

WORDING OF THE RESOLUTIONS
OF THE EXTRAORDINARY GENERAL MEETING
OF CAPTOR THERAPEUTICS S.A.
3 APRIL 2023

RESOLUTION No. 1
ADOPTED BY THE EXTRAORDINARY GENERAL MEETING OF
THE COMPANY OPERATING UNDER THE BUSINESS NAME OF "CAPTOR THERAPEUTICS" SPÓŁKA AKCYJNA
WITH ITS REGISTERED OFFICE IN WROCŁAW
ON 3 APRIL 2023
TO ELECT THE CHAIRPERSON OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY

§ 1

The Extraordinary General Meeting hereby appoints Mr. Maciej Wróblewski to be the Chairman of the Extraordinary General Meeting of the Company.

§ 2

This resolution comes into force as of the moment of its adoption.

3,185,372 shares representing 75.68% of the Company's share capital were voted in the secret ballot, out of which 4,272,297 valid votes were cast, including:

- 4,269,187 votes in favor of the resolution,
- 0 votes against,
- 3,110 votes abstained,
- there were no objections.

The resolution has been adopted.

RESOLUTION NO. 2

**ADOPTED BY THE EXTRAORDINARY GENERAL MEETING OF
THE COMPANY OPERATING UNDER THE BUSINESS NAME OF "CAPTOR THERAPEUTICS" SPÓŁKA AKCYJNA
WITH ITS REGISTERED OFFICE IN WROCLAW**

ON 3 APRIL 2023

TO ADOPT THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY

§ 1

The Extraordinary General Meeting of the Company hereby adopts the following agenda of the Extraordinary General Meeting of the Company:

1. Open the Extraordinary General Meeting.
2. Elect the Chairperson of the Extraordinary General Meeting.
3. Assert that the Extraordinary General Meeting has been convened correctly and is capable of adopting binding resolutions.
4. Adopt the agenda of the Extraordinary General Meeting.
5. Adopt a resolution to authorize the Company's Management Board to increase the Company's share capital within the limits of the Company's authorized capital, authorize the Management Board, with the consent of the Supervisory Board, to exclude in whole or in part the pre-emptive rights for the shares issued within the limits of the authorized capital and to amend the Company's Articles of Association in respect to the Company's authorized capital.
6. Adopt a resolutions to amend the Company's Articles of Association.
7. Adjourn the Extraordinary General Meeting.

§ 2

This resolution comes into force as of the moment of its adoption.

3,185,372 shares representing 75.68% of the Company's share capital were voted in the open ballot, out of which 4,272,297 valid votes were cast, including:

- 4,272,297 votes in favor of the resolution,
- 0 votes against,
- 0 votes abstained,
- there were no objections.

The resolution has been adopted.

RESOLUTION NO. 3

**ADOPTED BY THE EXTRAORDINARY GENERAL MEETING OF
THE COMPANY OPERATING UNDER THE BUSINESS NAME OF "CAPTOR THERAPEUTICS" SPÓŁKA AKCYJNA
WITH ITS REGISTERED OFFICE IN WROCLAW**

ON 3 APRIL 2023

ON A POINT OF ORDER

§ 1

In connection with the fact that draft resolutions were put forward to authorize the Company's Management Board to increase the Company's share capital within the limits of the Company's authorized capital, authorize the Management Board, with the consent of the Supervisory Board, to exclude in whole or in part the pre-emptive rights for the shares issued within the limits of the authorized capital and to amend the Company's Articles of Association in respect to the Company's authorized capital, the Extraordinary General Meeting of the Company will examine the draft resolutions in the following order:

- 1) the draft submitted by shareholder Andrzej Sołdek;
- 2) the draft submitted by shareholder Maciej Wróblewski;
- 3) the draft submitted by the Management Board (included in the announcement on convening the general meeting).

The resolution comes into force as of the moment of adoption.

3,185,372 shares representing 75.68% of the Company's share capital were voted in the open ballot, out of which 4,272,297 valid votes were cast, including:

- 4,027,746 votes in favor of the resolution,
- 0 votes against,
- 244,551 votes abstained,
- there were no objections.

