

HusCompagniet Annual General Meeting 2025

Notice to convene the Annual General Meeting of HusCompagniet A/S

Friday, 11 April 2025 at 10:00 am (CEST) at Bech-Bruun Law Firm P/S, Gdanskgade 18, 2150 Nordhavn, Denmark.

Agenda

- 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. Distribution of profit or 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. Election of members to the Board of Directors**
- 8. Election of auditor**
- 9. Proposals from the Board of Directors**
 - a. Renewal of authorisations to the Board of Directors to increase the share capital**
 - b. Delegation of authority to the chair of the meeting**
- 10. Any other business**

Complete proposals

1. The Board of Directors' report on the Company's activities in the past financial year

2. Presentation and adoption of the annual report

The Board of Directors proposes that the annual report for the financial year 2024 is adopted.

3. Distribution of profit or covering of loss according to the adopted annual report

The Board of Directors proposes that the result for 2024 is carried forward to next year in accordance with the annual report for 2024. Accordingly, the Board of Directors proposes that no dividends will be paid out.

4. Resolution to grant discharge of liability to the Board of Directors and the Executive Management

The Board of Directors proposes that the members of the Board of Directors and of the Executive Management are granted discharge of liability.

5. Presentation of the remuneration report for the past financial year for an advisory vote

The Board of Directors proposes that the remuneration report for the financial year 2024 is approved.

6. Approval of remuneration of the Board of Directors for the current financial year

The Board of Directors proposes that the following level of remuneration for 2025, which is identical to the Board of Directors' remuneration level for 2024, is approved by the Annual General Meeting:

Position	Base fee multiple	Fee (DKK)
Member of the Board of Directors (Base fee)	1x	300,000
Chairperson of the Board of Directors	3x	900,000
Vice Chairperson of the Board of Directors	2x	600,000
Member of the Audit Committee	1/3x	100,000
Chairperson of the Audit Committee	2/3x	200,000
Member of the Remuneration and Nomination Committee	1/4x	75,000
Chairperson of the Remuneration and Nomination Committee	1/3x	100,000

7. Election of members to the Board of Directors

The Board of Directors proposes that the Board of Directors is composed of a total of six members and that the following six candidates are re-elected as members of the Board of Directors:

- Claus V. Hemmingsen
- Anja B. Eriksson
- Ylva Ekborn
- Stig Pastwa
- Michael Troensegaard Andersen

- Ole Lund Andersen

Please see Appendix 1 for a description of the candidates' qualifications, other directorships, and executive functions, etc.

8. Election of auditor

The Board of Directors recommends re-election of EY Godkendt Revisionspartnerselskab, company registration no. 30 70 02 28, based on a recommendation from the Audit Committee. The election applies to statutory financial reporting as well as assurance engagements relating to sustainability reporting. The Audit Committee's recommendation has not been influenced by third parties and has not been subject to any agreement with a third party restricting the Annual General Meeting's election of certain auditors or audit firms.

9. Proposals from the Board of Directors

a. Renewal of the authorizations to the Board of Directors to increase the share capital

The authorisations granted to the Board of Directors in articles 3.1 and 3.2 expires on 1 November 2025. The Board of Directors therefore proposes to renew the authorisations and as a consequence of the capital increase resolved in 2023 to increase the nominal amount of each authorisation to correspond respectively to 10% and 2% of the nominal share capital. As a consequence thereof the Board of Directors proposes to amend Article 3.1 and 3.2 of the Articles of Association to have the following wording:

"3.1 In the period until 1 April 2030, the Board of Directors is authorised to increase the Company's share capital in one or more issues of new shares without pre-emption rights for the Company's existing shareholders by up to a nominal amount of DKK 10,855,000. The capital increase shall take place at or above market price and may be effected by cash payment, conversion of debt or by contribution of assets other than cash.

3.2 In the period until 1 April 2030, the Board of Directors is authorised to increase the Company's share capital in one or more issues of new shares without pre-emption rights for the Company's existing shareholders by up to a nominal amount of DKK 2,171,000 in connection with the issue of new shares to members of the Board of Directors, Executive Management and/or employees of the Company and/or of the Company's subsidiaries. The capital increase shall take place by cash payment at a subscription price to be determined by the Board of Directors, which may be below market price."

b. Delegation of authority to the chair of the meeting

The Board of Directors proposes that the General Meeting authorises the chair of the meeting, with power of delegation, to register the adopted proposals and to make such amendments thereto as the Danish Business Authority or other authorities may demand or request as a condition for registration of approval.

10. Any other business

Majority requirements

Adoption of the proposals made under items 2-8 and 9b are subject to a simple majority of votes. Adoption of the proposal made under item 9a requires at least 2/3 of the votes cast and of the share capital represented at the Annual General Meeting.

Share capital and voting rights

The current total nominal share capital of the Company is DKK 108,550,000 divided into shares of DKK 5. Each share of nominally DKK 5 carries five votes (108,550,000 votes in total).

Participation and voting rights

All shareholders holding shares in the Company on the date of registration, **Friday 4 April 2025**, have a right to attend the Annual General Meeting and vote.

