

**NOTICE OF EXTRAORDINARY GENERAL MEETING
MT HØJGAARD HOLDING A/S**

NOTICE OF EXTRAORDINARY GENERAL MEETING

MT HØJGAARD HOLDING A/S
(CVR NO. 16888419)

Notice is hereby given of the Extraordinary General Meeting ("EGM") of MT Højgaard Holding A/S ("MTHH") to be held on:

Monday, 18 August 2025 at 09.00 a.m. CEST

The EGM will be held as a physical EGM at the address Knud Højgaards Vej 7, 2860 Søborg, Denmark.

AGENDA

The agenda for the EGM is as follows:

1. Election of members to the Board of Directors

FURTHER DETAILS ON AGENDA ITEMS

Re item 1

Election of members to the Board of Directors.

The Board members Anders Lindberg and Janda Campos are stepping down from the Board.

The Board of Directors proposes that Christian Poulsen and Marie Louise Hansen are elected to the Board.

According to clause 3.2.1 of the Danish Recommendations on Corporate Governance, Christian Poulsen and Marie Louise Hansen are regarded as independent.

Details on the background and external appointments of Christian Poulsen are below:

Christian Poulsen is CEO of Copenhagen Airports A/S and chairman of the board at Copenhagen Airports International A/S and Copenhagen Airport Hotels A/S, deputy chairman of the board at Smarter Airports A/S and the Danish Climate Partnership for Aviation and member of the board at ACI Europe, Statens IT-råd, Fonden Wonderful Copenhagen, Digital Dogme and Asset Management Danmark. He has extensive experience as a board member, CEO, and other executive positions in a publicly traded company, with strong competencies in strategy, top management, operational management, digital transformations, and large infrastructure projects.

Details on the background and external appointments of Marie Louise Hansen are below:

Marie Louise Hansen is VP, Head of Group Sustainability & Compliance at DSV A/S and has previously, among other things, worked as Head of Corporate Responsibility at Copenhagen Airports A/S, Head of department at the Danish Energy Agency and Head of department at the Danish Transport, Construction and Housing Agency. She has extensive experience in leadership, development and implementation of strategy as well as sustainability at both political and business levels. Additionally, she has in-depth knowledge of construction, infrastructure, and the regulatory frameworks for the construction and civil engineering industry.

GENERAL INFORMATION

The nominal value of MTHH's share capital amounts to DKK 155,741,380, and each share with a nominal value of DKK 20 entitles the holder to one vote at the EGM.

All proposed resolutions on the agenda may be adopted by a simple majority of votes.

From Friday, 11 July 2025, the following documents and information will be available at mthh.dk/en/general-meeting: (i) this EGM notice with the agenda and the full text of proposed resolutions, (ii) information on the total number of shares and voting rights at the date of this notice, (iii) proxy, postal voting and registration forms.

On Friday, 11 July 2025, this notice was sent by email to shareholders who had registered their email addresses with MTHH and by ordinary letter to shareholders who had specifically requested this.

The issuing bank is Danske Bank, through which shareholders may exercise their financial rights.

Record date

Shareholders are entitled to attend and vote at the EGM in respect of the number of shares they hold at the end of the record date, which is 11.59 p.m. on Monday, 11 August 2025. The number of shares will be determined based on the Register of Shareholders and notifications to the company regarding the acquisition of shares that have not yet been recorded in the Register of Shareholders but have been received by the company before the end of the record date.

Notice of attendance

In order to attend MTHH's EGM, shareholders must register for the EGM by 11.59 p.m. on Thursday, 14 August 2025. Shareholders may register as follows:

- electronically via the investor portal at the MTHH website, mthh.dk/en/general-meeting > "Investor portal", or via Euronext Securities' website, www.euronext.com/cph-agm, or
- by contacting Euronext Securities by phone on +45 4358 8866 or by sending an email to CPH-investor@euronext.com

Once you have registered, you will receive an email confirmation. The email will include a link to the EGM portal as well as practical information on the EGM.

Appointment of proxies

Shareholders are also entitled to appoint proxies if, for example, they are unable to attend.

Proxies may be appointed electronically via the investor portal, which can be accessed through the MTHH website, mthh.dk/en/general-meeting > "Investor portal", until 11.59 p.m. on Thursday, 14 August 2025.

Proxies may also be appointed in writing using the proxy form available at the MTHH website, mthh.dk/en/general-meeting. Completed and signed forms must be sent by ordinary mail to the address Euronext Securities, Nicolai Eigveds Gade 8, 1402 Copenhagen K, Denmark, or sent by email to CPH-investor@euronext.com, to be received by 11.59 p.m. on Thursday, 14 August 2025.

Postal votes

Shareholders may also opt to submit postal votes before the date of the EGM instead of voting at the EGM.

Postal votes may be submitted electronically via the investor portal, which can be accessed through the MTHH website, mthh.dk/en/general-meeting > "Investor portal", until 09.00 a.m. on Friday, 15 August 2025.

Postal votes may also be submitted in writing using the postal voting form available at the MTHH website, mthh.dk/en/general-meeting. Completed and signed forms must be sent by ordinary mail to the address Euronext Securities, Nicolai Eigveds Gade 8, 1402 Copenhagen K, Denmark, or sent by email to CPH-investor@euronext.com, to be received by 09.00 a.m. on Friday, 15 August 2025.

Postal votes that have been received by MTHH cannot be revoked.

Questions

Shareholders may submit questions in writing concerning the agenda or documents for use at the EGM. Any such questions may be emailed to AGM@mthh.dk. Shareholders are urged to send any questions to the agenda items in advance in order to ensure that the EGM runs smoothly and efficiently.

Any questions submitted will be answered at the EGM, unless the reply already appears from a Q&A function at the MTHH website, mthh.dk/en/general-meeting.

Processing of personal data

Information on how MTHH processes personal information in connection with the EGM appears from MTHH's privacy policy for shareholders etc. The policy is available at mthh.dk/en/general-meeting.

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Søborg, 11 July 2025

The Board of Directors of MT Højgaard Holding A/S
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