The resolution has been adopted.

RESOLUTION No. 4

ADOPTED BY THE EXTRAORDINARY GENERAL MEETING OF
THE COMPANY OPERATING UNDER THE BUSINESS NAME OF “CAPTOR THERAPEUTICS” SPÓŁKA AKCYJNA
WITH ITS REGISTERED OFFICE IN WROCŁAW
ON 3 APRIL 2023

TO AUTHORIZE THE COMPANY’S MANAGEMENT BOARD TO INCREASE THE COMPANY’S SHARE CAPITAL WITHIN THE LIMITS OF THE COMPANY’S AUTHORIZED CAPITAL, AUTHORIZE THE MANAGEMENT BOARD, WITH THE CONSENT OF THE SUPERVISORY BOARD, TO EXCLUDE IN WHOLE OR IN PART THE PRE-EMPTIVE RIGHTS FOR THE SHARES ISSUED WITHIN THE LIMITS OF THE AUTHORIZED CAPITAL AND TO AMEND THE COMPANY’S

ARTICLES OF ASSOCIATION

IN RESPECT TO THE COMPANY’S AUTHORIZED CAPITAL

§ 1

Acting pursuant to Article 430 § 1, Article 444 §§ 1 and 2, Article 445 § 1, Article 447 and Article 433 § 2 of the Commercial Company Code (“CCC”) and pursuant to § 23 sec. 1 item 1) of the Company’s Articles of Association, the Extraordinary General Meeting of the Company resolves as follows:

§ 2

The Company’s Articles of Association are hereby amended by replacing the previous wording of § 6a of the Company’s Articles of Association with the following new wording:

“6a

1. *The Management Board shall be authorized to increase the Company’s share capital by way of one or several increases by an amount not exceeding PLN 136,945.20 (one hundred thirty six thousand nine hundred forty five 20/100 Polish zloty) by issuing up to 1,369,452 (one million three hundred sixty nine thousand four hundred fifty two) new Company shares of successive series (“Authorized Capital”).*
2. *A share capital increase within the limits of the Authorized Capital may include the issue of:*
 - a) *146,985 (one hundred forty six thousand nine hundred eighty five) shares in accordance with the assumptions and conditions of the Company’s share-based incentive scheme, which was adopted by Resolution no. 14 of the Ordinary General Meeting of the Company dated 16 May 2019 to introduce an incentive scheme for the Company’s employees based on the Company’s shares (“Resolution”) (as the Resolution may be amended from time to time) (“Incentive Scheme”) (“Authorized Incentive Scheme Capital”); and*
 - b) *1,222,467 (one million two hundred twenty two thousand four hundred sixty seven) shares to be offered to outside investors or existing Company shareholders (“Authorized Investment Capital”).*
3. *The authorization for the Management Board to increase the Company’s share capital within the limits of the Authorized Capital and to issue new shares is granted for a period of no longer than:*
 - a) *30 June 2025 in respect to up to 146,985 (one hundred forty six thousand nine hundred eighty five) shares issued within the limits of the Authorized Incentive Scheme Capital; and*
 - b) *30 March 2026 in respect to up to 1,222,467 (one million two hundred twenty two thousand four hundred sixty seven) shares issued within the limits of the Authorized Investment Capital.*

