

Notice convening the annual general meeting for NNIT A/S

The Board of Directors gives notice of the annual general meeting for NNIT A/S, company registration (CVR) no. 21 09 31 06 (the "Company"), to be held

Monday, April 17, 2023, 2:00 pm (CEST)
at NNIT A/S, Østmarken 3A, DK-2860 Søborg, with the following

AGENDA FOR THE ANNUAL GENERAL MEETING

1. Board of Directors' report on the Company's activities in the past financial year
2. Presentation and adoption of the audited annual report for 2022
3. Allocation of loss according to the adopted annual report
4. Resolution to grant discharge of liability to the Board of Directors and Executive Management
5. Presentation of the Company's remuneration report for an advisory vote
6. Approval of the Board of Directors' remuneration for 2023
7. Election of members to the Board of Directors, including Chairman and Deputy Chairman
8. Appointment of auditor
9. Authorisation to acquire treasury shares
10. Any proposals from the Board of Directors or shareholders
11. Any other business

COMPLETE PROPOSALS

Item 1 - Board of Directors' report on the Company's activities in the past financial year

The Board of Directors proposes that the General Assembly takes note of the Board of Directors' report on the Company's activities in the past financial year.

Item 2 - Presentation and adoption of the audited annual report for 2022

The Board of Directors proposes that the General Assembly adopts the audited annual report for 2022.

Item 3 - Allocation of loss according to the adopted annual report

The Board of Directors proposes that the General Assembly approves the Board of Directors' proposal to carry forward the loss for 2022 in accordance with the adopted annual report.

Item 4 - Resolution to grant discharge of liability to the Board of Directors and Executive Management

The Board of Directors proposes that the General Assembly grants discharge of liability to members of the Board of Directors and Executive Management for liability towards the Company in relation to the adopted annual report.

Item 5 - Presentation of the Company's remuneration report for an advisory vote

The Company has prepared a remuneration report for 2022 which is presented to the General Assembly for an advisory vote in accordance with the Danish Companies Act.

The remuneration report covers remuneration awarded or due to the Company's Board of Directors and Executive Management concerning the financial year 2022.

The remuneration report is available on the Company's website, www.nnit.com.

Item 6 - Approval of the Board of Directors' remuneration for 2023

The Board of Directors proposes that the General Assembly approves the following remuneration of the Board of Directors for 2023, which is the same level as in 2022:

Chairman (3 * base fee)	DKK	900,000
Deputy Chairman (1.5 * base fee)	DKK	450,000
Members (base fee)	DKK	300,000
Chairman of the Audit Committee (additional 0.5 * base fee)	DKK	150,000
Member of the Audit Committee (additional 0.25 * base fee)	DKK	75,000
Chairman of the Remuneration Committee (additional 1/3 of base fee)	DKK	100,000
Member of the Remuneration Committee (additional 1/6 of base fee)	DKK	50,000
Travel allowance (per meeting; members residing outside Denmark)	DKK	18,500

Item 7 - Election of members to the Board of Directors, including Chairman and Deputy Chairman

In accordance with Article 8.2 of the Articles of Association, members of the Board of Directors are elected by the General Assembly for a period of one year.

The Board of Directors proposes to re-elect Anne Broeng, Carsten Dilling, Christian Kanstrup, Eivind Kolding, Caroline Serfass and Nigel Govett to the Board of Directors.

Further, it is proposed that Carsten Dilling is re-elected as Chairman of the Board of Directors and that Eivind Kolding is re-elected as Deputy Chairman of the Board of Directors.

A description of the background and other executive functions held by the candidates proposed to the Board of Directors is attached as Appendix A and is available on the Company's website, www.nnit.com.

Item 8 - Appointment of auditor

The Board of Directors proposes to re-appoint PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab, company registration (CVR) no. 33 77 12 31, as the Company's auditor in accordance with the recommendation from the Audit Committee. The Audit Committee has not been influenced by third

parties, nor subjected to any contract with a third party restricting the general meeting's choice to certain auditors or audit firms.

Item 9 - Authorisation to acquire treasury shares

The Board of Directors proposes that the General Assembly authorises the Board of Directors in the period until the annual general meeting in 2024 to approve the acquisition of treasury shares, on one or more occasions, with a total nominal value of up to 10% of the share capital of the Company, subject to the Company's holding of treasury shares after such acquisition not exceeding 10% of the share capital, at a price with a deviation of up to 10% of the share price quoted on Nasdaq Copenhagen at the date of the acquisition.

