

Notice convening the extraordinary general meeting of Digizuite A/S

The Board of Directors hereby convenes the extraordinary general meeting of Digizuite A/S, CVR no. 25 49 95 22, (the “**Company**”) to be held on:

Thursday, 7 September 2023, at 10:00 (CEST)

at Gorrissen Federspiel’s office, Axeltorv 2, DK-1609 Copenhagen, Denmark with the below set out agenda:

Agenda

1. Election of members to the Board of Directors
2. Any other business

Background

As announced in company announcement no. 33 on 7 July 2023, Luxion Group ApS has published an offer document and made an unregulated voluntary public tender offer to shareholders of Digizuite A/S (the “**Offer**”) and as announced in company announcement no. 38 on 21 August 2023 Luxion Group ApS has received valid acceptances and irrevocable undertakings to tender shares in Digizuite corresponding to approximately 96% of the total share capital and voting rights of the Company. As a result it is proposed to replace the current members of the Board of Directors as proposed under item 1 of the agenda.

Following the completion of the Offer, Luxion Group ApS is expected to carry out a compulsory redemption of any shareholders in the Company that have not accepted the Offer, subject to meeting the applicable legal requirements for such redemption of shareholders.

Further, it is contemplated to request for removal of the Company’s shares from trading on Nasdaq First North Growth Market Denmark to become a private company held by Luxion Group ApS. The shares in Luxion Group ApS will not be traded on a public marketplace.

Items on the agenda, including complete proposals

1 Election of members of the Board of Directors

The Board of Directors proposes to elect Claus Thorsgaard, Kim Wolters and Tina Preetzmann Olesen, as members of the Board of Directors until the next annual general meeting. Assuming election of Claus Thorsgaard, Kim Wolters and Tina Preetzmann Olesen the current members of the Board of Directors Søren Skovbølling, Annette Lang Skovbølling, Johan Jardevall, Line Christa Amanda Sørensen and Michael Koehn Milland will resign from the Board of Directors.

If the proposed candidates are elected, it is expected that the Board of Directors will appoint Claus Thorsgaard as Chairman of the Board of Directors.

Please see Appendix 1 for a description of the nominated candidates’ qualifications, including information on other management positions held by the nominated candidates.

2 Any other business

Adoption requirements

Adoption of the proposal under item 1 shall be passed by a simple majority of votes cast.

Share capital and voting rights

The Company's share capital amounts to nominally DKK 34,080,743 divided into 34,080,743 shares of DKK 1 each. Each share of DKK 1 is entitled to one vote.

The right of a shareholder to attend a general meeting and to vote in respect of his/her shares is determined on the basis of the shares held by the shareholder at the record date. The shareholding and voting rights are calculated on the basis of entries in the register of shareholders and any notice of ownership received by the Company for the purpose of registration in the register of shareholders.

The record date is **Thursday, 31 August 2023**.

Attendance is subject to the shareholder having registered his/her participation as described below.

Notification of attendance

A shareholder who wishes to attend the general meeting must notify the company of his/her attendance no later than **Friday, 1 September 2023 at 23:59 (CEST)**.

A shareholder or his/her proxy holder may attend the general meeting together with an advisor, provided that notification of the advisor's participation has been timely provided.

Notification of participation may be provided by one of the following ways:

- Electronically through the Company's shareholder portal on the Company's website, <https://www.digizuite.com/investor> or through Computershare A/S' website, https://portal.computershare.dk/00000/generalForsamlinger_list.asp;
- By completing, signing and returning the form for notification of attendance (which may be downloaded from the Company's website, <https://www.digizuite.com/investor>) to Computershare A/S, by email to agm@computershare.dk or by post to Lottenborgvej 26 D, floor 1, DK-2800 Kgs. Lyngby, Denmark; or
- By contacting Computershare A/S by email to agm@computershare.dk, or by written enquiry to Computershare A/S, Lottenborgvej 26 D, floor 1, DK-2800 Kgs. Lyngby, Denmark.

Voting by proxy or postal vote

Shareholders who are unable to attend the general meeting may grant a proxy or submit a postal vote. Please note that either a proxy or a postal vote may be submitted, but not both.

A) Proxy

Proxy may be granted by one of the following ways:

- Electronically through the Company's shareholder portal on the Company's website, <https://www.digizuite.com/investor> or through Computershare A/S' website, https://portal.computershare.dk/00000/generalForsamlinger_list.asp; or
- By completing, signing and returning the proxy form (which may be downloaded from the Company's website, <https://www.digizuite.com/investor>) to Computershare A/S, by post to Lottenborgvej 26 D, floor 1, DK-2800 Kgs. Lyngby, Denmark or by email to agm@computershare.dk.

