

## **SEQUANA MEDICAL**

### **Limited Liability Company**

Registered office: Kortrijksesteenweg 1112 (box 102), 9051 Ghent, Belgium  
VAT BE 0707.821.866 Register of Legal Entities Ghent, section Ghent

## **MINUTES OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING HELD ON 28 MAY 2026**

On 28 May 2026, the ordinary general shareholders' meeting of Sequana Medical NV (the "**Company**") is held at Kortrijksesteenweg 1112 (box 102), 9051 Ghent, Belgium.

### **OPENING OF THE MEETING**

The general shareholders' meeting is called to order at 09:00 a.m., Belgian time, by the chairperson of the meeting, Ian Crosbie, Chief Executive Officer and Director of the Company (the "**Chairperson**"), acting in his capacity as appointed person by the Chairman of the Board of Directors Mr. Pierre Chauvineau, and in accordance with the provisions of the Belgian Companies and Associations Code and the provisions of the written proxies and potential instructions set out in the vote by letter forms.

The Chairperson of the meeting notes that, in accordance with applicable law, Dutch is the applicable working language for the meeting.

### **COMPOSITION OF THE BUREAU**

In accordance with the Company's articles of association, the Chairperson of the meeting designates Fin-2K BV, represented by Ms. Kirsten Van Bockstaele, Chief Financial Officer of the Company, as secretary of the meeting.

In view of the limited number of people present at the meeting, no tellers are appointed.

The Chairperson of the meeting and the secretary together constitute the bureau of the general shareholders' meeting.

### **DECLARATIONS BY THE CHAIRPERSON**

The Chairperson makes the following declarations with respect to the convening and the composition of the meeting.

### **AGENDA**

The meeting was convened with the following agenda, associated notes to some of the agenda items, and proposed resolutions:

#### **1. Reports on the statutory financial statements**

This agenda item relates to the submission of, and discussion on, the annual report of the Board of Directors and the report of the Statutory Auditor on the statutory financial statements for the financial year ended on 31 December 2025.

*Note:* Until further notice by the Company, given that the aforementioned reports are not yet available at the time the ordinary general shareholders' meeting is convened, the Board of

Directors intends to adjourn, during the meeting, the treatment of this specific agenda item by the general shareholders' meeting. The report of the Statutory Auditor pursuant to article 3:74 paragraph 2 of Belgian Companies and Associations Code in relation to the foregoing, is available on the Company's website.

## **2. Approval of the statutory financial statements**

This agenda item relates to the approval of the statutory financial statements for the financial year ended on 31 December 2025, and of the allocation of the result as proposed by the Board of Directors.

*Proposed resolution:* The general shareholders' meeting approves the statutory financial statements for the financial year ended on 31 December 2025, as well as the allocation of the result as proposed by the Board of Directors.

*Note:* Until further notice by the Company, given that the aforementioned financial statements are not yet available at the time the ordinary general shareholders' meeting is convened, the Board of Directors intends to adjourn, during the meeting, the treatment of this specific agenda item by the general shareholders' meeting.

## **3. Reports on the consolidated financial statements**

This agenda item relates to the submission of, and discussion on, the annual report of the Board of Directors and the report of the Statutory Auditor on the consolidated financial statements for the financial year ended on 31 December 2025.

*Note:* Until further notice by the Company, given that the aforementioned reports are not yet available at the time the ordinary general shareholders' meeting is convened, the Board of Directors intends to adjourn, during the meeting, the treatment of this specific agenda item by the general shareholders' meeting. The report of the Statutory Auditor pursuant to article 3:74 paragraph 2 of Belgian Companies and Associations Code in relation to the foregoing, is available on the Company's website.

## **4. Consolidated financial statements**

This agenda item relates to the submission of, and discussion on, the consolidated financial statements for the financial year ended on 31 December 2025.

*Note:* Until further notice by the Company, given that the aforementioned financial statements are not yet available at the time the ordinary general shareholders' meeting is convened, the Board of Directors intends to adjourn, during the meeting, the treatment of this specific agenda item by the general shareholders' meeting.

## **5. Discharge from liability of the Directors**

This agenda item relates to the discharge from liability of the Directors for the exercise of their mandates during the financial year ended on 31 December 2025 and for the adjournment of the general shareholders' meeting for the treatment of certain specific agenda items.

