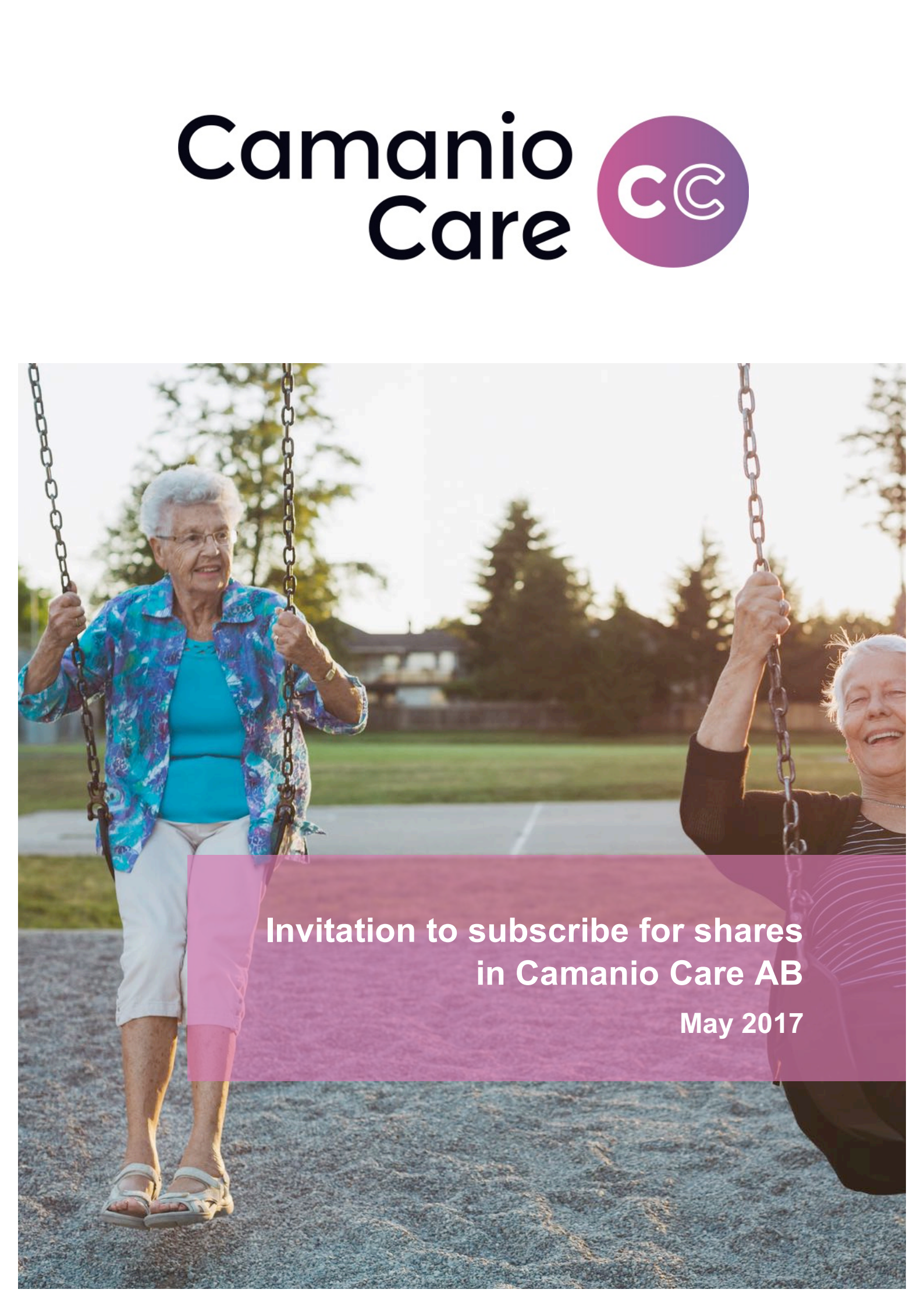


# Camanio Care



**Invitation to subscribe for shares  
in Camanio Care AB**

**May 2017**

The Board of Directors is responsible for this document and has taken all reasonable measures to ensure that the information presented is accurate and complete, and that no information has been excluded which could impact the view of the Company created by the document.

The Company's offering is not subject to the Swedish Financial Supervisory Authority's prospectus rules and this document has not been reviewed or approved by the Swedish Financial Supervisory Authority.

This document has been reviewed and approved by AktieTorget.

#### **Definitions**

The following definitions apply in this memorandum, unless otherwise specified: The "Company", "Camano", and "Camano Care" refer to Camano Care AB, Corporate Identity Number 556761-0307. "Euroclear" refers to Euroclear Sweden AB, Corporate Identity Number 556112-8074. "AktieTorget" refers to ATS Finans AB, Corporate Identity Number 556736-8195, with the auxiliary trade name AktieTorget.

#### **Memorandum available**

The Memorandum is available from the Company's website ([www.camano.com](http://www.camano.com)) and from AktieTorget's website ([www.aktietorget.se](http://www.aktietorget.se)).

#### **The Company's shares and admission to trade**

The Board of Directors of Camano Care AB intends to offer shares in Camano Care AB for trade on the AktieTorget marketplace, under the ticker symbol CARE and with the ISIN code SE0009320286. ICB classification: 9530 Software & Computer Services. The Company has only one class of shares.

The Company is a public limited liability company.

The Company's shareholder register is maintained by Euroclear Sweden AB. Shareholders do not receive a physical share certificate. All transactions involving the Company's shares are executed digitally by banks and securities traders. Newly issued shares are registered to their owners electronically.

#### **Statements regarding the external environment and future**

Statements regarding the external environment and future circumstances in this document reflect the Board of Directors' present view of future events and financial development. Future-oriented statements express only those assessments and assumptions made by the Board of Directors as of the date of the Memorandum. These statements are based on a thorough consideration of the present and assessed future developments, but readers are advised to note that these statements, as with all estimations regarding the future, are associated with a degree of uncertainty.

#### **AktieTorget**

AktieTorget is the auxiliary trade name of ATS Finans AB, a securities company under the supervision of the Swedish Financial Supervisory Authority. AktieTorget is an MTF platform. Companies listed on AktieTorget have committed to follow AktieTorget's listing agreement, which aims to ensure that shareholders and other actors on the market receive correct, immediate and concurrent information on all circumstances which may affect the Company's share price.

AktieTorget provides an efficient trading system accessible to banks and stockbrokers affiliated with Nasdaq Stockholm AB. This means that a party wishing to purchase or sell shares listed on AktieTorget can do so through their normal bank or stockbroker. The listing agreement and share prices can be found on AktieTorget's website ([www.aktietorget.se](http://www.aktietorget.se)).

#### **Company information**

Company name: Camano Care AB  
Corporate Identity Number: 556761-0307  
Head office: Stockholm  
Company registered: 07/01/2008  
Operations began: 07/01/2008  
Applicable law: The shares are offered for trade in Sweden under the provisions of the Swedish Companies Act (2005:551) and are subject to Swedish law.  
Address: Hästholsvägen 32, SE-131 30 Nacka  
Telephone: +46 (0)8 12 44 88 55  
Website: [www.camano.com](http://www.camano.com)

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## THE RIGHTS ISSUE IN BRIEF

ISSUE PRICE SEK 3.00 per share	SUBSCRIPTION PERIOD 24 May – 7 June 2017	GUARANTEE COMMITMENTS 100 %
NEW SHARES 3 468 833	ISSUE VOLUME SEK 10,406,499.00	TRADING IN SUBSCRIPTION RIGHTS 24 May – 2 June 2017
MARKETPLACE AktieTorget	SUBSCRIPTION RIGHTS 1:3	RECORD DATE FOR SUBSCRIPTION RIGHTS May 22 2017

In addition to this preferential rights issue, the Board of Directors may, in the event of oversubscription, decide on a targeted issue of a maximum of 3,468,833 shares. The preferential rights issue takes place through signed subscription commitments fully underwritten by existing shareholders and the company's new Chinese partner, Zhongrui Funing Robotics. The oversubscription issue is carried out in order to guarantee that the new large shareholder receives a full allocation of its subscription commitment.

## BACKGROUND AND MOTIVE

While the population in China is ageing drastically, the country has limited capacity to address the problems that comes with this demographic trend. A central issue in the country is how their elderly care should be designed to ensure a safe and functioning care the upcoming decades.

Elderly care is therefore one of few sectors in China where foreign investments are encouraged and knowledge transfer is considered as a way to accelerate the establishment of new solutions that can help the country cope with the situation.

As a result, there has been great interest from multiple Chinese parties to invest in and collaborate with Camanio Care. The Board of Directors considers this Chinese trend, combined with the extraordinary interest from potential partners in the region, a good opportunity for accelerated growth.

To pursue this opportunity we conduct this rights issue, while also bringing in an experienced Chinese investor as a major shareholder and strategic partner.

The capital raised will primarily be used to accelerate the commercialization of Camanio Care’s products and services in China, initially by conducting market and product studies and initiating marketing activities. The Board also believe a strengthened local presence would be favourable. A stronger financial position would significantly facilitate and accelerate these activities.

The issue price is set to 3 SEK, based on the current market valuation and the valuation by interested external investors.

# Three good reasons

...for investing in Camanio Care



# 1. The rapidly growing global need for new care technologies

## Ageing population

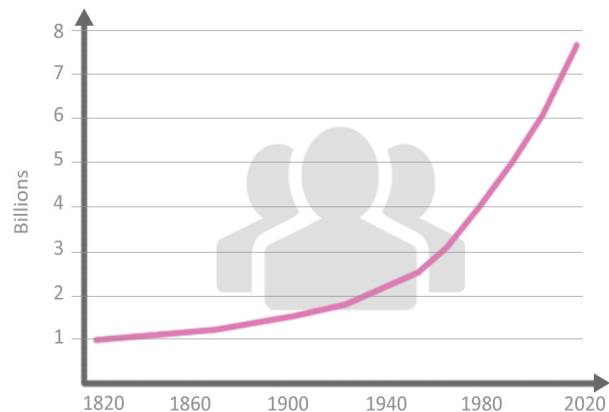
Most parts of the world are undergoing a major demographic change. As our lifespan creep upward, the number of children born is decreasing, leading to a completely transformed age structure in our society.

Worldwide, the largest population increase is occurring among the age category 65 and older, which is expected to grow by 1.3 billion people by 2060. The ageing population is one of the most critical social and economic challenges facing the entire world, and impacts all levels of society.

