

Ordinær generalforsamling

i

SameSystem A/S

Den 5. januar 2024 kl. 14:00 blev der afholdt ordinær generalforsamling i SameSystem A/S, CVR-nr. 31 48 79 27, hos SameSystem A/S, Rentemestervej 2A, 2400 København NV, med følgende dagsorden:

Dagsorden:

1. Bestyrelsens valg af dirigent
2. Bestyrelsens beretning om selskabets virksomhed i det forløbne år
3. Fremlæggelse af årsrapport med revisions - påtegning til godkendelse
4. Beslutning om anvendelse af overskud eller dækning af underskud i henhold til den godkendte årsrapport
5. Præsentation og drøftelse af vederlags-rapport
6. Valg af bestyrelse
7. Valg af revisor
8. Eventuelle forslag fra bestyrelsen og/eller aktionærene

Bestyrelsen havde i henhold til selskabets vedtægter udpeget advokat Søren Brinkmann som dirigent.

Dirigenten konstaterede med de fremmødtes tilslutning, at generalforsamlingen var lovligt indkaldt og beslutningsdygtig i henhold til dagsordenen, idet selskabet via Nasdaq First North

Annual general meeting

in

SameSystem A/S

On 5 January 2024, at 2:00 pm., the annual general meeting in SameSystem A/S, company reg. no. 31 48 79 27, was held at SameSystem A/S, Rentemestervej 2A, 2400 Copenhagen NV, with the following agenda:

Agenda:

1. The board of directors' election of chairman of the general meeting
2. The board of directors' report regarding the company's activities during the past financial year
3. Presentation of the annual report with auditor's report for approval
4. Resolution on distribution of profit or covering of loss in accordance with the approved annual report
5. Presentation and discussion of remuneration report
6. Election of board of directors
7. Election of auditor
8. Any proposal from the board of directors and/or the shareholders

In accordance with the company's articles of association the board of directors had elected attorney-at-law Søren Brinkmann as chairman.

With the approval of the attendees, the chairman noted that the general meeting was lawfully summoned and competent to transact the items on the agenda, as the company via Nasdaq First

Premier Growth Market Copenhagen og selskabets hjemmeside den 14. december 2023 havde offentliggjort indkaldelsen.

Der var ingen indvendinger mod lovligheden af indkaldelsen.

Formanden gennemgik dagsordenen for generalforsamlingen.

Dirigenten konstaterede, at der var repræsenteret nominelt kr. 441.921 aktier, svarende til 60,34 % af den samlede aktiekapital. Hertil oplyste dirigenten, at den deltagende aktiekapital repræsenterede 44.192.168 stemmer, svarende til 60,34 % af det samlede antal stemmer.

Stemmerne var repræsenteret således:

- 30.052.483 stemmer (svarende til 68 % af de repræsenterede aktier) fysisk til stede
- 14.139.685 stemmer (svarende til 32 % af de repræsenterede aktier) via instruktionsfuldmagter og brevstemmer.

Ad 2 – Bestyrelsens beretning om selskabets virksomhed i det forløbne regnskabsår

Bestyrelsesformand Leif Vestergaard præsenterede bestyrelsens beretning om selskabets virksomhed i det forløbne regnskabsår.

Dirigenten konstaterede, at der ikke var spørgsmål eller bemærkninger til bestyrelsens beretning, og at generalforsamlingen tog bestyrelsens beretning om SameSystem A/S' virksomhed i 2022/23 til efterretning.

North Premier Growth Market Copenhagen and the company's website had published the notice on 14 December 2023.

There were no objections against the legality of the notice.

The chairman presented the agenda for the general meeting.

The chairman informed that nominal DKK 441,921 shares were represented, corresponding to 60.34 % of the share capital. In addition, the chairman informed that the attending share capital represented 44,192,168 votes corresponding to 60.34 % of the joint number of votes.

The number of votes were allocated as follows:

- 30,052,483 votes (corresponding to 68 % of represented shares) physically present
- 14,139,685 votes (corresponding to 32 % of represented shares) via instruction proxy and postal votes.

Re 2 - The board of director's report on the company's activities in the past financial year

Chairman of the board, Leif Vestergaard, presented the board of directors' report regarding the company's activities in the past year.

The chairman noted that there were no questions or comments to the board of directors' report and that the general meeting took the board of directors' report on SameSystem A/S' activities in 2022/23 into consideration.

Ad 3 – Fremlæggelse af årsrapport med revisionspåtegning til godkendelse

CFO Thomas Sølvsten, gennemgik selskabets årsrapport for regnskabsåret 2022/23.

CFO'en gennemgik resultatopgørelsen for regnskabsåret 2022/23, der viste en omsætning på kr. 48.247.000 og et underskud på kr. 13.470.000.

CFO'en gennemgik herefter balancen, som pr. 30. september 2023 viste samlede aktiver for kr. 46.342.000 og en egenkapital på kr. 21.734.000.

Dirigenten konstaterede, at der ikke spørgsmål eller bemærkninger til årsrapporten.

Generalforsamlingen godkendte årsrapporten for 2022/23.