Item 10 - Any proposals from the Board of Directors or shareholders

No proposals have been received.

Resolution requirements

All proposals may be adopted by a simple majority of votes, however the proposal under agenda item 5 regarding the remuneration report is presented for an advisory vote.

Share capital and voting rights

The Company's share capital amounts to nominally DKK 250,000,000, divided into 25,000,000 shares of nominally DKK 10 each. Each share of nominally DKK 10 carries ten (10) votes.

The right to attend and vote at a general meeting may be exercised by shareholders who are registered in the share register on the record date or who have announced and documented their acquisition of shares for the purpose of registration in the share register by the record date.

The record date is **Monday, April 10, 2023**.

Participation is conditional upon the shareholder having registered the participation in due time and as described below.

Notification of participation

Shareholders wanting to attend the general meeting in person or by proxy must notify the Company of participation.

Notification of participation may be provided:

- digitally via the investor portal on the Company's website, www.nnit.com, or via Euronext Securities' website, www.vp.dk/agm, or
- by contacting Euronext Securities by telephone +45 43 58 88 66 or by e-mail to CPH-investor@euronext.com.

Participation must be notified as set out above no later than **Thursday, April 13, 2023**.

A shareholder or a proxy may participate in the annual general meeting together with an adviser, provided that notification of the adviser's participation has been provided in due time.

A confirmation of registration and admission cards will be sent digitally by e-mail to the e-mail address provided by the shareholder upon notification of participation. Please bring a printed or electronic copy of the admission card on your smartphone or tablet. If you have forgotten your admission card, it will be possible to participate in the general meeting against presentation of appropriate proof of identification. Voting cards will be handed out at the entry point at the general meeting.

Proxy

Shareholders not participating in the annual general meeting may choose to grant a proxy to the Board of Directors or to a named third party.

Proxies can be granted:

- digitally via the investor portal on the Company's website, www.nnit.com, or via Euronext Securities' website, www.vp.dk/agm, or
- by completing, signing and returning the proxy form to Euronext Securities, by ordinary mail to Nicolai Eigtveds Gade 8, DK-1402 Copenhagen or by e-mail to CPH-investor@euronext.com. The proxy form may be downloaded from the Company's website, www.nnit.com.

Proxy forms must be received by Euronext Securities no later than **Thursday, April 13, 2023**.

Please note that either a proxy or a vote by correspondence may be submitted, but not both.

Votes by correspondence

Shareholders not participating in the annual general meeting may vote by correspondence. Votes by correspondence cannot be withdrawn.

Votes by correspondence can be sent:

- digitally via the InvestorPortal on the Company's website, www.nnit.com, or via Euronext Securities' website, www.vp.dk/agm, or
- by completing, signing and returning the correspondence voting form to Euronext Securities, by ordinary mail to Nicolai Eigtveds Gade 8, DK-1402 Copenhagen or by e-mail to CPH-investor@euronext.com. The correspondence voting form may be downloaded from the Company's website, www.nnit.com.

Correspondence voting forms must be received by Euronext Securities no later than **Friday, April 14, 2023 at 3:00 pm (CEST)**.

Please note that either a proxy or a vote by correspondence may be submitted, but not both.

Additional information

Until and including the day of the annual general meeting, the following additional information regarding the annual general meeting will be available on the Company's website, www.nnit.com:

- Notice to convene the annual general meeting with agenda, complete proposals and appendices, including CVs of candidates for the Board of Directors
- Proxy and correspondence voting forms
- Current Articles of Association
- The annual report for 2022
- The remuneration report for 2022
- Information on handling of personal information in connection with the annual general meeting
- Information about the total number of shares and voting rights on the date of notice to convene

Entry to the annual general meeting is possible from 1:30 pm (CEST).

Registration of participation will open at 1:30 pm (CEST). Light refreshments will be served.

Questions from shareholders

Prior to the annual general meeting, shareholders may ask questions about the agenda or the documents to be presented at the general meeting. This can be done by written enquiry to NNIT via e-mail to investor@nnit.com or via ordinary mail to NNIT A/S, Att.: Board of Directors, Østmarken 3A, DK-2860 Søborg, marked "Questions from shareholders".

Language

The annual general meeting will be held in Danish.

