

Minutes of annual general meeting of Re-Match Holding A/S

On 22 May 2023 at 15:00 (CEST), the annual general meeting of Re-Match Holding A/S, CVR no. 35 46 55 29, (the “**Company**”) was held at Gorrissen Federspiel’s office, Axeltorv 2, 1609 Copenhagen, 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. Resolution to distribute profit or cover the loss according to the adopted annual report
4. Resolution to grant discharge of liability to the board of directors and the executive board
5. Approval of the remuneration of the board of directors for the present financial year
6. Election of members to the board of directors
7. Appointment of auditor
8. Any proposals from the board of directors, the board of executives or the shareholders
 - a. Adoption of new articles of association
9. Any other business

The board of directors had appointed Chantal Pernille Patel Simonsen as Chair of the annual general meeting in accordance with article 8.6 of the Company’s articles of association.

The Chair 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 on the agenda.

The Chair noted that all items on the agenda could be passed with simple majority of votes cast excluding the proposal under agenda item 8.a on adoption of new articles of association which was subject to approval by 9/10 of votes cast and of the share capital represented at the general meeting.

The Chair informed that 35,661,838 votes corresponding to nominally DKK 35,661,838 or approximately 97.53% of the share capital and the voting rights in the Company were represented at the annual general meeting of which 35,661,838 votes had been given as instruction proxies and proxies to the board of directors.

The Chair presented the agenda for the annual general meeting.

Re item 1 The board of directors’ report on the Company’s activities in the past financial year

The Chair concluded that the general meeting had taken note of the board of directors’ report on the Company’s activities in 2022.

Re item 2 Presentation and adoption of the annual report

The Chair concluded that the Annual Report 2022 had been adopted by the annual general meeting with the necessary majority of votes.

Re item 3 Resolution to distribute profit or cover the loss according to the adopted annual report

The Chair informed that the board of directors had proposed that no dividend is paid to shareholders for the financial year ended 31 December 2022 and that the loss for the financial year ended 31 December 2022 is carried forward.

The Chair concluded that the proposal had been adopted with the necessary majority of votes.

Re item 4 Resolution to grant discharge of liability to the board of directors and the executive board

The Chair informed that the board of directors had proposed that the general meeting grants discharge of liability to the members of the board of directors and the member of the executive board for any liability towards the Company in relation to the approved annual report for the financial year ended 31 December 2022.

The Chair concluded that the general meeting had adopted the board of directors' proposal to grant discharge of liability to the members of the board of directors and the member of the executive board with the necessary majority of votes.

Re item 5 Approval of the remuneration of the board of directors for the present financial year

The Chair informed that the board of directors had proposed that the annual general meeting approves the remuneration for the board of directors for the current financial year and until the next annual general meeting.

It was proposed that:

- Members of the board of directors may receive an annual base fee of DKK 125,000.
- The Chairman of the board of directors may in addition receive an annual supplementary fee of DKK 125,000 (DKK 250,000 in total).
- The Chairman of any board committee may in addition receive an annual supplementary fee of DKK 62,500.

If a member of the board of directors is asked to take on specific ad-hoc tasks outside the scope of regular board duties, such member may be entitled to a fixed fee for the work carried out in relation to such task. Any ad-hoc task shall be approved by the board of directors.

The Chair noted that it is expected that, subject to being elected to the board of directors under item 6, Laurits Mathias Bach Sørensen, Jakob Fuhr Hansen and Erik Osmundsen, respectively, will waive their board fee.

In addition to the abovementioned remuneration, the Company may cover social duties and other taxes imposed on board members by foreign authorities in relation to the board fee received. Further, the Company may choose to reimburse reasonable expenses of the members of the board of directors in connection with board meetings.

The Chair concluded that the remuneration for the board of directors for the current financial year and until the next annual general meeting was approved by the general meeting with the necessary majority of votes.

Re item 6 Election of members to the board of directors

The Chair informed that the board of directors had proposed to re-elect Henrik Grand Petersen, Laurits Mathias Bach Sørensen, Jakob Fuhr Hansen and Kristin Parello-Plesner as members of the board of directors for a period of one year and elect Erik Osmundsen as new member of the board of directors for a period of one year.

It was noted that if the proposed candidates were elected, it is expected that the board of directors will appoint Henrik Grand Petersen as Chairman of the board of directors.

The Chair noted that 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 was published on 4 May 2023.

The Chair concluded that Henrik Grand Petersen, Laurits Mathias Bach Sørensen, Jakob Fuhr Hansen and Kristin Parello-Plesner had been re-elected as members of the board of directors and that Erik Osmundsen had been elected as a new member of the board of directors with the necessary majority of votes.

Re item 7 Appointment of auditor

The Chair informed that the board of directors had proposed to re-elect PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab as the Company's auditor.

The Chair concluded that PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab was re-elected as the Company's auditor with the necessary majority of votes.

Re item 8 Any proposals from the board of directors, the board of executives or the shareholders

Re item 8.a Adoption of new articles of association

The Chair informed that the board of directors had proposed that the annual general meeting adopts a new set of articles of association reflecting the Company's delisting from Nasdaq First North Growth Market Denmark.

The Chair noted that the proposed articles of association were attached as Appendix 2 to the notice to convene the annual general meeting, which was published on 4 May 2023.

The Chair concluded that the proposal had been adopted with the necessary majority of votes.

Re item 9 Any other business

No shareholders had any comments under this agenda item and the Chair stated that the agenda of the annual general meeting had been exhausted.

The Chair concluded that the meeting was adjourned.

The annual general meeting was adjourned at 15:15 (CEST)

Chantal Pernille Patel Simonsen
Chair of the annual general meeting