Proxies must be received by Computershare A/S no later than **Friday, 1 September 2023 at 23:59 (CEST)**.

B) Postal vote

Postal votes may be submitted by one of the following ways:

- Electronically through the Company's shareholder portal accessible via <https://www.digizuite.com/investor> or through Computershare A/S' website, https://portal.computershare.dk/00000/generalForsamlinger_list.asp; or
- By completing, signing and returning the postal vote form (which may be downloaded from the Company's website, <https://www.digizuite.com/investor>) to Computershare A/S, by post to Lottenborgvej 26 D, floor 1, DK-2800 Kgs. Lyngby, Denmark or by email to agm@computershare.dk.

Postal votes must be received by Computershare A/S no later than **Wednesday, 6 September 2023 at 12:00 (CEST)**.

Additional information

Until and including the date of the general meeting, the following additional information will be available on the Company's website, <https://www.digizuite.com/investor>:

- Notice of the general meeting, including the agenda and the complete proposals as well as Appendix 1 regarding board candidates;
- Form for notification of attendance;
- Proxy and postal form; and
- The total number of shares and voting rights as at the date of the notice.

The Company will as part of your communication and interaction with you collect and process personal data about you. Reference is made to the Company's information on data protection, which is available on the Company's website, <https://www.digizuite.com/investor>.

On the day of the general meeting the doors will open at 9:30 (CEST).

The general meeting will be held in English in accordance with Article 5.7 of the Articles of Association.

Shareholders are welcome to submit written questions to the Company concerning the agenda or the documents etc. to be considered at the general meeting. Such questions regarding the agenda or other documents for the general meeting should be submitted in writing to Digizuite A/S, by email to investor@digizuite.com or by post to Østergade 61, DK-5000 Odense C, Denmark.

Personal data

The Company processes personal information in connection with the Company's general meeting. The following information is processed: Name, address, contact information, VP account number, shareholding and participation in events. You can read more about how the Company processes personal information in the Company's information sheet on data protection in connection with the annual general meeting, which is available on the Company's website, <https://digizuite.com/investor>.

Digizuite A/S

The Board of Directors

Wednesday, 23 August 2023

Appendix 1

Candidates to the Board of Directors

	Claus Thorsgaard Proposed as new member of the Board of Directors	Kim Wolters Proposed as new member of the Board of Directors	Tina Preetzmann Olesen Proposed as new member of the Board of Directors
Other current appointments and board positions	<ul style="list-style-type: none"> ▪ Decision Focus, board member: Mar 2023 - Present ▪ Mansoft, board member: Aug 2021 – Present ▪ TARGIT, chairman: Aug 2017 – Present 	<ul style="list-style-type: none"> ▪ Digizuite A/S and Digizuite Inc., Chief Executive Officer 	<ul style="list-style-type: none"> ▪ <i>None</i>
Special qualifications	<p>Claus Thorsgaard has experience in scaling fast-growing software companies.</p> <p>Over the past 25+ years, Claus has held leadership positions in international enterprise software companies, cybersecurity & networking solutions providers and professional services firms with different types of ownership (Private Equity, Public, Corporation, Partnerships). He's currently the CEO of Luxion Group Aps.</p> <p>Claus has a Master of Science in Business Administration from Copenhagen Business School, and a Bachelor of Science in Economics & Business Administration from Roskilde University.</p> <p>With his skills and expertise, Claus will be a valuable addition to the board and play an important part in Digizuite's future development.</p>	<p>Kim Wolters has more than 20 years management experience from software and IT-consultancy and has been a member of the executive management of Digizuite since April 2017.</p> <p>Kim Wolters has extensive experience with business models based on a standard software implementation and advisory services together with in the more recent years, experience from transitioning from consultancy and software based business models to SaaS.</p> <p>Kim Wolters has comprehensive knowledge of all aspects of a software business, including with respect to growth, scaling, mergers and acquisitions, industry focus and solutions for different industries.</p>	<p>Tina Preetzmann Olesen has a proven track record of driving business growth and optimizing financial operations. She has a strong background in business development, financial management and strategic planning as well as expertise in leading cross-functional teams and implementing effective financial strategies. Latest Tina has worked as Finance Director at Fibertex Personal Care A/S as Business Development Manager at Intech International ApS (Now Qupaq ApS) and Tina is currently the CFO of Luxion Group ApS.</p> <p>Tina has a Master of Science in Business Economics and Auditing and a Graduate Diploma in Business Administration (Accounting and Economic Management) from Aalborg University.</p> <p>With her skills and expertise as an experienced financial professional, Tina will be a valuable addition to the board and play an important part in Digizuite's future development.</p>