

Allerød, 17 September 2025

To the shareholders of ChemoMetec A/S

### **Annual general meeting of ChemoMetec A/S**

ChemoMetec A/S hereby convenes the Company's annual general meeting to be held on Thursday 9 October 2025 at 5:30 pm CEST at Nordsjællands KonferencCenter, Gydevang 39-41, 3450 Allerød.

#### **AGENDA**

The agenda of the annual general meeting will include the following business:

1. Appointment of chair of the meeting
2. The Board of Directors' report on the Company's activities during the past year
3. Presentation and adoption of the audited annual report including a resolution to grant discharge to the Executive Management Board and the Board of Directors
4. Proposal for the appropriation of the profit or covering of losses according to the adopted annual report
5. Election of members to the Board of Directors
  - 5.a. Decision on the number of members to the Board of Directors
  - 5.b. Election of members to the Board of Directors
6. Appointment of auditor
7. Proposals from the Board of Directors or shareholders
  - 7.a. Approval of the remuneration report
  - 7.b. Proposal from the board of directors for authorisation to acquire own shares
8. Authorization to chair of the meeting

Remarks and complete proposals to the items on the agenda:

#### **Re agenda item 1**

The Board of Directors will appoint attorney Matti Taul Korpela as chair of the general meeting.

#### **Re agenda item 2**

The Board of Directors proposes that the report by the Board of Directors on the Company's activities for the financial year 2024/25 be noted by the general meeting.

### Re agenda item 3

The Board of Directors proposes that that the audited annual report for 2024/25 including a resolution to grant discharge to the Executive Management Board and the Board of Directors be adopted by the general meeting. The annual report is available on the Company's website [www.chemometec.com](http://www.chemometec.com) under "Investor Relations".

### Re agenda item 4

The Board of Directors proposes that the board's proposal for appropriation of profit, as described in the annual report for 2024/25, with a proposal to distribute a dividend of DKK 7 per share of DKK 1 corresponding to DKK 121.817.353 be adopted by the general meeting.

### Re agenda item 5

The Board of Directors proposes re-election for a one year term of the following board members be adopted by the general meeting:

- Niels Thestrup
- Hans Martin Glensbjerg
- Peter Reich
- Kristine Færch
- Betina Vestergaard Hagerup

Please refer to the annual report for 2024/25 for a detailed description of the nominated candidates.

A shareholder, TIN Fonder, has proposed that Torben Jørgensen be elected to the company's Board of Directors. TIN Fonder initially suggests that this should be done by expanding the Board to 6 members, with the current members being re-elected. If the Board is to remain at 5 members, TIN Fonder proposes that Torben Jørgensen joins the board in place of one of the current members. The Board of Directors therefore recommends that shareholders who wish Torben Jørgensen to be elected to the Board also vote in favor of expanding it from 5 to 6 members.

Torben Jørgensen (1952) is independent and holds the following management positions:

- Genovis AB                                      Chairman of the Board
- Boule Diagnostics AB                      Chairman of the Board
- Advanced Instruments Inc.              Board member

Torben Jørgensen's areas of expertise are internationalization, M&A, commercialization and financial matters, as well as management in general, especially in listed companies.

#### 5.a Decision on the number of members to the Board of Directors

The Board of Directors proposes that the Board of Directors continues to consist of 5 members.

In 2024, in accordance with section 3.4.4 of the Recommendations on Corporate Governance, the Board of Directors appointed a Nomination Committee whose purpose is, among other things, to assess the structure, size, composition and performance of the Board of Directors and to prepare recommendations to the Board of Directors on any changes.

Thus, in accordance with section 3.1.3 of the Recommendations on Corporate Governance, the recruitment of candidates to the Board of Directors follows a thorough process in which the assessment of candidates for the Board of Directors – in addition to individual competencies and qualifications – also includes the need for continuity, renewal and diversity. The recruitment of Torben Jørgensen has not taken place as part of such a process.

Based on its discussions on the size and composition of the Board of Directors based on the competencies and qualifications of the current Board members, the Nomination Committee has not found that there is currently a need to expand the Board of Directors, noting that the Board of Directors has expanded from 3 to the current 5 members over the past 5 years. The Board of Directors has endorsed the Nomination Committee's recommendation to maintain the current number of Board members.

The Board of Directors notes that an expansion of the Board of Directors with a male member as proposed by TIN Fonder will mean that the company will not meet the goal of achieving an equal gender distribution as defined in the Gender Balance Act in the future.

