
Minutes of the Extraordinary Shareholders' Meeting of Occlutech Holding AG, Schaffhausen

Date: December 16, 2021 **Time:** 10:00
Place: Notary public Riesbach-Zurich, Kreuzstrasse 43, 8008 Zurich.
Chairman: Tor Peter, member of the board of directors
Secretary: Jan Lusti

Attendance: The extraordinary shareholders' meeting was held in accordance with article 27 paragraph 1 letter b COVID-19-Ordinance 3, i.e. without physical presence of the shareholders. The shareholders may exercise their shareholder rights through the independent proxy only.

40,596,958 shares corresponding to 57.26% of the entire share capital of CHF 7'089'400.90, divided into 70'894'009 registered shares with a nominal value of CHF 0.10 each, are represented as follows at today's meeting:

	Votes	Nominal Value
Independent proxy:	40,596,958	CHF 4,059,695.80

Attending members of the board of directors:

- Tor Peters (member of the board of directors)

Other attending persons:

- Markus Schmuki, representing AMG Rechtsanwälte, independent proxy
- Stefan Walder, public notary

I. Welcome and opening

Tor Peters, member of the board of directors, (the "**Chairman**") welcomes the persons attending the extraordinary shareholders' meeting of Occlutech Holding AG (the "**Company**").

Before the formal part of the extraordinary shareholders' meeting begins, the Chairman welcomes the following attending person:

- Markus Schmuki, representing AMG Rechtsanwälte, St. Gallen, who will act as the independent proxy of the Company (the "**Independent Proxy**"); and
- Stefan Walder, who will act as public notary regarding the resolution on the general revision of the articles of association.

In accordance with the articles of association, the Chairman takes the chair of the meeting and declares the extraordinary shareholders' meeting of the Company opened.

II. Formalities

The Chairman starts the extraordinary shareholders' meeting with the handling of certain formal aspects. The extraordinary shareholders' meeting was held in accordance with article 27 paragraph 1 letter b COVID-19-Ordinance 3, i.e. without physical presence of the shareholders. The shareholders may exercise their shareholder rights through the independent proxy only.

1. Invitation to the extraordinary shareholders' meeting

The Chairman states that the shareholders were invited to today's shareholders' meeting in accordance with the law and the articles of association. The invitation was sent by personal letter to all shareholders registered in the Company's shareholder register until December 6, 2022. The invitation contained the agenda items and the proposals by the board of directors. As the shareholders' meeting has been duly invited, the Chairman declares that it can resolve on all matters, which are on the agenda.

2. Secretary and scrutineer

In accordance with the articles of association, the Chairman appoints Jan Lusti as secretary for the minutes of today's shareholders' meeting. Scrutineers are not required due to the exercise of voting rights exclusively via the independent proxy. No objections are raised against the appointments.

3. Absent members of the board

The absent members of the board of directors waived their right to be present at this meeting and to make motions.

4. Resolutions

The Chairman explains to the Independent Proxy that resolutions and elections at the shareholders' meeting will in general be passed with the absolute majority of the votes cast. Further, the Chairman points out that all resolutions and elections will be taken by the Independent Proxy acting out the votes given. No objections are raised in this context.

5. Requests to speak

The Chairman explains that since this shareholders' meeting is conducted through proxy voting only, there are no requests to speak.

6. Presence

Afterwards, the Chairman announces the number of attending shareholders through the Independent Proxy.

As per the attendance list, 40,596,958 shares corresponding to 57.26% of the entire share capital of CHF 7'089'400.90, divided into 70'894'009 registered shares with a nominal value of CHF 0.10 each, are represented at today's shareholders' meeting through the Independent Proxy.

7. Determination of the quorum

Following these introductory remarks, the Chairman states that today's shareholders' meeting is duly constituted and competent to pass resolutions regarding the proposed agenda items. No objections are raised against this statement.

8. Agenda

The Chairman refers to the agenda for today's shareholders' meeting, which the shareholders have received together with the invitation. The Chairman states that the Company has not received any requests for additional agenda items from shareholders.

III. Agenda items and voting**1. Approval of the minutes of the annual shareholders' meeting of May 31, 2022**

The Chairman starts with the agenda item regarding the approval of the minutes of the annual shareholders' meeting of May 31, 2022. The board of directors proposes to approve the minutes of the annual shareholders' meeting. The decision is taken by the Independent Proxy reading out the votes. After the vote, the Chairman states that the shareholders' meeting has approved the minutes of the annual shareholders' meeting.

2. General revision of the articles of association

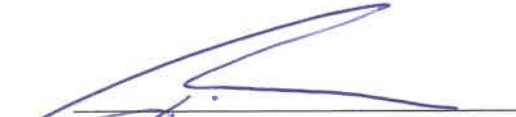
The resolution under this agenda item is covered by a separate public deed, acting as the minutes for this agenda item. The decision is taken by the Independent Proxy reading out the votes. After the vote, the Chairman states that the shareholders' meeting has approved the general revision of the articles of association. The attending public notary notarizes this resolution. The board of directors will file the general revision of the articles of association with the Commercial Register in 2023.

IV. Closing remarks

The Chairman comes to the end of the extraordinary shareholders' meeting. Finally, he thanks all attending persons for their participation and closes the extraordinary shareholders' meeting of the Company.

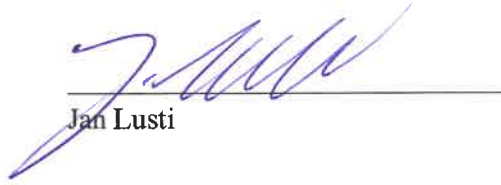
[Signature page follows]

The Chairman



Tor Peters

The Secretary



Jan Lusti

Appendix:

- Voting results as documented by the Independent Proxy