*Proposed resolutions:*

- (a) The general shareholders' meeting grants discharge from liability to each of the Directors who was in office during the financial year ended on 31 December 2025, for the performance of its, his or her mandate during that financial year.

- (b) The general shareholders' meeting grants discharge from liability to each of the current Directors for all acts and decisions performed in the exercise of its, his or her mandate in connection with the proposal, preparation and implementation of the adjournment of the ordinary general shareholders' meeting in relation to the treatment of certain specific agenda items, including (but not limited) the submission of financial statements and reports to such adjourned or later meeting.

*Note:* Until further notice by the Company, given that the financial statements for the financial year ended on 31 December 2025 (and related reports) are not yet available at the time the ordinary general shareholders' meeting is convened, the Board of Directors intends to adjourn, during the meeting, the treatment of the specific agenda item 5(a) by the general shareholders' meeting.

## **6. Discharge from liability of the Statutory Auditor**

This agenda item relates to the discharge from liability of the Statutory Auditor for the exercise of its mandate during the financial year ended on 31 December 2025.

*Proposed resolutions:*

- (a) The general shareholders' meeting grants discharge from liability to the Statutory Auditor which was in office during the previous financial year, for the performance of its mandate during that financial year.
- (b) The general shareholders' meeting grants discharge from liability to the Statutory Auditor for all acts and decisions performed in the exercise of its mandate in connection with the proposal, preparation and implementation of the adjournment of the ordinary general shareholders' meeting in relation to the treatment of certain specific agenda items, including (but not limited) the submission of financial statements and reports to such adjourned or later meeting.

*Note:* Until further notice by the Company, given that the financial statements for the financial year ended on 31 December 2025 (and related reports) are not yet available at the time the ordinary general shareholders' meeting is convened, the Board of Directors intends to adjourn, during the meeting, the treatment of the specific agenda item 6(a) by the general shareholders' meeting.

## **7. Approval of the remuneration report**

This agenda item relates to the submission of, discussion on, and approval of the remuneration report prepared by the Remuneration and Nomination Committee, and included in the annual report of the Board of Directors for the financial year ended on 31 December 2025.

*Proposed resolution:* The general shareholders' meeting approves the remuneration report included in the annual report of the Board of Directors for the financial year ended on 31 December 2025.

*Note:* Until further notice by the Company, given that the aforementioned report is not yet available at the time the ordinary general shareholders' meeting is convened, the Board of Directors intends to adjourn, during the meeting, the treatment of this specific agenda item by the general shareholders' meeting.

## 8. Re-appointment of Directors

Taking into account the recommendation of the Remuneration and Nomination Committee, the Board of Directors recommends that (a) Jacqueline Fielding and (b) Alexandra Taylor Clyde, are re-appointed as members of the Board of Directors, each for a term of four years. For more information regarding these directors, reference is made to the Company's website ([www.sequanamedical.com](http://www.sequanamedical.com)). Based on information made available by respectively Jacqueline Fielding and Alexandra Taylor Clyde, it appears that Jacqueline Fielding and Alexandra Taylor Clyde, satisfy the applicable requirements in order to be nominated and appointed as independent directors of the Company in accordance with Article 7:87 of the Belgian Companies and Associations Code and provision 3.5 of the 2020 Belgian Corporate Governance Code. The Board of Directors also expressly confirms that it has no indication of any element that might call into question the independence (as mentioned above) of Jacqueline Fielding and/or Alexandra Taylor Clyde.