Transport

The annual general meeting is accessible by car or by public transport (train and bus). Free parking is available at Østmarken 3A, DK-2860 Søborg, from where there is direct access to the venue of the annual general meeting.

Webcast/Digital transmission

The general meeting will for shareholders be webcasted live on the Company's investor portal. It is not possible to vote or ask questions via webcast.

Søborg, March 23, 2023
Board of Directors of NNIT A/S

Appendix A

Candidates for (re-)election to the Board of Directors of NNIT A/S at the Company's annual general meeting 2023

Anne Broeng

Board member

Chairman of the Audit Committee

Born in 1961. Danish citizen.
MSc in Economics from the University of Aarhus.

Member of the Board of Directors since 2014.

Other directorships

Chairman of the board of directors at Velliv, Pension & Livsforsikring A/S and Julius P. Justesen Fond. Deputy Chairman of the board of directors at Børns Vilkår. Member of the board of directors at VKR Holding A/S, Rambøll Gruppen, Sleep Cycle AB, ATP and Aquaporin A/S*.

Regarded independent.

Attended all Board of Directors meetings in 2022.

Carsten Dilling

Chairman

Member of the Remuneration Committee

Born in 1962. Danish citizen.
Bachelor of Science and Bachelor of Commerce, Int. Marketing from Copenhagen Business School.

Member of the Board of Directors since 2016.

Other directorships

Chairman of the board of directors at SAS AB*, Icotera A/S and MT Højgaard Holding A/S*. Member of the board of directors at Thomas B. Thrige Fond and chairman of the board of directors at three of its subsidiaries; Thrige Holding A/S, Terma A/S and Thrige-Titan A/S. Member of the Investment Committees of Maj Invest.

Regarded independent.

Eivind Kolding

Deputy Chairman

Chairman of the Remuneration Committee

Born in 1959. Danish citizen.
Master of Laws from the University of Copenhagen and AMP from Wharton Business School.

Member of the Board of Directors since 2015.

Other directorships

Chairman of the board of directors of Nordic Transport Group (NTG) A/S*, Danmarks Skibskredit A/S, Den Erhvervsdrivende Fond Gl. Strand, DAFA Holding A/S and MFT Energy A/S. Deputy Chairman of the board of directors of LEO Fondet. Member of the board of directors at Altor Fund Manager AB.

Regarded independent.

Attended all Board of Directors meetings in 2022.

Caroline Serfass

Board member

Born in 1961. French and British citizen.
MSc in Robotics from the University of Montreal, Canada, Master in Electrical and Electronics Engineering, École Centrale de Paris, France.

Member of the Board of Directors since 2018.

Regarded independent.

Attended all Board of Directors meetings in 2022.

Christian Kanstrup

Board member

Member of the Audit Committee

Member of the Remuneration Committee

Born in 1972. Danish citizen.
Master of Science, Economics (cand.polit.) from the University of Copenhagen. Post graduate executive education from IMD.

Member of the Board of Directors since 2018.

Other directorships

Executive Vice President of Nordics, Baltics and UK of Mediq International B.V. and chairman of the board of directors at the subsidiaries; Mediq Holding Danmark ApS, Mediq Danmark A/S, Mediq Holding Suomi Oy, Mediq Suomi Oy, Upviser Oy, Mediq Holding Sverige AB, Mediq Sverige AB, MediRum AB, Mediq Norge AS, Puls AS Norway, Mediq Eesti OÜ, SIA Mediq Latvija and UAB Mediq Lietuva, and member of the board of directors at the subsidiary Bunzl Retail & Healthcare Suppliers Limited. Member of the board of directors of FastPassCorp A/S*.

Not regarded as independent due to his previous relations to Novo Nordisk A/S which is a major shareholder of NNIT A/S.

Attended all Board of Directors meetings in 2022.

Nigel Govett

Board member

Member of the Audit Committee

Born in 1974. British citizen.

BA (Hons) Historical Studies from University of Sunderland.
IMD Lausanne Global Board Education Programme.
Fellow Member of the Association of Chartered Certified Accountants (ACCA).

Member of the Board of Directors since 2022.

Other directorships

CFO of Novo Holdings A/S. Non-Executive Member of Tanjun 1 GP Limited in Guernsey (UK).

Not regarded as independent due to his CFO position in Novo Holdings A/S which is a major shareholder of NNIT A/S.

Attended all Board of Directors meetings in 2022 after the election in March 2022.

*Listed company