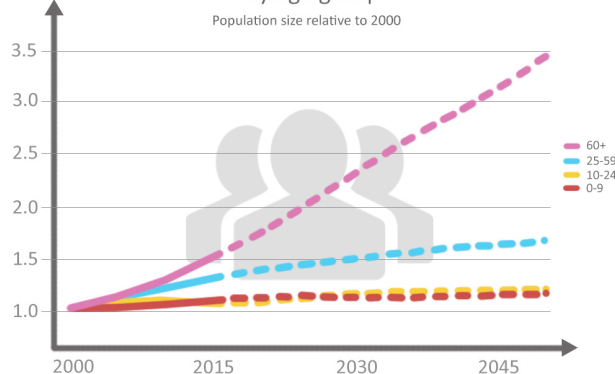
This development is putting major pressure on the health care systems, not least within elderly care.

In order to be able to provide adequate care today and in the future, implementation of new innovations that can support the elderly and relieve the care personnel is key.

World population



Increase in world population by age group



## Rapidly increasing health care costs

The demographic shift forms the basis for increased care requirements and increased care costs. This is partly due to the increase in population, but also because ageing in itself often entails various forms of physiological deterioration and potential chronic diseases.

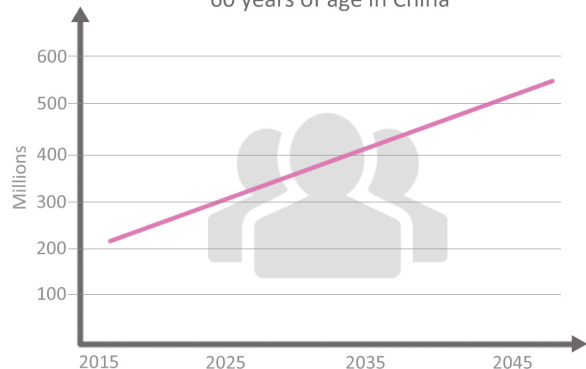
In the 1950s, the proportion of GDP spent on medical treatment and health care was just below 3% in Sweden. Today, the equivalent figure is around 10%. In the same way health care costs in the USA have rocketed, today constituting around 17% of GDP. The need for new solutions to improve efficiency and flexibility and to supplement the work undertaken in the care sector is evident, both in Sweden and globally.

## China's venture for new innovations

A majority of the world's countries is facing the rapidly ageing population, but in China, the growth of elderly has been particularly high for the past decades. Since the 1960s, the Chinese population's life expectancy has increased from about 43 years to about 75 years according to the World Bank (2016), and the number of people in China over the age of 60 is expected to increase from about 220 million today to up to 500 million by 2050, which means that more than a third of the population will be over 60 years old in 30 years.

As a result, China's healthcare system is facing major challenges. To cope with the situation, elderly care is one of few sectors in China where foreign investments is encouraged and knowledge transfer is seen as a way to accelerate the establishment of new solutions that can benefit the country.

Number of people over 60 years of age in China



Sources: UN, World population ageing report 2015

## 2. Camanio Care's leading position

Key focus areas for Camanio Care are research, development and innovation. The field of homecare robotics and e-health is developing fast and to stay ahead and keep being relevant to our customers we are dedicated to participating in new partnerships and projects for product development, research and evaluation.

The company is currently involved with multiple renowned research institutions and organizations from all over the world; Japan, Italy, Australia, USA, United Kingdom, Sweden and China to name a few.

### The robotic revolution starts here

Years of research and technological improvements have built the foundation of today's rapid digitization. Even though robots have been used for many years within industry and manufacturing, robotic technology only recently reached the stage of commercialization for use in our daily lives.

As this new market were evolving, Camanio Care initiated collaborations for the future, becoming a key player for robotics and new technology within healthcare and care for the elderly.

Today, Camanio Care is in the forefront of commercializing and capturing the rapidly growing homecare market internationally as the robotics market within this field has finally matured.

In spite of historically modest sales volumes, Camanio Care has, in total, sold the most robots within homecare in Europe.



### Ongoing and previous R&D collaborations

- **The Oxford University**, Engineering Science
- **University of Milan**, Department of Computer Science
- **Eurecat, Technology Centre of Catalonia**, department for eHealth
- **Politecnico di Milano**, Department of Electronics Information and Bioengineering
- **University of Plymouth**, Centre for Robotics and Neural Systems
- **Örebro University**, Center for Applied Autonomous Sensor Systems
- **University of Málaga**, Automation
- **Mälardalen University**, PhD studies about usability for elderly
- **Kristianstad University Sweden & Linnaeus University**, Meal technology for a healthy and independent elderly life
- **Swedish ICT Research AB**, Experience Centred Design for a Robotic Eating Aid
- **Västerås municipality, Östersunds municipality and the Swedish Agency for Participation**, Governmental report on how technical and IT-based support enhances the every-day situation for persons with reduced decision-making capacity
- **Västerås municipality and the Swedish Agency for Participation**, A project to evaluate the ability to strengthen persons with reduced decision-making capacity with the help of welfare technology.
- **Katrineholms municipality and Research and Development Sörmland**, a project to evaluate if jDome BikeAround may reduce the feeling of loneliness and strengthen the fellowship at the care home
- **Deakin University, Australia**, stroke-rehabilitation with jDome
- **On With Life Rehabilitation centre, Iowa, USA**, evaluation with neurological patients
- **Tokyo Institute of Technology**
- **Waseda University, Japan** Department of Computer Science and Communications Engineering
- **Karlstad University**, Department of Engineering and Physics

### 3. Camanio Care’s already established distribution network and growth strategy

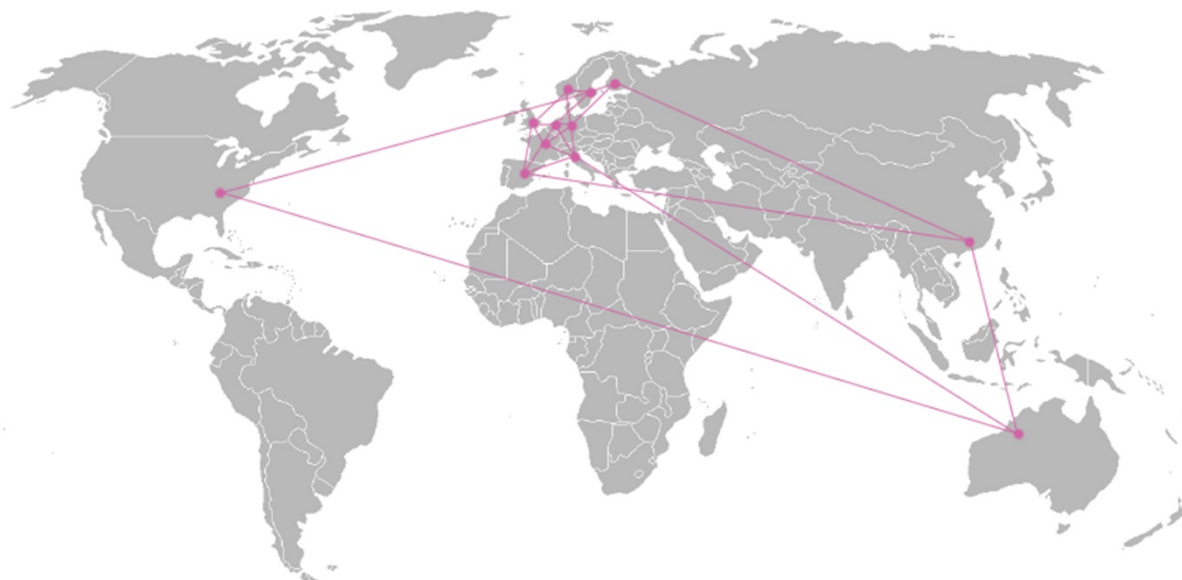
Camanio Care is already represented in 13 countries with distributors in Europe, Australia and Asia. The company also has a wholly-owned subsidiary in the US; Camanio Care Inc. Going forward, we intend to continue to increase the number of markets where we are present, further expanding our distribution network. These are the markets where we are operating in today:

- Denmark
- Finland
- Norway
- Sweden
- Netherlands
- United Kingdom
- Spain
- France
- Germany
- Italy
- Australia
- Hong Kong
- China
- USA

Camanio Care has a total of 14 employees focusing on R&D, production, sales and marketing. All employees working with sales are trained and focused on supporting customers through training and implementation support. We strongly believe in collaborating closely with our customers to achieve high quality care, evaluation and follow-up.

With the capital raised through this rights issue, Camanio Care will be able leverage its already established network to effectively accelerate growth, especially into the Chinese market.

The Company’s primary markets have historically been Northern Europe and the USA. Going forward, the company will focus even more on the Chinese market, due to its significant potential. Other markets with immediate potential for expansion are the Middle East, South and Central America, and Canada.



## A comment from the CEO

The world is currently undergoing several major changes. Our society is becoming digitized at a high rate and new technologies and social progress are leading to a rapid population growth as well as an increased life expectancy.

As a result, the pressure on the entire healthcare sector is increasing, especially in the field of elderly care. The amount of years we live with bad health is increasing and for a great amount of people, the last 10 years in life are characterized by illness and disability. These are global trends that society has yet not managed to handle.

We are already today debating the ongoing health care crisis. Staff is fleeing from poor working conditions and elderly people in need of care live without sufficient support due to stress and lack of time among the personnel. These problems will only grow with time and the resources required from society will be immense – if no change occurs.

In order to meet the needs arising from these global trends, we strongly believe that technology has a key role to play in future care organisations. Camanio Care is therefore developing new solutions that support basic human needs, relieve the staff and improve the quality of life for the elderly and people with disabilities. By implementing new technology, for example robotics that can assist with the most time-consuming activities, such as the mealtime, hygiene or activation situation, healthcare professionals will have more time to care for and interact with their clients, while it also provides an opportunity for those in need of support to live a more independent and dignified life.

Camanio Care's main objective is to secure quality and efficiency of tomorrow's elderly care. The current health care system is rapidly drifting towards being more digitized and more technology driven, and our company is well positioned to meet the future need within healthcare.

**With the capital secured through this rights issue, we believe Camanio Care will be able to accelerate its growth even further by commercializing our products in the Chinese market.** In China alone, the number of people over 60 years of age is expected to increase by approximately 300 million within 30 years. Close to half of China's population will be 60 years or older by 2050, according to the Swedish Agency for Growth Policy Analysis.

To handle this major demographic shift, new technology solutions like Bestic, Giraff and jDome BikeAround will be essential. The interest for our products from Chinese investors and potential partners in the region has been significant. We are very pleased that our recently announced strategic and operational partner Zhongrui Funing Robotics now invests in the company, becoming a major shareholder in Camanio Care.

With joint force and secured capital, we will now pursue the rapidly growing demand of our products in China and continue our strategy for expansion on the global market.

Catharina  
CEO, Camanio Care AB

Borgenstierna





## The company, Camanio Care

Camanio Care is a robotics and IT company operating within the field of welfare technology, helping people to improve their quality of life as well as freeing up time for care personnel. The Company offers numerous products and services within its current focus areas *Activation*, *Mealtime* and *Safety & Communication* to meet society's rapidly growing needs.