The number of shares held by each shareholder is based on the information recorded in the Company's register of shareholders on the registration date and any notification received by the Company for registration prior to or on the registration date for entry into the register of shareholders, but not yet registered.

A shareholder who wishes to attend the Annual General Meeting must order an admission card no later than **Monday, 7 April 2025 at 11.59 pm (CEST)**. Admission cards are ordered electronically via the Company's Shareholder Portal which can be accessed from the Company's website, <https://investors.huscompagniet.com>. NemID/MitID or VP account number is required for access.

A shareholder or his/her proxy holder wishing to register an advisor for attending the Annual General Meeting must state the name and email address of the advisor when submitting the order for admission card.

Admission card for the Annual General Meeting will be sent electronically to the email address registered by the shareholder in the Shareholder Portal and is also available for download directly from the Shareholder Portal.

Please bring the admission card to the Annual General Meeting in order to access the meeting. You may bring your admission card electronically on your smartphone or tablet or bring a printed version.

Proxy

Shareholders may attend by proxy. Proxies can be granted electronically via the Shareholder Portal, or by completing, signing and returning a dated proxy form. Proxy forms can be found at <https://investors.huscompagniet.com/governance/annual-general-meeting/>.

Proxies must be received by the Company no later than **Monday, 7 April 2025 at 11.59 pm (CEST)**, e.g. as scanned copy by email to gf@computershare.dk or by regular mail to Computershare A/S, Lottenborgvej 26 D, 2800 Kongens Lyngby, Denmark.

Proxies can be revoked by the shareholder at any time. Revocation must be in writing by email to gf@computershare.dk or by regular mail to Computershare A/S, Lottenborgvej 26 D, 2800 Kongens Lyngby, Denmark.

All proxies to the Board of Directors will be considered submitted in accordance with the proxy form accessible at the Company's website, unless otherwise stated in the proxy or as part of the submission of the proxy concerned.

Postal vote

Shareholders may vote by post for the items on the agenda. Postal votes can be submitted electronically via the Shareholder Portal, or by completing, signing and returning a dated postal vote form. Postal vote forms can be found at <https://investors.huscompagniet.com/governance/annual-general-meeting/>.

Postal votes must be received by the Company no later than **Thursday, 10 April 2025 at 11:59 am (CEST)**, e.g. as scanned copy by email to gf@computershare.dk or by regular mail to Computershare A/S, Lottenborgvej 26 D, 2800 Kongens Lyngby, Denmark.

Postal votes cannot be revoked.

All postal votes will by the Board of Directors be considered submitted in accordance with the postal vote form accessible at the Company's website, unless otherwise stated in the postal vote or as part of the submission of the postal vote concerned.

Information at the Company's website

Further information about the Annual General Meeting is available at the Company's website <https://investors.huscompagniet.com/governance/annual-general-meeting/>, including this notice to convene the Annual General Meeting with the agenda and complete proposals, the annual report for 2024, the remuneration report for 2024, the total number of shares and voting rights as of the date of the Annual General Meeting, the proxy and postal vote form, and the documents to be presented at the Annual General Meeting.

Questions from shareholders

Prior to the Annual General Meeting, shareholders may submit questions relating to the documentation to be considered at the Annual General Meeting, including the annual report and the remuneration report, the Company in general or the agenda. Questions can be submitted by email to ir@huscompagniet.dk.

Questions from shareholders submitted prior to the Annual General Meeting will, as far as possible, be answered in writing prior to the Annual General Meeting and published at the Company's website or presented by the chairperson of the Annual General Meeting and answered at the Annual General Meeting.

Moreover, shareholders can ask questions at the Annual General Meeting. If a question cannot be answered at the Annual General Meeting, the answer will be published on the Company's website no later than two weeks after the Annual General Meeting.

Technical assistance

Questions on notification of attendance of the Annual General Meeting or use of the Company's Shareholder Portal may be directed to Computershare A/S by telephone (+45) 4546 0997 (weekdays at 09:00 (CET/CEST) to 15:00 (CET/CEST)).

Webcast

The Annual General Meeting will be webcasted live and can be accessed via link on the Company's website <https://investors.huscompagniet.com/governance/annual-general-meeting/> and via the Shareholder Portal.

Personal data

Prompted by requirements set out in the Danish Companies Act, the Company processes personal information about its shareholders as part of the administration of the Company's register of shareholders and other communications. The following information is processed: Name, address, contact information, VP account number, shareholding and participation in events. Furthermore, the Annual General Meeting will be broadcasted live by webcast. You can read more about how the Company processes personal information on the Company's website: <https://www.huscompagniet.dk/cookies-persondatapolitik> (Danish only).

Language

The Annual General Meeting will be conducted in Danish. All presentations and answers to questions will be given in Danish. Shareholders may choose to submit questions and comments in Danish or in English. The Company does not offer simultaneous Danish/English interpretation at the Annual General Meeting.