### *Proposed resolutions:*

- (a) The general shareholders' meeting resolves (i) to re-appoint Jacqueline Fielding as independent director of the Company for a term of four years, up to and including the closing of the ordinary general shareholders' meeting to be held in 2030 and which will have decided upon the financial statements for the financial year ended on 31 December 2029, and (ii) to confirm her mandate as independent director of the Company because (A) Jacqueline Fielding meets the independence criteria of Article 7:87 of the Belgian Companies and Associations Code and provision 3.5 of the 2020 Belgian Corporate Governance Code, (B) Jacqueline Fielding has expressly stated that she does not have (nor is the Board of Directors aware of) any relationship with the Company or a major shareholder that would compromise this independence, and (C) the Board of Directors has no indication of any element that could call the independence of Jacqueline Fielding into question. The remuneration of the director is as decided by the ordinary general shareholders' meeting held on 23 May 2024 (which decision entered (retroactively) into force on 1 April 2024).
- (b) The general shareholders' meeting resolves (i) to re-appoint Alexandra Taylor Clyde as independent director of the Company for a term of four years, up to and including the closing of the ordinary general shareholders' meeting to be held in 2030 and which will have decided upon the financial statements for the financial year ended on 31 December 2029, and (ii) to confirm her mandate as independent director of the Company because (A) Alexandra Taylor Clyde meets the independence criteria of Article 7:87 of the Belgian Companies and Associations Code and provision 3.5 of the 2020 Belgian Corporate Governance Code, (B) Alexandra Taylor Clyde has expressly stated that she does not have (nor is the Board of Directors aware of) any relationship with the Company or a major shareholder that would compromise this independence, and (C) the Board of Directors has no indication of any element that could call the independence of Alexandra Taylor Clyde into question. The remuneration of the director is as decided by the ordinary general shareholders' meeting held on 23 May 2024 (which decision entered (retroactively) into force on 1 April 2024).

*Note:* If the proposed resolutions set out above are approved by the general shareholders' meeting, the Board of Directors of the Company will be composed of (1) Ian Crosbie, Chief Executive Officer (CEO), executive director and managing director (until 2029), (2) Pierre Chauvineau, independent director and chairperson of the Board of Directors (until 2029), (3) WIOT BV, with Wim Ottevaere as permanent representative, independent director (until 2029), (4) Rudy Dekeyser, non-executive director (until 2029), (5) Jacqueline Fielding, independent non-executive director (until 2030), (6) Alexandra Taylor Clyde, independent non-executive director (until 2030), and (7) Ids van der Weij, non-executive director (until 2027).

**9. Submission of the report of the Board of Directors in accordance with Article 7:228 of the Belgian Companies and Associations Code**

This agenda item relates to the consideration, discussion and submission of the report of the Board of Directors in accordance with Article 7:228 of the Belgian Companies and Associations Code relating to the proposal to continue the operations of the Company, and not to dissolve the Company, as set out below in item 10 of the agenda of the ordinary general shareholders' meeting.

**10. Resolution in accordance with Article 7:228 of the Belgian Companies and Associations Code with respect to the proposal of the Board of Directors to continue the operations of the Company, and not to dissolve the Company**

In accordance with Article 7:228 of the Belgian Companies and Associations Code, the general shareholders' meeting is to deliberate and resolve, as the case may be, on the dissolution of the Company and possibly on other measures announced in the agenda. In view of the steps the Board of Directors proposes to take to redress the Company's financial situation, the Board of Directors proposes to continue the Company's operations, and not to dissolve the Company. For more information on the measures the Board of Directors proposes to take to redress the financial situation of the Company, and its proposal to continue the operations of the Company, reference is also made to the report of the Board of Directors referred to in item 9 of the agenda of the ordinary general shareholders' meeting.

*Proposed resolution:* The general shareholders' meeting resolves to approve the proposal set out in the report of the Board of Directors, prepared in accordance with Article 7:228 of the Belgian Companies and Associations Code, to continue the operations of the Company, and not to dissolve the Company.

***Notices Convening the Meeting***

The notice convening this general shareholders' meeting, containing amongst others the agenda and the proposed resolutions and other information, provided for in the Belgian Companies and Associations Code, has been published:

- in media ensuring effective dissemination to the public in the European Economic Area, on 28 April 2026, via announcement of the notice convening the general shareholders' meeting via GlobeNewswire; and
- on the Company's website, on 28 April 2026.

Copies of the publications are submitted to the bureau and initialed by the members of the bureau. These will be safeguarded in the files of the Company together with the minutes of this meeting.

The notices convening the general shareholders' meeting have also been sent by letter or by email at least thirty (30) calendar days before the date of the meeting to the Statutory Auditor of the Company, the Directors of the Company, the Holders of Subscription Rights of the Company and to the holders of registered shares that have been issued by the Company.