### Mission

Camanio Care's services and products shall be marketed and sold across the globe to public and private sector actors operating in the field of welfare technology. The Company's customers and target groups are currently comprised of:

- Elderly individuals in need of care or support
- People of all ages with disabilities
- People with chronic diseases and dementia
- Personnel and organisations active within the care sector

Camanio Care is steadfast in our belief: Everybody has the same right to a dignified, active life, regardless of their life situation. This is why we create products and services which overcome as many limitations as possible, with the goal of empowering people to live their lives in a way that is not dictated by their disease or condition.

Our passion for helping people to improve their quality of life is based on our comprehensive experience. Through our end users and personal experience, we know what it is like to be dependent on others. And we know the strength that lies in the reverse – living independently.

### Activation

Activity is critical for well-being, and we offer solutions that enable physical, social and cognitive activation in a simple, engaging way. jDome offers unheard of possibilities, such as taking a cycle trip through the streets of your childhood.

### Mealtime

The mealtime situation can present a challenge in elderly care, or for persons with different disabilities. We offer tools to assist with eating and drinking, like Bestic® and Drinc™, which allow for an entirely new way to achieve independence. We also offer a unique table solution, Butler, for better ergonomics, as well as our index MQi™, which is a measurement for the quality of the entire mealtime situation.

### Safety and communication

With our newest product Giraff, we offer the possibility of virtual surveillance and contact for healthcare professionals and relatives through a remote-controlled display. Giraff is today the platform in a large European research project called MoveCare.

### Products

The company's main products are listed below.

#### jDome BikeAround

jDome consists of a surrounding screen, a "dome", on which is projected a world created by jDome's unique software. The software adapts images from Google's Street View map service, enabling an incredible range of environments to make the experience totally user-specific. The user moves through the world with the help of a specially designed training bicycle, determining the speed and direction by pedalling and steering. The experience of being surrounded by a street view stimulates many senses and engenders a feeling of being there "in real life". In addition to activating the user physically, jDome helps to stimulate meaningful conversations and mutual comprehension between the user and, for example, care personnel or relatives.

#### Bestic

Bestic is a robotic eating aid that allows people who previously required assistance with eating to gain more independence. People with neurological diagnoses such as stroke, MS, Parkinson's, ALS, and other groups such as those with rheumatism, cerebral palsy or spinal cord injuries, as well as many more, may have difficulties in using their arms or hands, or be affected by involuntary movements. Assistance with eating is therefore common within the care sector. However, this assistance can be plagued by challenges and problems, such as a lack of time or understanding, difficulties in conversation and communication during the mealtime, the perception of less dignity or equality, or even difficulties swallowing depending on the feeding method.

#### Giraff

The Giraff telepresence robot helps elderly people remain in their homes for longer, and allows them to stay connected to their friends and family and care personnel in the most personal way possible without actually being there.

#### Mealtime Quality Index

MQi is a self-developed quality index which provides a unique possibility of ascertaining the actual quality level achieved by a care home with respect to the mealtime situation. MQi is currently best suited for care homes, but can also be adapted to home help operations, home care and group homes.

## Organization

The Company currently employs 14 people, two of whom work in the US market. The Company has functions for sales, development, production, service, finance, marketing and administration. Sales are made to 12 countries through distributors. Camanio Care's head office is in Stockholm, and the registered address is in Eskilstuna, in the Södermanland region.

### Our most important markets by percentage of turnover:



Historically, sales of jDome BikeAround and Bestic account for the majority of the Company's revenues. In 2016, 48 % of the Company's sales took place in Sweden, 33 % took place in Europe, 12 % took place in the US and 7 % took place in other markets.

### Intangible and tangible assets

#### Intangible assets

- in Camanio Care AB: Capitalized expenditure (carrying amount = kSEK 1,134 per 12/31/2016)
- in Bestic AB: Capitalized expenditure (carrying amount = kSEK 1,485 per 12/31/2016)
- Trademarks
  - The Company has registered the trademark Bestic in Sweden and the EU and has applied for registration in the USA.
  - jDome – EU + South Korea
  - BikeAround – PRV
  - Bonacur – PRV
- The design of the Picasso control device is protected. The device is used to control and program Bestic and can also function as a computer mouse.
- Patent regarding the construction of the jDome dome
  - 0602298-2: (approved as 529912): applies to an inflatable version. Patent valid until 2026.
  - 0900315-3: (approved) refers to the unique x-formed stand and its folding function. Patent valid until 2029.
  - 0901199-0: (approved) refers to the manner in which the screen folds. Patent valid until 2029.

- 0901402-8: (paused) refers to the production process for a folding, seamless screen.
- Ongoing international patent application PCT/SE2014/051192 "Eating aid robot and method for controlling the same" - which refers to an algorithm for controlling the spoon.
- Source code to the BikeAround software for projecting Google Street View on the dome

#### Tangible assets in Bestic AB

- Tool for manufacturing the plastic case for the eating aid Bestic (carrying amount = kSEK 513 per 12/31/2016). The tools, made of steel, comprise 14 different forms and are estimated to produce at least 20,000 units during their lifetime.

#### Significant agreements

The Company's most important partnership agreements are its agreements with international distributors. These agreements with international distributors currently apply to the countries: Denmark, Finland, Norway, Sweden, Netherlands, United Kingdom, Spain, France, Germany, Italy, Australia, Hong Kong and China. One of our distributors in the UK recently won an important framework agreement to supply the NHS in London, which will be contribute to the prescription and sale of, for example, Bestic.

In other respects, the key suppliers within production and manufacture are significant to the Company. The manufacture and assembly of Bestic is executed by the supplier Eskilstuna Elektronikpartner AB, with which the Company has an agreement in place.

Beginning in January 2017, the Company has an agreement with Mälardalen University for one Industrial doctoral student (5 years) and an agreement for research and development together with a consortium comprised of Karlstad and Tokyo University.

#### Group structure and shareholdings

Camano Care AB is part of a Group together with its two subsidiaries; Bestic AB and Camano Care Inc.

Bestic AB is a wholly-owned subsidiary with the Corporate Identity Number 556707-2516, share capital of SEK 248,202 and its registered offices in Eskilstuna. The company was acquired in October 2016.

Camano Care Inc., based in Boston but registered in Delaware in July 2013, is a wholly-owned subsidiary which does not currently have any share capital. During 2016, Camano Care Inc. was a dormant subsidiary of Bestic AB. In January 2017, the Company was transferred to Camano Care AB as a subsidiary and changed its business name to Camano Care Inc. With the exception of these two subsidiaries, the Group has no further associated companies and the Company has no shareholdings.

## Historical overview and description of the founding of the Group

Figure 1 below illustrates how Brighter AB first acquired the company Bestic AB via an offset issue (stage 1) on 11/28/2016. This represented the initial formation of the Group (stage 2). On the same date, a private placement

was carried out (stage 3) to raise new capital, after which a spread of ownership took place (stage 4) when Brighter AB distributed a dividend to its shareholders.

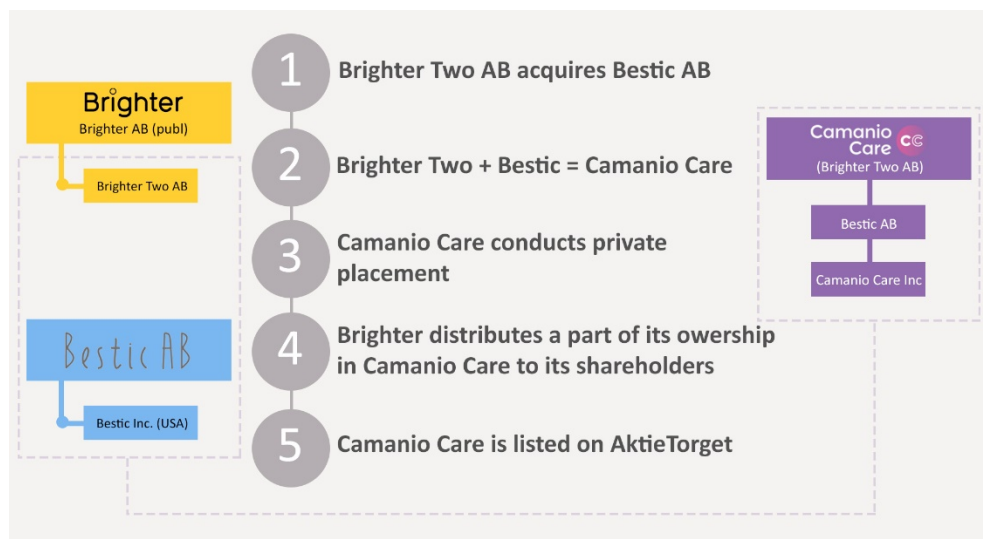


Figure 1.

2008	The company behind jDome BikeAround, Division by Zero AB, is started and the first patent on jDome is approved (Division by Zero AB)
2011	The Health Technology Center in Halland designs the BikeAround application with jDome as a base (Division by Zero AB) Bestic launch in Sweden (Bestic AB)
2012	jDome BikeAround gets its first customers in Sweden (Division by Zero AB) Bestic introduction in Netherlands, Finland, Denmark and Norway (Bestic AB)
2014	Google buys a jDome BikeAround (Division by Zero)
2015	Division by Zero is acquired by Brighter and renamed Brighter Two
2016	Brighter Two acquires Bestic and becomes Camanio Care
2017	Camanio Care AB launches jDome BikeAround in the US Camanio Care is listed on AktieTorget Camanio Care acquires Giraff Technologies Camanio Care initiates a partnership with the Chinese company Zhongrui Funing Robotics Camanio Care signs a sales agreement with a Hong Kong distributor Camanio Care increases the rate of expansion and announces rights issue

### Preliminary purchase allocation, Bestic AB

In October 2016, the company Bestic AB was acquired by means of an issue for non-cash consideration. The non-cash value amounted to kSEK 13,561 and the preliminary

purchase allocation, after the elimination of acquired net assets, illustrated a surplus value of kSEK 14,081, allocated as follows.