#### 5.b Election of members to the Board of Directors

As stated, the Board of Directors proposes re-election of the current members of the Board of Directors:

- Niels Thestrup
- Hans Martin Glensbjerg
- Peter Reich
- Kristine Færch
- Betina Vestergaard Hagerup

If the general meeting decides to expand the Board of Directors from 5 to 6 members, TIN Fonder proposes that the current members of the Board of Directors be re-elected and that Torben Jørgensen be elected as a new member of the Board of Directors.

If the general meeting decides to maintain the current number of members of Board of Directors, TIN Fonder proposes that Torben Jørgensen be elected to the Board of Directors instead of one of the current members.

#### Re agenda item 6

The Board of Directors proposes re-appointment of the Company's auditor, Deloitte Statsautoriseret Revisionspartnerselskab.

#### Re agenda item 7

##### 7.a. Approval of the remuneration report

The Board of Directors proposes that the remuneration report for the financial year 2024/25 be adopted by the general meeting. The remuneration report is available on the Company's website [www.chemometec.com](http://www.chemometec.com) under "Investor Relations".

The vote is indicative pursuant to section 139 b, article 4 of the Danish Companies Act.

##### 7.b. Proposal from the Board of Directors for authorisation to acquire own shares

The Board of Directors proposes that the Board of Directors is authorised on behalf of the Company to acquire treasury shares. A resolution is therefore proposed that the following authorisation be given to the company's Board of Directors in accordance with section 198 of the Danish Companies Act:

"The general meeting hereby authorises the Board of Directors to allow the Company to acquire treasury shares in compliance with section 198 of the Danish Companies Act. Own shares may be acquired for a maximum total nominal value of a total of 10% of the Company's share capital. The consideration paid for the company's shares must not deviate from the market price last quoted on Nasdaq OMX Copenhagen at the

time of acquisition by more than 10%.

This authorisation is given to the Company's Board of Directors for the period until the next ordinary general meeting, but for a maximum of 18 months".

No proposals from the shareholder have been submitted for consideration at the general meeting.

#### Re agenda item 8

The Board of Directors proposes that the chair of the meeting (with a right to substitution) report the adopted resolution to the Danish business Authority and to make such changes and additions thereto as the Danish Business Authority may require as a condition for registration or approval be adopted by the general meeting.

#### **Shareholder information**

The agenda with the complete proposals, including the annual report and the remuneration report, will be available for inspection by the shareholders at the Company's registered offices, Gydevang 43, 3450 Allerød. The documents will also be available on the Company's website [www.chemometec.com](http://www.chemometec.com) under "Investor Relations" no later than Wednesday 17 September 2025 at the end of the day.

The Company's nominal share capital is DKK 17,402,479, divided into shares of DKK 1 each. Each share with a nominal value of DKK 1 gives 1 vote.

Any shareholder, or proxy for a shareholder, has access to the general meeting and may vote according to the number of shares listed in the shareholder register no later than on the registration date, Thursday 2 October 2025, subject to the shareholder having requested an admission card via the shareholder portal on the Company's website [www.chemometec.com](http://www.chemometec.com) no later than Monday 6 October 2025 at 9.00 am CEST. Admission cards will be distributed electronically to the email address stated in the shareholder portal upon registration. Voting cards will be handed out at the general meeting.

Postal votes or proxies can be submitted electronically via the shareholder portal or by submitting the registration form. The deadline for postal votes is Monday 6 October 2025 at 9:00 am CEST.

Any shareholder may ask questions to the management at the general meeting. Questions related to the items on the agenda and other documents for the general meeting may also be submitted in writing and must be received by the Company no later than one week prior to the general meeting. Written questions must be submitted with a clear identification of the shareholder by email to [kin@chemometec.com](mailto:kin@chemometec.com).

The following information will be available on the Company's website [www.chemometec.com](http://www.chemometec.com) under "Investor Relations" no later than Wednesday 17 September 2025 at the end of the day:

- Notice to convene the annual general meeting
- The aggregate number of shares and voting rights as of the date of the notice to convene the annual general meeting
- The documents to be presented at the general meeting including the annual report for 2024/25 and the remuneration report
- The agenda with complete proposals
- Forms used for proxy voting and postal voting

The notice convening the general meeting, including the complete proposals for consideration at the general meeting, has at the same time been sent to any listed shareholder who has so requested. The documents are also available at the Company's registered offices.

#### Processing of personal data

Pursuant to the Danish Companies Act, the company and the company's register of shareholders, Computershare A/S, process personal data on listed shareholders and representatives as part of the administration of the company's register of shareholders and for the purpose of convening meetings and other communication. This includes information about name, address, contact information, VP account number, shareholding and participation in events. Please refer to the shareholder portal for more information about the Privacy Policy.

Best regards,

ChemoMetec A/S

The Board of Directors