

7 April 2022

**GENERALFORSAMLINGS
PROTOKOLLAT**

MINUTES OF GENERAL MEETING

SPENN Technology A/S

SPENN Technology A/S

I tilfælde af modstrid mellem den danske og den engelske version af dette protokollat, skal den danske version lægges til grund.

In the event of any discrepancies between the Danish version and the English version of these minutes, the Danish version shall prevail.

Den 7. april 2022 blev der afholdt ordinær generalforsamling i SPENN Technology A/S, CVR-nr. 26518199, ("Selskabet"), med følgende dagsorden:

On 7 April 2022 a general meeting was held in SPENN Technology A/S, CVR-no. 26518199, (the "Company"), with the following agenda:

Dagsorden

Agenda

- | | |
|---|--|
| 1. Valg af dirigent | 1. Election of the chairman of the meeting |
| 2. Bestyrelsens beretning om Selskabets virksomhed i det forløbne år | 2. The board of director's report on the activities of the Company during the past fiscal year |
| 3. Forelæggelse af årsrapport til godkendelse | 3. Presentation of the annual report for approval |
| 4. Beslutning om anvendelse af overskud eller dækning af tab i henhold til den godkendte årsrapport | 4. Resolution on the distribution of the profit or loss recorded in the annual report adopted by the general meeting |
| 5. Incitamentsprogram til Selskabets ledelse | 5. Incentive program for the Company's management |
| 6. Valg af bestyrelse | 6. Election of the board of directors |
| 7. Valg af revisor | 7. Election of auditor |
| 8. Ændring af Selskabets formålsbestemmelse | 8. Change of the Company's objects |
| 9. Eventuelt | 9. Miscallenous |

Ad 1 – Valg af dirigent

Re 1 – Election of the chairman of the meeting

Advokat Peter C. Kierkegaard blev valgt som dirigent.

Attorney Peter C. Kierkegaard was elected as chairman of the meeting.

Dirigenten konstaterede, at 840.963.197 aktier var repræsenteret ud af det samlede antal aktier i Selskabet på 240.137.943.100, Generalforsam-

The chairman of the meeting noted that 840,963,197 number of shares were represented out the total number of shares

lingen var lovligt indkaldt og indvarslet og beslutningsdygtig.

240,137,943,100 in the Company. The general meeting had been duly convened and was competent to transact business with respect to the items on the agenda.

Ad 2 - Bestyrelsens beretning om Selskabets virksomhed i det forløbne år

Re 2 - The board of director's report on the activities of the Company during the past fiscal year

Bestyrelsen henviste til beretningen indsat i årsrapporten.

The board of directors made reference to the report hereof inserted in the annual report.

Generalforsamlingen tog ledelsens beretning til efterretning.

The general meeting took note of the report from the board of directors.

Ad 3 - Forelæggelse af årsrapport til godkendelse

Re 3 - Presentation of the annual report for approval

Bestyrelsen indstillede årsrapport 2021 til generalforsamlingens godkendelse.

The board of directors submitted the annual report 2021 for approval by the general meeting.

Årsrapporten blev godkendt med alle repræsenterede stemmer.

The annual report was unanimously adopted by all represented votes.

Ad 4 - Beslutning om anvendelse af overskud eller dækning af tab i henhold til den godkendte årsrapport

Re 4 - Resolution on the distribution of the profit or loss recorded in the annual report adopted by the general meeting

Bestyrelsen stiller forslag om, at der ikke udbetales udbytte og at årets resultat på -48,4 mio. kr. overføres til næste års resultat.

The Board of Directors proposes that no dividend is paid and that profit for the year of DKK -48.4 million is carried forward.

Forslaget blev vedtaget med alle repræsente- The proposal was unanimously adopted by all
rede stemmer. represented votes.

**Ad 5 - Incitamentsprogram til Selskabets le- Ad 5 - Incentive program for the Com-
delse dpany's management**

Bestyrelsen ønsker at generalforsamlingen gi- The board of directors wishes the general
ver sin tilslutning til, at bestyrelsens medlem- meeting to give its approval for the members
mer indgår i aktieincitamentsprogrammerne, of the Board of Directors to be included in the
der helt eller delvist erstatter årlige kontante share incentive programs which replace an-
vederlagsbetalinger. nually remuneration payments in cash, totally
or partly.