Proof of the convening notice is being submitted to the bureau and initialed by the bureau. The proof will be safeguarded in the Company's files together with the minutes of this meeting.

In addition, as from 28 April 2026, the following documentation has been made available to the public and the holders of securities issued by the Company on the Company's website

(<https://www.sequanamedical.com/investors/shareholder-information/>), as well as at the registered office of the Company:

- the convening notice;
- an overview with the total number of outstanding shares and voting rights;
- an attendance form for holders of securities;
- a proxy form to allow the holders of securities issued by the Company to attend the general meeting;
- a form for voting by mail; and
- the documents to be submitted to the general meeting as referred to in the agenda (as far as available), i.e., the reports of default of the Statutory Auditor in accordance with Article 3:74, paragraph 2, of the Belgian Companies and Associations Code, relating to respectively the statutory and the consolidated financial statements for the financial year ended on 31 December 2025, and the report of the Board of Directors in accordance with Article 7:228 of the Belgian Companies and Associations Code.

The proofs will be safeguarded in the files of the Company together with the minutes of this meeting. The Company has not received any requests, in accordance with the Belgian Companies and Associations Code, from shareholders who alone or together with other shareholders represent at least 3% of the share capital to put additional items on the agenda of this ordinary general shareholders' meeting and/or to table draft resolutions in relation to items that have been or were to be included in the agenda.

#### *Attendance List*

The registration date of the general shareholders' meeting was Thursday 14 May 2026, at midnight (12.00 a.m., Belgian time). In accordance with the applicable legislation, only persons holding securities issued by the Company on the aforementioned registration date shall be entitled to participate and, as the case may be, vote at the general shareholders' meeting.

An attendance list has been prepared indicating (i) the identity of the shareholders that are present or represented at the meeting, (ii) the domicile or registered office of such shareholders, (iii) if applicable, the identity of the proxyholder of such shareholders, and (iv) the number of shares with which such shareholders are participating in the voting (as the case may be, via their proxyholder). The attendance list also indicates the Directors that are present at the meeting and whether or not the Holders of Subscription Rights and the Statutory Auditor are present. The attendance list has been signed by the Chairperson on behalf of the shareholders, the Directors and the Statutory Auditor, or their proxyholders.

In addition, a register has been prepared in which, for each shareholder having notified its intention to participate to the general meeting, the following information was included: (i) its name and address or registered office, (ii) the number of shares that it held on the registration date, and (iii) a description of the documents which indicate that it held these shares on the registration date.

In addition, a separate list has been prepared for the shareholders that have validly submitted their votes by mail in accordance with the provisions of the Belgian Companies and Associations Code, in which the following information was included: (i) the identity of the shareholders that have validly submitted votes by mail, (ii) the domicile or registered office of such shareholders, (iii) the number of shares with which such shareholders are participating in the voting, and (iv) a description of the documents which indicate that such shareholders held these shares on the registration date.

The aforementioned lists and the register are submitted to the bureau, and are subsequently closed, initialed and signed by the members of the bureau. The lists as well as the register will be safeguarded in the files of the Company together with the minutes of this meeting.

All holders of securities issued by the Company that are present or represented at the meeting, included in the register and in the aforementioned lists, have complied with the formalities in order to be admitted to the general shareholders' meeting in accordance with the Company's articles of association and the Belgian Companies and Associations Code and as set out in the convening notice.

The certificates which have been filed with respect to dematerialized shares, the letters submitted with respect to registered shares (as the case may be) and the proxies and votes by mail submitted by the holders of securities will be safeguarded in the files of the Company together with the minutes of this meeting.

### ***Attendance***

The Company's share capital amounts to EUR 8,098,969.31, and is represented by 78,172,033 shares, without nominal value, each representing the same fraction of the Company's share capital. Based on the aforementioned attendance list and the verification of the admission to the general shareholders' meeting, it appears that 17,060,898 shares in total or 21.82% of the outstanding and existing shares are present or represented at the meeting.

