

BRAIN+ A/S

Købmagergade 53, 3
1150 København K
CVR No. 36439440



Invitation to Annual General Meeting

The Board of Directors of Brain+ hereby invites the company's shareholders to the Annual General Meeting to be held on **Friday 26th May 2023 at 08:00** as a physical event at the company's address at **Købmagergade 53, 3., 1150 København.**

The agenda is:

- 1) Election of Chairman of the Meeting
- 2) The Board of Directors' report on the company's activities during the past account year
- 3) Approval of the Annual Report 2022
- 4) Resolution as to the appropriation of profits or the covering of losses according to the approved annual accounts
- 5) Election of members of the Board of Directors
- 6) Election of auditor
- 7) Motions or resolutions from the Board of Directors or the shareholders

1 Details of agenda points

- 1) The Board of Directors propose attorney Ricki Boye as chairman of the meeting.
- 2) The Board of Directors proposes that the General Meeting takes note of the Board of Directors' report on the company's activities in 2022.
- 3) The Board of Directors proposes that the Annual Report 2022, audited by Deloitte Statsautoriseret Revisionspartnerselskab and published Friday 28 April 2023, is approved.
- 4) The Board of Directors proposes that the appropriation of the result as set forth in the Annual Report 2022 is approved.
- 5) The Board of Directors are elected for a term of one year pursuant to Article 10.1 of the Articles of Association. Re-election of board members may take place.
 - a. Pursuant to Articles 10.1 of the Articles, the Board of Directors proposes that Anders Härfstrand, Betül Uranan and Johan Luthman are re-elected as members of the Board of Directors.
 - b. Please see Appendix 1 for a description of the nominated candidates' qualifications and positions, including information about other executive/management functions held by the candidates in Danish and foreign companies.
- 6) The Board of Directors proposes that Deloitte Statsautoriseret Revisionspartnerselskab is re-elected as the auditor.
- 7) The Board of Directors have no other motions or resolutions.

Adoption requirements

All proposed resolutions on the agenda may be passed by a simple majority of votes cast.

2 General information

2.1 Share capital

The company has issued capital worth DKK 1,572,051.80, divided into shares of nominal DKK 0,10 each. Each share of nominal DKK 0,10 carries one vote at the Annual General Meeting.

2.2 Admission to Annual General Meeting

As a prerequisite for participation and voting at the Annual General Meeting, a shareholder must be registered by name in Brain+' share register no later than on the record date, Friday 19th May 2023 at 23:59 (CEST). If you are in doubt whether your shareholding is correctly registered in your name, please contact your custodian bank.

For admission to the Annual General Meeting, please send the admission form directly to the company either by email at contact@brain-plus.com or mail such that the company receives it no later than Wednesday 24th May 2023 at 23:59 CEST. The admission form can be found on Brain+' website at www.brain-plus.com/investor.

2.3 Proxy and postal voting

A shareholder may attend in person or by proxy, and the shareholder or the proxy holder may attend together with an advisor.

The shareholder may vote by proxy in accordance with a written and dated power of attorney.

Shareholders are encouraged to attend by proxy by completing and signing the proxy form and returning it to the company by either email at contact@brain-plus.com or mail to be received by the company no later than **Wednesday 24th May 2023 at 23:59 CEST** as instructed by the form. The form can be found on Brain+' website at <http://www.brain-plus.com/investor>.

2.4 Additional information

This invitation to the Annual General Meeting, the admission form, the proxy form, and the Articles of Association can be downloaded from Brain+' website at www.brain-plus.com/investor.