

**HusCompagniet** Annual General Meeting 2026

# **Minutes of Annual General Meeting of HusCompagniet A/S**

**16 April 2026**

On 16 April 2026 at 15:00 (CEST), the Annual General Meeting of HusCompagniet A/S, CVR no. 36 97 29 63 (the "Company"), was held at Gorrissen Federspiel Advokatpartnerselskab, Axel Towers, Axeltorv 2, 1609 Copenhagen V, Denmark.

The agenda was as follows:

1. The Board of Directors' report on the Company's activities in the past financial year
2. Presentation and adoption of the annual report
3. Covering of loss according to the adopted annual report
4. Resolution to grant discharge of liability to the Board of Directors and the Executive Management
5. Presentation of the remuneration report for the past financial year for an advisory vote
6. Approval of remuneration of the Board of Directors for the current financial year
7. Composition of the Board of Directors
8. Election of members to the Board of Directors
9. Election of auditor
10. Proposals from the Board of Directors
  - a. Amendment of general meeting venue due to new region naming
  - b. Delegation of authority to the chair of the meeting
11. Any other business

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The Chairperson of the Board of Directors, Claus V. Hemmingsen, welcomed the shareholders to the Company's Annual General Meeting.

The Chairperson of the Board of Directors noted that in accordance with Article 4.8 of the Company's Articles of Association, the Board of Directors had appointed attorney-at-law Rikke Schiøtt Petersen as chair of the Annual General Meeting.

The chair of the Annual General Meeting reviewed the rules of the Danish Companies Act and the Company's Articles of Association regarding convening of the Annual General Meeting and noted that the Annual General Meeting had been duly convened and was able to transact the business in relation to all items on the agenda.

The chair of the Annual General Meeting noted that the proposal under agenda item 10a could be passed by at least two-thirds of (i) the votes cast and (ii) the share capital represented at the general meeting. All other proposals could be passed by a simple majority of votes cast, except for agenda item

5 which was presented for an advisory vote.

Shares corresponding to a total nominal value of DKK 73,509,985 of the share capital were represented at the Annual General Meeting, corresponding to 73,509,985 votes and approx. 68.60% of the Company's total share capital and total number of votes (excluding the Company's treasury shares).

The chair of the Annual General Meeting presented the full agenda of the Annual General Meeting and noted that it was suggested to present agenda items 1-4 together, to which there were no comments.

**Re items 1-4: The Board of Directors' report on the Company's activities in the past financial year; Presentation and adoption of the annual report; Covering of loss according to the adopted annual report; and Resolution to grant discharge of liability to the Board of Directors and the Executive Management**

The Chairperson of the Board of Directors, Claus V. Hemmingsen, and the Group CEO, Martin Ravn-Nielsen, reported on the Company's activities in 2025.

The Chairperson of the Board of Directors presented the Board of Directors' report on the Company's activities in 2025, including the financial results and the annual report for 2025 as well as the proposal in relation to covering of loss according to the annual report and presented key points of the Company's financial outlook for 2026.

Moreover, the Chairperson of the Board of Directors reported and commented on the cooperation between the Board of Directors and the Company's management team and corporate governance as well as board composition and board evaluation, which was conducted as an internal process.

Lastly, the Chairperson of the Board of Directors thanked the Company's employees, management members and shareholders.

The Group CEO commented on the Company's business model and presented an update on the Company's business and segments as well as the strategic initiatives throughout 2025 and most recently the sale of HusCompagniet Production A/S as well as sustainability, employee engagement and employee safety.

Lastly, the Group CEO thanked the Company's employees, business partners, subcontractors and customers as well as the Board of Directors for the cooperation during the year. Following the presentation, the chair of the Annual General Meeting opened the debate in relation to agenda items 1-4.

Frank Buch-Andersen, shareholder, addressed the three challenged B2B projects and the negative impact on the budget as well as the results for 2026.

The Chairperson of the Board of Directors thanked Frank Buch-Andersen for his questions. The Chairperson of the Board of Directors acknowledged that the three challenged B2B projects would affect profitability until H1 2027, noting that the impact was driven by project timelines, one of which extends into H2 2027, and noted that it was unrelated to the revised strategy. The Chairperson of the Board of Directors noted that the Company had sold the factory in Esbjerg (the sale of HusCompagniet Production A/S) as part of the revised strategy and that the revised strategy would not impact the 2026

outlook.

The Group CFO, Allan Auning, then noted that the information provided in relation to the financial impact of the three challenged B2B projects was limited at this stage due to pending arbitration disputes.