### ***Voting Rights***

#### **Shares**

In accordance with Article 25/1 of the Belgian Act of 2 May 2007 on the disclosure of significant shareholdings in issuers whose securities are admitted to trading on a regulated market and containing various provisions, as amended from time to time (the "**Belgian Transparency Act**"), no person can participate in the voting at the general meeting of the Company for more voting rights than those attached to the securities with respect to which such person has filed a notification in accordance with Articles 6 and 7 of the Belgian Transparency Act and Article 13 of the Company's articles of association at least 20 days prior to the date of the general meeting. Pursuant to Article 13 of the articles of association of the Company, the relevant thresholds for a notification are 3%, 5%, 10%, 15%, 20% or any further multiple of 5% of the outstanding voting rights. For all of the shareholders present or represented, it is determined that they can participate with all of the shares that they have submitted.

#### **Subscription Rights**

The Chairperson declares that, according to Article 7:135 of the Belgian Companies and Associations Code, the holders of subscription rights have the right to participate to the ordinary general shareholders' meeting, but with an advisory vote only.

### ***Quorum and Voting***

According to the Belgian Companies and Associations Code, there is no quorum requirement for the deliberation and voting on the respective items referred to in the aforementioned agenda of the ordinary general shareholders' meeting.

Each of the proposed resolutions under the respective items included in the aforementioned agenda shall be passed if it is approved by a simple majority of the votes validly cast.

Each share is entitled to one vote.

### ***Third Parties Admitted to the Meeting***

Apart from the holders of securities that are admitted to the meeting, a number of other persons attend the meeting, such as certain members of the staff of the Company and third parties engaged by the Company to provide services in connection with the general shareholders' meeting. Upon proposal of the Chairperson, the meeting allows such persons to attend. The aforementioned persons have signed the attendance list regarding persons that are not a shareholder or that are a shareholder but have not complied with the formalities to be admitted to the meeting.

### **VERIFICATION OF THE CONVENING AND COMPOSITION OF THE MEETING**

The aforementioned statements by the Chairperson are verified and approved by all members of the general shareholders' meeting. Subsequently, the general shareholders' meeting determines and confirms that it has been validly convened and is validly constituted, and is authorized to deliberate and vote on the items on the agenda of the meeting.

### **DELIBERATIONS AND VOTING**

Upon proposal by the Chairperson, the meeting begins with the deliberation and voting on the items on the agenda.

#### ***Submission of Documentation***

The Chairperson summarizes the items on the agenda of the meeting.

The Chairperson of the meeting submits to the meeting the following documentation that has been mentioned in the items of the agenda of the meeting:

- the report of default of the Statutory Auditor addressed to the general shareholders' meeting of the Company in accordance with Article 3:74, paragraph 2, of the Belgian Companies and Associations Code, relating to the statutory financial statements for the financial year ended on 31 December 2025;
- the report of default of the Statutory Auditor addressed to the general shareholders' meeting of the Company in accordance with Article 3:74, paragraph 2, of the Belgian Companies and Associations Code, relating to the consolidated financial statements for the financial year ended on 31 December 2025; and
- the report of the Board of Directors in accordance with Article 7:228 of the Belgian Companies and Associations Code.

The Chairperson states that these documents have been made available to the Directors, the Statutory Auditor and the holders of securities issued by the Company in accordance with the Company's articles of association and the Belgian Companies and Associations Code. The Chairperson also states that these documents have been made available to the holders of securities issued by the Company and the public via the Company's website (<https://www.sequanamedical.com/investors/shareholder-information/>). The documents concerned will be safeguarded in the files of the Company together with the minutes of this meeting.

The meeting takes note of the fact that these documents have been submitted. The meeting releases the Chairperson from reading the documentation that has been submitted.

### ***Questions***

Each holder of securities issued by the Company had the right to ask questions to the Directors and the Statutory Auditor related to items on the agenda of the general shareholders' meeting. The Chairperson informs the meeting that no holders of securities have submitted written questions prior to the meeting in accordance with Article 7:139 of the Belgian Companies and Associations Code. No oral questions were asked during the meeting either.

