

Notice to convene the Annual General Meeting of Svitzer Group A/S

Thursday 10 April 2025 at 10 AM (CEST).

The Annual General Meeting will be held as a completely electronic general meeting without the possibility of physical attendance.

Agenda

- A. The Board of Directors' report on the Company's activities in the past financial year
- B. Presentation and adoption of the audited annual report
- C. Distribution of profit or covering of loss according to the adopted annual report
- D. Resolution to grant discharge of liability to the Board of Directors and the Executive Management
- E. Presentation of the Company's remuneration report for an advisory vote
- F. Approval of remuneration to the Board of Directors for the current financial year
- G. Election of members to the Board of Directors
- H. Election of auditor
- I. Authorisation to acquire treasury shares
- J. Any proposals from the Board of Directors or shareholders
 - 1) Amendments to the Remuneration Policy
- K. Any other business

Complete proposals

Item B.

Presentation and adoption of the audited annual report

The Board of Directors proposes that the audited annual report for 2024 be adopted.

Item C.

Distribution of profit or covering of loss according to the adopted annual report

The Board of Directors proposes a dividend of DKK 8 per share with a nominal value of DKK 10 each (corresponding to DKK 252 million (rounded)) and that the remaining result for 2024 is carried forward to next year.

Item D.

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

The Board of Directors proposes that the Board of Directors and Executive Management be granted discharge of liability.

Item E.

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

The Board of Directors proposes that the Company's Remuneration Report for 2024 be adopted.

Item F.

Approval of remuneration to the Board of Directors for the current financial year

The Board of Directors proposes remuneration for 2025 identical to the remuneration for 2024. Accordingly, the board fees for 2025 are proposed to be maintained as follows (based on a base fee for board members of DKK 300,000):

Position	Multiple of base fee	Fee (DKK)
Chair of the Board of Directors	3x	900,000
Vice Chair of the Board of Directors	2x	600,000
Chair of the Audit and Risk Committee	0.75x	225,000
Member of the Audit and Risk Committee	0.5x	150,000
Chair of the Remuneration Committee	0.5x	150,000
Member of the Remuneration Committee	0.25x	75,000
Chair of the Nomination Committee	0.5x	150,000
Member of the Nomination Committee	0.25x	75,000

Furthermore, members of the Board of Directors may receive additional fixed fee for specific ad-hoc tasks beyond the normal work and responsibilities as member of the Board of Directors, and the members of the Board of Directors may be reimbursed for expenses related to travel, accommodation and social security contributions in accordance with the Remuneration Policy.

Item G.

Election of members to the Board of Directors

The Board of Directors proposes that Morten H. Engelstoft, Robert M. Uggl, Christine Brennet (Morris) and Peter Wikström are all re-elected for a term of one year.

Furthermore, the Board of Directors proposes that Ghim Siew Ho be elected as new member of the Board of Directors.

Please see Appendix 1 for a description of the nominated candidate's competencies, other directorships, executive functions, etc.

Item H.

Election of auditor

The Board of Directors proposes re-election of PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab as the Company's auditor in respect of statutory financial reporting and assurance engagements relating to sustainability reporting. The proposal is in accordance with the Audit and Risk Committee's recommendation, and the Audit and Risk Committee has not been influenced by third parties and has not been subject to any agreement with a third party, which limits the general meeting's election of certain auditors or audit companies.

Item I.

Authorisation to acquire treasury shares

The Board of Directors proposes that the existing authorisation be renewed so that the Board of Directors is authorised in the period until 1 April 2030 to allow the Company to acquire own shares – by way of ownership or pledge – up to an aggregate value of 10% of the Company's share capital at the time of granting the authorisation provided that the Company's holding of own shares does not exceed 10% of the Company's share capital. The purchase price paid for treasury shares must not deviate by more than 10% from the price quoted on Nasdaq Copenhagen at the time of acquisition.

Item J.

Any proposals from the Board of Directors or shareholders

1) Amendments to the Remuneration Policy

The Board of Directors proposes that the Company's Remuneration Policy is updated. The updated Remuneration Policy contains the following material amendments:

- Introduction of travel allowance for members of the Board of Directors
- Adjustment of the maximum payout opportunity under the short-term incentive for the members of Executive Management

Please see Appendix 2 for the full text of the updated Remuneration Policy.

Item K.

Any other business

Adoption requirements

Approval, adoption and election according to all items on the agenda shall take place by a simple majority vote.

Share capital

At the time of the Annual General Meeting, the Company's total share capital is nominally DKK 315,491,100 divided into 31,549,110 shares of nominally DKK 10 each carrying one vote each.

Registration and notice of attendance

It is a prerequisite for participation in the Annual General Meeting that the shareholding is registered by name in the Company's register of shareholders no later than on the Registration Date, Thursday 3 April 2025 at 11.59 PM (CEST) or notice of ownership at this time is received by the Company for the purpose of registration in the register of shareholders.