<b>Purchase price (kSEK)</b>	<b>13,561</b>
<b>Net assets (Bestic AB) recognized in the accounts</b>	520
<b>Total</b>	<b>14,081</b>
<b>Deferred tax</b>	-929
<b>Trademarks</b>	4,097
<b>Goodwill</b>	10,913

## Development of share capital for Camano Care AB

Year	Event	Price/ share	Number of shares	Total		Change		Quotient value	Comments
				Number of shares	Share capital	Share capital	Share capital		
7/1/2008	Formation	SEK 1.00	100,000	100,000	100,000	100,000	100,000	SEK 1.00	
3/31/2010	Conversion of convertible	SEK 1.00	20,000	120,000	20,000	120,000	120,000	SEK 1.00	
7/28/2010	Conversion of convertible	SEK 1.00	20,000	140,000	20,000	140,000	140,000	SEK 1.00	
10/19/2011	New share issue	SEK 50.00	31,375	171,375	51,375	171,375	171,375	SEK 1.00	
8/23/2012	New share issue	SEK 41.33	44,345	215,720	44,345	215,720	215,720	SEK 1.00	Offset
9/9/2013	New share issue	SEK 20.00	60,000	275,720	60,000	275,720	275,720	SEK 1.00	
11/6/2013	New share issue	SEK 2.00	455,740	731,460	455,740	731,460	731,460	SEK 1.00	Offset
11/6/2013	New share issue	SEK 2.00	32,850	764,310	32,850	764,310	764,310	SEK 1.00	Offset
12/16/2013	New share issue	SEK 7.00	84,500	848,810	84,500	848,810	848,810	SEK 1.00	
2/3/2014	New share issue	SEK 18.00	58,700	907,510	58,700	907,510	907,510	SEK 1.00	
5/21/2014	New share issue	SEK 18.00	500	908,010	500	908,010	908,010	SEK 1.00	
1/21/2015	New share issue	SEK 22.00	60,612	968,622	60,612	968,622	968,622	SEK 1.00	
10/24/2016	Resolution on class of stock and 5:1 split		-	4,843,110	-	968,622	968,622	SEK 0.20	Conversion to solely Class A stock in the Company.
11/28/2016	Issue for non-cash consideration	SEK 4.20 <sup>1</sup>	3,228,740	11,284,214	645,748	2,063,118	2,063,118	SEK 0.20	Payment for Bestic AB. See 1 in Figure 1.
11/28/2016	New share issue	SEK 4.20	2,243,742	8,055,474	448,748	1,417,370	1,417,370	SEK 0.20	
2/28/2017	New share issue	SEK 5.50	90,909	10,406,501	18,182	2,081,300	2,081,300	SEK 0.20	

The two listed issues which took place on 11/28/2016 were linked to the illustration presented in Figure 1 below (see next page). The purpose of the new share issues was to pay for the shares in Bestic AB and to raise capital.

### Shareholder list as per January 27, 2017

The largest shareholders, with at least 10 % of the shares in the Company, as per January 27, 2017, or the Company's 10 largest owners, are listed below. As per 01/27/2017, the Company had approximately 4,000 shareholders.

Name	Proportion of votes and capital
Brighter AB	30.14* %
Hemmingsson Partner AB**	12.64 %
Kinovo Group AB***	6.68 %
Robert Melin	5.64 %
Escritura****	2.71 %
Jonas Metzger	2.56 %
Försäkringsbolaget Avanza Pension	2.55 %
Export Assist Sweden AB*****	2.52 %
Per Jan Mikael Vasilis	2.31 %
Sörmlandsfonden	1.92 %
Truls Sjöstedt	1.82 %

\*Proportion as per 03/09/2017: 29.99%

\*\* Owned by Sten Hemmingsson

\*\*\* Owned by Catharina Borgenstierna

\*\*\*\* Owned by Erik Mared

\*\*\*\*\* Owned by Nour Khalil

<sup>1</sup> Share price adjusted for split 10/24/2016.

## Board of Directors and CEO

Camanio Care's Articles of Association stipulate that the Board of Directors is to consist of a minimum of three and a maximum of five members, with a maximum of one deputy member. AktieTorget's regulations, on the other hand, stipulate that Camanio Care's Board of Directors is to consist of a minimum of four members, a requirement that the Company currently meets with its five members.

### Catharina Borgenstierna – CEO (since November 2016)

Catharina Borgenstierna (d.o.b. 1973) MSc Economics, Medical Engineering from Stockholm University, Executive MBA from Stockholm School of Economics.

Catharina has over 20 years of experience of marketing, sales and management positions within medical technology and telecommunications. For example, Catharina has worked within the Getinge Group at Maquet Critical Care and at Siemens. At various points in her career, Catharina has been responsible for successful taking projects from concept to international launch, with subsequent sales and support. She has led teams and organizations of varying sizes with considerable success.



### Holdings in the Company

Catharina Borgenstierna owns 689,035 shares in Camanio Care via the company Kinovo Group, corresponding to approximately 6.68 %. In addition, Catharina Borgenstierna owns 120,000 share warrants via the company Kinovo Group.

### Company engagements during the last five years

Company	Position	Period
Camanio Care AB	CEO	Ongoing
Bestic AB	CEO	Ongoing
Kinovo Group AB	CEO	Ongoing
Stiftelsen Swecare	Deputy Board Member	Ongoing
Nordic China Healthcare Solution AB	Deputy Board Member	Ongoing
Cajabo	CEO	Terminated during the period
Agentia Life Science	Board Member	Terminated during the period

### Part-ownership over 10 % during the last five years

Company	Capital	Votes	Period
Kinovo Group AB	100 %	100 %	Ongoing
Nordic China Healthcare Solution AB	10 %	10 %	Ongoing
Bestic	6-40%	6-40%	Terminated during the period
Agentia Life Science	Approx. 30 %	Approx. 30%	Terminated during the period
Cajabo	100 %	100 %	Terminated during the period

### Compulsory liquidation and bankruptcy

During the last five years, Catharina Borgenstierna has not been involved in any company entering into bankruptcy, compulsory liquidation or administration.



**Pia Engholm – Chairman of the Board (since November 2016)**

Pia Engholm (d.o.b. 1970) MSC Business from Stockholm School of Economics, CEMS Master from ESADE Business School in Barcelona. Pia has a background as a serial entrepreneur, involved in the founding and management of companies within education, consulting and medical technology/sales.

She has extensive experience of leading companies from start-up to establishment, often focusing on export-driven sales. In recent years, Pia has also been an active investor and Board member, mainly for companies and organizations within medical technology, simulation and robotics.



*Holdings in the Company*

Via the company Panasari AB, Pia Engholm owns 25,407 shares (equivalent to 0.25% of votes and capital) in Camanio Care. Pia owns 50 % of the shares in Panasari AB. She also privately owns 62,000 share warrants in the Company.

*Company engagements during the last five years*

Company	Position	Period
Camanio Care AB	Chairman	Ongoing
Panasari AB	Chairman	Ongoing
Attensi AB	Deputy Board Member	Ongoing
Voffaborg	Deputy Board Member	Ongoing
Espansari AB	Deputy Board Member	Ongoing
Zipreneur AB	Chairman	Ongoing
Bestic AB	Chairman	Ongoing

*Part-ownership over 10 % during the last five years*

Company	Capital	Votes	Period
Panasari AB	50%	50%	Ongoing
Attensi AB	15.3%	15.3%	Ongoing
Espansari AB	50%	50%	Ongoing

*Compulsory liquidation and bankruptcy*

During the last five years, Pia Engholm has not been involved in any company entering into bankruptcy, compulsory liquidation or administration.

**Pehr-Johan Fager – Board Member (since November 2016)**

Pehr-Johan Fager (d.o.b. 1953) BSc Chemistry, Biology from Uppsala University. Pehr-Johan Fager has over 25 years of experience within diagnostics and medical technology.

He has held several leading positions and has spent the last ten years as a management consultant, helping companies to develop and become profitable. Pehr-Johan Fager has also been on several Boards of Directors, within both small and large companies.

In addition to his seat on the Board, Pehr-Johan Fager has a long-term consultancy agreement.

*Holdings in the Company*

Via the company AreBe Group AB, Pehr-Johan Fager owns 66,112 shares (equivalent to 0.65 % of votes and capital) in Camanio Care. Pehr-Johan's share of ownership of the AreBe Group is 80 %. He also privately owns 44,000 share warrants in Camanio Care.



*Company engagements during the last five years*

Company	Position	Period
TWOSELL AB	Chairman	Ongoing
Bestic AB	Board Member	Ongoing
AreBe Group AB	CEO	Ongoing
AreBe Group AB	Chairman	Ongoing
Bright Sky AB	Board Member	Ongoing
Tornberget Fastighetsförvaltnings- aktiebolag i Haninge,	Board Member	Ongoing
Bestic AB	Chairman	Terminated during the period

*Part-ownership over 10 % during the last five years*

Company	Capital	Votes	Period
AreBe Group AB	80 %	80 %	Ongoing

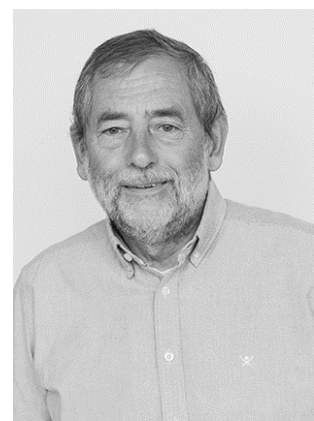
*Compulsory liquidation and bankruptcy*

During the last five years, Pehr-Johan Fager has not been involved in any company entering into bankruptcy, compulsory liquidation or administration.

**Karsten Inde – Board Member (appointed January 2017)**

Karsten Inde (d.o.b. 1947) has worked as an entrepreneur within the care sector. Since 1976, he has built up several companies which have achieved turnover of a billion kronor, including Frösunda and Team Olivia.

In recent years, Inde has invested in start-ups within medicine and environment, such as Atrogi and Exeger, and within construction and property companies such as Gotlandsbyggen AB and Hemsehem AB. Inde is also active in social work related to sport and training, both in Sweden and in countries with fewer resources, including Moldova and in the Caribbean.



*Holdings in the Company*

Karsten Inde owns no shares or share warrants in Camanio Care AB.

*Company engagements during the last five years*

Company	Position	Period
Team Olivia Group AB	Board Member	Ongoing
Gotlandsbyggen AB	Board Member	Ongoing
Hemsehem AB	CEO	Ongoing
Visby Creperie AB	Board Member	Ongoing
Athletes Sports Academy AB	Board Member	Ongoing
Comai AB	Board Member	Ongoing
Break a New Ground AB	Board Member	Ongoing
Avacado AB	CEO	Ongoing
Vallmo Invest AB	Board Member	Ongoing
Nikkomax AB	Board Member	Ongoing
Alma Mater AB	Board Member	Ongoing
Leva Kungslador AB	Board Member	Terminated during the period
Leva Naturvänligt AB	Board Member	Terminated during the period

*Part-ownership over 10 % during the last five years*

Company	Capital	Votes	Period
Team Olivia Group AB	22%	22%	Ongoing
Avacado AB	100%	100%	Ongoing
Gotlandsbyggen AB	60%	60%	Ongoing
Hemsehem AB	95%	95%	Ongoing

*Compulsory liquidation and bankruptcy*

During the last five years, Karsten Inde has not been involved in any company entering into bankruptcy, compulsory liquidation or administration.