### ***Adjournment***

The Chairperson declares that, in accordance with Article 7:150 of the Belgian Companies and Associations Code and pursuant to the resolutions taken by the Board of Directors during its meeting of 28 April 2026, the Board of Directors of the Company has resolved to adjourn, during the present meeting, the treatment of the following agenda items by the general shareholders' meeting:

- agenda item 1 (Reports on the statutory financial statements),
- agenda item 2 (Approval of the statutory financial statements),
- agenda item 3 (Reports on the consolidated financial statements),
- agenda item 4 (Consolidated financial statements),
- agenda item 5(a) (Discharge from liability of the Directors for the performance of their mandates during the financial year ended on 31 December 2025),
- agenda item 6(a) (Discharge from liability of the Statutory Auditor for the performance of its mandate during the financial year ended on 31 December 2025), and
- agenda item 7 (Approval of the remuneration report),

given that the financial statements for the financial year ended on 31 December 2025 and the related reports are not yet available at the time of this ordinary general shareholders' meeting.

The Chairperson explains that the Company had already announced on 28 April 2026 when it announced the convening of the general shareholders' meeting that the Company's Board of Directors had the intention to adjourn the consideration of the agenda items relating to, inter alia, the review and approval of the annual financial statements until such time as the financial statements and related reports are available.

The Chairperson explains further that the Company is conducting a review of a range of financial and strategic options to address its current financial position and the future of its business. This review may include, among other things, financing transactions, a strategic or corporate transaction (involving the Company or its assets), or other measures. At this stage, several options are being reviewed, but no decision has been taken, and there can be no assurance as to whether any final option will be available or whether any measures will be implemented, nor as to their outcome or timing. This review is still ongoing. Against this background, the Company's statutory and consolidated financial statements for the financial year ended 31 December 2025, together with the related reports of the Board of Directors and the Statutory Auditor, were not yet available.

The Chairperson confirms that this adjournment does not affect the other resolutions to be adopted by the general shareholders' meeting, and that the meeting shall continue with respect to the deliberation and voting on the remaining agenda items. This was confirmed by the meeting, which took note of the statements of the Chairperson.

## ***Deliberations and Voting***

Subsequently, following the declaration of the Chairperson with respect to the adjournment of certain agenda items as set out above and the continuation of the meeting with respect to the other agenda items, and upon proposal of the Chairperson, the meeting proceeds with the deliberation and voting with respect to the remaining items on the agenda.

The items on the agenda are separately deliberated and voted upon.

### **1. Reports on the statutory financial statements**

Submission of, and discussion on, the annual report of the Board of Directors and the report of the Statutory Auditor on the statutory financial statements for the financial year ended on 31 December 2025.

The treatment of this agenda item is adjourned in accordance with the decision of the Board of Directors as set out above.

### **2. Approval of the statutory financial statements**

Approval of the statutory financial statements for the financial year ended on 31 December 2025, and of the allocation of the result as proposed by the Board of Directors.

The treatment of this agenda item is adjourned in accordance with the decision of the Board of Directors as set out above.

### **3. Reports on the consolidated financial statements**

Submission of, and discussion on, the annual report of the Board of Directors and the report of the Statutory Auditor on the consolidated financial statements for the financial year ended on 31 December 2025.

The treatment of this agenda item is adjourned in accordance with the decision of the Board of Directors as set out above.

### **4. Consolidated financial statements**

Submission of, and discussion on, the consolidated financial statements for the financial year ended on 31 December 2025.

The treatment of this agenda item is adjourned in accordance with the decision of the Board of Directors as set out above.

### **5. Discharge from liability of the Directors**

Discharge from liability of the Directors for the exercise of their mandates during the financial year ended on 31 December 2025 and for the adjournment of the general shareholders' meeting for the treatment of certain specific agenda items.

With respect to agenda item 5(a): the treatment of this agenda item is adjourned in accordance with the decision of the Board of Directors as set out above.

With respect to agenda item 5(b): upon proposal of the Chairperson, the meeting resolves to deliberate and vote jointly for all Directors. After deliberation, the following resolution is passed:

*The general shareholders' meeting grants discharge from liability to each of the current Directors for all acts and decisions performed in the exercise of its, his or her mandate in connection with the proposal, preparation and implementation of the adjournment of the ordinary general shareholders' meeting in relation to the treatment of certain specific agenda items, including (but not limited) the submission of financial statements and reports to such adjourned or later meeting.*

This resolution is passed as follows:

- votes approving: 15,598,204
- votes disapproving: 1,414,328
- abstentions: 48,366

17,060,898 valid votes have been registered for 78,172,033 shares, which represents 21.82% of the share capital.

