
**PROTOKOLLAT FOR ORDINÆR GENERALFORSAMLING
2020/2021**

MINUTES OF ANNUAL GENERAL MEETING 2020/2021

for/regarding Dataprocés Group A/S

GENERALFORSAMLING**FOR****DATAPROCES GROUP A/S**

Den 18. august 2021 blev der afholdt generalforsamling i Dataproces Group A/S (CVR 34893772) på selskabets hjemsted.

Dagsordenen var:

1. Valg af dirigent
2. Bestyrelsens beretning om selskabets virksomhed i det forløbne år
3. Forelæggelse af revideret årsrapport til godkendelse
4. Beslutning om anvendelse af overskud eller dækning af tab i henhold til den godkendte årsrapport
5. Meddelelse af decharge til medlemmer af bestyrelsen og direktion
6. Valg af bestyrelse
7. Valg af revisor
8. Godkendelse af vederlag til bestyrelsen for indeværende regnskabsår
9. Eventuelle forslag fra ledelsen, revisor eller kapitalejere

GENERAL MEETING**IN****DATAPROCES GROUP A/S**

On 18 August 2021 a General Meeting in Dataproces Group A/S (business reg. no. (CVR) 34893772) was held at the company's registered office.

The agenda of the meeting was:

1. Appointment of Chairman of the Meeting
2. The Board of Directors' report on the company's activities in the past financial year
3. Presentation of the audited annual report for approval
4. Resolution on the allocation of profits or balancing of losses according to the adopted annual report
5. Decharge to the Board of Directors and the Executive Management
6. Election of Board of Directors
7. Election of auditor
8. Approval of the board members' fee for the current accounting year
9. Any proposals from the Board, the auditor or the shareholders

Ad 1 – Valg af dirigent

Bestyrelsen indstillede advokat Søren Brinkmann som dirigent for generalforsamlingen.

Forslaget vedtoges af generalforsamlingen enstemmig og med alle tilstedeværende stemmer.

Dirigenten konstaterede, at aktionærer, der repræsenterer nom. kr. 376.154,38 af aktiekapitalen var til stede eller lovligt repræsenteret. Dirigenten konstaterede endvidere generalforsamlingens lovlighed.

Dirigenten oplyste, at enhver aktionær er berettiget til en fuldstændig redegørelse for eventuelle afstemningsresultater på generalforsamlingen. Ingen aktionær ønskede en sådan fuldstændig redegørelse for afstemningen.

Ad 2 – Bestyrelsens beretning

Direktør Kjartan Jensen gennemgik selskabets virksomhed i det forløbne år.

Beretningen blev taget til efterretning.

Ad 3 – Forelæggelse af årsrapport

Direktør Kjartan Jensen fremlagde årsrapport 2020 per 30. april 2021, som viste et negativt resultat på kr. 6,701 millioner, en balance på kr. 45,238 millioner og en egenkapital på i alt kr. 24,922

Generalforsamlingen godkendte årsrapporten.

Re 1 – Chairman of the Meeting

The Board of Directors proposed that attorney-at-law Søren Brinkmann be elected as Chairman of the Meeting.

The proposal was adopted unanimously and with all present votes.

The Chairman of the Meeting ascertained that shareholders representing nom. DKK 376,154.38 of the share capital were present or lawfully represented. The Chairman of the Meeting further ascertained the lawfulness of the General Meeting.

The Chairman of the Meeting informed that any shareholder is entitled to a complete statement of any voting results on the General Meeting. No shareholder required such complete statement regarding the voting.

Re 2 – Report from the Board of Directors

The CEO Kjartan Jensen reported on the company's activities during the past financial year.

The report was taken into consideration.

Re 3 – Presentation of the annual report

The CEO Kjartan Jensen presented the annual report 2020 of 30 April 2021, which showed a loss of DKK 6.701 million, a total balance of DKK 45.238 million and an equity of DKK 24.922 million.

The General Meeting approved the annual report.

Ad 4 – Anvendelse af resultat

Bestyrelsen havde stillet forslag om, at årets negative resultat blev overført til kommende regnskabsår som beskrevet i årsrapporten.

Generalforsamlingen vedtog forslaget.