Vederlaget til bestyrelsen for en periode på 3 år The remuneration to directors for a period of
må ikke overstige 0,75 pct. af den samlede aktie- 3 years shall not exceed 0,75 % of the total
kapital og må ikke have en tegningskurs på min- share capital and not have a subscription
dre end 15 pct. af noteringskursen på Nasdaq price less than 15 % of the listing price on
First North de sidste 10 bankdage forud for gene- Nasdaq First North the last 10 bank days prior
ralforsamlingen. to the general meeting.

Tegning i henhold til et sådant incitamentspro- The subscription according to such incentive
gram kan først ske 2 år efter generalforsamlin- program can only be made 2 years after the
gen. general meeting.

Forslaget blev vedtaget med alle repræsente- The proposal was unanimously adopted by all
rede stemmer. represented votes.

Ad 6 - Valg af medlemmer til bestyrelsen Re 6 - Election of the board of directors

Dirigenten oplyste, at der var stillet forslag om The chairman of the meeting announced that
genvalg af Karl-Anders Grønland, Jan Fredskilde a proposal had been made to reelect Karl-
Andersen, Magne Fretheim, Adiam Nardos Ne- Anders Grønland, Jan Fredskilde Andersen,
Magne Fretheim, Adiam Nardos Negassie and

gassie og Petrus Johannes van der Walt til Selskabets bestyrelse.

Petrus Johannes van der Walt to the board of directors.

Forslaget blev vedtaget med alle repræsenterede stemmer.

The proposal was unanimously adopted by all represented votes.

Ad 7 - Valg af revisor

Bestyrelsen foreslog at BDO Statsautoriseret Revisionsaktieselskab genvælges som revisor for Selskabet.

Re 7 - Election of auditor

The board of directors proposed that BDO Statsautoriseret Revisionsaktieselskab is re-elected as auditor of the Company.

Forslaget blev vedtaget med alle repræsenterede stemmer.

The proposal was unanimously adopted by all represented votes.

Ad 8 - Ændring af Selskabets formålsbestemmelse

Dirigenten oplyste, at der var stillet forslag om, at Selskabets formålsbestemmelse i vedtægternes § 2 ændres til:

Re 8 - Change of the Company's objects

The chairman of the meeting announced that it was proposed that the Company's objects as stated in section 2 of the Company's articles of association are changed to:

"Selskabets primære formål er udvikling, vedligeholdelse, licensering og salg af IT-systemer og konsulentytelser. Selskabet investerer endvidere i virksomheder, der kan øge efterspørgslen på den af Selskabet udviklede software og IT-systemer, og virksomheder, der komplimenterer Selskabets øvrige aktiviteter. Selskabet er endvidere aktivt inden for finansielle medier gennem Selskabets datterselskab Netposten A/S."

"The Company's principal activities are development, maintenance, licensing or sale of IT-systems and consultancy services. Furthermore, the Company invest in companies which can enhance demand of its developed software and IT-systems or companies providing complimentary services. The Company is also active within financial media through its subsidiary Netposten A/S."

Forslaget blev vedtaget med alle repræsenterede stemmer.

The proposal was unanimously adopted by all represented votes.

Ad 9 - Eventuelt

Ad 10 - Bemyndigelse til anmeldelse

Generalforsamlingen bemyndigede advokat Peter C. Kierkegaard med substitutionsret til at anmelde det vedtagne til Erhvervsstyrelsen og til at foretage sådanne ændringer i de til Erhvervsstyrelsen indleverede dokumenter, som Erhvervsstyrelsen måtte kræve eller finde hensigtsmæssige.

Generalforsamling hævet.

Re 9 - Miscallenuous

Re 10 - Authorization to register adopted proposals

The general meeting authorised Peter C. Kierkegaard, attorney-at-law including by proxy, to register the proposals adopted by the general meeting with the Danish Business Authority (*Erhvervsstyrelsen*) and to make such additions, alterations or amendments thereto or therein, including to the articles of association, and to take any other action as the Danish Business Authority may require for registration.

The chairman of the meeting announced that there was no further business to transact and the general meeting was closed.

Som dirigent:



Peter C. Kierkegaard
Advokat

As chairman of the meeting:



Peter C. Kierkegaard
Attorney-at-law