A shareholder who wishes to attend the general meeting must give notice of attendance to the Company no later than Friday 4 April 2025 at 11.59 PM (CEST).

Attendance can be notified as follows:

- Via the Shareholder Portal at the Company's website (accessible via this [link](#)), or
- By completing, signing and returning a dated registration form by email to gf@computershare.dk or by regular mail to Computershare A/S, Lottenborgvej 26 D, 2800 Kongens Lyngby, Denmark. Registration forms (Notification of Attendance) can be used as found on the Company's website (via this [link](#)).

Shareholders or their proxy holder, who wish to register an advisor for attending the general meeting, must state the name of the advisor, when submitting their notification of attendance.

Confirmation on registered attendance will be sent solely by email to the email address specified upon registration. Therefore, please state the email address to which such confirmation is to be sent.

Attending the general meeting electronically

Electronic participation in the Annual General Meeting will take place through Computershare Meeting Services, which can be accessed via a computer, tablet or smartphone using a web browser. Computershare Meeting Services provides the possibility of asking questions and voting (if required) during the Annual General Meeting.

Links for accessing Computershare Meeting Services and information on minimum system requirements will be shared with shareholders having requested to attend the Annual General Meeting electronically.

Shareholders attending electronically are responsible for having a desktop device with a supported web browser as well as an adequate and functioning internet connection available at the time of the Annual General Meeting.

Proxy

Shareholders can authorise the Board of Directors to vote on their behalf. Furthermore, registered shareholders can choose to be represented by proxy at the Annual General Meeting. If the shareholder is represented by proxy, the proxy holder also has the possibility of registering an advisor for attendance.

Proxies can be granted electronically via the Shareholder Portal, or by completing, signing and returning a dated proxy form. Proxy forms can further be found at the Company's website (via this [link](#)).

For shareholders not attending the Annual General Meeting, proxies must be received by the Company no later than Friday 4 April 2025 at 11.59 PM (CEST), e.g. as scanned copy by email to gf@computershare.dk or by regular mail to Computershare A/S, Lottenborgvej 26 D, 2800 Kongens Lyngby, Denmark.

Proxies can be revoked by the shareholder at any time. Revocation must be in writing by email to gf@computershare.dk or by regular mail to Computershare A/S, Lottenborgvej 26 D, 2800 Kongens Lyngby, Denmark, with proper identification and signature.

Postal vote

Shareholders can vote by post for the items on the agenda. Postal votes can be given electronically via the Shareholder Portal, or by completing, signing and returning a dated postal vote. Postal vote forms can be found at the Company's website (via this [link](#)).

Postal votes must be received by the Company no later than Wednesday 9 April 2025 at 11.59 AM (CEST), e.g. as scanned copy by email to gf@computershare.dk or by regular mail to Computershare A/S, Lottenborgvej 26 D, 2800 Kongens Lyngby, Denmark.

Postal votes **cannot** be revoked.

Available documents

The documents to be presented at the Annual General Meeting, including the Company's Annual Report for 2024, the Remuneration Report for 2024, and the notice convening the Annual General Meeting as well as information on how to attend electronically, including how to vote and ask questions, are available at the Company's website (via this [link](#)).

Questions from shareholders

Any shareholder can ask questions to the Management about the Annual Report for 2024, the Company in general or about the items on the agenda prior to the Annual General Meeting. These questions can be asked by email to ir@svitzer.com.

The questions will as far as possible be answered in writing prior to the Annual General Meeting and questions/answers will be published on the Company's website (accessible via this [link](#)).

Moreover, shareholders can electronically ask questions in writing to Management at the Annual General Meeting through Computershare Meeting Services. If a question cannot be answered at the Annual General Meeting, the answer will be published on the Company's website no later than two weeks after the Annual General Meeting.

Personal data

Prompted by company law requirements, the Company processes personal information about its shareholders as part of the administration of the Company's register of shareholders and other communications. The following information is processed: Name, address, contact information, VP account number, shareholding and participation in events. Furthermore, the Annual General Meeting will be broadcasted live by webcast on the Company's website. You can read more about how the Company processes personal information on the Company's website (via this [link](#)).

Further, please see the Company's Data Ethics Policy available on the Company's website (via this [link](#)).

Questions and answers submitted by shareholders comprising information subject to personal data protection will only be published on the Company's website to the extent that it is possible to provide a meaningful answer without violating the law.

Language

Representatives of the Company and the chairman of the general meeting will conduct their presentations and answer questions in English. Shareholders may choose to submit questions and comments in Danish or English. Simultaneous interpretation from English to Danish and from Danish to English will be available at the general meeting.

Webcast

The general meeting will be transmitted live via webcast at the Company's website (accessible via this [link](#)).

Svitzer Group A/S The Board of Directors