Søren Normann, shareholder, commented on the FORMIUM concept as well as the importance of trust in the process of building houses and generating revenue, including the consequences of lack of trust. Further, Søren Normann asked management to describe the process applied to secure that architect designed houses are built with sufficient quality and builds trust with the customer portfolio. Søren Normann finally commented on the customer journey and the importance of trust as well as understanding of legal requirements and compliance with rules and regulations and expressed disappointment in relation to his own customer journey with the Company.

The Group CEO thanked Søren Normann for his questions and comments. The Group CEO noted that the Company had ensured the relevant know-how making the Company comfortable with building such houses and establishing FORMIUM as an independent concept. Further, the Group CEO noted that the customer journey with support from architects as well as the suppliers ensures that the houses are unique. In relation to Søren Normann's comment regarding his customer journey and the importance of trust, the Group CEO expressed regret and emphasized that the described disappointment was not representative of the Company's general customer feedback. Further, the Group CEO noted that the Company, including FORMIUM, ensures that competent colleagues are part of the process.

Following these discussions, the chair of the Annual General Meeting concluded that there were no further questions or comments to the Board of Directors' report on the Company's activities in the past financial year and continued with the formal adoption of the proposals.

#### **Re item 1: The Board of Directors' report on the Company's activities in the past financial year**

The chair of the Annual General Meeting concluded that the general meeting had taken note of the Board of Directors' report on the Company's activities in 2025.

#### **Re item 2: Presentation and adoption of the annual report**

The chair of the Annual General Meeting concluded that the annual report for 2025 was adopted with the requisite majority.

#### **Re item 3: Covering of loss according to the adopted annual report**

The chair of the Annual General Meeting concluded that the Board of Directors' proposal to carry forward the loss for 2025 in accordance with the adopted annual report was adopted with the requisite majority.

#### **Re item 4: Resolution to grant discharge of liability to the Board of Directors and the Executive Management**

The chair of the Annual General Meeting concluded that the general meeting with the requisite majority had adopted the Board of Directors' proposal to grant discharge of liability to members of the Board of Directors and the Executive Group Management Board for liability towards the Company in relation to the approved annual report for 2025.

**Re item 5 - Presentation of the remuneration report for the past financial year for an advisory vote**

The Company had prepared a remuneration report for 2025, which was presented to the Annual General Meeting for an advisory vote in accordance with applicable legislation.

The Chairperson of the Board of Directors presented the remuneration report for 2025 and noted that the remuneration to the Board of Directors and the Executive Management for the financial year 2025 had been in accordance with the Company's remuneration policy. Reference was made to the remuneration report for further details.

The chair of the Annual General Meeting informed that the remuneration report was prepared in accordance with the requirements of section 139b of the Danish Companies Act and includes information on remuneration awarded or due during 2025 to the members of the Board of Directors and the Executive Management of the Company.

The chair of the Annual General Meeting concluded that a majority of the votes was against the Company's remuneration report for 2025 in the advisory vote. The Board of Directors took note of the advisory vote in relation to the remuneration report for 2025 and would take the result into consideration going forward.

**Re item 6 - Approval of remuneration of the Board of Directors for the current financial year**

The chair of the Annual General Meeting referred to the Board of Directors' proposal to approve the remuneration to the Board of Directors for the financial year 2026, which was unchanged from the Board of Directors' remuneration level for 2025.

The chair of the Annual General Meeting presented the Board of Directors' proposal to approve the remuneration to the Board of Directors for the financial year 2026, which was unchanged from the Board of Directors' remuneration level for 2025.

The proposal entailed an annual base fee of DKK 300,000 (the "Base Fee") to each member of the Board of Directors.

Further, the Chairperson of the Board of Directors shall receive 3 times the Base Fee (corresponding to DKK 900,000) and the Vice Chairperson of the Board of Directors shall receive 2 times the Base Fee (corresponding to DKK 600,000).

Members of the Audit Committee shall continue to receive an annual committee member fee of 1/3 of the Base Fee (corresponding to DKK 100,000). The chair of the Audit Committee shall continue to receive an annual committee member fee of 2/3 of the Base Fee (corresponding to DKK 200,000).

Members of the Remuneration and Nomination Committee shall continue to receive an annual committee member fee of 1/4 of the Base Fee (corresponding to DKK 75,000). The chair of the Remuneration and Nomination Committee shall continue to receive an annual committee member fee of 1/3 of the Base Fee (corresponding to DKK 100,000).

The chair of the Annual General Meeting concluded that the remuneration to the Board of Directors for the current financial year was approved by the general meeting.