**Petra Kaur – Board Member (since November 2016)**

Petra Kaur (d.o.b. 1970) MSc Biology from Umeå University, research into pharmacology at the Karolinska Institute. Petra has long experience of leading roles within sales and marketing in companies operating in the pharmaceuticals market, including Astra Zeneca and Sanofi, and within advertising and digital strategy firms such as Nightingale, Ogilvy/INGO and Great Clarity. Petra has worked as a communication and marketing strategy consultant since 2013.



*Holdings in the Company*

Petra Kaur owns no shares or share warrants in Camanio Care AB.

*Company engagements during the last five years*

Company	Position	Period
Brighter AB	Board Member	Ongoing
Camanio Care AB	Board Member	Ongoing

*Part-ownership over 10 % during the last five years*

Company	Capital	Votes	Period
N/A			

*Compulsory liquidation and bankruptcy*

During the last five years, Petra Kaur has not been involved in any company entering into bankruptcy, compulsory liquidation or administration.

**Johan Lidén – Board Member (since November 2016)**

Johan Lidén (d.o.b. 1957) MSc Applied Physics and Electrical Engineering from Linköping University, Executive MBA from Stockholm School of Economics. Johan Lidén has over 35 years of experience within diagnostics and medical technology.

For example, Johan has worked on the development of Örebro University Hospital, as International Product and Marketing Manager at Siemens Medical, and was involved in the founding of Intel Health & Life Sciences. He has held several leading positions, with the last 11 years spent working on business development at Intel, focusing on helping companies to develop the use of IT in medical treatment and health care in the Nordic region, together with Intel.



*Holdings in the Company*

Johan Lidén owns 19,000 share warrants in Camano Care AB.

*Company engagements during the last five years*

Company	Position	Period
Camano Care AB	Board Member	Ongoing

*Part-ownership over 10 % during the last five years*

Johan Lidén has no part-ownerships over 10 %.

*Compulsory liquidation and bankruptcy*

During the last five years, Johan Lidén has not been involved in any company entering into bankruptcy, compulsory liquidation or administration.



### Family connections and potential conflicts of interest

There are no family connections or potential conflicts of interest between Board Members, senior executives or major shareholders except for the loan arrangements and consultancy agreements specified below. All members of the Board of Management are considered as independent Board members except for Pehr-Johan Fager who has a consulting agreement with the company.

### Remuneration and benefits for Board Members and the CEO (2017)

Name	Fee
Catharina Borgenstierna, CEO	720,000
Pia Engholm, Chairman	225,500
Petra Kaur, Board Member	112,750
Karsten Inde, Board Member	112,750
Johan Lidén, Board Member	112,750
Pehr-Johan Fager, Board Member	112,750

Under the terms of her contract, the CEO is also entitled to variable remuneration, on the condition that the CEO, in the assessment of the Board of Directors, fulfills the criteria for qualifying for variable remuneration as these are determined by the Board of Directors. Under these terms, variable remuneration for the financial year 2017 amounts to 1% of the Company's invoiced net turnover during the preceding month.

### Forms of work of the Board of Directors

- All members are elected for a mandate period continuing until the next annual general meeting.
- The work of the Board of Directors follows the formal work plan established for the Board. The work of the CEO is determined through terms of reference issued by the Board of Directors. The formal work plan and the terms of reference are ratified each year by the Company's Board of Directors.
- Matters related to auditing or remuneration are resolved on directly by the Board of Directors.
- The Company is not obliged to follow the Swedish Code of Corporate Governance and has not voluntarily committed to do so.

Hemmingsson Partners AB and Kinovo Group AB have provided loans to the subsidiary Bestic AB. These are scheduled to be repaid by no later than July 31, 2017.

Pehr-Johan Fager, Arebe Group AB has engaged in consultancy assignments on behalf of the Company during the first quarter of 2017, with remuneration for these assignments amounting to kSEK 30 per month. Petra Kaur has engaged in assignments on behalf of the Company, with remuneration for these assignments amounting to kSEK 25 as per the listing date.

The Company also has a consultancy agreement with Brighter AB. The fee payable under the consultancy agreement is dependent on the hours incurred, as ordered by Camanio Care AB, on software development for jDome, corresponding to approximately kSEK 72/month.

### AktieTorget's lock-up agreement

AktieTorget's lock-up agreement has been signed by all Board members and CEO holding shares in the Company, as well as major shareholders with holdings of 10 percent or more. The terms for the lock-up stipulate 90 percent for 12 months.

### Shareholders' contributions and receivable from Brighter AB

The previous majority owner Brighter AB has provided conditional shareholders' contributions totaling SEK 5,555,299 to Camanio Care, of which SEK 2,498,710 refers to injections yet to be settled, recognized in Camanio Care as a receivable from Brighter AB as per 12/31/2016.

### Related party transactions

Loans in place between the Company and related parties of the Company as per 12/31/2016 are listed below.

Lender	Amount	Borrower	Relation
Hemmingsson Partners AB	kSEK 115	Bestic AB	Associate
Kinovo Group AB	kSEK 56	Bestic AB	Associate

### Employee stock warrant plan

There are two existing stock warrant programs in the Company (Series I 2016/19, Series II 2016/19) and a UNIT issue including a warrant element. The warrant program is intended to serve as a remuneration mechanism for Board members and as an effective instrument for increasing talented employees' commitment to the Company.

#### Series I 2016/19

The annual general meeting held on November 14, 2016 resolved to issue share warrants and approve the transfer of share warrants to Board members in the Company, to a maximum of 125,000 warrants. The subscription period ends on May 14, 2017. A total of 125,000 share warrants were subscribed for in December 2016 by the Chairman Pia Engholm and the Board members Johan Lidén and Pehr-Johan Fager, respectively. Each share warrant entitles the holder to subscribe for one (1) new share against payment in cash at a subscription price of SEK 10.50. All warrant holders in Series I 2016/19 have entered into option agreements with the Company, through which the Company, under certain circumstances, is entitled to repurchase the share warrant. Subscription for shares based on the share warrants may take place (i) during a period of one month after the publication of the Company's Q2 Interim report for 2019, (ii) during a period beginning on the date of publication of the Company's Q3 Interim report for 2019 until December 31, 2019.

#### Series II 2016/19

The annual general meeting held on November 14, 2016 resolved to issue share warrants and approve the transfer of share warrants to personnel and key individuals in the Company, to a maximum of 500,000 warrants. The subscription period ends on May 14, 2017. A total of 230,000 share warrants were subscribed for in December 2016 by CEO Catharina Borgenstierna and other employees and key individuals in the Company. Each share warrant entitles the holder to subscribe for one (1) new share against payment in cash at a subscription price of SEK 10.50. All warrant holders in Series II 2016/19 have entered into option agreements with the Company, through which the Company, under certain circumstances, is entitled to repurchase the share warrant. Subscription for shares based on the share warrants may take place (i) during a period of one month after the publication of the Company's Q2 Interim report for 2019, (ii) during a period beginning on the date of publication of the Company's Q3 Interim report for 2019 until December 31, 2019.

#### UNIT issue / Series I 2016/17

On November 14, 2016, the Board of Directors resolved to issue a maximum of 1,121,871 units. One unit consists

of two (2) shares and one (1) share warrant (Series I 2016/2017). Each share warrant entitles the holder to subscribe for one share in the Company. The subscription price per unit was SEK 8.40, of which SEK 4.20 refers to each share. The share warrants were distributed for no consideration. Each share warrant entitles the holder to subscribe for one (1) new share in Camanio Care for a subscription price equivalent to 75 percent of the volume-weighted average price, calculated as the average daily volume-weighted buy rate quoted for the Camanio Care share on the official price list of the marketplace, for a period of 20 trading days beginning from the date on which Camanio Care publishes its Interim report for the period (1) January - March 2017, and/or (2) January - September 2017 or, in the event that Camanio Care has not published any such interim report, December 22, 2017 ("the calculation period"), although a minimum of SEK 4.20. The exercise of share warrants is to take place during a period of three calendar weeks, beginning one week after the end of the calculation period, although no later than (1) June 2, 2017 and/or (2) February 2, 2018.

#### Auditor for Camanio Care AB

Magnus Lagerberg, Authorized Public Accountant and Member of FAR  
Öhrlings PricewaterhouseCoopers AB  
Torsgatan 21  
SE-113 97 Stockholm

Registered accountant since 10/28/2015

The previous auditor during the last two years was:

Ingrid Marie Nordlander,  
c/o Parameter  
Sant Eriksgratan 63  
SE-112 34 Stockholm

The reason for the change of auditor was the change in ownership which took place during fall 2015, when Brighter AB acquired Division by Zero.

#### Auditor for Bestic AB

The subsidiary Bestic AB changed auditor at the general meeting of shareholders held in May 2015 on the expiry of the previous auditor's mandate period.

The current auditor is:  
Kristina Halvdansson  
BDO Mälardalen AB  
Rademachergatan 17  
SE-632 20 Eskilstuna

In conjunction with the annual general meeting for 2017, the proposal will be made to retain the same auditor for all companies in the Group.

## Financial information

### Referenced documents containing complete historical financial information

Complete historical financial information is provided by reference. The annual reports referred to (see below) include audit reports for the financial information and accounting principles included via reference.

The referred to documents should be read as a part of the memorandum. The referenced documents are available from the Company's offices located at Norgvegatan 2, SE-164 32 Kista, and its website [www.camanio.com](http://www.camanio.com).

#### Included via reference:

Annual Report Division by Zero AB (publ) 01/01/2014–12/31/2014 (now Camanio Care AB)  
 Annual Report Brighter Two AB (publ) 01/01/2015–12/31/2015 (now Camanio Care AB)  
 Annual Report Bestic AB 01/01/2014–12/31/2014  
 Annual Report Bestic AB 01/01/2015–12/31/2015

Both companies apply BFN AR2012:1 Annual reports and consolidated accounts (K3).

Summaries in the form of multi-year reviews can be found below.

## Previous turnover and earnings trend during the Companies' years of operation

<b>Camanio Care AB</b>					
<u>Multi-year review, kSEK</u>	2016	2015	2014	2013	2012
Net turnover	2,288	2,630	1,024	956	358
Profit/loss after financial items	-2,933	-2,904	-2,095	-971	-1,768
Balance sheet total	27,391	3,715	2,938	4,312	3,154
Equity/assets ratio	86%	26%	30%	38%	-18%

<b>Bestic AB</b>					
<u>Multi-year review, kSEK</u>	2016	2015	2014	2013	2012 (18 months)
Net turnover	2,395	2,523	2,725	1,759	1,630
Profit/loss after financial items	-2,635	-3,378	-2,393	-2,451	-1,873
Balance sheet total	3,150	3,620	3,498	5,314	2,707
Equity/assets ratio	8%	45%	43%	73%	24%

Capitalization in the subsidiary Bestic AB has referred mainly to internally-generated capitalized development expenditure. This is amortized during a period of 10 years from the acquisition date. For tools and equipment, annual depreciation of 10-20% is undertaken on the assets' acquisition costs.