## **6. Discharge from liability of the Statutory Auditor**

Discharge from liability of the Statutory Auditor for the exercise of its mandate during the financial year ended on 31 December 2025, and for the adjournment of the general shareholders' meeting for the treatment of certain specific agenda items.

With respect to agenda item 6(a): the treatment of this agenda item is adjourned in accordance with the decision of the Board of Directors as set out above.

With respect to agenda item 6(b): after deliberation, the following resolution is passed:

*The general shareholders' meeting grants discharge from liability to the Statutory Auditor for all acts and decisions performed in the exercise of its mandate in connection with the proposal, preparation and implementation of the adjournment of the ordinary general shareholders' meeting in relation to the treatment of certain specific agenda items, including (but not limited) the submission of financial statements and reports to such adjourned or later meeting.*

This resolution is passed as follows:

- votes approving: 15,598,204
- votes disapproving: 1,414,328
- abstentions: 48,366

17,060,898 valid votes have been registered for 78,172,033 shares, which represents 21.82% of the share capital.

## **7. Approval of the remuneration report**

Submission of, discussion on, and approval of the remuneration report prepared by the Remuneration and Nomination Committee, and included in the annual report of the Board of Directors for the financial year ended on 31 December 2025.

The treatment of this agenda item is adjourned in accordance with the decision of the Board of Directors as set out above.

## 8. Re-appointment of Directors

Taking into account the recommendation of the Remuneration and Nomination Committee, the Board of Directors recommends that (a) Jacqueline Fielding and (b) Alexandra Taylor Clyde, are re-appointed as members of the Board of Directors, each for a term of four years. For more information regarding these directors, reference is made to the Company's website ([www.sequanamedical.com](http://www.sequanamedical.com)). Based on information made available by respectively Jacqueline Fielding and Alexandra Taylor Clyde, it appears that Jacqueline Fielding and Alexandra Taylor Clyde, satisfy the applicable requirements in order to be nominated and appointed as independent directors of the Company in accordance with Article 7:87 of the Belgian Companies and Associations Code and provision 3.5 of the 2020 Belgian Corporate Governance Code. The Board of Directors also expressly confirms that it has no indication of any element that might call into question the independence (as mentioned above) of Jacqueline Fielding and/or Alexandra Taylor Clyde.

After deliberation, the following resolutions are passed:

- (a) *The general shareholders' meeting resolves (i) to re-appoint Jacqueline Fielding as independent director of the Company for a term of four years, up to and including the closing of the ordinary general shareholders' meeting to be held in 2030 and which will have decided upon the financial statements for the financial year ended on 31 December 2029, and (ii) to confirm her mandate as independent director of the Company because (A) Jacqueline Fielding meets the independence criteria of Article 7:87 of the Belgian Companies and Associations Code and provision 3.5 of the 2020 Belgian Corporate Governance Code, (B) Jacqueline Fielding has expressly stated that she does not have (nor is the Board of Directors aware of) any relationship with the Company or a major shareholder that would compromise this independence, and (C) the Board of Directors has no indication of any element that could call the independence of Jacqueline Fielding into question. The remuneration of the director is as decided by the ordinary general shareholders' meeting held on 23 May 2024 (which decision entered (retroactively) into force on 1 April 2024).*

This resolution is passed as follows:

- |   |                     |            |
|---|---------------------|------------|
| - | votes approving:    | 13,996,018 |
| - | votes disapproving: | 3,038,717  |
| - | abstentions:        | 26,163     |

17,060,898 valid votes have been registered for 78,172,033 shares, which represents 21.82% of the share capital.

- (b) *The general shareholders' meeting resolves (i) to re-appoint Alexandra Taylor Clyde as independent director of the Company for a term of four years, up to and including the closing of the ordinary general shareholders' meeting to be held in 2030 and which will have decided upon the financial statements for the financial year ended on 31 December 2029, and (ii) to confirm her mandate as independent director of the Company because (A) Alexandra Taylor Clyde meets the independence criteria of Article 7:87 of the Belgian Companies and Associations Code and provision 3.5 of the 2020 Belgian Corporate Governance Code, (B) Alexandra Taylor Clyde has expressly stated that she does not have (nor is the Board of Directors aware of) any relationship with the Company or a major shareholder that would compromise this independence, and (C) the Board*

*of Directors has no indication of any element that could call the independence of Alexandra Taylor Clyde into question. The remuneration of the director is as decided by the ordinary general shareholders' meeting held on 23 May 2024 (which decision entered (retroactively) into force on 1 April 2024).*

This resolution is passed as follows:

- votes approving: 17,046,835
- votes disapproving: 400
- abstentions: 13,663

17,060,898 valid votes have been registered for 78,172,033 shares, which represents 21.82% of the share capital.