Members of the press

Press representatives may gain access to the Annual General Meeting by contacting the Company at ir@huscompagniet.dk no later than Thursday 10 April 2025 at 11:59 am (CEST).

The Board of Directors

7 March 2025

Appendix 1 – Candidates for the Board of Directors

Candidates for re-election:



Claus V. Hemmingsen (1962)

Chairperson (Independent)
**Chair of Remuneration and
Nomination Committee**

Joined the Board in 2020

Gender: Male

Nationality: Danish

Position:

Non-executive board member

Education:

Management Programmes, London Business School and Cornell University;
Exec. MBA, IMD; International Directors Programme, INSEAD

Other management positions:

Chair: DFDS A/S, Innargi A/S and Rambøll Gruppen A/S; Board member: Noble Corporation plc, A.P. Møller Holding A/S, A.P. Møller og Hustru Chastine Mc-Kinney Møllers Fond til almene Formaal, Den A.P. Møllerske Støttefond, Mærsk Mc-Kinney Møller Center for Zero Carbon Shipping, Global Maritime Forum Fonden, Det Forenede Dampskibs-Selskabs Jubilæumsfond, Member of the Danish Committee for Good Corporate Governance. Owner and director of CVH Consulting ApS.

Competences:

Competencies and experiences from more than 8 years of chairmanship in listed companies, executive experience particularly from large corporation within the international maritime and offshore drilling industries, incl. M&A, commercial and general management, operational expertise, strategic planning, HSE & Sustainability, and regulatory affairs

Holdings:

65,499



Anja B. Eriksson (1974)

Vice-Chairperson (Independent)
**Member of the Remuneration and
Nomination Committee**

Joined the Board in 2020

Gender: Female

Nationality: Danish

Position:

Non-executive board member.

Education:

M.Sc. in Applied Economics and Finance, B.Sc. International Business from Copenhagen Business School, Young Managers Programme and Negotiation Dynamics from INSEAD Business School and High-Performance Boards programme at IMD

Other management positions:

Chair: M.J. Eriksson Holding A/S, Board member: M.J Eriksson A/S, LM I Pihl A/S, Veo Technologies A/S, Ferrosan Medical Devices A/S, Owner and director F5 Invest ApS

Competences:

Experience from leading roles in the financial and construction industries, with a strong commercial focus, having driven change processes, M&A transactions, sale and HSSE

Holdings:

33,326



Stig Pastwa (1967)

Board member (Independent)

Chair of Audit Committee

Joined the Board in 2021

Gender: Male

Nationality: Danish

Position:

Professional board member, Advisor and Investor

Education:

Graduate Diploma, HD (r) Business Administration, Financial and Management Accounting from Copenhagen Business School. PED from IMD Business School and ADP from London Business School

Other management positions

Member of Board of representatives: Hedeselskabet. Board member: Navigare Capital Partners A/S, Kaplak Partners ApS and KRAM Fonden. Owner and director of SP Holding 2015.

Competences:

Commercial and managerial experience, including M&A, ESG and real estate with a strong financial background as both CFO and CEO from executive roles and non-executive directorships in several large Danish and international corporations and institutions, both listed and private

Holdings:

8,540



Ylva Ekborn (1975)

Board member (Independent)

Member of the Audit Committee

Joined the Board in 2019

Gender: Female

Nationality: Swedish

Position:

Head of PostNord Accelerate, CEO in PostNord Strålfors & member of PostNord Group Leadership Team

Education:

Harvard Business School Advanced Management Program. M.Sc. in Economics and Business Administration, Stockholm School of Economics

Other management positions:

Chair: PostNord Strålfors A/S, PostNord Strålfors Oy, PostNord Strålfors AS. Board member: PostNord TPL

Competences:

Experienced Nordic CEO with focus on change leadership, operational excellence, digital transformation, and brand & communication

Holdings:

20,247



Michael Troensegaard Andersen (1961)

Board member (Independent)
Member of the Audit Committee

Joined the Board in 2023

Nationality: Danish

Gender: Male

Position:

Non-executive board member

Education:

MSc. Mechanical Engineering, DTU
Ba. Comm (HD accounting), CBS

Other management positions:

Chair: Solar A/S, BE Shark Holding ApS and Shark Solutions A/S

Competences:

Executive experience from industry relevant listed companies (namely H+H International A/S), as well as competences and experience within strategic, structural, and organisational transformation, sustainability, and green transition, together with in-depth knowledge of the European building and building material Industry

Holdings:

19,500



Ole Lund Andersen (1959)

Board member (Independent)
Member of Remuneration and Nomination Committee

Joined the Board in 2023

Nationality: Danish

Gender: Male

Position:

Non-executive board member

Education:

BSc. Production Engineering, Copenhagen Teknikum

Other management positions:

Board member: Lars Larsens JYSK Fond, Actona Group A/S, ScanCom International A/S, Contino Holding A/S, Nissen Capital A/S

Competencies:

Executive experience from both B2B and B2C with competences within consumer directed sales and marketing as well as a strong background within design, production, and manufacturing, both nationally and internationally

Holdings:

33,898