

## COMPANY ANNOUNCEMENT AND PRESS RELEASE

Gabriel Holding A/S  
Notice of annual general meeting

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### Notice of annual general meeting of Gabriel Holding A/S

**Time and date:** 2.00 p.m. Wednesday, 29 January 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. Any other proposals from the Board of Directors or shareholders

## 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 no dividend for 2023/24.

### Re item 5 on the agenda

Approval of the remuneration of the Board of Directors for 2024/25 - figures in DKK – unchanged compared to 2023/24:

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 in 2023. The Board of Directors proposes re-election of Søren Mygind Eskildsen, Hans O. Damgaard, Søren B. Lauritsen, and Randi Toftlund Pedersen. Jørgen Kjær Jacobsen has not sought re-election. (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.

### **Ad item 7 on the agenda**

The Board of Directors recommends re-election of KPMG Statsautoriseret Revisionspartnerselskab based on the 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.

### **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](mailto: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](http://www.gabriel.dk) by **8 January 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](http://www.gabriel.dk)

## 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**  
Vice-chair (I)  
Born: 1972  
Sex: Male  
Joined the Board: 2022  
Term ends: AGM 2024

Position: CEO of Louis Poulsen A/S.

### Board 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

#### Executive positions

Audo A/S  
TSME Holding ApS

#### Directorships

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



**Hans Olesen Damgaard**  
Board member (I)  
Born: 1965  
Sex: Male  
Joined the Board: 2015  
Term ends: AGM 2024

Position: Professional board member.

### Board skills

Special expertise in sales and top management of global companies.

### Positions of trust

#### Directorships

EC POWER A/S  
DS Energy ApS (C)  
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



**Søren B. Lauritsen**  
Board member (D)  
Born: 1967  
Sex: Male  
Joined the Board: 2010  
Term ends: AGM 2024

Position: CEO, ONE Marketing A/S.

### Board skills

Special expertise in sales and marketing with IT, strategy and branding as strong points.

### Positions of trust

#### Executive positions

Søren B. Lauritsen Holding ApS  
Poul H. Lauritsen Holding ApS

#### Directorships

Attract Media ApS (C)  
ONE Marketing A/S  
GAB Invest ApS



**Randi Toftlund Pedersen**  
Board member (I)  
Born: 1963  
Sex: Female  
Joined the Board: 2022  
Term ends: AGM 2024

Position: Senior Vice President Corporate Finance in Salling Group.

### Board skills

Special expertise in top management – with special focus on financial management, financial reporting and accounting – of Danish listed companies.

### Positions of trust

#### Executive positions

Ejendomsselskabet Olav de Linde A/S  
Gilunz & Jensen Holding A/S (VC)  
– and chair of the audit committee and member of the remuneration committee  
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

D = Dependent member

I = Independent member

C = Chair

VC = Vice-chair