15 on the agenda of the Annual General Meeting. In addition, custodian banks representing nominee-registered shareholders had also been able to participate in the advance voting on behalf of the shareholders they represented. Proposals for resolution that had been subject to advance voting were deemed to have been presented at the General Meeting without any changes, as set out in the Finnish Companies Act.

A total of 10 shareholders representing a total of 3,023,324 shares and votes, of which 2,585,824 were series A shares and 437,500 were series B shares had participated in the advance voting.

It was noted that the company had not become aware of any technical problems or ambiguities related to the advance voting or the meeting arrangements more generally. It was noted that it

had therefore been possible to reliably verify the participation rights of shareholders who had been voting in advance and the validity of the counting of the votes.

It was noted that approximately 76.5 per cent of the voting rights registered for the General Meeting had voted in advance and that based on the advance votes, a clear majority of the shares represented at the advance voting was in favour of all proposals included in the notice of the meeting.

It was noted based on the advance votes that if a full counting of votes is not carried out in an agenda item, votes against and abstaining votes will be recorded in the minutes under each agenda item in question. It was further noted that to the extent the summary list included opposing votes that had been presented without any counterproposal under such agenda items where it is not possible to vote against the proposal without presenting a counterproposal, such votes would not be formally acknowledged as opposing votes and would not be recorded under the relevant agenda items.

It was noted that if nothing else was presented in an agenda item and if the votes cast in advance did not indicate otherwise, participants will be deemed to support the proposals made to the General Meeting.

Summary list of the advance votes was attached to the minutes ([Appendix 2](#)).

### **3 ELECTION OF PERSONS TO SCRUTINISE THE MINUTES AND TO SUPERVISE THE COUNTING OF VOTES**

Mikko Vesterinen was elected as the person to scrutinise the minutes and as the supervisor of counting of the votes.

### **4 RECORDING THE LEGALITY OF THE MEETING**

It was noted that the notice to the meeting had been published on the company's website and as a stock exchange release on 29 May 2024 and that the General Meeting documents had been available on the company's website as of 16 February 2024.

It was noted that the General Meeting was duly convened in accordance with the provisions of the Articles of Association and the Finnish Companies Act and that therefore, the meeting was legal and constituted a quorum.

The notice to the meeting was attached to the minutes ([Appendix 3](#)).

### **5 RECORDING ATTENDANCE AT THE MEETING AND ADOPTION OF THE LIST OF VOTES**

It was recorded that shareholders who have duly registered for the meeting before the end of the registration period and who have the right to attend the General Meeting under Chapter 5, Sections 6 and 6a of the Finnish Companies Act and who have either voted in advance during

the advance voting period or attend the General Meeting at the meeting venue are recorded to have attended the meeting.

A list of shareholders represented at the meeting as at the opening of the meeting and a list of votes ([Appendix 1](#)) were presented, according to which 22 shareholders were represented at the General Meeting, either through advance voting, in person at the meeting venue or by a legal representative or authorised proxy representative. At the opening of the meeting, a total of 3,931,204 shares and votes, of which 3,493,704 were series A shares and 437,500 were series B shares were represented at the meeting.

It was noted that the list of votes would be separately confirmed to correspond to the attendance at the beginning of a possible vote.

## **6 PRESENTATION OF THE FINANCIAL STATEMENTS, THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITOR'S REPORT FOR YEAR 2023**

The company's CEO presented a review, in which he addressed the company's operations in 2023.

The Financial Statements and the report by the Board of Directors for the financial year of 1 January 2023 to 31 December 2023 were presented.

It was recorded that the documents concerning the company's audit had been available on the company's website prior to the General Meeting for the period required by the Finnish Companies Act.

Documents concerning the company's audit were attached to the minutes ([Appendix 4](#)).

The Auditor's Report was presented and attached to the minutes ([Appendix 5](#)).

## **7 ADOPTION OF THE FINANCIAL STATEMENTS**

The General Meeting adopted the Financial Statements for the financial period of 1 January 2023 to 31 December 2023.

## **8 RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE DISTRIBUTION OF DIVIDEND**

It was noted that the Board of Directors had proposed to the General Meeting that no dividend is distributed for the financial period ended 31 December 2023, and that the result for the financial period is recorded in retained earnings.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that no dividend is distributed for the financial period ended 31 December 2023, and that the result for the financial period is recorded in retained earnings.

