

### Item 19: Resolution on amendments to the Articles of Association

The Board proposes that the Annual General Meeting resolves on amendments to the Articles of Association in accordance with the following.

#### *Current wording*

§ 1 The name of the company is Vitrolife Aktiebolag. The company is a public company (publ).

§ 6 The Board shall consist of no less than three and no more than 10 directors, with or without deputy directors amounting to no more than the same number.

§ 8 Notice of a General Meeting of shareholders shall be given to shareholders through an announcement in the Swedish Official Gazette (Sw. *Post- och Inrikes Tidningar*) and on the company's website. That notice has been given shall be announced in Dagens Industri.

Notice of the Annual General Meeting of shareholders and notice of an Extraordinary General Meeting where the question of changes in the Articles of Association will be considered shall be given no more than six weeks and no less than four weeks before the General Meeting. In other cases, notice of an Extraordinary General Meeting of shareholders shall be given no more than six weeks and no less than three weeks before the General Meeting.

To be able to participate in a General Meeting, shareholders shall give the company notice of their intention to attend not later than 12 o'clock noon on the day stated in the notice convening the General Meeting. This day may not be a Sunday, any other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and may not be earlier than the fifth working day before the General Meeting.

The Board may decide that the shareholders shall be able to exercise their voting rights by post before a General Meeting in accordance with what is stated in Chapter 7, Section 4a of the Swedish Companies Act.

The Board may decide that a person who is not a shareholder in the company shall, under the terms determined by the Board have the right to attend or otherwise follow the proceedings at the General Meeting.

#### *Proposed wording*

§ 1 The company's business name (Sw. *företagsnamn*) is Vitrolife Aktiebolag. The company is a public company (publ).

§ 6 The Board shall consist of no less than three and no more than 10 directors, without deputy directors.

§ 8 Notice of a General Meeting of shareholders shall be given to shareholders through an announcement in the Swedish Official Gazette (Sw. *Post- och Inrikes Tidningar*) and on the company's website. That notice has been given shall be announced in Dagens Industri.

To be able to participate in a General Meeting, shareholders shall give the company notice of their intention to attend not later than the day stated in the notice convening the meeting. This day may not be a Sunday, any other public holiday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and may not be earlier than the fifth working day before the General Meeting.

A shareholder may be accompanied by one or two assistants at the General Meeting, but only if the shareholder has notified the company of the number of assistants in the manner prescribed in the paragraph above.

The Board may decide that the shareholders shall be able to exercise their voting rights by post before a General Meeting in accordance with what is stated in Chapter 7, Section 4a of the Swedish Companies Act.

The Board may decide that a person who is not a shareholder in the company shall, under the terms determined by the Board, have the right to attend or otherwise follow the proceedings at the General Meeting.