

NETCOMPANY GROUP A/S

MINUTES OF EXTRAORDINARY GENERAL MEETING ON 19 AUGUST 2020

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netcompany

NETCOMPANY GROUP A/S**MINUTES OF EXTRAORDINARY GENERAL MEETING**

19 AUGUST 2020

(Company Registration (CVR) No: 39 48 89 14)

On Wednesday 19 August 2020 at 09:00 (CET) an Extraordinary General Meeting was held in Netcompany Group A/S (the "Company") at the Company's headquarters, Grønningen 17, DK-1270 Central Copenhagen, Denmark.

The agenda of the Extraordinary General Meeting was:

1. Election of new members to the Board of Directors.
2. Approval of amended Articles of Association.
3. Any other business.

The Chairman of the Board of Directors, Bo Rygaard, opened the Extraordinary General Meeting by welcoming the shareholders. Bo Rygaard thanked the shareholders for their attendance and support of the Company.

Bo Rygaard informed the Extraordinary General Meeting that the Board of Directors had elected Thomas Holst Laursen, Attorney-at-Law, as Chairman of the Extraordinary General Meeting in accordance with the Company's Articles of Association.

The Chairman of the Extraordinary General Meeting thanked for the election and announced that approximate 61 % of the voting share capital was represented at the Extraordinary General Meeting and that the notice to convene the Extraordinary General Meeting and the publication of the notice complied with the Company's Articles of Association and Danish statutory provisions.

None of the shareholders objected to the legality of the Extraordinary General Meeting and the Chairman of the Extraordinary General Meeting announced that the Extraordinary General Meeting had been duly convened and was legal and competent in respect of all the items on the agenda.

The Chairman of the Extraordinary General Meeting presented the procedure regarding any shareholder comments or questions and then noted that the electronic voting mechanism would be explained further should any shareholder request a voting.

Re agenda item 1

Bo Rygaard presented the proposal for election of new members to the Board of Directors.

Bo Rygaard stated that, as previously mentioned at the Annual General Meeting, the Board of Directors have had an ongoing search for two new board members with the primary focus on getting female candidates on board with the right competencies. Bo Rygaard informed the Extraordinary General Meeting that the Board of Directors had succeeded in the search and had found two excellent candidates: Hege Skryseth and Åsa Riisberg.

Bo Rygaard gave the word to Hege Skryseth and Åsa Riisberg, who gave a brief introduction of themselves.

The Chairman of the Extraordinary General Meeting noted that the shareholders had no comments to this item and therefore established that the proposed election of Hege Skryseth and Åsa Riisberg as new members of the Board of Directors had been adopted by the Extraordinary General Meeting.

Re agenda item 2

The Chairman of the Extraordinary General Meeting presented the proposal by the Board of Directors to amend the Company's Articles of Association by inserting a new Section 7.2 and amending Section 7.10 (6) in order for the Company to have the opportunity for future general meetings to be held entirely electronically, as reflected in the notice convening the Extraordinary General Meeting.

The amendments are as follows:

"7.2 Selskabets generalforsamlinger kan afholdes elektronisk uden fysisk deltagelse. Deltagelse i sådanne generalforsamlinger finder sted via Internettet, på Selskabets hjemmeside, ved videokonference eller ved telefonkonference."

"7.10 (6) Såfremt generalforsamlingen gennemføres helt eller delvis elektronisk, skal indkaldelsen tillige indeholde oplysninger derom samt om tilmelding og de nærmere krav til de elektroniske systemer som vil blive anvendt. Indkaldelsen skal angive, at oplysninger om fremgangsmåden ved elektronisk generalforsamling vil kunne findes på Selskabets hjemmeside."

"7.2 The Company's general meetings can be held by electronic means with no physical attendance possible. Participation in such general meetings shall take place via the Internet, on the Company's website, by video conference or by telephone conference."

"7.10 (6) If the general meeting is conducted in whole or partly by electronic means, this shall be stated in the convening notice together with the details on how to sign up and what the requirements are to the electronic systems that will be used. The convening notice shall point out that detailed information about the procedure will be available on the Company's website."

The Chairman of the Extraordinary General Meeting noted that the shareholders had no comments to this item, and that the proposal to amend the Articles of Association was thus adopted by the Extraordinary General Meeting.

Re agenda item 3

The Chairman of the Extraordinary General Meeting established that no one wanted to take the floor under this item.

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Bo Rygaard thanked the Extraordinary General Meeting for their participation and welcomed Hege Skryseth and Åsa Riisberg to the Board of Directors of the Company.

The Chairman of the Extraordinary General Meeting announced that all agenda items had been discussed, thanked the General Meeting for their participation and declared the Extraordinary General Meeting closed.

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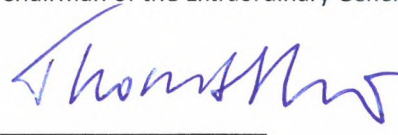
Thus, adopted at the Extraordinary General Meeting on 19 August 2020.

Chairman of the Board of Directors



Bo Rygaard

Chairman of the Extraordinary General Meeting



Thomas Holst Laursen