

Press release from Emotra AB (publ)

Göteborg, May 31, 2017

## Notice of Annual General Meeting of shareholders in Emotra AB (publ)

**Notice is hereby given that the annual meeting of shareholders in Emotra AB (publ), 556612-1579, will be held at 4:00 pm on June 30, 2017, at the restaurant John Scott's Pub at 15, Kungsporsavenyn in Göteborg.**

### **Right of Participation and Registration**

Shareholders who wish to participate in the meeting must

- be registered in the share register maintained by Euroclear Sweden AB by Friday, June 23, 2017 and
- send a written notice to the Company of their intent to participate in the meeting. The notice must arrive at the Company no later than Monday June 26, 2017 at the address Emotra AB, Göteborgsvägen 74, SE-433 63 Sävedalen. Shareholders may also register their intent to participate by telephone by calling +46 708 25 45 47, or by sending an e-mail to [claes@emotra.se](mailto:claes@emotra.se). The registration notice must contain the shareholder's full name, personal or corporate ID number, number of shares in possession, address, daytime telephone number and, where appropriate, information about any deputies or counsel (2 at the most). Where appropriate, the registration notice must be accompanied by proxy letters, certificates of registration as well as other necessary credentials.

### **Beneficial Holders of Shares**

To be eligible to participate in this meeting, any non-registered shareholder whose shares are registered in the name of a trustee, bank or other custodian must temporarily transfer registration of these shares to their own name in the ledger maintained by Euroclear Sweden AB. This transfer of registered ownership must be completed by Friday June 23, 2017 at the latest, which means that shareholders who wish to carry out such a transfer must inform their trustee well in advance of this date.

### **Proxy, etc.**

If a shareholder wishes to be represented by a proxy, this proxy must present a written and dated proxy letter, signed by the shareholder, at the meeting. The proxy letter may not be more than one year old, unless the proxy letter states a longer duration (however, limited to five years). If the proxy letter has been issued by a legal entity, the proxy must also present a current certificate of registration or equivalent letter of authorisation for this legal entity. In order to facilitate admittance to the meeting, a copy of the proxy letter and any other letters of authorisation should be appended to the participation registration notice. Proxy forms are available on the Company's web site, [www.emotra.se](http://www.emotra.se), and can be sent on request to shareholders who contact the Company and provide their address.

### **Number of Shares and Votes**

At the moment of publication of this notice, there are 9,517,860 shares outstanding and votes in the Company. The Company does not possess any own shares.

### **Suggested Agenda:**

0. Opening of the meeting.
1. Election of a chairperson for the meeting.
2. Establishing a voting list.
3. Approval of the meeting agenda.
4. Election of one or two persons to verify the minutes.
5. Approval that notice of the meeting was duly served.
6. A word from our CEO.
7. Presentation of the annual report and the auditor's report.
8. Resolutions on
  - a) approval of the income statement and balance sheet
  - b) appropriation of the Company's loss in accordance with the approved balance sheet
  - c) release from liability for the Board of Directors and the Chief Executive Officer.

9. Determination of the number of board members and deputy members, as well as the number of accountants and deputy accountants.
10. Determination of the fees to be paid to the board members and accountant.
11. Election of Board of Directors and accountant.
12. Resolution on amendment of the Articles of Association.
13. Close of meeting.

Summary of the proposals:

**Net income appropriation (item 8 b)**

The Board's proposal to the shareholder meeting is to allocate the Company's loss as per the Board's suggestion in the annual report. The Board recommends no dividend be declared for the financial year 2016.

**Determination of the number of board members and deputy members, as well as the number of accountants and deputy accountants; determination of the fees to be paid to the board members and accountant (items 9 and 10)**

Shareholders representing about 17 percent of the votes in the Company have forwarded a proposal that the Board be composed of four regular members and no deputy members. They also suggest an annual compensation of 80,000 SEK for the chairperson and 40,000 SEK each for regular members who are not employed by the Company. Furthermore, the Board proposes the appointment of an auditor and a deputy auditor, and that they shall be compensated in line with usual charges and upon presentation of approved invoice.

**Election of Board of Directors and accountant (item 11)**

Shareholders representing about 17 percent of the votes in the Company have forwarded a proposal that Margit Ferm, Claes Holmberg, Roy Jonebrant and Lars-Håkan Thorell be re-elected as regular board members. Furthermore, the Board has proposed the renewed appointment of Thomas Nilsson as the Company's auditor and Marcus Hellsten as deputy auditor until next year's annual shareholder meeting.

**Resolution on amendment of the Articles of Association (item 12)**

The Board has proposed a shareholder resolution on the following changes in the Company's Articles of Association:

| <b><i>Present phrasing</i></b>   | <b><i>Proposed phrasing</i></b>   |
|--|---|
| <b>§ 4 Share capital</b><br>The share capital shall amount to a minimum of SEK 960,438.60 and a maximum of SEK 3,841,754.40.   | <b>§ 4 Share capital</b><br>The share capital shall amount to a minimum of SEK 1,760,804.10 and a maximum of SEK 7,043,216.40.  |
| <b>§ 5 Number of shares</b><br>The number of outstanding shares shall be at least 5,191,560 and at most 20,766,240.  | <b>§ 5 Number of shares</b><br>The number of outstanding shares shall be at least 9,517,860 and at most 38,071,440.   |
| <b>§ 6 Board of Directors</b><br>The Board of Directors shall consist of a minimum of three and a maximum of six members and not more than two deputy members.                         | <b>§ 6 Board of Directors</b><br>The Board of Directors shall consist of a minimum of four and a maximum of six members and not more than two deputy members.   |
| <b>§ 12 Reconciliation reservation</b><br>Shares in the Company shall be registered in a share register in accordance with the Swedish Financial Instruments Accounts Act (1998:1479). | <b>§ 12 Reconciliation reservation</b><br>Shares in the Company shall be registered in a share register in accordance with the Swedish Financial Instruments Accounts Act (1998:1479) (Reconciliation reservation). |

A valid resolution on this item requires that the proposal is supported by shareholders representing at least two thirds of both the votes cast and the shares represented.

**Other**

The Annual report and the auditor's report as well as the complete proposals for resolution and proxy forms will be available from the Company's registered office at 74 Göteborgsvägen in Sävedalen, Sweden, as well as on the Company's web site ([www.emotra.se](http://www.emotra.se)) no later than three weeks before the annual meeting and can, on request, be sent by post to shareholders who provide their address.

Shareholders who participate in the meeting have the right to request information as per Chap. 7, Section 32 of the Swedish Companies act (2005:551).

Sävedalen, May 2017

**Emotra AB (publ)**

THE BOARD OF DIRECTORS

**For further information about Emotra, please contact:**

Claes Holmberg, CEO

Telephone: +46 708 25 45 47

E-mail: [claes@emotra.se](mailto:claes@emotra.se)

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**Emotra AB (publ)** is a medical technology company that carries out research, development, clinical studies and marketing in the area of suicide prevention. The Company's method, EDOR<sup>®</sup>, is a proprietary, objective and quantitative diagnostic, psychophysiological test for detecting hyporeactivity in patients suffering from depression. During the test, the patient listens to a series of audio signals. The patient's response, in the form of very small changes in dermal electric conductivity, is measured and analysed. This extremely sensitive and specific test of suicidal risk has been developed as the result of research.

Emotra AB (publ), Göteborgsvägen 74, SE-433 63 Sävedalen, Sweden

Tel: +46 708 25 45 47, [www.emotra.se](http://www.emotra.se)