Announcement no. 12/2025
Date: 20 November 2025

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, 11 December 2025**
Place: **The company's address: Hjulmagervej 55, 9000 Aalborg, Denmark**

All shareholders are entitled to attend the general meeting provided that they have registered no later than 3 days before the meeting by contacting Gitte Willum Borup either by phone at +45 4054 4881 or by email at giwbo@gabriel.dk. No admission cards will be issued prior to the general meeting, but participants will be registered upon arrival and will be given voting ballots upon presentation of proper identification.

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 covering 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. Authorisation for the purchase of own shares.
9. Approval of amendment to the articles of association.
10. Any other proposals from the Board of Directors or shareholders.

Gabriel Holding A/S
Hjulmagervej 55
9000 Aalborg, Denmark
Company registration no. 58868728
Phone: +45 9630 3117
Contact: Anders Hedegaard Petersen, CEO

Gabriel®

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 5 per DKK 20 share for 2024/25.

Re item 5 on the agenda

Approval of the remuneration of the Board of Directors for 2025/26 - figures in DKK – unchanged compared to 2024/25:

Members of the Board of Directors – base fee	125,000
Chair of the Board of Directors – 3.2 x base fee	400,000
Vice chair of the Board of Directors – 1.6 x base fee	200,000
Chair of a board committee	100,000
Member of a board committee	50,000

Re item 6 on the agenda

All board members must be elected or re-elected every year and were last elected at the annual general meeting on 29 January 2025. The Board of Directors proposes re-election of Søren Mygind Eskildsen, Randi Toftlund Pedersen, Hans O. Damgaard, and Søren B. Lauritsen. (see Appendix 1 for background information on the candidates for the Board of Directors who are proposed to be elected by the general meeting).
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.

Gabriel Holding A/S
Hjulmagervej 55
9000 Aalborg, Denmark
Company registration no. 58868728
Phone: +45 9630 3117
Contact: Anders Hedegaard Petersen, CEO

Gabriel

Ad item 7 on the agenda

The Board of Directors recommends election of EY Godkendt Revisionspartnerselskab as the company's auditor based on 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.

Re item 8 on the agenda

The Board of Directors proposes that the general meeting authorize the board to permit the company to acquire its own shares within a five-year period from the date of the general meeting in accordance with the provisions of the Danish Companies Act, up to a total nominal value of DKK 7,560,000, equivalent to 20% of the company's share capital, for an outlay corresponding to the bid price listed on Nasdaq Copenhagen on the date of acquisition with a margin of +/- 10%.

Re item 9 on the agenda

The Board proposes the following amendments to the Articles of Association:

§3.7 Add item 4: Approval of remuneration policy (if amended or upon re-submission).

§3.8 The date for publication of the notice convening the general meeting is changed from at least 3 weeks before to 2 weeks before the general meeting.

§3.9 "A shareholder's participation in a general meeting shall be conditional upon the shareholder's having requested an admission card at the latest three (3) days before the meeting date." is changed to "A shareholder's participation in a general meeting requires that the shareholder has registered at least three (3) days before the meeting date, either by telephone or by e-mail."

§3.10 "Participation by electronic means is subject to the same requirements as stated in article 3.9 above on the issuance of admission cards." is changed to "Participation by electronic means is subject to the same requirements as stated in article 3.9 regarding registration".

Adoption requirements

The agenda items are adopted by 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 giwbo@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 **20 November 2025**:

- 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 notice will also be published via Nasdaq Copenhagen A/S. The general meeting will be conducted in Danish.

Personal data

In connection with the general meeting the company collects, processes and stores certain personal data. Reference is made to the company's policy "Privacy Policy", which is available on www.gabriel.dk

Gabriel Holding A/S
Hjulmagervej 55
9000 Aalborg, Denmark
Company registration no. 58868728
Phone: +45 9630 3117
Contact: Anders Hedegaard Petersen, CEO

Announcement no. 12/2025
Date: 20 November 2025

Gabriel®

Appendix 1

Ad item 6 on the agenda – election of members to Board of Directors

Background information on candidates for the Board of Directors proposed for election at the AGM:

Søren Mygind Eskildsen
Chair (I)
Born: 1972
Sex: Male
Joined the Board of Directors: 2022
Term ends: AGM 2025

Position: CEO of Louis Poulsen A/S.

Leadership skills

Relevant experience from the industry with special expertise in strategy, sales, production and top management of global companies, including branding and design.

Positions of trust

Directorships
TSME Holding ApS

Board positions
TCM Group A/S (VC)
Ege Carpets A/S (C)
– and member of the remuneration and nomination committee

Randi Toftlund Pedersen
Vice-chair (I)
Born: 1963
Sex: Female
Joined the Board of Directors: 2022
Term ends: AGM 2025

Position: SVP Corporate Finance in Salling Group.

Leadership skills

Expertise in executive management with a particular focus on financial management, financial reporting and ESG reporting in large Danish companies, including listed companies.

Positions of trust

Board positions
Ejendomsselskabet Olav de Linde A/S
Roblon A/S – and chair of the audit committee
Salling Group Captiveforsikringsselskab A/S (C)
Salling Group Ejendomme A/S
Salling Group Ejendomme II Aps

Søren B. Lauritsen
Board member (D)
Born: 1967
Sex: Male
Joined the Board of Directors: 2010
Term ends: AGM 2025

Position: CEO, ONE Marketing A/S.

Leadership skills

Special expertise in sales and marketing, including IT, strategy, and branding.

Positions of trust

Directorships
Søren B. Lauritsen Holding ApS
Poul H. Lauritsen Holding ApS
Sim Golf Acoustics ApS

Board positions
ONE Marketing A/S
GAB Invest ApS

Hans Olesen Damgaard
Board member (I)
Born: 1965
Sex: Male
Joined the Board of Directors: 2015
Term ends: AGM 2025

Position: Professional board member.

Leadership skills

Special expertise in M&A processes as well as sales and executive leadership in global companies.

Positions of trust

Board positions
EC POWER A/S
LIFA A/S LANDINSPEKTØRER (C)
Aktieselskabet Carl Christensen (C)
Manini & Co. Holding A/S (C)
Thygesen Textile Group A/S (C)
Ege Carpets A/S – and chair of the audit committee
Stibo Complete Group A/S (VC)
Dansk Kvarts Industri A/S

Commercial foundations
Aarhus Symfoniorkesters Fond af 13. april 1983

Gabriel Holding A/S
Hjulmagervej 55
9000 Aalborg, Denmark
Company registration no. 58868728
Phone: +45 9630 3117
Contact: Anders Hedegaard Petersen, CEO