**9 RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE CEO FROM LIABILITY**

It was noted that the discharge from liability for the financial period 2023 concerns all persons who have acted as members of the Board of Directors and as CEO during the financial period.

The General Meeting resolved to discharge from liability the persons who had served as members of the Board of Directors and CEO during the financial period of 1 January to 31 December 2023.

**10 HANDLING OF THE REMUNERATION REPORT FOR GOVERNING BODIES**

It was noted that the remuneration report for the year 2023 had been available on the company's website as of 16 February 2024 and that the company had published the Remuneration Report in accordance with the Finnish Securities Markets Act.

The General Meeting resolved to approve the remuneration report. The resolution was advisory.

**11 RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS**

It was noted that the Board of Directors had proposed that the members of the Board of Directors to be elected for the term of office lasting until the Annual General Meeting of 2025 be paid remuneration as follows: the Chair of the Board of Directors is paid an annual remuneration of EUR 15,000 and members of the Board of Directors are each paid an annual remuneration of EUR 10,000.

It was further noted that if the term of a Board member ends before the Annual General Meeting of 2025, the remuneration will be paid to the Board member in proportion to the length of their term.

The General Meeting resolved on the remuneration of the members of the Board of Directors in accordance with the proposal of the Board of Directors.

It was recorded that in the advance voting, under this agenda item, there were 50 opposing votes.

**12 RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS**

It was noted that the Board of Directors had proposed to the General Meeting that five (5) members be elected to the Board of Directors. In accordance with the company's Articles of Association, the company's sponsors have the right to appoint two Board members and the General Meeting appoints the other three Board members.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that the number of the members of the Board of Directors shall be five (5).

It was recorded that in the advance voting, under this agenda item, there were 50 opposing votes.

### **13 ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS**

It was noted that pursuant to the company's Articles of Association, the sponsors have the right upon written notice to the company to appoint two sponsor representatives to the company's Board of Directors. The company has on 27 May 2024 received a written notice from the sponsors, pursuant to which Timo Ahopelto and Petteri Koponen will act as the sponsor representatives in the company's Board of Directors. Pursuant to the Articles of Association, the General Meeting appoints the other Board members.

It was noted that the Board of Directors had proposed to the General Meeting that until the end of the next Annual General Meeting, the current members of the Board of Directors Alain-Gabriel Courtines, Caterina Fake and Irena Goldenberg be reappointed to the Board of Directors.

It was noted that all nominated persons had given their consent to the election.

The General Meeting resolved to appoint Alain-Gabriel Courtines, Caterina Fake and Irena Goldenberg as members of the Board of Directors for a term of office expiring at the end of the next Annual General Meeting.

### **14 RESOLUTION ON THE REMUNERATION OF THE AUDITOR**

It was noted that the Board of Directors had proposed that the Auditor to be elected will be paid remuneration in accordance with a reasonable invoice approved by the company.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that the Auditor to be elected will be paid remuneration in accordance with a reasonable invoice approved by the company.

### **15 ELECTION OF AUDITOR**

It was noted that the Board of Directors had proposed that Authorised Public Accounting firm KPMG Oy Ab be elected as the Auditor of the company for the following term of office. KPMG Oy Ab had stated that Authorised Public Accountant Jussi Paski will act as the Responsible Auditor should KPMG Oy Ab be elected as the Auditor of the company.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, that Authorised Public Accounting firm KPMG Oy Ab is elected as the Auditor of the company for the following term of office. Authorised Public Accountant Jussi Paski will act as the Responsible Auditor.

**16 CLOSING OF THE MEETING**

The Chair noted that all items on the agenda had been considered, thanked the participants and stated that the minutes of the meeting will be available on the company's website on 3 July 2024 at the latest.

It was recorded that all resolutions made at the General Meeting were supported by all shareholders present at the meeting, unless otherwise mentioned in the minutes.

The Chair closed the meeting at 11:53 a.m.

**Chair of the Annual General Meeting:**

Name: [See original minutes for signatures]  
Juha Koponen

**In fidem:**

Name: [See original minutes for signatures]  
Akseli Uotila

**The minutes scrutinised and approved:**

Name: [See original minutes for signatures]  
Mikko Vesterinen

**Appendices**

<b>Appendix 1</b>	Attendance status and list of votes
<b>Appendix 2</b>	Summary list of advance votes
<b>Appendix 3</b>	Notice to the General Meeting
<b>Appendix 4</b>	Documents concerning the company's audit
<b>Appendix 5</b>	Auditor's Report