



## Notice of Extraordinary General Meeting

*Copenhagen, September 26, 2023* - The shareholders of Brain+ A/S are hereby notified that Brain+ convenes for an Extraordinary General Meeting to be held electronically on Wednesday, October 11, 2023 at 8:00 am CEST.

On the agenda for the meeting are the following items:

- 1) Election of chairman of the meeting
- 2) Election of additional board member

### Re. agenda item 1)

The Board of Directors proposes Anders Härfstrand, chairman of the board, as chairman of the meeting.

### Re. agenda item 2)

Pursuant to Article 10.1 of Brain+' Articles of Association, the Board of Directors proposes that Anish Shindore is elected as new member of the board with immediate effect. The proposed election will be for a term until Brain+' Annual General Meeting in 2024.

Anish Shindore is a multifaceted digital health executive with 13 years of experience from leading positions within Big Pharma, including Biogen, Sanofi and Novartis. He is also a visionary entrepreneur, working as investor, trusted advisor and board member, committed to making a profound impact on the healthcare industry through innovation and strategic leadership.

Please see Appendix 1 to this notice for a more detailed description of Anish Shindore's qualifications and previous positions, including information about other executive/management functions held by the candidate in Danish and foreign companies.

### **Adoption requirements**

All proposed resolutions on the agenda may be passed by a simple majority of votes cast.

## **General information**

### Share capital

Brain+ has issued share capital of a total nominal value of DKK 4,426,286.60, divided into 44,262,866 shares of nominal value DKK 0.10 each. The company only has one class of shares. Each share of nominal value DKK 0.10 carries one vote at the Extraordinary General Meeting.

### Admission to the Extraordinary General Meeting

As a prerequisite for admission to and voting at the Extraordinary General Meeting, a shareholder must be registered by name in Brain+' share register no later than on the record date, which pursuant to Article 8.2 of the company's Articles of Association is Wednesday, October 4, 2023, at 23:59 CET. For shareholders who may be in doubt whether their shareholdings are correctly registered, we kindly refer to their custodian banks.

Shareholders wishing to participate in the electronic Extraordinary General Meeting, must complete the registration form, included as Appendix 2 to this notice, and send it to Brain+ either by email to [contact@brain-plus.com](mailto:contact@brain-plus.com) or by letter to the company's address such that it is received no later than on Friday, October 6, 2023 at 23:59 (CEST) pursuant to Article 8.5 of the company's Articles of Association. The registration form can also be found and downloaded from the investor section of the company's website: [https://www.brain-plus.com/investor/announcements\\_and\\_financial\\_documents](https://www.brain-plus.com/investor/announcements_and_financial_documents)

Each shareholder may participate in the meeting together with an advisor.

### Proxy and postal voting

Shareholders who do not wish to participate or are prevented from participating in the Extraordinary General Meeting may appoint someone as their proxy. A proxy holder may participate in the meeting with an advisor. Proxy can also be given to the chairman of Brain+' Board of Directors.

Nomination of a proxy or voting by post can take place by completing the proxy/postal vote form included as appendix 3 to this notice and sending it to Brain+ either by email to [contact@brain-plus.com](mailto:contact@brain-plus.com) or by letter to the company's address such that it is received no later than on Tuesday, October 10, 2023 at 23:59 CET as instructed by the form and pursuant to Article 8.6 of the Articles of Association. The proxy form can also be found and downloaded from the investor section of the company's website at [https://www.brain-plus.com/investor/announcements\\_and\\_financial\\_documents](https://www.brain-plus.com/investor/announcements_and_financial_documents).

Additional information

The Extraordinary General Meeting will be held in English.

This notice to convene the Extraordinary General Meeting, the registration form, the proxy form, and the company's Articles of Association can be downloaded from the investor section of Brain+' website: [www.brain-plus.com/investor](http://www.brain-plus.com/investor).