

## Board of Directors' resolution on preferential rights issue

Genovis' Board of Directors resolved, subject to resolution by the Extraordinary General Meeting on November 19, to carry out a rights issue to existing shareholders in which three (3) existing shares entitle the holder to subscribe for one (1) issued share at a price four Swedish kronor and fifty öre (SEK 4.50). As a result of this decision share capital could increase by a maximum of SEK 2,104,100.80 through the issuance of up to 5,260,252 shares. Following the completed rights issue, share capital will amount to a maximum of SEK 8,416,403.60 and the number of shares to 21,041,009. The Company will raise about SEK 23.7 million before issue expenses, which are expected to be SEK 1 million. The issue will have a dilutive effect of 25 percent on the holdings of those who do not subscribe to the rights issue for their full stake.

The following terms shall apply to the issuance:

1. The company's shareholders will have preferential right to subscribe for the new shares, where three (3) existing shares entitle the holder to subscription for one (1) new share.
2. The record date for determining which shareholders shall be entitled to subscribe for new shares on a preferential basis shall be November 28, 2013.
3. Cash shall be paid for each subscribed share in the amount of four Swedish kronor and fifty öre (SEK 4.50). Shareholders are reminded that the Board has the option to allow payment by set-off under the provisions set out in chapter 13 section 41 of the Swedish Companies Act.
4. The subscription period for new shares runs from December 2 through December 16, 2013. Subscription with preferential rights shall be made through cash payment. Subscription for shares without subscription rights shall be made on a separate subscription list during the same period. Payment for shares without preferential rights shall be paid in cash no later than the third banking day from when the notification of allocation has been sent to the subscriber
5. In the event that all shares are not subscribed for on the basis of subscription rights, allocation of shares shall be made within the scope of the maximum amount of the share issue, at which the Board shall allocate the shares firstly to those who have subscribed for shares on basis of subscription rights, pro rata in relation to their subscription on the basis of subscription rights, secondly to those who have declared their interest to subscribe for shares without subscription rights, pro rata in relation to their declared interest and last to guarantors in proportion to their guarantee undertakings.
6. The Board shall have the right to extend the subscription period with a maximum of 14 days.
7. The new shares will entitle to dividend for the first time on the dividend record date occurring immediately after the issue has been registered at the Companies Registration Office.
9. Chief Executive Officer is authorized to make such minor adjustments to the issuance resolution as are required for registration with the Swedish Companies Registration Office and Euroclear Sweden AB.



## The Board of Directors' proposal for a resolution to authorize the Board regarding the overallotment option

The Board of Directors proposes that the Extraordinary General Meeting resolve to authorize the Board, provided that the rights issue for a maximum of 5,260,252 shares is fully subscribed, on one or more occasions, to decide on the issuance of a total of a maximum of 1,350,000 shares in the Company with or with or without preferential rights for the Company's shareholders. The subscription price will be four Swedish kronor and fifty öre (SEK 4.50), payment for subscribed shares shall be made in cash, and the Board will have the option to permit set-offs retroactively. This authorization will be valid for the period ending on January 20, 2014.

The reason for any deviation from shareholders' preferential rights is to be able to take advantage of attracting interest from potential underwriters within the framework for issued underwriting guarantees.