

Annual General Meeting

Annual General Meeting of Nilfisk Holding A/S on Thursday March 21, 2024, at 14:00 CET.
The Annual General Meeting will be held at Comwell Copenhagen Portside, Alexandriagade 1, 2150 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 2023

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 2024 as in 2023 and thus that each ordinary member of the Board of Directors shall receive a base fee of DKK 325,000. 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;
- The other members of the Remuneration Committee and the Nomination Committee each receive 1/6 of the base fee.

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, Bengt Thorsson, René Svendsen-Tune, Are Dragesund, Franck Falezan, Viveka Ekberg and Ole Kristian Jødahl.

Jutta af Rosenborg has decided to step down from the Board of Directors at the Annual General Meeting when her 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. René Svendsen-Tune is considered non-independent due to his interim appointment as Company CEO. The rest of the nominated 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.

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 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.

For the sake of clarity, the Board of Directors notes that a separate proposal has been presented concerning the election of Deloitte Statsautoriseret Revisionspartnerselskab as the Company's auditor for sustainability reporting under item 10(a) on the agenda.

10. Proposals from the Board of Directors and the shareholders

a. Election of auditor for sustainability purposes

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

The Board of Directors expects a legislative proposal for the Danish implementation of Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) No 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU, as regards corporate sustainability reporting ("CSRD") to be presented in Q1. Consequently, the Company anticipates being subject to an obligation to choose an auditor who will provide a statement on the company's sustainability reporting (sustainability auditor). The Board of Directors expects Deloitte Statsautoriseret Revisionspartnerselskab to be approved for issuing such statements, and therefore, a proposal is being made to select Deloitte Statsautoriseret Revisionspartnerselskab to also provide a statement for the company's sustainability reporting. As such, Deloitte Statsautoriseret Revisionspartnerselskab's task as the Company's sustainability auditor will be to provide an opinion on the assurance of sustainability reporting in the management report subject to new sustainability reporting requirements under CSRD that the Board of Directors expects will take effect from the financial year that started on 1 January 2024 once the Danish law implementing CSRD has been adopted. Following the adoption of the new law, the Board of Directors will conduct a thorough review of the law to assess whether any changes to the articles of association are necessary.

The general meeting's approval of the election of the Company's auditor for sustainability purposes includes the full power of delegation for the Company to register the sustainability auditor as adopted by the general meeting with the Danish Business Authority and to make any such additions, alterations, or amendments thereto or therein, and to take any other action as the Danish Business Authority may require for the registration of Company's sustainability auditor, if such registration is required in accordance with the Danish implementation of the CSRD.

11. Any other business

Additional information

Approval requirements

Approval and election take place by simple majority for all items on the agenda.

Documents available for inspection

The following documents will be available for the shareholders on the company website, 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 2023 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 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 14, 2024, 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 Comwell Copenhagen Portside, Alexandriagade 1, 2150 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 18, 2024, at 23:59 pm CET.

A request to participate can be submitted:

- On www.computershare.dk or www.nilfisk.com under the heading Investors/Shareholder portal, or
- By email 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 18, 2024, at 23:59 pm CET. The appointment of a proxy can take place:

- On www.computershare.dk or 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.

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

Postal Vote

It is also possible to vote by post. The postal vote must be received no later than Tuesday March 19, 2024, at 10:00 am CET. A submitted postal vote cannot be withdrawn.

Postal votes can be submitted:

- On www.computershare.dk or 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.

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

Webcast and live translation

The Annual General Meeting takes place in English. During the meeting, live translation into Danish will be available. In addition, a Danish voiceover is available on the webcast transmission, which can be accessed on www.nilfisk.com.

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 agm2024@nilfisk.com or by mail to Nilfisk Holding A/S, Marmorvej 8, 2100 Copenhagen, Denmark. The Company may choose to answer the question by posting the answer on 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 2023, 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/.

Useful Information

The doors will open at 13:00 pm CET and the Annual General Meeting will start at 14:00 pm CET. Should you arrive later please go to the information desk.

Light refreshments will be served before the Annual General Meeting.