## INCOME STATEMENT

Amounts in kSEK

	Group 2016	Parent Company 2016	Group Proforma <sup>2</sup> Full year 2016
<b>Operating income, inventory changes, etc.</b>			
Net turnover <sup>3</sup>	3,069	2,288	4,571
Work performed by the Company for its own use and capitalized	48		310
Other operating income	36	17	51
<b>TOTAL operating income, inventory changes, etc.</b>	<b>3,153</b>	<b>2,305</b>	<b>4,932</b>
<b>Operating expenses</b>			
Goods for resale	-949	-454	-1,832
Other external expenses	-3,179	-2,114	-4,167
Personnel costs	-2,033	-2,359	-3,748
Depreciation, amortization and impairment of tangible and intangible fixed assets	-1,046	-212	-1,315
Other operating expenses	-7	-12	-33
<b>TOTAL operating expenses</b>	<b>-7,214</b>	<b>-5,150</b>	<b>-11,095</b>
<b>Operating profit/loss</b>	<b>-4,061</b>	<b>-2,845</b>	<b>-6,163</b>
<b>Financial items</b>			
Other interest income and similar profit/loss items	12		12
Interest expenses and similar profit/loss items	-128	-88	-167
<b>TOTAL financial items</b>	<b>-116</b>	<b>-88</b>	<b>-155</b>
<b>Profit/loss after financial items</b>	<b>-4,177</b>	<b>-2,933</b>	<b>-6,318</b>
<b>Profit/loss before taxes</b>	<b>-4,177</b>	<b>-2,933</b>	<b>-6,318</b>
Deferred tax	48		165
<b>Net profit/loss for the year</b>	<b>-4,131</b>	<b>-2,933</b>	<b>-6,153</b>
Net profit/loss for the year attributable to shareholders in the Parent Company	-4,131	-2,933	-6,153

<sup>2</sup> The Group Proforma accounts for 2016 have been prepared as though the acquisition of the subsidiary Bestic AB took place on 01/01/2016, entailing that Bestic AB's income statement for 12 months is consolidated in the proforma accounts. The proforma accounts have not been reviewed by the Company's auditor. The acquisition actually took place on 10/24/2016, and in the official consolidated accounts, only revenues and expenses as of the acquisition date have been included in the accounts.

<sup>3</sup> As of 2017, essentially all sales will be transferred to the Parent Company.

## BALANCE SHEET

Amounts in kSEK

	Group 2016	Parent Company 2016
ASSETS		
<b>Fixed assets</b>		
<u>Intangible fixed assets</u>		
Capitalized expenditure for development work	2,619	1,134
Concessions, patents, licenses, trademarks and similar rights	4,013	15
Goodwill	10,374	-
Total intangible fixed assets	17,006	1,150
Tangible fixed assets	513	-
Financial assets		
Participations in Group companies	-	14,823
<b>Total fixed assets</b>	<b>17,519</b>	<b>15,973</b>
<b>Current assets</b>		
Inventories, etc.		
Raw materials and consumables	139	-
Work-in-progress	11	11
Finished goods and goods for resale	231	231
Advance payments to suppliers	475	325
Total	<b>856</b>	<b>567</b>
Current receivables		
Trade receivables	1,427	1,066
Receivables from Group companies	-	287
Other current receivables	2,815	2,814
Prepaid expenses and accrued income	249	193
Total	<b>4,491</b>	<b>4,360</b>
Cash and bank balances	6,701	6,491
<b>Total current assets</b>	<b>12,048</b>	<b>11,418</b>
<b>TOTAL ASSETS</b>	<b>25,567</b>	<b>27,391</b>



EQUITY AND LIABILITIES	Group 2016	Parent Company 2016
<b>Equity</b>		
Share capital	2,063	2,063
Other contributed capital/Share premium reserve	36,466	30,900
Retained earnings	-12,000	-6,446
Net profit/loss for the year attributable to shareholders in the Parent Company	-4,131	-2,933
Equity attributable to shareholders in the Parent Company	<b>22,398</b>	<b>23,585</b>
<b>TOTAL Equity</b>	<b>22,398</b>	<b>23,585</b>
<b>Provisions</b>		
Deferred tax liability	883	-
<b>Total provisions</b>	<b>883</b>	<b>-</b>
<b>Non-current liabilities</b>		
Bond loan	170	-
Other liabilities to credit institutions	1,626	1,291
Other non-current liabilities	649	-
<b>Total non-current liabilities</b>	<b>2,445</b>	<b>1,291</b>
<b>Current liabilities</b>		
Trade payables	738	871
Liabilities to credit institutions	660	-
Current tax liabilities	16	-
Liabilities to associated companies	1,023	-
Other current liabilities	308	723
Accrued expenses and deferred income	1,096	922
<b>Total current liabilities</b>	<b>3,841</b>	<b>2,515</b>
<b>TOTAL liabilities and equity</b>	<b>29,567</b>	<b>27,391</b>

## Comments on the financial overview

### Surplus values

Surplus values arising in the Group in conjunction with the acquisition of Bestic AB have been calculated as deriving to 30 % from patents, trademarks and designs, with the remainder deriving from goodwill, whereby the company's established sales channels are assessed as having a high value.

Trademarks and goodwill are amortized at a rate of 20% per year.

### Revenues and operating profit

Camanio Care's net turnover for 2015 amounted to approximately SEK 5.1 million and for 2014 to approximately SEK 3.7 million. Bestic AB's net turnover for 2015 amounted to approximately SEK 2.5 million and for 2014 to approximately SEK 2.7 million.

In 2016, the Group's net turnover amounted to approximately SEK 3.1 million, of which Camanio Care AB accounted for SEK 2.2 million and Bestic AB SEK 0.9 million in external invoicing. There are numerous reasons for this temporary downturn in turnover, including changes of distributors, internal restructuring which had a momentary impact on sales, although perhaps the most important was a shortage of liquidity in Bestic AB's operations. In the long-term, the goal is for the Company's products to take leading market shares in their respective segments. Growth will initially focus in the EU, USA and China, but we also deem that long-term population trends are favorable to our operations in other parts of the world. Compared with previous years, we can already see, during January 2017, that the new position of the Company has paid off, meaning that our assessment is that we will start the year well. The Company has already reached full production and is in the process of scaling up production capacity in order to meet demand and the existing order backlog.

### Balance sheet and equity/assets ratio

The Group's equity amounted to SEK 22.4 million as per December 31, 2016. Equity in the Parent Company amounted to SEK 23.6 million as per December 31, 2016. The equity/assets ratio in the Parent Company as per December 31, 2016 was 86 %, and in the Group was 73 %.

Camanio Care has executed share issues as described in this memorandum in the section "Development of share capital".

### Cash and cash equivalents

Cash and cash equivalents in the Group amounted to kSEK 6,701 as per December 31, 2016.

### Loans

Camanio Care AB, together with its subsidiary Bestic AB, has the following loan arrangements as per 02/20/2017:

ALMI	kSEK 460	Camanio Care AB	
Uppsala Innovation Center	kSEK 826	Camanio Care AB	
ALMI – innovation loan	kSEK 1,000	Bestic AB	
ALMI – project loan	kSEK 156	Bestic AB	
Hemmingsson Partners AB	kSEK 115	Bestic AB	Associate
Kinovo Group AB	kSEK 56	Bestic AB	Associate

### Restrictions on the use of capital

There are no restrictions imposed on the use of capital.

### Operating capital

Camanio Care is entering a major growth-phase, in which the intention is to implement substantial development and commercialization plans. Due to the company's extraordinary opportunity to expand to, and accelerate its growth in, China, the Board of Directors believes that the company and its shareholders would benefit from having a stronger financial position. The capital raised in this Rights Issue will primarily be used for market establishment activities in China. These activities can for example include (not in order of priority), conducting a market study, conducting a product study, evaluating manufacturing possibilities, implementing a local sales organization, and potentially establishing local production. All these activities could be executed for either one or more of the products in our product range.

### Principles for capitalization and depreciation/amortization

No expenses have been capitalized in Camanio Care in recent years. In Bestic AB, development expenditure has been capitalized, primarily related to the Company's own personnel. The expenses have been offset against contributions received. Depreciation/amortization is undertaken based on the assets estimated useful lives over a period of 5-10 years, depending on the nature of the asset.

**New interested shareholder – About ZFR**

The Chinese company ZFR (Zhong Rui Funning Robotics Co.) is a newly founded company in Shenyang focused on human-friendly robotics. The majority owners of ZFR are Mrs Liu and the City of Shenyang. Mrs Lui is a successful entrepreneur from the energy-sector and is very well connected within the healthcare arena and field of robotics. The company has offices in both Shenyang and Beijing.

<http://zrfnrobotics.com/>

**Significant financial changes**

There have been no significant changes with regard to the Company's financial position or position on the market since January 1, 2017.

**Audit reports and observations**

No observations.

**Financial calendar**

Annual Report: 04/20/2017

Interim Report Jan-Mar 2017: 05/22/2017

Annual General Meeting: Tuesday, May 23, 2017, 10:00 am GMT +1

Interim Report Jan-Jun 2017: 08/25/2017

Interim Report Jan-Sep 2017: 11/24/2017

## Invitation to subscribe for shares in Camanio Care

On May 9th 2017, the Board of Directors of Camanio Care resolved, based on the authorization of the Annual General Meeting of June 30 2016, to increase the company's share capital through a new share issue with preferential right for Camanio Care's shareholders. The issue consists of a maximum of 3,468,833 shares and can bring SEK 10,406,499.00 into the company if subscribed for in full. In addition to this preferential rights issue, the Board of Directors may, in the event of oversubscription, decide on a targeted issue of a maximum of 3,468,833 shares.

Shareholders who choose not to participate in the rights issue with preferential right will have their ownership diluted by up to approximately 25 percent, but can financially compensate for the dilution by selling their subscription rights. In the event of oversubscription, and if the Board of Directors decides on a targeted issue of the extra maximum 3,468,833 shares, shareholders who choose not to participate will have their ownership diluted by up to a total of 40 percent. Shareholders who choose to participate in the rights issue with preferential rights will have their ownership diluted by approximately 20 percent if the Board of Directors decides on completing the targeted issue of the extra maximum 3,468,833 shares.

The preferential rights issue takes place through signed subscription commitments fully underwritten by Brighter AB and the company's new Chinese partner, Zhongrui Funing Robotics. The oversubscription issue is carried out in order to guarantee that the new large shareholder ZFR receives a full allocation of its subscription commitment. As previously communicated in a press release (2017-04-27) Camanio Care considers ZFR as a strategically important partner for the Chinese market and with their local presence and market knowledge they will be a valuable stakeholder for us in commercializing our products in China.