4. *The shares issued may be common registered or bearer shares, at the discretion of the Management Board.*
5. *Any increase of the share capital by the Management Board within the limits of the Authorized Capital requires the consent of the Supervisory Board (which is given in accordance with sec. 11 below).*
6. *Shares issued within the limits of the Authorized Capital may only be taken up against cash contributions.*
7. *The issue price of each share issued within the limits of the Authorized Incentive Scheme Capital will be equal to the par value of one share, i.e. PLN 0.10 (ten grosz) per Company share.*
8. *The price of the shares issued within the limits of the Authorized Investment Capital will be set by the Management Board of the Company by way of a resolution; in particular (without prejudice to the generality of the above) the Management Board of the Company may set the maximum issue price, the issue price range for the bookbuilding process and the final issue price. A Management Board resolution setting the final issue price for a share capital increase within the limits of the Authorized Investment Capital requires the consent of the Supervisory Board (which is given in accordance with sec. 11 below). The setting of the maximum issue price and the issue price range by a resolution of the Management Board solely for the purpose of the bookbuilding process, or for the purpose of non-binding transaction documents, does not require the consent of the Supervisory Board.*
9. *If the pre-emptive right is excluded (in whole or in part) in connection with the issuance of shares within the limits of the Authorized Investment Capital, the Company's shareholders who satisfy the conditions set forth in this paragraph will have the priority right before other investors to subscribe to new shares in the number that allows them to maintain their share in the Company's share capital at the level on the Registration Date (as defined below) ("**Priority Right**"). Priority Right will be vested in the person ("**Entitled Person**") who satisfies all of the following conditions:*
 - a) *he/she had the title to the Company's shares on the date specified by the Management Board ("**Registration Date**");*
 - b) *he/she delivers to the Company, in the manner and within the time limits specified by the Management Board, the documents (in particular a confirmation, a certificate of deposit or a document issued by an omnibus account holder) confirming that, on the Registration Date, he/she was a shareholder of the Company and was entitled to a specified number of the Company's shares ("**Confirmation Documents**");*
 - c) *he/she delivers to the Company, in the manner and within the time limits specified by the Management Board, a declaration of interest in subscribing to the specified number of shares at the issue price set by the Management Board ("**Declaration**"), where a Declaration may be delivered during the bookbuilding process or under a different procedure to procure investors ("**Bookbuilding Process**");*
 - d) *The Management Board will be authorized, with the consent of the Supervisory Board, to set additional conditions that must be satisfied in order to the Priority Right to be created.*
- 9a. *If the pre-emptive right is excluded (in whole or in part) in connection with the issuance of shares within the limits of the Authorized Investment Capital, the Company's shareholders present at the EGM held on 3 April 2023 who satisfy the conditions set forth in this paragraph will have the priority right before other investors to subscribe to new shares in the number that allows them to maintain their share in the Company's share capital at the level on the Registration Date (as defined below) ("**Priority Right**"). Priority Right will be vested in the person ("**Entitled Person**") who satisfies all of the following conditions:*
 - a) *he/she had the title to the Company's shares on the date specified by the Management Board ("**Registration Date**");*

- b) *he/she delivers to the Company, in the manner and within the time limits specified by the Management Board, the documents (in particular a confirmation, a certificate of deposit or a document issued by an omnibus account holder) confirming that, on the Registration Date, he/she was a shareholder of the Company and was entitled to a specified number of the Company's shares ("Confirmation Documents");*
 - c) *he/she delivers to the Company, in the manner and within the time limits specified by the Management Board, a declaration of interest in subscribing to the specified number of shares at the issue price set by the Management Board ("Declaration"), where a Declaration may be delivered during the bookbuilding process or under a different procedure to procure investors ("Bookbuilding Process").*
10. *In performance of the Priority Right, the Company's Management Board will first allot to the Entitled Person a number of shares at least equal to the number specified by the Entitled Person in the Declaration, but not more than the number that will allow the Entitled Person to maintain /her share in the Company's share capital at the level of the Registration Date, which number will be verified on the basis of the Confirmation Documents. If the number of shares allotted to a given Entitled Person under the Priority Right is not a whole number then it will be rounded down to the nearest whole number.*
11. *The Management Board may, with the approval of the Supervisory Board, exclude (in whole or in part) the pre-emptive right (for any issuance within the limits of the Authorized Capital) and the Priority Right (for any issuance within the limits of the Authorized Investment Capital) in connection with any share capital increase within the limits of the Authorized Capital, except for the Priority Right referred to in item 9a. In the case of the Authorized Investment Capital, the Supervisory Board resolution is adopted by an absolute majority of the votes cast and at least two members of the Company's Supervisory Board who meet the independence criteria under Article 129 sec. 3 of the Act on Statutory Auditors must vote in favor of such resolution (excluding the casting vote of the Supervisory Board Chairperson, referred to in § 30 sec. 1 second sentence of the Articles of Association). In the case of a resolution concerning the Authorized Incentive Scheme Capital, § 30 sec. 1 of the Articles of Association are applied with no modification.*
12. *The Management Board is authorized to make all decisions associated with a share capital increase within the limits of the Authorized Capital, with a proviso that any decisions relating to shares issued as part of: (i) the Authorized Incentive Scheme Capital must be consistent with the assumptions and the terms and conditions of the Incentive Scheme adopted in a Resolution (as it may be amended from time to time) and the Articles of Association, and (ii) the Authorized Investment Capital must be consistent with the Articles of Association; in particular, the Management Board is authorized to:*
- a) *determine the number, type and the principles of subscription through which the shares issued will be taken up;*
 - b) *carry out the bookbuilding process;*
 - c) *conduct share issues on the territory of Poland or in other foreign jurisdictions;*
 - d) *conduct a share issue by way of a public offering within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC ("Prospectus Regulation"), which is subject to or is exempted from the obligation to prepare a prospectus within the meaning of the Prospectus Regulation.*
 - e) *prepare and publish a prospectus within the meaning of the Prospectus Regulation or another information*

