PROTOKOLL FRA ORDINÆR GENERALFORSAMLING I VISTIN PHARMA ASA	MINUTES FROM ANNUAL GENERAL MEETING IN VISTIN PHARMA ASA*
Ordinær generalforsamling i Vistin Pharma ASA ("Vistin Pharma" eller "Selskapet") ble avholdt torsdag 19. mai 2022 kl. 10.00 i Østensjøveien 27, Oslo.	The annual general meeting in Vistin Pharma ASA ("Vistin Pharma" or "the Company") was held May 19, 2022 at 1000 hrs (CET) at Østensjøveien 27, Oslo.
1. Åpning av møtet og registrering av deltakende aksjonærer	**1. Opening of the meeting and registration of participating shareholders**
Styreleder Øyvin A. Brøymer åpnet møtet. Tilstede var totalt 17 736 370 aksjer, herav 17 675 809 aksjer representert ved fullmakt. Således var 40% av Selskapets samlede aksjekapital representert på generalforsamlingen.	The Chairman, Øyvin A. Brøymer, opened the meeting. Present were in total 17 736 370 shares, including 17 675 809 shares represented by proxy. Thus, approximately 40% of the Company's total share capital was represented at the general meeting.
2. Valg av møteleder og person til å signere protokollen sammen med møteleder	**2. Election of meeting Chairman and a person to co-sign the minutes**
Følgende beslutning ble fattet: *"Øyvin A. Brøymer velges til møteleder. Magnus Tolleshaug velges til å medundertegne protokollen."*	The following resolution was passed: *"Øyvin A. Brøymer is elected to chair the meeting. Magnus Tolleshaug is elected to co-sign the minutes."*
3. Godkjennelse av innkalling og saker til behandling	**3. Approval of the notice of the meeting and the agenda**
Det fremkom ingen innsigelser mot innkallingen og dagsordenen, og følgende beslutning ble fattet: *"Innkalling og dagsorden godkjennes".*	There were no objections to the notice and the agenda, and the following resolution was passed: *"The notice of and agenda for the meeting are approved."*
4. Godkjennelse av årsregnskap og årsberetning for 2021	**4. Approval of annual financial statement and the Directors' report for 2021**
Følgende vedtak ble fattet: *"Generalforsamlingen godkjenner årsregnskapet samt styrets beretning for 2021. Styret foreslår at de får en fullmakt til å utbetale utbytte til aksjeeierne på inntil NOK 0,75 pr aksje for 2021, innen 31.12.2022, og planlegges å utdeles som en tilbakebetaling av innbetalt kapital (overkurs).*	The following resolution was passed: *"The General Meeting approves the Annual Financial Statements and the Directors' Report for 2021. The Board of Directors propose to get a power of attorney to pay out a dividend to shareholders for up to NOK 0.75 per share for 2021, until 31.12.2022, and is planned to be distributed as a repayment of paid-in capital (share premium).*
5. Honorar til styrets og valgkomitéens medlemmer	**5. Remuneration for the board of directors and the election committee**
Følgende beslutning ble fattet: *"Innstillingen fra valgkomiteen godkjennes. Det årlige honoraret til aksjonærvalgte styremedlemmer for de to periodene mellom ordinær generalforsamling i mai 2022 og til ordinær generalforsamling i 2023 skal være:* *Styrets leder NOK 400 000* *Andre styremedlemmer NOK 200 000*	The following resolution was passed: *"The recommendation from the Election Committee is approved. The annual remuneration to shareholder-elected board members for the two periods from the ordinary general meeting in May 2022 and to the annual general meeting in 2023 for the Chairman of the Board and Board members:* *Chairman of the Board NOK 400,000* *Other Board members NOK 200,000*