The Members of the Board Petra Kaur, Pia Engholm, Johan Lidén and Pehr-Johan Fager are subscribing for the rights issue. Camanio Care's CEO Catharina Borgenstierna will also be subscribing through the company Kinovo Group.

### Subscription commitments:

	Number of shares		Right to subscribe		Chooses to subscribe	
	Shares	%	Shares	SEK	Shares	SEK
Zhongrui Funing Robotics					2 407 037	7 221 111 kr
Brighter AB	3 094 677	29,74 %	1 031 559	3 094 677 kr	1 031 559	3 094 677 kr
Pehr-Johan Fager (Board Member) (Arebe Group)	66 812	0,64 %	22 271	66 813 kr	22 271	66 813 kr
Pia Engholm (Chairman of the Board) (Panasari)	25 407	0,24 %	8 469	25 407 kr	25 500	76 500 kr
Catharina Borgenstierna (CEO) (Kinovo)	689 035	6,62 %	229 678	689 034 kr	16 667	50 000 kr
Petra Kaur (Board Member)					15 000	45 000 kr
Johan Lidén (Board Member)					10 000	30 000 kr

The shareholders of Camanio Care are hereby invited to subscribe for new shares in Camanio Care with preferential right in accordance with the terms and conditions set forth in this memorandum.

Stockholm, 22 May 2017  
**Camanio Care AB (publ)**  
**The Board of Directors**

## Terms and conditions

On 9 May 2017, the Board of Directors of Camanio Care AB (publ) (corporate ID no. 556761-0307) decided, pursuant to an authorisation from the Annual General Meeting of 30 June 2016, to carry out a new issue of shares with a preferential right for existing shareholders. The issue consists of a maximum of 3,468,833 shares and can bring SEK 10,406,499.00 into the company if subscribed for in full. In addition to this preferential rights issue, the Board of Directors may, in the event of

oversubscription, decide on a targeted issue of a maximum of 3,468,833 shares. The preferential rights issue takes place through signed subscription commitments fully underwritten by existing shareholders and the company's new Chinese partner, Zhongrui Funing Robotics. The oversubscription issue is carried out in order to guarantee that the new large shareholder receives a full allocation of its subscription commitment.

#### Record date

The record date at Euroclear Sweden AB ("Euroclear") for determining who is to receive subscription rights in the issue is 22 May 2017. The last day for trading in the Company's share including the right to receive subscription rights is 18 May 2017. The first day for trading in the Company's share excluding the right to receive subscription rights is 19 May 2017.

#### Subscription period

Shares must be subscribed for during the period from 24 May 2017 to 7 June 2017. The Board of Directors has a right to extend the subscription period. It has no right to discontinue the issue after the subscription period has begun.

#### Issue price

The issue price is SEK 3.00 per share. No brokerage fees will be charged.

#### Subscription rights

Shareholders in the Company receive one (1) subscription right for each (1) share held. Three (3) subscription rights are required in order to subscribe for one (1) new share. After the expiry of the subscription period, unused subscription rights will be invalid and will be derecognised from the securities account without any specific notification from Euroclear.

#### Trading in subscription rights

Trading in subscription rights takes place on AktieTorget during the period from 24 May 2017 to 2 June 2017. Banks and securities institutions with the necessary permits are available to act as intermediaries in the purchase and sale of subscription rights.

#### Paid subscription shares ("BTA")

Subscription by payment is registered with Euroclear as soon as possible, which normally means a few banking days after payment. The subscriber then receives a securities notification with confirmation that BTA have been recorded in the securities account. Subscription shares are referred to as BTA until the new issue has been registered at *Bolagsverket* [the Swedish Companies Registration Office].

#### Trading in BTA and conversion to shares

Trading in BTA takes place on AktieTorget from 24 May 2017 until the issue has been registered at the Swedish Companies Registration Office and the conversion from BTA to shares has taken place. The last day for trading will be communicated through a market notice. No special notification is sent out from Euroclear in connection with the conversion.

#### Trading in the share

The shares of the company are traded on AktieTorget. The share is traded under the ticker symbol CARE and the ISIN is SE0009320286. The newly issued shares will also be traded after the issue has been registered at the Swedish Companies Registration Office.

#### Preferential subscription right

Any person who, on the record date of 22 May 2017, is registered as a shareholder at the Company has a preferential right to subscribe for one (1) new share for three (3) existing shares.

#### Directly-registered shareholders, possession of a securities account

The shareholders or representatives of shareholders who, on the record date, are entered in the share register kept by Euroclear on behalf of the Company, receive a preprinted issue statement with an attached payment notice, a special application form and an application form for subscription without subscription rights. No securities notification regarding registration of subscription rights in a securities account is sent.

A person included in the list of pledgees and guardians kept in connection with the share register does not receive an issue statement, but is notified separately.

#### Nominee-registered shareholders, possession of a custody account

Shareholders whose holdings of shares in the Company are nominee-registered at a bank or other nominee receive no issue statement. Subscription and payment will instead take place according to instructions from the nominee.

#### Subscription with subscription rights, directly-registered shareholders

Subscription will take place by means of a payment using the specified bank giro no later than 7 June 2017 in accordance with either of the following two options.

##### 1) Pre-printed payment notice. Issue statement

Used if all subscription rights received are to be used. Subscription takes place by payment of the pre-printed payment notice. Please note that no further action is required for subscription and that the subscription is binding.

##### 2) Special application form

Used if a different number of subscription rights than is stated on the pre-printed issue statement is to be used, e.g. if subscription rights have been purchased or sold. Subscription takes place when both the special application form and the payment have been received by Eminova Fondkommission. The reference for payment is the application form number. Incomplete or incorrectly completed application forms may be disregarded. The application form can be sent by ordinary mail (NOT RECORDED DELIVERY), by mail or by fax. Please note that the subscription is binding.

A special application form can be obtained from Eminova Fondkommission AB, tel. 08-684 211 00, fax 08-684 211 29, e-mail [info@eminova.se](mailto:info@eminova.se).

#### Shareholders domiciled outside Sweden

##### Directly-registered shareholders entitled to subscribe who are domiciled outside Sweden

Directly-registered shareholders entitled to subscribe who are not domiciled in Sweden and who cannot use the pre-printed payment notice (the issue statement) can pay in SEK via SWIFT, as described below. Subscription takes place when both the special application form and the payment have been received by Eminova Fondkommission.

Eminova Fondkommission AB  
Biblioteksgatan 3, 3 tr  
111 46 Stockholm, Sweden  
BIC/SWIFT: NDEASESS  
IBAN: SE983000000032731703369

##### Shareholders domiciled in certain ineligible jurisdictions

Shareholders domiciled in another country where participation in the new issue is wholly or partly subject to legal restrictions (for example, Australia, Canada, Hong Kong, Japan, New Zealand, Singapore, South Africa, Switzerland, the United States) are not entitled to participate in the new issue. These shareholders will not receive subscription rights, an issue statement or any other information regarding the new issue.

##### Subscription without subscription rights and allocation

In the event that not all shares are subscribed for with subscription rights, the Board of Directors, within the framework of the maximum amount of the issue, will decide on the allocation of outstanding shares.

An application for subscription for shares without subscription rights must be submitted on the application form entitled "Teckning utan stöd av teckningsrätter" [Subscription without subscription rights] which may be downloaded from www.eminova.se. If more than one application form is submitted, only the first one received will be taken into account. Payment must not be made at the time of the application! Please note that the application is binding. (Important information on ISK [investment savings accounts], IPS [individual pension savings] and endowment insurance is set out in the section entitled "Miscellaneous")

If the application relates to subscription at an amount of SEK 145,000.00 or more, the application form must be accompanied by a copy of a valid ID document. If the application relates to a juridical person, in addition to a copy of a valid ID document the application form must be accompanied by a valid registration certificate showing the authorised signatory.

Notice of allocation of shares is given through remittance of a transaction note. Payment must be made by bank giro in accordance with the instructions on the transaction note and must never be drawn on the specified securities account or custody account. If payment is not made within the prescribed period, the shares may be transferred to another party. If the selling price for such a transfer is below the price in accordance with the offer, the person who was originally allocated these shares will be liable for all or part of the difference. No notice is sent out to those who were not awarded shares.

In the event that not all shares are subscribed for with preferential rights (i.e. with subscription rights), the Board of Directors, within the framework of the maximum amount of the issue, will decide on the allocation of shares subscribed for without subscription rights, whereupon the shares will in the first instance be allocated to the persons who have also subscribed for shares with subscription rights (and who have specified this on the application form) and, in the event that these cannot be fully allocated, shares will be allocated in proportion to their subscription with subscription rights and, if this is not possible, by drawing lots, and the shares will in the second instance be allocated to another party that subscribed for shares in the issue without subscription rights and, in the event that these cannot be fully allocated, the shares will be allocated in proportion to the number of shares that each person subscribed for and, if this is not possible, by drawing lots, and, in the final instance, the shares will be allocated to guarantors, being distributed in proportion to established guarantee commitments and, if this is not possible, by drawing lots.

If the issue is oversubscribed and the Board of Directors chooses to make use of the overallocation option, the following principles for allocation of these shares applies:

in the first instance, shares will be allocated to persons who signed a subscription commitment in the preferential rights issue but were not allocated shares and, in the second instance, shares will be allocated to those who also subscribed for shares with subscription rights in the preferential rights issue and, if these cannot be fully allocated, shares will be allocated in proportion to the number of shares that each of them subscribed for with a preferential right in the preferential rights issue and, if this is not possible, by drawing lots, and, in the third instance, shares will be allocated to another party that subscribed for shares in the preferential rights issue without subscription rights and, if these cannot be fully allocated, shares will be allocated in proportion to the number of shares that each subscribed for and, if this is not possible, by drawing lots.

#### Miscellaneous

Subscription for shares with or without subscription rights is irrevocable and the subscriber cannot cancel its subscription.

#### Regarding subscription for ISK, IPS or endowment insurance

If the custody account or securities account is linked to endowment insurance or an IPS or ISK account, special rules apply for new subscription of shares. The subscriber must contact its bank/nominee and follow their instructions on the procedure for subscription/payment. If the subscription does not take place in the correct manner, the allocated shares will not be delivered to these types of custody accounts. The subscription is binding and application forms, once submitted, cannot be revoked. The subscriber is responsible for ensuring that the subscription takes place in such a way that the shares can be delivered to the specified custody account.

#### Regarding delivery of subscription securities

Incorrect or incomplete information in the application form, the registration procedure at the Swedish Companies Registration Office, late payments from investors, procedures at a nominee bank or custodian institution or other factors beyond Eminova's control can delay the delivery of shares to the investor's securities account or custody account. Eminova assumes no liability for losses or other consequences that an investor may suffer as a result of the timing of delivery of the shares.