- document or an information memorandum, if it is required or useful in order to conduct the offering of shares issued or for the admission and introduction of the shares issued into trading on a regulated market;*
- f) set the dates of the issue, in particular the dates of the opening and closing of the subscription or the date on which the Company enters into the agreement to take up the shares issued;*
 - g) define the rules for allotting the shares issued, with the exception of the Incentive Scheme, in which case the shares issued will be taken up by the participants of the Incentive Scheme;*
 - h) allot the shares;*
 - i) set the final amount by which the share capital is to be increased;*
 - j) file a declaration regarding the amount of the Company's share capital taken up in connection with the issue;*
 - k) amend the Company's Articles of Association to the extent associated with increasing the Company's share capital within the limits of the Authorized Capital;*
 - l) define any other terms and conditions related to the share issue within the limit of the Authorized Capital.*
13. *The authorization of the Management Board to increase the share capital within the limits of the Authorized Capital is without prejudice to the power of the General Meeting to carry out an ordinary increase of the share capital during the period when the Management Board enjoys this authorization”.*

§ 3

Pursuant to Article 447 § 2 in conjunction with Article 433 § 2 of the Commercial Company Code, the Company's articles of association are amended to the effect that the Company's Management Board is authorized, subject to the consent of the Company's Supervisory Board, to deprive existing shareholders in whole or in part of their pre-emptive right in connection with any share capital increase within the limits of the Authorized Capital. The written opinion from the Management Board providing the reasons for granting such authorization to the Management Board and the proposed method of setting the issue price of the shares issued within the limits of the Authorized Capital constitutes an **Attachment** to the Resolution.

§ 4

Pursuant to Article 445 § 1 third sentence of the Commercial Company Code, it is stated that the reason for the authorization of the Company's Management Board to increase the share capital within the limits of the Authorized Investment Capital is to provide the Company with a flexible instrument to quickly and efficiently obtain new capital through the issuance of further shares in the further period of the Company's operations, and with respect to the Authorized Incentive Scheme Capital, the reason is to be able to implement the Incentive Scheme (on the same terms as before, in accordance with the previous wording of Art. 6a of the Company's Articles of Association, including up to the total number of shares remaining to be issued within the limits of the Authorized Incentive Scheme Capital, i.e. 146,985 shares as of the date of adoption of this Resolution).

§ 5

The Extraordinary General Meeting of the Company authorizes the Company's Management Board to take all actions (actual or legal) aimed at pursuing the admission and introduction into trading on the regulated market operated by the

Warsaw Stock Exchange and aimed at dematerializing the Company's shares to be issued within the limits of the Authorized Capital adopted on the basis of this resolution, by registering them in the securities depository run by the Central Securities Depository of Poland (KDPW S.A.).