### **Re item 7 – Composition of the Board of Directors**

The Chairperson of the Board of Directors presented the proposed board composition as well as the three new board candidates up for election at the Annual General Meeting. Further, the Chairperson of the Board of Directors noted that both Frederik Barfoed and shareholder Steffen Baungaard had withdrawn their candidacy to join the Board of Directors prior to the Annual General Meeting.

The chair of the Annual General Meeting noted that pursuant to Article 8.1 of the Articles of Association, the Board of Directors shall be composed of not less than four and not more than eight members elected by the general meeting.

The chair of the Annual General Meeting stated that the Board of Directors had proposed that the Board of Directors be composed of a total of seven members elected by the Annual General Meeting.

The chair of the Annual General Meeting concluded that the proposal was adopted with the requisite majority.

### **Re item 8 - Election of members to the Board of Directors**

The chair of the Annual General Meeting noted that members of the Board of Directors elected by the general meeting are elected for a term of one year pursuant to Article 8.1 of the Articles of Association and that re-election may take place.

The chair of the Annual General Meeting stated that the Board of Directors had proposed to re-elect Michael Troensegaard Andersen, Ole Lund Andersen, Ylva Ekborn and Stig Pastwa.

The Chairperson of the Board of Directors, Claus V. Hemmingsen, and Vice Chairperson of the Board of Directors, Anja B. Eriksson, did not seek re-election.

The chair of the Annual General Meeting further stated that the Board of Directors had proposed to elect Morten Chrone, Jonas Højhus Jeppesen and Flemming Lyngholm as new members of the Board of Directors.

The nominated candidates' positions, qualifications and competencies, including information about other management functions held by the candidates, were described in Appendix 1 to the notice to convene the Annual General Meeting which had been updated in connection with Frederik Barfoed's withdrawal of his candidacy to join the Board of Directors and the Board of Directors' proposal to elect Morten Chrone as new member of the Board of Directors.

The chair of the Annual General Meeting concluded that Michael Troensegaard Andersen, Ole Lund Andersen, Ylva Ekborn, Stig Pastwa, Morten Chrone, Jonas Højhus Jeppesen and Flemming Lyngholm had been elected as members of the Board of Directors.

### **Re item 9 - Election of auditor**

The chair of the Annual General Meeting stated that the Board of Directors had proposed to re-elect EY Godkendt Revisionspartnerselskab, CVR no. 30 70 02 28, as the Company's auditor in respect of statutory financial reporting.

The chair noted that the proposal had been made in accordance with the recommendation from the Audit Committee and that the Audit Committee had confirmed that its recommendation had not been influenced by third parties nor had it been subject to any contractual obligation restricting the general meeting's choice of certain auditors or audit firms.

The chair of the Annual General Meeting concluded that EY Godkendt Revisionspartnerselskab was elected as the Company's auditor in respect of statutory financial reporting.

#### **Re item 10 - Proposals from the Board of Directors**

##### **Re item 10a. Amendment of general meeting venue due to new region naming**

The chair of the Annual General Meeting noted that according to Article 4.1 of the Articles of Association, general meetings shall be held in the region of the Company's registered office, in the Greater Copenhagen Area or in the Capital Region of Denmark.

The chair of the Annual General Meeting noted that with effect from 1 January 2027, the Capital Region of Denmark will be combined into a new region, the Region of Eastern Denmark. On that basis, the Board of Directors had proposed to amend Article 4.1 of the Articles of Association accordingly.

Accordingly, the following wording was proposed:

*"The general meetings of the Company shall be held in the region of the Company's registered office, in the Greater Copenhagen Area or in the Region of Eastern Denmark."*

The chair of the Annual General Meeting concluded that the proposal was adopted with the requisite majority.

##### **Re item 10b. Delegation of authority to the chair of the meeting**

The chair of the Annual General Meeting noted that the Board of Directors had proposed that the Annual General Meeting authorises the chair of the Annual General Meeting (with power of delegation) to register the resolutions passed with the Danish Business Authority or other authorities and to make any such amendments thereto as the Danish Business Authority or other authorities may require as a condition for registering or approving the resolutions passed.

The chair of the Annual General Meeting concluded that the proposal was adopted with the requisite majority.

#### **Re item 11 - Any other business**

No shareholders had any comments under this agenda item and the chair of the Annual General Meeting stated that the agenda of the Annual General Meeting had been exhausted and then concluded the meeting adjourned.

Claus V. Hemmingsen thanked the shareholders for their participation in the Annual General Meeting.

The Annual General Meeting was adjourned at 16:00 (CEST).



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Rikke Schjøtt Petersen  
Chair of the Annual General Meeting