#### Publication of the outcome of the issue

The outcome of the issue will be published by means of a press release from the Company as soon as possible after the expiry of the subscription period.

#### Right to receive dividends

The new shares confer an entitlement to a dividend for the first time on the record date for dividends that occurs immediately after the new shares have been registered at the Swedish Companies Registration Office.

#### Share register

The Company's share register with details of shareholders is kept by Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden.

#### Applicable law

The shares are issued under the Swedish Companies Act (2005:551) and are governed by Swedish law.

Shareholders' rights with regard to dividends, voting rights, preferential rights for subscription of new shares, etc. are governed by the Company's Articles of Association, which are available on the Company's website, and by the Swedish Companies Act (2005:551).

#### Important information

- Eminova Fondkommission AB ("Eminova") (556889-7887) is a securities company that is supervised by the Swedish Financial Supervisory Authority. Eminova holds a permit to carry on securities business in accordance with the Swedish Securities Markets Act (2007:528).
- Financial instruments to which the offer relates have not and will not be registered in any country other than Sweden. They will therefore not be offered for sale in any other country in which participation would require additional prospectuses, registration or measures other than those required by Swedish law or contrary to laws, regulations or other provisions in any such country.
- An assignment through a signed application form confers power of attorney on Eminova to sell, purchase or subscribe for financial instruments on behalf of the signatory under the conditions formulated for the offer.

- An assignment through a signed application form is not subject to the right of withdrawal deriving from the Swedish Distance and Doorstep Sales Act. The procedure and subscription period is stated in the information issued in connection with the offer.
- The signatory does not become a customer of Eminova by submitting an application in this offer. Eminova will therefore not classify those who subscribe for shares pursuant to the offer as customers. Nor does Eminova carry out a suitability assessment under the Swedish Securities Markets Act (2007:528) in relation to subscriptions for securities in the offer.
- The information issued in connection with the offer clearly states the risks associated with an investment in the financial instruments in question.
- A person that intends to subscribe for financial instruments in accordance with this offer is urged to carefully read the information published. The price of the financial instruments in question is stated in the information issued in connection with the offer.
- Costs in addition to what is stated above, such as taxes or brokerage fees, that may arise in connection with the financial instruments to which the offer relates are neither charged nor paid by Eminova.
- Personal information that the subscriber provides in connection with the application is processed by Eminova in accordance with the Swedish Data Protection Act (1998:204). Processing of personal data can also take place at other companies with which Eminova or the issuer collaborate.
- Eminova is not responsible for any technical fault or telecommunications or postal management fault in connection with subscription by means of payment or submission of the application form.
- A securities account or custody account must have been opened at the time of the application.
- Complaints arising from Eminova's management of orders by means of a signed application form can be submitted by mail to Eminova's Complaints Manager at the following address: Eminova Fondkommission AB, Att: Klagomålsansvarig, Biblioteksgatan 3, 3 tr, 111 46 Stockholm.
- Any complaint regarding Eminova's execution of orders must be submitted within a reasonable length of time. The right to claim compensation or impose other penalties may otherwise be lost.
- In the event of any dispute with Eminova, consumers may consult *Allmänna reklamationsnämnden* [the National Board for Consumer Complaints], Box 174, 101 23 Stockholm, telephone no. 08-508 860 00, [www.arn.se](http://www.arn.se).
- Eminova complies with Swedish law and substantive law is applied to assignments received by Eminova. The general courts are the competent courts.



## Risk Factors

### General

Camanio Care's operations are affected by numerous different factors, certain of which are within the Company's control and certain of which are not. The following description of risk factors does not claim to be exhaustive, nor are the risks ranked in order of severity.

Additional risks which are not presently known by the Company may have a material impact in the Company's operations, financial position and/or financial performance. It is, naturally, not possible to assess all risk factors separately, and instead, an overall evaluation of other information in the memorandum, together with a general assessment of the external environment, has been carried out.

For a Company focused on care and IT, as Camanio Care is, the operations are affected by, among other things, risks related to the operations, risks related to markets, and financial and political risks.

Risks related to the operations may include, for example, project risks, competition, recruitment, the development of major customers and customer losses. Risks related to markets include general fluctuations and changes in the economy. Financial and political risks include changes in foreign exchange rates and interest rates, as well as changes in laws and tax levies. The Company is not involved in any legal disputes as per the date of signing of this document.

### The Company

#### Operating risks

Camanio Care is highly dependent on well-educated people with expertise in various areas. The Company currently has the personnel to meet its stringent requirements, but will have to recruit many more employees in the coming years. Problems with the recruitment process may be considered a risk, as these can delay our development.

#### Financial risks

Companies experiencing a rapid rate of growth, as is the case for Camanio Care, always face the risk that liquidity may restrict the pace of development. For this reason, the Company is likely to find itself in need of capital injections during the coming years. Any problems with such injections therefore risk the Company's potential for rapid development.

#### Market risks

Although there will be an enormous need in contemporary society during the coming years for the type of concept and products which Camanio Care provides, and plans to provide in the near future, there is always a degree of sluggishness in the market which makes implementation across a broad front somewhat slower than we anticipate. Forces over which we have no power, such as the economic and political situation in different parts of the world, can also impact the tempo of development in the market, and thus our development, both positively and negatively.

#### Competitors

Many initiatives and innovative developments are under way within the area of welfare technology. The majority of actors are, however, relatively small at present. In the event that a larger actor were to resolve to comprehensively back a project and the product development of a competitor, this may entail risks in the form of lower sales.

#### Development expenditure

Camanio Care will continue to develop new and existing products within its area of operations. Product development projects can be difficult to quantify in advance with any accuracy as regards time and cost. This entails the risk that a planned product development becomes more cost-intensive than planned.

#### Political risk

Camanio Care operates in many different countries. Risks that may arise include changes in laws, taxes, customs and duties, exchange rates and other terms and conditions for foreign companies. The Company is also affected by political and economic instability in these countries. The Company may also be negatively affected by any domestic policy decisions. The risk exists that the circumstances outlined above may entail negative consequences for the Company's operations and financial performance.

#### Foreign exchange risks

External factors such as inflation, changes in foreign exchange rates and interest rates, supply and demand, and economic downturns and upturns may impact operating costs, sales prices and share price development. There exists the risk that Camanio Care's future revenues and share price development may be negatively impacted by these factors, which are outside of the Company's control. A portion of sales revenues is, in various ways, operative in many different countries. Foreign exchange rates can change significantly.

#### Risks associated with an investment in the Company's stock

##### Decline in the stock market

The ownership of stock in Camanio Care carries with it inherent risk. There are no guarantees that the share price for the Company's stock will develop positively. The stock market may experience an overall decline due to causes such as general increases in interest rates, political acts, changes in foreign exchange rates and disadvantageous economic conditions. The stock market is also largely impacted by psychological factors. Camanio Care's stock can be affected by these factors in the same way as any other stock, which is, by its very nature, often difficult to predict and protect against.

##### Fluctuations in share price and limited liquidity

The share price for Camanio Care's stock may fluctuate in the future, due to such things as quarterly variations in financial performance, the general economic situation and changes in the capital market's interest in the Company. In addition, the stock market in general can react with substantial price and volume variations, which are not always related to or proportional to the operative outcomes of individual companies. It is not possible to predict how investor interest in the Company's stock will develop. If an active, liquid trade in Camanio Care's stock does not develop, this may entail difficulties in selling larger lots without negatively affecting the stock price for shareholders.

##### AktieTorget

Companies whose shares are admitted to trading on AktieTorget are not bound by all legislative regulations applying to companies listed on a regulated market. Through its listing agreement, AktieTorget has chosen to apply the majority of these legislative regulations. However, an investor should be aware that trade in a share listed outside of a regulated market may be characterized by more risk.

## Articles of Association for Camanio Care AB

### § 1 Business name

The Company's business name is Camanio Care AB. The Company is a public limited liability company (publ).

### § 2 Operations

The Company shall, directly or indirectly, own, manage, develop, manufacture and trade in computer software IT products, visual displays and know-how related to Internet activity, engage in development, production, trade and offer services involving technical aids for people with disabilities, as well as associated operations.

### § 3 Registered offices

The Company's Board of Directors shall have its registered offices in the Municipality of Eskilstuna, in the County of Södermanland. The annual general meeting may be held in Stockholm.

### § 4 Share capital

The Company's share capital shall be a minimum of SEK 900,000 and a maximum of SEK 3,600,000.

### § 5 Number of shares

The number of shares shall be a minimum of 4,500,000 and a maximum of 18,000,000.

### § 7 CSD clause

The Company's shares shall be registered in a CSD register under the Financial Instruments Accounts Act (1998:1479).

### § 8 Board of Directors

The Board of Directors shall consist of a minimum of three (3) and a maximum of five (5) members with a maximum of one (1) deputy, to be elected at the annual general meeting for a mandate period continuing until the next annual general meeting.

### § 9 Auditors

The Company shall have one (1) auditor. The appointed auditor shall be an Authorized Public Accountant or a registered accounting company.

### § 10 Annual general meeting

The Company shall hold an annual general meeting within six months of the end of the financial year. The following matters shall be addressed at the annual general meeting:

1. Election of Chairman of the meeting
2. Preparation and approval of voting list
3. Approval of agenda
4. Election of one or two persons to verify the minutes
5. Consideration of whether the meeting has been properly convened
6. Presentation of the annual report and audit report and, when applicable, the consolidated accounts and audit report for the Group, as well as the Board of Directors' statement according to the Swedish Companies Act, Chapter 18, Section 4.
7. Resolutions concerning
  - a) the adoption of the income statement and balance sheet and, when applicable, the consolidated income statement and consolidated balance sheet;
  - b) the appropriation of the Company's profit or treatment of loss according to the adopted balance sheet;
  - c) discharge from liability of the Board of Directors and CEO (if in position during the year).
8. Resolution concerning the number of Board members.
9. Resolution concerning the number of auditors and deputy auditors.
10. Determination of fees to the members of the Board of Directors and audit fees.
11. Election of Board of Directors and, when applicable, auditors and any deputies.
12. Other matters, which arise at the meeting, according to the Swedish Companies Act or Articles of Association.

### § 11 Notice of the annual general meeting

Notice of the annual general meeting shall be given by means of an announcement in the Post and Domestic Times (the Swedish National Gazette) and on the Company's website. Concurrent with this announcement, information about the announcement shall be provided in the Svenska Dagbladet newspaper.

Shareholders wishing to participate in a general meeting of shareholders must be listed in the shareholder register by no later than five weekdays before the meeting, and must notify the Company of their intention to attend by no later than 12 p.m. on the date stated in the notice of the meeting. This date may not be a Sunday, other public holiday, Saturday, Midsummer's Eve, Christmas Eve or New Year's Eve and may not be earlier than the fifth weekday before the meeting.