

Charter of the Digitalisation & Cybersecurity Committee of the Board of Directors in Gabriel Holding A/S

1. Status

The Digitalisation & Cybersecurity Committee (hereinafter the Committee) is established by the Board of Directors (Board) of Gabriel Holding A/S.

2. Purpose

The role of the Committee is to make recommendations to the Board, and otherwise to assist the Board with its oversight responsibilities, in relation to the area of Digitalisation, as well as assist the Board's efforts and supervisory tasks in relation to the IT and cyber area.

This charter is to be reviewed by the Committee at least once annually, and any proposals for amendments are to be submitted to the Board for approval.

3. Tasks and duties

The tasks of the Committee shall include the following:

- a. Continuously assess and discuss possible digitalization initiatives with competent consideration of Gabriel's position as a traditional production company
- b. Annually prepare and recommend the Group's ambitions and guidelines for digitalisation for approval by the Board
- c. Annually prepare and set the Group's cyber strategy for the Board's approval
- d. Prepare and present an updated risk assessment at least twice a year to the Board
- e. Continuously monitor:
 - i. Development initiatives and plans in the field of digitalisation, and
 - ii. Plans, processes and preparedness in the field of cybersecurity,and prepare and present status reporting to the Board prior to each board meeting.

The Committee's work must be based on the strategy for Gabriel drawn up at any given time, and the work must be within its framework.

4. Membership

The Committee shall consist of 3-4 members of the Board. The members are elected for a one year term by the board members and the Board shall designate a chair of the Committee. The election takes place at the first board meeting following the annual general meeting. The Board may remove a member of the Committee at any time, with or without cause. Any member of the Committee who resigns from the Board must also resign from the Committee.

Each member of the Committee shall in line with the remuneration policy receive an annual fee, which shall be approved by the annual general meeting.

Members of Executive Management, employees and/or other persons shall attend meetings at the invitation of the Committee.

The secretary appointed to serve the Committee shall prepare minutes of all meetings and keep a record of attendance to document the fulfilment of the Committee's responsibilities.

5. Meetings

The Committee shall meet as often as it determines appropriate and relevant. Further, the Committee shall meet upon request of a member of the Committee or the Board.

The meetings shall normally be convened with no less than 7 days' written notice to all members of the Committee. The notice shall include an agenda for the meeting. Any written material relating to the individual agenda items shall, to the extent possible, be forwarded to the members together with the notice convening the meeting.

In exceptional circumstances, a Committee resolution may be passed over the phone or in writing. In such cases the proposed resolution shall be forwarded to the members of the Committee and the chairman shall then seek to obtain a written or electronically transmitted statement from members of the Committee and sees to it that the resolution is entered in the book of minutes.

6. Quorum

The Committee constitutes a quorum when at least three of its members are present, and all resolutions of the Committee must be passed by a simple majority of votes. In the event of an equality of votes, the chairman of the Committee shall have the casting vote.

7. Reporting to the Board

The committee must continuously present recommendations to the Board regarding commercial assessments, efficiency opportunities and status updates within the digitalisation area, as well as risk assessments and status updates within IT and cybersecurity. All material submitted or prepared by the Committee shall be made available to the members of the Board at the request of the individual director of the Board.

8. Self-evaluation

The Committee shall on an annual basis conduct a self-evaluation of the Committee's performance, and report to the Board.

The charter will be made available on the company's website.

*Unauthorized translation of the "Charter of the Digitalisation & Cybersecurity Committee of Gabriel Holding A/S".
In the event of any inconsistency between the Danish original version and this translation, the Danish version shall prevail.*

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Adopted by the Board of Directors on 9 February 2023.

Appendix 1 – Annual Wheel for Digitalisation

Appendix 2 – Annual Wheel for Cybersecurity