

COMPANY ANNOUNCEMENT AND PRESS RELEASE

Gabriel Holding A/S
Notice of annual general meeting

Notice of annual general meeting of Gabriel Holding A/S

Time and date: 2.00 p.m. Thursday, 9 December 2021

Place: The company's address: Hjulmagervej 55, 9000 Aalborg, Denmark

All shareholders are entitled to attend the general meeting provided that, on proof of their identity, they have requested an admission card **no later than 3 days prior to the general meeting**. Admission cards may be requested by contacting Maria Myrup Gundersen by phone at +45 9630 3117 or e-mail at mmg@gabriel.dk.

The company invites you to view the company's new products and activities immediately after the general meeting.

Agenda

1. Report of the Board of Directors on the company's activities in the past financial year.
2. Presentation of the annual report with auditor's report for approval.
3. Presentation of the remuneration report for advisory vote.
4. Decision on application of profit or recovering of loss under the approved annual report.
5. Approval of the remuneration of the Board of Directors for the current year.
6. Election of members of the Board of Directors.
7. Election of auditor.
8. Any other proposals from the Board of Directors or shareholders

Remarks and complete proposals

Re item 1 on the agenda

The Board of Directors proposes that the Board of Directors' report on the company's activities during the past year be noted.

Re item 2 on the agenda

The Board of Directors proposes that the presented annual report be approved.

Re item 3 on the agenda

The Board of Directors proposes that the remuneration report be approved.

Re item 4 on the agenda

The Board of Directors recommends payment of a dividend of DKK 9.75 per DKK 20 share.

Re item 5 on the agenda

The Board of Directors proposes that the remuneration of the Board of Directors be adjusted as follows (remuneration for 20/21 inserted in brackets) – figures in DKK:

Members of the Board of Directors – base fee:	125,000	(100,000)
Chair of the Board of Directors – 3,2 x base fee (same multiple)	400,000	(320,000)
Vice chair of the Board of Directors – 1,6 x base fee (same multiple)	200,000	(160,000)
Members of the audit committee:	25,000	(20,000)
Chair of the audit committee:	100,000	(80,000)
Members of the acquisition committee:	50,000	(40,000)
Chair of the acquisition committee:	100,000	(80,000)
Chair of the cyber security committee:	100,000	(80,000)

Re item 6 on the agenda

The Board of Directors proposes re-election of Jørgen Kjær Jacobsen, Hans O. Damgaard, Søren B. Lauritsen and Pernille Fabricius. Information about the candidates and their executive positions can be found on page 28 of the annual report, which is available at the company's webpage. The composition of the Board of Directors reflects the skills and experience required to manage a public listed company. The company strives to ensure that the Board of Directors is composed of persons who possess the professional competencies and international experience required to serve as a board member.

Re item 7 on the agenda

The Board of Directors recommends re-election of KPMG Statsautoriseret Revisionspartnerselskab based on the recommendation from the audit committee. The audit committee has in its assessment and recommendation not been influenced by third parties and has not been subject to any agreements with third parties restricting the general meeting's election of auditor.

Adoption requirements

Adoption of the proposals made under items 2, 4, 5, 6 and 7 are subject to a simple majority of votes, see Article 4.1 of the Articles of Association.

No proposals have been submitted by the shareholders for consideration at the general meeting.

Share capital and voting rights

On the date of this notice, the company's capital is nom. DKK 37,800,000, corresponding to 1,890,000 DKK 20 shares. Each DKK 20 share carries one vote.

Shareholder information

According to Article 3.9 of the Articles of Association, a shareholder may only participate in general meetings and vote on the shares which, on the date of registration, i.e. a week before the general meeting, are either registered in the shareholder's name in the register of shareholders or the acquisition of which the shareholder has reported and documented on this date.

The company's register of shareholders is managed by VP Securities A/S. Please use the e-mail address mmg@gabriel.dk to advise the company of appointments of proxies. Proxy forms are available from Gabriel Holding A/S.

The following material will be available on the company's website www.gabriel.dk by **18 November 2021**:

- Notice of the meeting
- The total number of shares and votes on the date of the notice
- The documents to be presented at the general meeting, including the annual report and the remuneration report
- The agenda and the full text of all proposals
- Proxy form

The printed version of the annual report will be available on 29 November 2021.