

## ANNUAL GENERAL MEETING OF LIFELINE SPAC I PLC ON 26 JUNE 2023 AT 11:00 A.M.

**TIME:** 26 June 2023 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, CEO Tuomo Vähäpassi, CFO Mikko Vesterinen, Auditor in charge, Authorised Public Accountant Jussi Paski, Attorney at Law Mia Mokkila acting as the Chair of the General Meeting, LL.M. Nina Koivisto 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, Irena Goldenberg and Petteri Koponen were prevented from attending the meeting, but, with the exception of Caterina Fake, said Board members were 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

Mia Mokkila, Attorney at Law, was elected as Chair of the General Meeting, and she called LL.M. Nina Koivisto 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 16 on the agenda of the Annual General Meeting. In addition, a custodian bank representing a nominee-registered shareholder had also participated in the advance voting on behalf of the shareholder it 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 27 shareholders representing a total of 7,181,469 shares and votes, of which 4,875,585 were series A shares and 2,305,884 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 91 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 2 June 2023 and that the General Meeting documents had been available on the company's website as of 16 March 2023.

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 39 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 7,890,090 shares and votes, of which 5,584,206 were series A shares and 2,305,884 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 2022**

The company's CEO presented a review, in which he addressed the company's operations in 2022.

The Financial Statements and the report by the Board of Directors for the financial year of 1 January 2022 to 31 December 2022 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 2022 to 31 December 2022.

It was recorded that in the advance voting, under this agenda item, there were 3,962 abstaining votes.

## **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 2022, and that the loss 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 2022, and that the loss for the financial period is recorded in retained earnings.

It was recorded that in the advance voting, under this agenda item, there were 3,962 abstaining votes.

**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 2022 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 2021.

It was recorded that in the advance voting, under this agenda item, there were 3,962 abstaining votes.

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

It was noted that the remuneration report for the year 2022 had been available on the company's website as of 16 March 2023 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.

It was recorded that in the advance voting, under this agenda item, there were 8,262 abstaining votes.

**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 2024 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.

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 3,962 abstaining votes.

**12 RESOLUTION ON THE NUMBER OF MEMBERS ON 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 3,962 abstaining 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 30 May 2023 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.

It was recorded that in the advance voting, under this agenda item, there were 3,962 abstaining votes.

### **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.

It was recorded that in the advance voting, under this agenda item, there were 3,962 abstaining votes.

### **15 ELECTION OF THE 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.

It was recorded that in the advance voting, under this agenda item, there were 3,962 abstaining votes.

## **16 GRANTING AN ADDITIONAL PERIOD FOR THE ACQUISITION**

It was noted that, in accordance with the company's Articles of Association, if the acquisition has not been approved in a General Meeting within 24 months of the date when the shares of the company have been admitted to trading on the SPAC segment of the regulated market of Nasdaq Helsinki, the Board of Directors of the company shall be obligated to convene a General Meeting to decide on whether to grant an additional period of 12 months for the approval of the acquisition.

It was noted that the Board of Directors had proposed that the General Meeting grants an additional period of 12 months for the approval of the acquisition.

The General Meeting resolved, in accordance with the proposal of the Board of Directors, to grant an additional period of 12 months for the approval of the acquisition. For the sake of clarity, it was recorded that the additional period will begin on 16 October 2023 and end on 15 October 2024.

It was recorded that in the advance voting, under this agenda item, there were 41,875 opposing votes and 3,962 abstaining votes.

## **17 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 10 July 2023 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 12:17 p.m.

**Chair of the Annual General Meeting:**

Name: [See original minutes for signatures]  
Mia Mokka

**In fidem:**

Name: [See original minutes for signatures]  
Nina Koivisto

**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