Honoraret til valgkomiteen og kompensasjonskomiteen for perioden fra den ordinære generalforsamlingen i 2022 til den ordinære generalforsamlingen i 2023 fastsettes til: *Leder i valgkomiteen NOK 20 000* *Medlem i valgkomiteen NOK 15 000* *Kompensasjonskomiteen NOK 20 000"*	*The remuneration to the Election Committee and the Remuneration Committee for the period from the ordinary general meeting in 2022 and to the annual general meeting in 2023 shall be:* *Chairman of the Committee NOK 20,000* *Members of the Committee NOK 15,000* *Remuneration Committee NOK 20,000"*
6. Honorar til revisor	**6. Auditor's remuneration**
Følgende vedtak ble fattet: *"Generalforsamlingen godkjenner revisors honorar for revisjonen av årsregnskapet til Vistin Pharma ASA for 2021 etter regning."*	The following resolution was passed: *"The general meeting approves the auditor's remuneration for audit of the Annual Financial Statements of Vistin Pharma ASA for the financial year of 2021 in accordance with invoice."*
7. Styrets erklæring om fastsettelse av lønn og annen godtgjørelse til ledende ansatte	**7. The Board's statement regarding determination of salary and other compensation to leading employees**
Styrets erklæring om lederlønnsfastsettelse i henhold til allmennaksjeloven § 6-16a & b og tilhørende forskrift; en rapport om lønn og annen godtgjørelse til ledende personer, ble gjennomgått. Følgende vedtak ble fattet: Del 1: *"Generalforsamlingen gir sin tilslutning til styrets erklæring om lønn og annen godtgjørelse til ledende ansatte."* Del 2: *"Generalforsamlingen godkjenner styrets erklæring om langsiktige insentiv ordninger."*	The Board's statement on compensation to leading employees in accordance with the Norwegian Public Limited Companies Act ("the Act") section 6-16a & b and associated regulations; a report on remuneration to leading employees was discussed. The following resolution was passed: Part 1: *"The General Meeting supports the statement of the Board regarding compensation to leading employees."* Part 2: *"The General Meeting adopts the statement of the Board regarding long term incentive plans."*
8. Godkjennelse av finansieringsbistand til ledende ansatte ifm. kjøp av aksjer i selskapet under langsiktig insentivavtale.	**8. Approval of financial assistance to purchase shares in relation to the company's long-term incentive plan.**
Styrets erklæring og redegjørelse, som var vedlagt innkallingen, i forbindelse med finansieringsbistand for kjøp av aksjer i selskapet til ledende ansatte ble gjennomgått. Følgende vedtak ble fattet: "Generalforsamlingen godkjenner at selskapet stiller en låneramme på NOK 6 000 000 tilgjengelig for selskapets ledergruppe (5 personer). Lånerammen har en varighet på tre år, og kan kun benyttes til finansiering av aksjekjøp i selskapet."	The statement and declaration prepared by the Board, which was attached to the notice, in relation to financial assistance to purchase shares in the company was discussed. The following resolution was passed: "The General meeting approved a loan facility of NOK 6 000 000 to the senior management (5 persons). The loan facility has a duration of three years and can only be used as financing for purchasing of shares in the company."
9. Valg av medlemmer til styret	**9. Election of members to the board of directors**
Følgende vedtak ble fattet: *"Følgende velges som medlemmer av styret for en periode på 2 (to) år, frem til den ordinære generalforsamling i 2024:* • *Øyvin A. Brøymer, Styreleder (gjenvalgt)*	The following resolution was passed: *"The Election Committee proposes that the following are elected as members of the board of directors for a period of 2 (two) years, until the annual general meeting in 2024:* • *Øyvin A. Brøymer, Chairman (re-elected)*