§ 6

This resolution comes into force as of the moment of its adoption, with a proviso that the Company's Articles of Association will be repealed and the new wording will be introduced at the moment the change is registered in the Register of Commercial Undertakings of the National Court Register.

3,185,372 shares representing 75.68% of the Company's share capital were voted in the open ballot, out of which 4,272,297 valid votes were cast, including:

- 2,000 votes in favor of the resolution,
- 3,481,516 votes against,
- 788,781 votes abstained,
- there were no objections.

The resolution was not adopted.

RESOLUTION NO. 4

ADOPTED BY THE EXTRAORDINARY GENERAL MEETING OF
THE COMPANY OPERATING UNDER THE BUSINESS NAME OF "CAPTOR THERAPEUTICS" SPÓŁKA AKCYJNA
WITH ITS REGISTERED OFFICE IN WROCLAW

ON 3 APRIL 2023

TO AUTHORIZE THE COMPANY'S MANAGEMENT BOARD TO INCREASE THE COMPANY'S SHARE CAPITAL WITHIN THE LIMITS OF THE COMPANY'S AUTHORIZED CAPITAL, AUTHORIZE THE MANAGEMENT BOARD, WITH THE CONSENT OF THE SUPERVISORY BOARD, TO EXCLUDE IN WHOLE OR IN PART THE PRE-EMPTIVE RIGHTS FOR THE SHARES ISSUED WITHIN THE LIMITS OF THE AUTHORIZED CAPITAL AND TO AMEND THE COMPANY'S ARTICLES OF ASSOCIATION IN RESPECT TO THE COMPANY'S AUTHORIZED CAPITAL.

§ 1

Acting pursuant to Article 430 § 1, Article 444 §§ 1 and 2, Article 445 § 1, Article 447 and Article 433 § 2 of the Commercial Company Code ("CCC") and pursuant to § 23 sec. 1 item 1) of the Company's Articles of Association, the Extraordinary General Meeting of the Company resolves as follows:

§ 2

The Company's Articles of Association are hereby amended by adding the new § 6b of the Company's Articles of Association with the following new wording:

„6b

1. Irrespective of the authorized capital referred to in Article 6a hereof, the Management Board shall be authorized to increase the Company's share capital by way of one or several increases by an amount not exceeding PLN 122,246.70 (one hundred twenty two thousand two hundred forty six 70/100 Polish zloty) by issuing up to 1,222,467 (one million two hundred twenty two thousand four hundred sixty seven) new Company shares of successive series ("**Authorized Investment Capital**").
2. The authorization for the Management Board to increase the Company's share capital within the limits of the Authorized Investment Capital and to issue new shares is granted for a period of no longer than by 30 March 2026.
3. The shares issued may be common registered or bearer shares, at the discretion of the Management Board.
4. Any increase of the share capital by the Management Board within the limits of the Authorized Investment Capital requires the consent of the Supervisory Board (which is given in accordance with sec. 10 below).
5. The shares issued within the limits of the Authorized Investment Capital may only be taken up against cash contributions.
6. The price per share issued within the limits of the Authorized Investment Capital may not be lower than the average market price of the Company's shares listed on the Main Market of the Warsaw Stock Exchange during the 3-month period preceding (but not including) the day on which the Company's Management Board adopts a resolution to commence the offering of the shares within the limits of the Authorized Investment Capital. The average market price is considered to be the price that is the arithmetic average of the daily average prices weighted by the trading volume.
7. The price of the shares issued within the limits of the Authorized Investment Capital will be set by the Management Board of the Company by way of a resolution; in particular (without prejudice to the generality of the above) the Management Board of the Company may set the maximum issue price, the issue price range for the purpose of the bookbuilding process and the final issue price. A Management Board resolution setting the final issue price for a share capital increase within the limits of the Authorized Investment Capital requires the consent of the Supervisory Board (which is given in accordance with sec. 10 below). The setting of the maximum issue price and the issue price range by a resolution of the Management Board solely for the purpose of the bookbuilding process, or for the purpose of non-binding transaction documents, does not require the consent of the Supervisory Board.
8. If the pre-emptive right is excluded (in whole or in part) in connection with the issuance of shares within the limits of the Authorized Investment Capital, the Company's shareholders who satisfy the conditions set forth in this paragraph

will have the priority right before other investors to subscribe to new shares in the number that allows them to maintain their share in the Company's share capital at the level on the Registration Date (as defined below) ("**Priority Right**"). Priority Right will be vested in the person ("**Entitled Person**") who satisfies all of the following conditions:

