



Press release from Emotra AB (publ)

Göteborg, April 15, 2019

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

Notice is hereby given that the Annual General Meeting of shareholders in Emotra AB (publ), 556612-1579, will be held at 11:00 am on Wednesday May 15, 2019, at the restaurant John Scott's Pub at 15, Kungsporsavenyn in Göteborg, Sweden.

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 Thursday May 9, 2019 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 May 13, 2019, at the address Emotra AB, Göteborgsvägen 88, SE-433 63 Sävedalen, Sweden. Shareholders may also register their intent to participate directly to our CEO, Daniel Poté, by calling +46 732 34 41 93, or by sending an e-mail to daniel@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.

Nominee-registered 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 Thursday May 9, 2019, 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, and can also 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 26,389,759 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. Resolution to reduce the share capital.
14. Resolution authorising the Board to issue new shares.
15. 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. Furthermore, the Board recommends no dividend be paid for the financial year 2018.

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 approximately 5 per cent of the votes in the Company have submitted a proposal that the Board of Directors shall be composed of four regular directors, with no substitutes. They also propose a total yearly compensation to the Board of 162,750 SEK, of which the chairperson shall receive 69,750 SEK (1.5 x the price basic amount) and each of the two external/independent directors shall receive 46,500 SEK (1 x the price basic amount). 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 5 per cent of the votes in the Company have announced that they propose the re-election of Claes Holmberg, Jan Pilebjer* and Lars-Håkan Thorell as regular board members and the election of Anna Sjörs* as regular board member to replace the resigning board member Margit Ferm. Furthermore, the Board has proposed the renewed appointment of Thomas Nilsson as the Company’s auditor until the conclusion of next year’s AGM, and the re-election of Marcus Hellsten as deputy auditor.

** independent board members, according to the regulatory framework of Spotlight Stockmarket*

Anna Sjörs Dahlman, born in 1981, PhD in medicine, specialising in rehab medicine. Anna has a background in Engineering Biology, specialising in Medical Engineering, and has performed research on measuring physiological reactions to short-term and long-term stress, pain, sleep deprivation, physical activity, etc. Much of this research was performed at the Institute of Stress Medicine in Göteborg. Anna has also worked as a guest researcher at the Naval Postgraduate School in Monterey, USA. Her research there concerned the biological effects of shift work and disturbed sleep. She is a member of the board of directors of the Swedish Society of Behavioural Medicine since 2013. Anna has gained experience and knowledge of electrodermal measurements through her own research and previous co-operation with Lars-Håkan Thorell, and possesses a considerable understanding of the EDOR test. Today, Anna is a researcher at the Swedish National Road and Transport Research Institute where she studies fatigue detection and physiological monitoring of drivers.

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:

<i>Present phrasing</i>	<i>Proposed phrasing</i>
<p>§ 4 Share capital The share capital shall amount to a minimum of SEK 1,760,804.10 and a maximum of SEK 7,043,216.40.</p>	<p>§ 4 Share capital The share capital shall amount to a minimum of SEK 500,000 and a maximum of SEK 2,000,000.</p>
<p>§ 5 Number of shares The number of outstanding shares shall be at least 9,517,860 and at most 38,071,440.</p>	<p>§ 5 Number of shares The number of outstanding shares shall be at least 26,315,789 and at most 105,263,156.</p>

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 at the meeting.

Resolution to reduce the share capital (item 13)

The Board has submitted a proposal to the annual meeting to reduce the Company’s share capital by 4,380,699.994 SEK through an allocation of these funds to the non-restricted equity. This reduction will be carried out without decreasing the number of outstanding shares. After the reduction, the quota value will be 0.019 SEK. This reduction requires approval by the Swedish Companies Registration Office as well as an amendment of the Company’s articles of association.



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 at the meeting.

Resolution authorising the Board to issue new shares (item 14)

The Board proposes that the Annual General Meeting resolves to authorise the Board to issue new shares, within the framework of the present articles of association, on one or more occasions up until the next AGM, with or without deviation from the shareholders' right of priority.

The number of shares issued under the authorisation shall correspond to a maximum amount of 2.5 million euro (total issue proceeds).

The shares will be issued at a market-equivalent price, minus a market-rate issue rebate, when appropriate, and payment can, in addition to cash, be made in kind or as otherwise conditioned.

The goal of any new share issue that is decided based on the granted authority shall be to reinforce the Company's working capital to finance the market launch of the Company's method EDOR®.

If the Board decides on a new issue deviating from the shareholders' preferential rights, the reason should be diversification of ownership.

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 at the meeting.

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 88, Göteborgsvägen in Sävedalen, Sweden, as well as on the Company's web site (www.emotra.se) no later than three weeks before the AGM 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, April 2019

Emotra AB (publ)

THE BOARD OF DIRECTORS

For further information about Emotra, please contact:

Daniel Poté, CEO, telephone: +46-732 34 41 93, E-mail: daniel@emotra.se

Emotra AB (publ) is a medical technology company that carries out research, development, clinical studies and marketing in the area of mental health. The Company's method, EDOR®, is a proprietary and objective psychophysiological test for detecting if patients suffering from depression are hyporeactive.