

# Annual General Meeting

Annual General Meeting of Nilfisk Holding A/S on Thursday March 19, 2026, at 15:00 CET.  
The Annual General Meeting will be held at the Company's head office, Marmorvej 8, 2100 Copenhagen

In accordance with Article 7.3 of the Articles of Association, notice is hereby given of the Annual General Meeting of Nilfisk Holding A/S, CVR-no. 38 99 88 70

## Notice to convene including agenda and full contents of the proposals

### **1. Report by the Board of Directors on the Company's activities in 2025**

### **2. Presentation of the audited Annual Report, containing the annual and consolidated accounts, the statements of the Management and Board of Directors, the auditor's report, and reviews for the year**

### **3. Adoption of the audited Annual Report**

### **4. Proposal by the Board of Directors for the distribution of profits**

The Board of Directors proposes that this year's profits are transferred to retained comprehensive income and consequently no dividend will be distributed.

### **5. Resolution regarding discharge of Management and Board of Directors from their liabilities**

### **6. Adoption of the Remuneration Report**

### **7. Remuneration of the Board of Directors**

The Board of Directors proposes to maintain the same level of remuneration for the Board of Directors in 2026 as in 2025 and thus that each ordinary member of the Board of Directors shall receive a base fee of DKK 375.000. The Chair shall receive 3 times the base fee and the Deputy Chair shall receive 2 times the base fee.

Further, work in Board Committees shall be remunerated as follows:

- The Chair of the Audit Committee receives 2/3 of the base fee;
- The other member of the Audit Committee receives 1/3 of the base fee;
- The Chairs of the Remuneration Committee and the Nomination Committee each receive 1/3 of the base fee; and
- The other members of the Remuneration Committee and the Nomination Committee each receive DKK 100,000.

### **8. Election of Board members**

The Board of Directors proposes re-election for a one-year term of the shareholder elected board members Peter Nilsson, Are Dragesund, Franck Falezan, Bengt Thorsson, and Viveka Ekberg.

Ole Kristian Jørdahl has decided to step down from the Board of Directors at the Annual General Meeting when his election period expires and will consequently not be up for re-election.

Are Dragesund and Franck Falezan are considered non-independent due to their affiliation with Ferd AS and PrimeStone Capital LLP, respectively. The rest of the proposal candidates are considered independent.

A description of the background and other executive functions (CVs) held by the persons up for election is attached and is available on the Company's website, [www.nilfisk.com](http://www.nilfisk.com).

### **9. Election of one or more public accountants**

The Board of Directors proposes that Deloitte Statsautoriseret Revisionspartnerselskab, CVR-no. 33 96 35 56, is re-elected in accordance with the Audit Committee's recommendation.

The Board of Directors further proposes that Deloitte Statsautoriseret Revisionspartnerselskab, CVR-no. 33 96 35 56, is re-elected as the Company's auditor for sustainability purposes in accordance with the Audit Committee's recommendation.

The Audit Committee is not influenced by any third parties and has not been subject to any agreement which limits the General Meeting's choice of auditor to certain auditors or audit firms.

### **10. Proposals from the Board of Directors and the shareholders**

No proposals have been submitted by the Board of Directors or the shareholders.

### **11. Any other business**

## Additional information

### Approval requirements

Approval and election in accordance with all items of the agenda take place by simple majority.

### Documents available for inspection

The following documents will be available for the shareholders on the company website, [www.nilfisk.com](http://www.nilfisk.com), under the heading Investors/Annual General Meeting and at the Nilfisk Holding A/S Shareholder Portal: (1) the notice convening the Annual General Meeting including the agenda and the full content of the proposals submitted to the Annual General Meeting (including information about Nilfisk Holding A/S' total share capital and voting rights at the time of the notice convening the Annual General Meeting), (2) the audited Annual Report for 2025 of Nilfisk Holding A/S, (3) postal and proxy voting forms, and (4) information to the shareholders on how to participate in the Annual General Meeting, including how to vote and to ask questions.

### Date of Registration

The admission card to participate at the Annual General Meeting is issued on the basis of ownership registered in the register of shareholders of Nilfisk Holding A/S on the date of registration, which is Thursday March 12, 2026, and on the basis of notifications that Nilfisk Holding A/S has received no later than on the date of registration for registration in the register of shareholders.

### Share capital and right to vote

As per today the share capital of Nilfisk Holding A/S amounts to DKK 542,527,380, divided into shares of nominally DKK 20. Any share amount of DKK 20 carries one vote at the Annual General Meeting.

The right to vote at the Annual General Meeting is determined by the number of shares held by the shareholder on the date of registration, cf. Article 9.3 of the Articles of Association.

### Attendance and admission

Shareholders can participate in the Annual General Meeting at the Company's head office Marmorvej 8, 2100 Copenhagen.

Shareholders who wish to participate in the General Meeting must request to participate in accordance with the deadline for ordering admission cards set out in Article 9.2 of the Articles of Association by no later than on Monday March 16, 2026, at 23:59 pm CET.

