

**THE BOARD'S PROPOSAL FOR A RESOLUTION CONCERNING THE ISSUE OF
NEW SHARES IN GLOBAL HEALTH PARTNER AB (PUBL), CORPORATE IDENTITY
NUMBER 556757-1103 ("THE COMPANY"), TO BE PAID VIA CAPITAL
CONTRIBUTED IN KIND**

Through its subsidiary Bariatric Center Holding AB, Global Health Partner acquired 35 percent of the shares in Bariatric Center Stockholm Holding AB during December 2010. After the acquisition Bariatric Center Holding AB's shareholding amounts to 100 percent. Payment for the shares is divided up into an initial purchase sum to be paid during 2011 and a final purchase sum to be paid within 2 to 3 years. A 25% share of the initial purchase sum of SEK 15,900,000, that is to say approximately SEK 3,975,000, shall be paid through the issue of shares in Global Health Partner AB (publ) to the seller Flacida AB.

The Board proposes that the Annual General Meeting adopts a resolution concerning a new issue of shares as part payment for the acquisition of shares in Bariatric Center Stockholm Holding AB, as described above. This part payment corresponds to 88 shares in Bariatric Center Stockholm Holding AB (hereinafter "the capital contributed in kind").

In accordance with the share transfer agreement with Flacida AB, the final number of new shares in the Company (each with a quota value of SEK 1), shall be set at the number of shares in the Company that corresponds to the part payment, calculated as the Company's average share price during the thirty (30) days preceding the Annual General Meeting (the issue price). The issue price, the increase in the share capital and the dilution will thus be decided on the day of the Annual General Meeting. The new shares will entitle shareholders to dividend as from the financial year 2011.

With a hypothetical average price of SEK 10.22 for the Company's shares (closing price at 23 March 2011), the Company would need to carry out the following share issue in order to fulfil the above-mentioned obligation under the share transfer agreement:

- 1 The company's share capital shall be increased by SEK 388,943 through the issue of 388,943 new shares.
- 2 The newly issued shares shall be subscribed for by Flacida AB, 556719-7040, in deviation from the shareholders' pre-emptive rights.
- 3 The shares shall be subscribed for in a separate subscription list no later than 31 May 2011.

- 4 Payment for the shares issued shall be made by the transference of 88 shares in Bariatric Center Stockholm Holding AB, 556711-8954 on 30 December 2010. The value at which the capital contributed in kind has been entered in the Board's statement under chap 13 § 7 of the Swedish Companies Act and about which the Company auditor has made a statement under chap 13 § 8 of the Swedish Companies Act corresponds to a subscription price of SEK 10.22 per share. SEK 10.22 shall be paid for each new share.
- 5 The new shares shall entitle shareholders to dividend as from the current financial year.

It is noted that there can be no over-subscription and that in accordance with the company's Articles of Association the new shares will not be covered by the pre-emption provision.

The reason for the deviation from the shareholders' rights is that it is desirable that the company becomes the owner of all the shares in Bariatric Center Stockholm Holding AB and that some of this purchase sum shall be paid for by Company shares. The above proposal will mean that the initial purchase sum for Flacida AB's shares in Bariatric Center Stockholm Holding AB is constituted by approximately 25% Company shares, with the remainder of the purchase sum to be paid in cash.

Approval of the above resolution requires that at least nine tenths of both the votes cast and the votes represented at the Annual General Meeting are in favour of the proposal. As the owner of Flacida AB is a Company shareholder, neither he nor anyone from the above-mentioned wholly-owned subsidiary should take part in this decision of the Annual General Meeting, which concerns them.

The Board will present further details regarding the share issue at the Annual General Meeting.

Finally, it is proposed that the Board is authorized to make any minor amendments to this resolution that may be necessary in connection with registration of the share issue at the Swedish Companies Registration Office and Euroclear Sweden AB (formerly VPC AB).