- a) he/she had the title to the Company's shares on the date specified by the Management Board ("**Registration Date**");
 - b) he/she delivers to the Company, in the manner and within the time limits specified by the Management Board, the documents (in particular a confirmation, a certificate of deposit or a document issued by an omnibus account holder) confirming that, on the Registration Date, he/she was a shareholder of the Company and was entitled to a specified number of the Company's shares ("**Confirmation Documents**");
 - c) he/she delivers to the Company, in the manner and within the time limits specified by the Management Board, a declaration of interest in subscribing to the specified number of shares at the issue price set by the Management Board ("**Declaration**"), where a Declaration may be delivered during the bookbuilding process or under a different procedure to procure investors ("**Bookbuilding Process**");
 - d) in the event that shares are offered by way of a public offering within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC ("**Prospectus Regulation**"), which is exempted from the obligation to prepare a prospectus or other offering (information) document, the Management Board will be authorized, with the consent of the Supervisory Board, to determine additional conditions that must be satisfied in order for the Priority Right to arise; the conditions will be determined in such a way so as to ensure that the existing shareholders who have submitted the Confirmation Documents and Declarations, and in particular qualified investors, maintain their share in the Company's share capital without depriving the Company of the possibility to conduct the share offering without the obligation to prepare a prospectus or other offering (information) document.
9. In performance of the Priority Right, the Company's Management Board will first allot to the Entitled Person a number of shares at least equal to the number specified by the Entitled Person in the Declaration, but not more than the number that will allow the Entitled Person to maintain /her share in the Company's share capital at the level of the Registration Date, which number will be verified on the basis of on the Confirmation Documents. If the number of shares allotted to a given Entitled Person under the Priority Right is not a whole number then it will be rounded down to the nearest whole number.
10. The Company's Management Board may, with the consent of the Supervisory Board, exclude (in whole or in part) the pre-emptive right and the Priority Right in connection with any share capital increase within the limits of the Authorized Investment Capital. The Supervisory Board resolution is adopted by an absolute majority of the votes cast and at least two members of the Company's Supervisory Board who meet the independence criteria under Article 129 sec. 3 of the Act on Statutory Auditors must vote in favor of such resolution (excluding the casting vote of the Supervisory Board Chairperson, referred to in § 30 sec. 1 second sentence of the Articles of Association).
11. Subject to the above provisions, the Management Board is authorized to make all decisions associated with a share capital increase within the limits of the Authorized Investment Capital; in particular, the Management Board is authorized to:
- a) determine the number, type and the principles of subscription through which the shares issued will be taken up;
 - b) carry out the bookbuilding process;
 - c) conduct share issues on the territory of Poland or in other foreign jurisdictions;
 - d) conduct share issues by way of a public offering within the meaning of the Prospectus Regulation; -----
 - e) prepare and publish a prospectus within the meaning of the Prospectus Regulation or another information document or an information memorandum, if it is required or useful in order to conduct the offering of shares issued or for the admission and introduction of the shares issued into trading on a regulated market;
 - f) set the dates of the issue, in particular the dates of the opening and closing of the subscription or the date on which the Company enters into the agreement to take up the shares issued;
 - g) define the rules for allotting the shares issued;

- h) *allot the shares;*
- i) *set the final amount by which the share capital is to be increased;*
- j) *file a declaration regarding the amount of the Company's share capital taken up in connection with the issue;*
- k) *amend the Company's Articles of Association to the extent associated with increasing the Company's share capital within the limits of the Authorized Investment Capital;*
- l) *define any other terms and conditions related to the share issue within the limits of the Authorized Investment Capital.*

