

MINUTES ANNUAL GENERAL MEETING TCM GROUP A/S

On 9 April 2026, at 17:00, the annual general meeting of TCM Group A/S was held at the address of Skautrupvej 16, 7500 Holstebro.

The chairman of the board of directors welcomed everyone and announced on behalf of the board that it had appointed Tyge Rasmussen as chairman of the meeting. The chairman of the meeting expressed his thanks for the election, noted that the meeting had been duly convened, and that the agenda was in accordance with the articles of association and that general meeting formed a quorum.

The chairman further announced that shareholders representing 63.41% of the Company's share capital and thus 63.41% of the voting rights were present at the meeting (adjusted for the company's holding of treasury shares), were lawfully represented, had cast a postal vote or granted power of attorney prior to the annual general meeting.

1. Report of the Board of Directors on the company's activities in the past year

The report was not put to a vote, and the general meeting took note of it.

2. Adoption of the audited annual report

The audited annual report 2025 was adopted by the shareholders.

3. Presentation and approval of the remuneration report

The remuneration report 2025 was adopted by the shareholders.

4. Adoption of remuneration policy

The shareholders adopted the directors' proposal to continue the company's current remuneration policy without any changes.

5. Adoption of the remuneration for the Board of Directors and Board committees

The shareholders adopted the proposal that the annual ordinary director's fee is fixed at DKK 250,000 for the financial year 2026, and that the chairman's fee is fixed at 2.5 times the ordinary annual fee.

6. Appropriation of profit or loss as recorded in the adopted annual report

The Board of Directors' proposal to distribute an ordinary dividend of DKK 4.50 per share as ordinary dividend which corresponds to a total distribution of DKK 46,493,000 was adopted by the shareholders.

7. Election of members to the Board of Directors

Anders Tormod Skole-Sørensen, Björn Olsson Lissner, Jan Amtoft, Pernille Wendel Mehl and Erika Hummel were re-elected to the Board of Directors.

Furthermore, Rodolfo Zeidler was elected to the Board of Directors.

8. Election of auditor

Upon nomination from the Audit Committee, PricewaterhouseCoopers, Statsautoriseret Revisionspartnerselskab was re-elected by the shareholders.

9. Election of sustainability auditor

Upon nomination from the Audit Committee, PricewaterhouseCoopers, Statsautoriseret Revisionspartnerselskab, was reelected by the shareholders to issue a statement on the sustainability reporting in the management report of the annual report (where applicable).

10. Any proposals from the Board of Directors or shareholders

a) The Board of Directors proposes that the Board of Directors is authorised to acquire treasury shares.

The Board of Directors proposes that the Board of Directors is authorised for the period until the next annual general meeting to acquire treasury shares of up to 5% of the nominal share capital of the company at any time, provided that the company's total holding of treasury shares does not at any time exceed 5% of the company's nominal share capital. The purchase price paid for such treasury shares must not deviate by more than 10% from the listed price on Nasdaq Copenhagen at the time of the acquisition.

The proposal was adopted by the shareholders.

b) The Board of Directors proposes introducing the option of holding a fully electronic general meeting

The Board of Directors proposes introducing the option for the Board of Directors to decide that a specific general meeting may be held as a fully electronic general meeting instead of with physical attendance.

The proposal entails an update of section 7.3 of the Articles of Association. In this connection, certain amendments of a purely editorial nature to the company's Articles of Association are also proposed.

For the wording of the Articles of Association, please refer to Appendix 2 of the notice of meeting

The proposal was adopted by the shareholders.

11. Any other business

There was no further business to transact.

Immediately following the general meeting, the board of directors was constituted, with Anders Tormod Skole-Sørensen as chair and Erika Hummel as vice-chair.

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The chairman then noted that the agenda had been exhausted and that all motions had been adopted.

The general meeting authorised Tyge Rasmussen, attorney-at-law, with full power of substitution, to apply to the Danish Business Authority for registration of the resolutions adopted and, in connection therewith, to make such amendments and additions to the resolutions and other matters as the Danish Business Authority may require in order to register the resolutions adopted at the general meeting.

Chairman of the meeting:

Tyge Rasmussen