Ad 5 – Meddelelse af decharge til medlemmer af bestyrelsen og direktion

Bestyrelsen havde stillet forslag om meddelelse af decharge til bestyrelsen og direktionen.

Generalforsamlingen vedtog forslaget.

Ad 6 – Valg af bestyrelse

Bestyrelsens havde stillet forslag om at genvælge den nuværende bestyrelse. Oplysninger om kandidaternes øvrige ledeshverv, jf. selskabslovens § 120 stk. 3, var fremlagt som bilag 1 til indkaldelsen.

Generalforsamlingen valgte Hans Christian Maarup, Mille Tran Lux, Morten Lindblad og Mikkel Ulstrup som bestyrelsesmedlemmer. Alle vælges for et år.

De koncernmedarbejdervalgte bestyrelsesmedlemmer er Daniel Simonsen og Kasper Lund Nødgaard.

Bestyrelsen mødes straks efter generalforsamlingen og konstituerer sig.

Re 4 – Distribution of result

The Board of Directors had proposed to carry forward the loss to the next financial year as described in the annual report.

The General Meeting adopted the proposal.

Re 5 – Decharge to the Board of Directors and the Executive Management

The Board of Directors had proposed decharge to the Board of Directors and to the Executive Management.

The General Meeting adopted the proposal.

Re 6 – Election of Directors

The Board of Directors had proposed to reelect the current Board of Directors. Information regarding the candidates other board and executive positions were attached the notice for the General Meeting as Appendix 1.

The General Meeting elected Hans Christian Maarup, Mille Tram Lux, Morten Lindblad og Mikkel Ulstrup as members of the Board of Directors. All is elected for a period of one year.

The group employee elected members are Danielsen Simonsen and Kasper Lund Nødgaard.

The Board of Directors shall convene immediately after the General Meeting and constitute itself.

Ad 7 – Valg af revisor

Bestyrelsen havde stillet forslag om at genvælge selskabets revisor, KPMG Statsautoriseret Revisionselskab (CVR 25578198).

Generalforsamlingen vedtog forslaget.

Ad 8 – Vederlag til bestyrelsen

Bestyrelsen havde stillet forslag om, at bestyrelsens honorar skulle være uændret og udgøre samlet kr. 425.000, der fordeles af bestyrelsen blandt dets medlemmer.

Generalforsamlingen vedtog forslaget.

Ad 9 – Eventuelt

Generalforsamlingen bemyndigede enstemmigt og med alle tilstedeværende stemmer dirigenten til at anmelde det vedtagne til Erhvervsstyrelsen og til i forbindelse hermed at foretage sådanne ændringer i og tilføjelser til det på generalforsamlingen vedtagne, selskabets vedtægter og anmeldelsen til Erhvervsstyrelsen, som måtte være påkrævet for at opnå registrering, eller som blot måtte være hensigtsmæssige.

Generalforsamling hævet.

Således passeret.

Re 7 – Appointment of auditor

The Board of Directors had proposed to reelect the company's auditor, KPMG Statsautoriseret Revisionselskab (business reg. no. (CVR) 25578198).

The General Meeting adopted the proposal.

Re 8 – Remuneration to the Directors

The Board of Directors proposed that its remuneration of DKK 425,000 should remain unchanged, to be distributed by the Directors amongst themselves.

The General Meeting adopted the proposal.

Re 9 – Any other business

The General Meeting unanimously and with all votes present authorised the Chairman of the Meeting to apply for registration at the Danish Companies Agency (Erhvervsstyrelsen) of the resolutions passed by the General Meeting. Furthermore, the Chairman of the Meeting was authorised to make any alteration of or addition to the resolutions passed by the General Meeting, the Articles of Association of the Company and the registration form to the Companies Agency as may be required to obtain registration or may be suggested as expedient.

The General Meeting was adjourned.

Business transacted as described above.

Som dirigent:



Søren Brinkmann
Advokat

Chairman of the Meeting:

Søren Brinkmann
Attorney-at-law

These minutes are a translation of the Danish minutes of the ordinary General Meeting. Only the Danish version shall have validity in terms of company law and privity of contract. This translation shall thus not be valid and shall in no circumstances be used as an aid to interpretation in relation to the Danish valid version.