A request to participate can be submitted:

- On [www.computershare.dk](http://www.computershare.dk) or [www.nilfisk.com](http://www.nilfisk.com) under the heading investors/Shareholder portal, or
- By email [agm@computershare.dk](mailto:agm@computershare.dk) (giving details of your name and VP account number).

After registration via the shareholder portal, you will receive an electronic admission card via e-mail. You are not required to print it but can simply bring an electronic version on your smartphone or tablet. If you have forgotten to bring your admission card, you can be admitted to the Annual General Meeting by showing appropriate identification papers. If you have requested an admission card by other means than via the shareholder portal, you will receive your admission card at the information desk at the Annual General Meeting. Physical voting papers will be handed out to registered shareholders at the information desk at the Annual General Meeting.

Shareholders who wish to bring an accompanying guest are required to provide the name of the guest upon requesting for an admission card. If a shareholder is represented by proxy, the proxy also has the option of being accompanied by a guest, if the name of the guest is also provided.

### Proxy

A proxy can be given to the Board of Directors, or to another named person appointed by you.

The proxy holder can exercise the voting rights attached to your shares at the Annual General Meeting. The proxy must be received no later than Monday March 16, 2026, at 23:59 pm CET. The appointment of a proxy can take place:

- on [www.computershare.dk](http://www.computershare.dk) or [www.nilfisk.com](http://www.nilfisk.com) under the heading Investors/Shareholder portal, or
- by sending the completed proxy/'postal vote form' duly signed with clear indication of the shareholder's name and VP account number to Computershare A/S, Lottenborgvej 26 D, 1. sal, 2800 Kgs. Lyngby.

Please note that it is **not possible** to both appoint a proxy and vote by post.

### Postal vote

It is also possible to vote by post. The postal vote must be received no later than Tuesday March 17, 2026, at 10:00 am CET. A submitted postal vote cannot be withdrawn.

Postal votes can be submitted:

- on [www.computershare.dk](http://www.computershare.dk) or [www.nilfisk.com](http://www.nilfisk.com) under the heading Investors/Shareholder portal, or
- by sending the completed 'postal vote form' duly signed with clear indication of the shareholder's name and VP account number to Computershare A/S, Lottenborgvej 26 D, 1. sal, 2800 Kgs. Lyngby by mail.

Please note that it is **not possible** to vote both by post and to appoint a proxy.

#### **No webcast and no live translation**

The Annual General Meeting takes place in English without translation to Danish. The Annual General Meeting will not be webcasted and no live transmission will be available.

#### **Questions to Nilfisk's management or auditor**

Prior to the Annual General Meeting, shareholders may ask questions in writing to Nilfisk's management or auditor.

Questions must be sent to [agm2026@nilfisk.com](mailto:agm2026@nilfisk.com) or by mail to Nilfisk Holding A/S, Marmorvej 8, 2100 Copenhagen Ø, Denmark. The Company may choose to answer the question by posting the answer on [www.nilfisk.com](http://www.nilfisk.com). If the shareholder is not represented at the Annual General Meeting, the Company may refrain from answering the question.

During the general meeting, shareholders can ask questions by registering at the information desk at the Annual General Meeting.

Questions can be asked about matters that are of importance to the assessment of the Annual Report for 2025, the Company's general position, or any other issues which are subject to decision at the Annual General Meeting.

#### **Processing of personal data**

The Company processes personal data about its shareholders in compliance with the Danish Companies Act for the purposes of maintaining the company's shareholders register and sending convening notices and other communication. The following data is processed: Names, addresses, title, contact details, securities account numbers, shareholdings and participation at events. You can read more about how Nilfisk processes personal data on our website: [www.nilfisk.com/global/legal/gdpr/](http://www.nilfisk.com/global/legal/gdpr/).

#### **Useful Information**

The doors will open at 14:45 pm CET and the Annual General Meeting will start at 15:00 pm CET. Should you arrive later please go to the information desk.

No catering of any kind will be provided in connection with the Annual General Meeting.

#### **Update on the takeover offer from Freudenberg**

On 7 January 2026, Nilfisk published a Company Announcement regarding the voluntary takeover offer made by Freudenberg Home and Cleaning Solutions GmbH to acquire all of the issued and outstanding shares (except for treasury shares and shares held by Freudenberg) in Nilfisk Holding A/S.

On 19 February 2026, Freudenberg issued a supplement extending the offer period until 8 April 2026 as Freudenberg informed Nilfisk that such an extension is required to allow additional time for obtaining the necessary regulatory approvals, and that a preliminary calculation of the acceptances received as at February 18 indicates that shareholders representing approximately 81.22% of Nilfisk's share capital have accepted the Offer.

Information regarding the takeover offer remains available [here](#). No further information is currently available beyond what has already been publicly announced, and the takeover offer will not be discussed at the Annual General Meeting.