• *Bettina Banoun (gjenvalgt)* • *Kari Krogstad (gjenvalgt)* • *Espen Marcussen (gjenvalgt)* *Styret består da av følgende aksjonærvalgte og ansatte valgte medlemmer:* • *Øyvin Brøymer (Styreleder)* • *Bettina Banoun* • *Kari Krogstad* • *Espen Marcussen* • *Øystein Stray Spetalen"* • *Espen Lia Gregoriussen (ansatte representant)* • *Åse Musum (ansatte representant)"*	• *Bettina Banoun (re-elected)* • *Kari Krogstad (re-elected)* • *Espen Marcussen (re-elected)* *The Board consists of the following shareholder and employee elected members:* • *Øyvin Brøymer (Chairman)* • *Bettina Banoun* • *Kari Krogstad* • *Espen Marcussen* • *Øystein Stray Spetalen* • *Espen Lia Gregoriussen (employee representative)* • *Åse Musum (employee representative)"*
10. Fullmakt til å utstede aksjer	**10. Authorization to issue shares**
Følgende vedtak ble truffet: *"Styret gis fullmakt til å øke aksjekapitalen med inntil NOK 8 868 918 gjennom én eller flere aksjekapitalutvidelser.* *Fullmakten skal kunne anvendes for følgende formål:* *(i) for å gi Selskapet finansiell fleksibilitet, herunder ved investeringer, oppkjøp og fusjoner.* *Pris og tegningsvilkår fastsettes av styret ved hver utstedelse under hensyn til Selskapets behov og aksjenes markedsverdi på det aktuelle tidspunkt. Aksjer vil kunne utstedes mot kontantvederlag eller vederlag i form av andre aktiva (tingsinnskudd).* *Eksisterende aksjonærers fortrinnsrett til å tegne aksjer vil kunne bli fraveket av styret i forbindelse med utøvelse av fullmakten.* *Denne fullmakt utløper på datoen for den ordinære generalforsamlingen i 2023, men skal i alle tilfelle utløpe senest 15 måneder fra datoen for denne generalforsamlingen.* *Styret gis samtidig fullmakt til å foreta nødvendige vedtektsendringer ved utøvelse av fullmakten."*	The following resolution was passed: *"The Board is granted authorization to increase the share capital with up to NOK 8 868 918, through one or several share capital increases.* *The authorization may be used for one or more of the following purposes:* *(i) to provide the Company with financial flexibility, including in connection with investments, mergers and acquisitions.* *Price and conditions for subscription will be determined by the Board on issuance, according to the Company's needs and the shares' market value at the time. Shares may be issued in exchange for cash settlement or contribution in kind.* *The existing shareholders pre-emptive rights to subscribe shares can be deviated from in connection with the effectuation of this authorization.* *The Board's authorization is valid until the Annual General Meeting in 2023, but shall in any event expire at the latest 15 months from the date of this annual general meeting.* *The Board is at the same time given authorization to make the necessary amendments to the articles of association on execution of the authorization."*
11. Fullmakt til å erverve egne aksjer	**11. Authorization to acquire treasury shares**
Følgende vedtak ble fattet: *"Styret gis fullmakt til på Selskapets vegne å erverve aksjer i Vistin Pharma ASA til ett eller flere av følgende formål:* *(i) for å øke aksjonærenes avkastning.* *Fullmakten gjelder for kjøp av inntil 10 % av pålydende av Selskapets aksjekapital, jf. allmennaksjeloven §§ 9-2 og 9-3. Aksjer kan erverves til minst NOK 1,00 per aksje og maksimalt NOK 100 per aksje. Disse begrensninger skal justeres tilsvarende i tilfelle av aksjespleis, aksjesplitt og*	The following resolution was passed: *"The Board is granted authorization to acquire shares in Vistin Pharma ASA on behalf of the Company for one or more of the following purposes:* *(i) to increase return on investment for the Company's shareholders.* *The authorization covers purchase(s) of up to 10% of the face value of the share capital of the Company, cf. the public limited liability companies act §§ 9-2 and 9-3. Shares may be acquired at minimum NOK 1 per share and maximum NOK 100 per share. These limitations shall be adjusted in the event of share consolidation, share splits,*

lignende transaksjoner. Aksjene skal erverves ved ordinær omsetning over børs. *Styrets fullmakt gjelder frem til den ordinære generalforsamlingen i 2023, men skal i alle tilfelle utløpe senest 15 måneder fra datoen for denne generalforsamlingen. Beslutningen skal meldes til og registreres av Foretaksregisteret innen aksjer erverves i henhold til fullmakten."*	*and similar transactions. The shares shall be acquired through ordinary purchase on the stock exchange.* *The Board's authorization is valid until the annual general meeting in 2023, but shall in any event expire at the latest 15 months from the date of this General Meeting. The decision shall be notified to and registered by the Norwegian Register of Business Enterprises prior to acquiring any shares pursuant to this authorization."*
Da det ikke forelå flere saker til behandling, takket møteleder for oppmøtet, og møtet ble hevet.	As there were no further matters on the agenda, the Chairman thanked the present shareholders for their participation, and the meeting was adjourned.
Vedlagt følger en detaljert oversikt over utfallet av avstemningene, herunder blant annet antall stemmer for og mot de respektive beslutningene, jf allmennaksjeloven § 5-16.	Attached is a detailed overview of the results and voting, including i.a number of votes for and against the respective resolutions, cf the Norwegian public limited companies act section 5-16.
*****	*****
Signatur følger på neste side.	The signature follows on the next page.

* These minutes are prepared in Norwegian, with an English office translation. In case of discrepancies between the two versions, the Norwegian version shall prevail.

Signature page for Vistin Pharma ASA Annual General Meeting 2022

Oslo, 19. mai 2022/ Oslo, May 19, 2022

______________________________	______________________________
Øyvin Brøymer	Magnus Tolleshaug
Sign.	Sign.

Total Represented

ISIN:	NO0010734122 VISTIN PHARMA ASA
General meeting date:	19/05/2022 10.00
Today:	19.05.2022

Number of persons with voting rights represented/attended : 1

	Number of shares	% sc
Total shares	44,344,592	
- own shares of the company	0	
Total shares with voting rights	44,344,592	
Represented by advance vote	60,561	0.14 %
Sum own shares	**60,561**	**0.14 %**
Represented by proxy	1,340,814	3.02 %
Represented by voting instruction	16,334,995	36.84 %
Sum proxy shares	**17,675,809**	**39.86 %**
Total represented with voting rights	**17,736,370**	**40.00 %**
Total represented by share capital	**17,736,370**	**40.00 %**

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE

Signature company:

VISTIN PHARMA ASA

Protocol for general meeting VISTIN PHARMA ASA

ISIN:	NO0010734122 VISTIN PHARMA ASA
General meeting date:	19/05/2022 10.00
Today:	19.05.2022

Shares class	FOR	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
Agenda item 2 Election of the chairman of the meeting and a person to co-sign the minutes						
Ordinær	17,736,370	0	17,736,370	0	0	17,736,370
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	40.00 %	0.00 %	40.00 %	0.00 %	0.00 %	
Total	**17,736,370**	**0**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 3 Approval of the notice of the meeting and the agenda						
Ordinær	17,736,370	0	17,736,370	0	0	17,736,370
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	40.00 %	0.00 %	40.00 %	0.00 %	0.00 %	
Total	**17,736,370**	**0**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 4 Approval of the annual financial statements and the Directors report for 2021						
Ordinær	17,736,370	0	17,736,370	0	0	17,736,370
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	40.00 %	0.00 %	40.00 %	0.00 %	0.00 %	
Total	**17,736,370**	**0**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 5 Approval of remuneration for the Board of Directors, the Election Committee, the Remuneration Committee						
Ordinær	17,736,350	20	17,736,370	0	0	17,736,370
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	40.00 %	0.00 %	40.00 %	0.00 %	0.00 %	
Total	**17,736,350**	**20**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 6 Approval of auditors remuneration						
Ordinær	17,736,370	0	17,736,370	0	0	17,736,370
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	40.00 %	0.00 %	40.00 %	0.00 %	0.00 %	
Total	**17,736,370**	**0**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 7 The Board`s statement regarding determination of salary and other compensation to leading employees:						
Ordinær	17,733,850	2,520	17,736,370	0	0	17,736,370
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.99 %	0.01 %	100.00 %	0.00 %	0.00 %	
total sc in %	39.99 %	0.01 %	40.00 %	0.00 %	0.00 %	
Total	**17,733,850**	**2,520**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 7.1 The General Meeting supports the statement of the Board regarding compensation to leading employees						
Ordinær	17,733,850	2,520	17,736,370	0	0	17,736,370
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.99 %	0.01 %	100.00 %	0.00 %	0.00 %	
total sc in %	39.99 %	0.01 %	40.00 %	0.00 %	0.00 %	
Total	**17,733,850**	**2,520**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 7.2 The General Meeting adopts the statement of the Board regarding long term incentive plans and measures for keeping key personnel						
Ordinær	17,733,850	2,520	17,736,370	0	0	17,736,370
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.99 %	0.01 %	100.00 %	0.00 %	0.00 %	
total sc in %	39.99 %	0.01 %	40.00 %	0.00 %	0.00 %	
Total	**17,733,850**	**2,520**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 8 Approval of financial assistance to purchase shares in relation to the company`s long-term incentive plan.						
Ordinær	17,733,850	2,520	17,736,370	0	0	17,736,370
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.99 %	0.01 %	100.00 %	0.00 %	0.00 %	

Shares class	FOR	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
total sc in %	39.99 %	0.01 %	40.00 %	0.00 %	0.00 %	
Total	**17,733,850**	**2,520**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 9 Election of members to the Board of Directors						
Ordinær	17,733,870	0	17,733,870	2,500	0	17,736,370
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	39.99 %	0.00 %	39.99 %	0.01 %	0.00 %	
Total	**17,733,870**	**0**	**17,733,870**	**2,500**	**0**	**17,736,370**
Agenda item 10 Authorisation to issue shares						
Ordinær	17,633,829	102,541	17,736,370	0	0	17,736,370
votes cast in %	99.42 %	0.58 %		0.00 %		
representation of sc in %	99.42 %	0.58 %	100.00 %	0.00 %	0.00 %	
total sc in %	39.77 %	0.23 %	40.00 %	0.00 %	0.00 %	
Total	**17,633,829**	**102,541**	**17,736,370**	**0**	**0**	**17,736,370**
Agenda item 11 Authorisation to acquire treasury shares						
Ordinær	17,733,870	2,500	17,736,370	0	0	17,736,370
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.99 %	0.01 %	100.00 %	0.00 %	0.00 %	
total sc in %	39.99 %	0.01 %	40.00 %	0.00 %	0.00 %	
Total	**17,733,870**	**2,500**	**17,736,370**	**0**	**0**	**17,736,370**

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE

Signature company:

VISTIN PHARMA ASA

Share information

Name	Total number of shares	Nominal value	Share capital	Voting rights
Ordinær	44,344,592	1.00	44,344,592.00	Yes
Sum:				

§ 5-17 Generally majority requirement
requires majority of the given votes

§ 5-18 Amendment to resolution
Requires two-thirds majority of the given votes
like the issued share capital represented/attended on the general meeting