12. *The authorization of the Management Board to increase the share capital within the limits of the Authorized Capital is without prejudice to the power of the General Meeting to carry out an ordinary increase of the share capital during the period when the Management Board enjoys this authorization”.*

§ 3

Pursuant to Article 447 § 2 in conjunction with Article 433 § 2 of the Commercial Company Code, the Company's articles of association are amended to the effect that the Company's Management Board is authorized, subject to the consent of the Company's Supervisory Board, to deprive existing shareholders in whole or in part of their pre-emptive right in connection with any share capital increase within the limits of the Authorized Investment Capital. The written opinion from the Management Board providing the reasons for granting such authorization to the Management Board and the proposed method of setting the issue price of the shares issued within the limits of the Authorized Investment Capital constitutes an **Attachment** to the Resolution.

§ 4

Pursuant to Article 445 § 1 third sentence of the Commercial Company Code, it is stated that the reason for the authorization of the Company's Management Board to increase the share capital within the limits of the Authorized Investment Capital is to provide the Company with a flexible instrument to quickly and efficiently raise new capital by issuing additional shares in the further period of the Company's operations.

§ 5

The Extraordinary General Meeting of the Company authorizes the Company's Management Board to take all actions (actual or legal) aimed at pursuing the admission and introduction into trading on the regulated market operated by the Warsaw Stock Exchange and aimed at dematerializing the Company's shares to be issued within the limits of the Authorized Investment Capital adopted on the basis of this resolution, by registering them in the securities depository run by the Central Securities Depository of Poland (KDPW S.A.).

§ 6

This resolution comes into force as of the moment of its adoption, with a proviso that the new wording of the Company's Articles of Association will be introduced at the moment the change is registered in the Register of Commercial Undertakings of the National Court Register.

3,185,372 shares representing 75.68% of the Company's share capital were voted in the open ballot, out of which 4,272,297 valid votes were cast, including:

- 3,881,742 votes in favor of the resolution,
- 293,380 votes against,
- 97,175 votes abstained,
- there were no objections.

The resolution has been adopted.

RESOLUTION NO. 5

**ADOPTED BY THE EXTRAORDINARY GENERAL MEETING OF
THE COMPANY OPERATING UNDER THE BUSINESS NAME OF "CAPTOR THERAPEUTICS" SPÓŁKA AKCYJNA
WITH ITS REGISTERED OFFICE IN WROCŁAW**

ON 3 APRIL 2023

TO AMEND THE COMPANY'S ARTICLES OF ASSOCIATION

§ 1

Pursuant to art. 430 § 1 of the Commercial Company Code ("CCC"), the Extraordinary General Meeting of the Company resolves as follows:

§ 2

The Company's Articles of Association are hereby amended by:

- 1) adding the following sec. 3 and 4 to § 27:

"3. Article 380¹ and 382 § 3¹ item 3 of the Commercial Company Code shall not apply.

4. The Supervisory Board may adopt a resolution to have a selected advisor (supervisory board advisor) examine, at the Company's expense, a specific matter relating to the Company's operations or assets. A supervisory board advisor may also be selected to prepare specific analyses and opinions. The total amount of fees paid to Supervisory Board advisors during the Company's financial year may not exceed PLN 100,000 (one hundred thousand Polish zloty)".

- 2) section 8 in § 28 is hereby fully replaced by the following new wording:

"8. The Supervisory Board acts on the basis of the Regulations of the Supervisory Board adopted by the Supervisory Board. The rules of procedure of the Supervisory Board may, to the extent permitted, be regulated differently in the Regulations of the Supervisory Board than in Article 389 of the Commercial Company Code".

§ 3

This resolution comes into force as of the moment of its adoption, with a proviso that the Company's Articles of Association will be amended at the moment the change is registered in the Register of Commercial Undertakings of the National Court Register.

3,185,372 shares representing 75.68% of the Company's share capital were voted in the open ballot, out of which 4,272,297 valid votes were cast, including:

- 3,777,220 votes in favor of the resolution,
- 495,077 votes against,
- 0 votes abstained,
- there were no objections.

The resolution has been adopted.