Ad 4 – Beslutning om anvendelse af overskud eller dækning af underskud i henhold til den godkendte årsrapport

Bestyrelsen havde foreslået, at årets resultat overføres til næste år, og at der således ikke udbetales udbytte for regnskabsåret 2022/23.

Dirigenten konstaterede, at der ikke var spørgsmål eller bemærkninger til forslaget.

Generalforsamlingen godkendte forslaget.

Re 3 – Presentation of audited annual report for approval

CFO Thomas Sølvsten, went through the company's annual report of 2022/23.

The CFO went over the profit and loss statement for the financial year 2022/23 which showed a revenue of DKK 48,247,000 and a loss of DKK 13,470,000 for the year.

The CFO went over the balance sheet which as of 30 September 2023 showed total assets of DKK 46,342,000 and an equity of DKK 21,734,000.

The chairman noted that there were no questions or comments to the annual report.

The general meeting approved the annual report of 2022/23.

Re 4 – Resolution on distribution of profit or covering of loss in accordance with the approved annual report

The board of directors had proposed that the result of the year is transferred to the next financial year and that no dividend is paid out for financial year 2022/23.

The chairman noted that there were no questions or comments to the proposal.

The general meeting approved the proposal.

Ad 5 – Præsentation og drøftelse af vederlagsrapport

Bestyrelsesformand Leif Vestergaard, gennemgik vederlagsrapporten for regnskabsåret 2022/23.

Dirigenten konstaterede, at der ikke var spørgsmål eller bemærkninger til vederlagsrapporten.

Ad 6 – Valg af bestyrelse

Bestyrelsen havde foreslået genvalg af Leif Vestergaard, Tommy Høyrup Holte, Christian Higræff og Michael Holmberg Andersen.

Generalforsamlingen godkendte forslaget.

Bestyrelsen konstituerede sig umiddelbart efter generalforsamlingen med Leif Vestergaard som formand.

Ad 7 – Valg af revisor

Bestyrelsen havde foreslået genvalg af selskabets nuværende revisor BDO STATS-AUTORISERET REVISIONSAKTIESELSKAB.

Generalforsamlingen godkendte enstemmigt forslaget med alle tilstedeværende stemmer.

Ad 8 – Eventuelle forslag fra bestyrelsen og/eller aktionærene

Der var ingen yderligere forslag fra bestyrelsen og/eller aktionærene.

Ad 8 – Eventuelt

Re 5 – Presentation and discussion of remuneration report

Chairman of the Board, Leif Vestergaard, went through the remuneration report for the financial year 2022/23.

The chairman noted that there were no questions or comments to the remuneration report.

Re 6 – Election of board of directors

The board of directors had proposed to re-elect Leif Vestergaard, Tommy Høyrup Holte, Christian Higræff and Michael Holmberg Andersen.

The general meeting approved the proposal.

In continuation of the general meeting, the board of directors constituted itself with Leif Vestergaard as chairman of the board of directors.

Re 7 – Appointment of auditor

The Board of Directors had proposed re-election of the company's present auditor BDO STATSAUTORISERET REVISIONSAKTIESELSKAB.

The general meeting approved the proposal with all votes present.

Re 8 – Any proposals from the board of directors and/or shareholders

There were no further proposals from the board of directors and/or shareholders.

Re 8 – Any other business

Bestyrelsen oplyste, at aktionærene senere i januar måned vil blive tilbudt at indgå som part i en ejerftale. Ejerftalen vil bl.a. indeholde en medsalgsret og -pligt, hvormed minoriteter sikres, hvis en majoritet af selskabet sælges.

Generalforsamlingen bemyndigede enstemmigt og med alle tilstedeværende stemmer dirigenten til at anmelde det vedtagne til Erhvervsstyrelsen og til i forbindelse hermed at foretage sådanne ændringer i og tilføjelser til det på generalforsamlingen vedtagne, selskabets vedtægter og anmeldelsen til Erhvervsstyrelsen, som måtte være påkrævet for at opnå registrering, eller som blot måtte være hensigtsmæssige.

Dirigenten konstaterede herefter, at dagsordenen var udtømt, og at samtlige forslag var blevet vedtaget.

Generalforsamlingen blev hævet kl. 14.30.

Som dirigent:

Søren Brinkmann, advokat

The board informed that later in January, the shareholders will be offered to become a party to a shareholders' agreement. The shareholders' agreement will, among other things, contain a co-sale right and obligation ("drag and tag") whereby minorities are secured if a majority of the company is sold.

The general meeting unanimously and with all votes present authorised the chairman of the meeting to apply for registration at the Danish Business Authority (Erhvervsstyrelsen) of the resolutions passed by the general meeting. Furthermore, the Chairman was authorised to make any alteration of or addition to the resolutions passed by the general meeting, the articles of association of the company and the registration form to the Danish Business Authority as may be required to obtain registration or may be suggested as expedient.

The chairman informed that the formal agenda has been completed and that all the proposals had been approved.

The general meeting was adjourned at 2.30 pm.

Chairman of the meeting:

Søren Brinkmann, attorney-at-law