The Chairperson notes that as a result of the resolutions of the general shareholders' meeting, the Board of Directors of the Company will from now on be composed of (1) Ian Crosbie, Chief Executive Officer (CEO), executive director and managing director (until 2029), (2) Pierre Chauvineau, independent director and chairperson of the Board of Directors (until 2029), (3) WIOT BV, with Wim Ottevaere as permanent representative, independent director (until 2029), (4) Rudy Dekeyser, non-executive director (until 2029), (5) Jacqueline Fielding, independent non-executive director (until 2030), (6) Alexandra Taylor Clyde, independent non-executive director (until 2030), and (7) Ids van der Weij, non-executive director (until 2027).

**9. Submission of the report of the Board of Directors in accordance with Article 7:228 of the Belgian Companies and Associations Code**

Consideration, discussion and submission of the report of the Board of Directors in accordance with Article 7:228 of the Belgian Companies and Associations Code relating to the proposal to continue the operations of the Company, and not to dissolve the Company, as set out below in item 10 of the agenda of the ordinary general shareholders' meeting.

This agenda item requires no further resolution.

**10. Resolution in accordance with Article 7:228 of the Belgian Companies and Associations Code with respect to the proposal of the Board of Directors to continue the operations of the Company, and not to dissolve the Company**

In accordance with Article 7:228 of the Belgian Companies and Associations Code, the general shareholders' meeting is to deliberate and resolve, as the case may be, on the dissolution of the Company and possibly on other measures announced in the agenda. In view of the steps the Board of Directors proposes to take to redress the Company's financial situation, the Board of Directors proposes to continue the Company's operations, and not to dissolve the Company. For more information on the measures the Board of Directors proposes to take to redress the financial situation of the Company, and its proposal to continue the operations of the Company, reference is also made to the report of the Board of Directors referred to in item 9 of the agenda of the ordinary general shareholders' meeting.

After deliberation, the following resolution is passed:

*The general shareholders' meeting resolves to approve the proposal set out in the report of the Board of Directors, prepared in accordance with Article 7:228 of the*

*Belgian Companies and Associations Code, to continue the operations of the Company, and not to dissolve the Company.*

This resolution is passed as follows:

- votes approving: 17,048,435
- votes disapproving: 400
- abstentions: 12,063

17,060,898 valid votes have been registered for 78,172,033 shares, which represents 21.82% of the share capital.

\* \* \*

There being no further business and since no further items were raised, the meeting is closed at 09:10 a.m., Belgian time.

These minutes are signed in two original copies by the Chairperson of the meeting and the secretary and the shareholders or their proxyholders that have requested this.

Signed by:

Ian Crosbie  
Chairperson

Fin-2K BV, represented by Ms.  
Kirsten Van Bockstaele  
Secretary

## **Annex 1**

The documentation set out below has been submitted to the bureau of the general shareholders' meeting, and has been initialed and/or signed by the members of the bureau (where applicable), and will be safeguarded in the files of the Company together with a copy of the minutes of the meeting.

- (A) Proof of the publication of the convening notice in media ensuring effective dissemination to the public in the European Economic Area and on the Company's website
- (B) Attendance list
- (C) Register
- (D) List of vote by mail forms
- (E) Compliance with the formalities by the participants to the meeting
  - Certificates that have been filed with respect to dematerialized shares
  - Proxies
- (F) The report of default of the Statutory Auditor relating to the statutory financial statements for the financial year ended on 31 December 2025
- (G) The report of default of the Statutory Auditor relating to the consolidated financial statements for the financial year ended on 31 December 2025
- (H) The report of the Board of Directors in accordance with Article 7:228 of the Belgian Companies and Associations Code