
GENERALFORSAMLINGS PROTOKOLLAT FOR ORDINÆR GENERALFORSAMLING 2019

MINUTES OF ANNUAL GENERAL MEETING 2019

Happy Helper A/S

GENERALFORSAMLING

FOR

HAPPY HELPER A/S

Den 9. december 2019 blev der afholdt generalforsamling i Happy Helper A/S (CVR 36711515) 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. Valg af bestyrelse
6. Valg af revisor
7. Godkendelse af vederlag til bestyrelsen for indeværende regnskabsår
8. Eventuelle forslag fra ledelsen, revisor eller kapitalejere

GENERAL MEETING

IN

HAPPY HELPER A/S

On 9 of December 2019 a General Meeting in Happy Helper A/S (business reg. no. (CVR) 36711515) 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. Election of Board of Directors
6. Election of auditor
7. Approval of the board members' fee for the current accounting year
8. Any proposals from the Board, the auditor or the shareholders

Ad 1 – Valg af dirigent

Bestyrelsen indstillede næstformand Jesper Jarlbæk som dirigent for generalforsamlingen.

Forslaget vedtoges af generalforsamlingen enstemmig og med alle tilstedeværende stemmer.

Dirigenten konstaterede, at aktionærer, der repræsenterer nom. kr. 501.187,80 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

Formand Per Rystrøm gennemgik selskabets virksomhed i det forløbne år.

Beretningen blev taget til efterretning.

Ad 3 – Forelæggelse af årsrapport

Direktør Dennis Schade Forchhammer fremlagde årsrapport 2018/2019 per 31. august 2019, som viste et negativt resultat på kr. 7.100.161, en balance på kr. 24.984.101 og en egenkapital på i alt kr. 19.085.608.

Generalforsamlingen godkendte årsrapporten.

Re 1 – Chairman of the Meeting

The Board of Directors proposed that cochair Jesper Jarlbæk 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 501.187,80 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 chairman of the Board of Directors Per Rystrøm 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 Dennis Schade Forchhammer presented the annual report 2018/2019 of 31 August 2019, which showed a loss of DKK 7.100.161, a total balance of DKK 24.984.101 and an equity of DKK 19.085.608.

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 – Valg af bestyrelse

Bestyrelsens havde stillet forslag om at genvælge den nuværende bestyrelse undtagen Per Ryrstrøm.

Generalforsamlingen valgte Jesper Jarlbæk, Morten Christiansen, Kjeld Anker Pedersen og Adam Hjorth som medlemmer af bestyrelsen. Alle vælges for et år.

Ad 6 – Valg af revisor

Bestyrelsen havde stillet forslag om at genvælge selskabets revisor, Deloitte Statsautoriseret Revisionspartnerselskab.

Generalforsamlingen vedtog forslaget.

Ad 7 – Vederlag til bestyrelsen

Bestyrelsen havde stillet forslag om, at bestyrelsens honorar skulle udgøre kr. 100.000, der fordeles af bestyrelsen blandt dets medlemmer.

Generalforsamlingen vedtog forslaget.

Ad 8 – Eventuelle forslag fra ledelsen, revisor eller kapitalejere

Forslag h.a. og h.b. blev enstemmigt vedtaget af alle tilstedeværende stemmer.

Generalforsamlingen bemyndigede enstemmigt og med alle tilstedeværende stemmer dirigenten til at anmelde det vedtagne til Erhvervsstyrelsen

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 – Election of Directors

The Board of Directors had proposed to reelect the current Board of Directors with the exception of Per Ryrstrøm.

The General Meeting elected Jesper Jarlbæk, Morten Christiansen, Kjeld Anker Pedersen og Adam Hjorth as members of the board. All is elected for a period of one year.

Re 6 – Appointment of auditor

The Board of Directors had proposed to reelect the company's auditor, Deloitte Statsautoriseret Revisionspartnerselskab.

The General Meeting adopted the proposal.

Re 7 – Remuneration to the Directors

The Board of Directors proposed that a remuneration of DKK 100,000 should be distributed by the Directors amongst themselves.

The General Meeting adopted the proposal.

Re 8 – Any proposals from the Board, the auditor or the shareholders

Proposal h.a and h.b was unanimously adopted by all the votes present at the General Assembly.

The General Meeting unanimously and with all votes present authorised the Chairman of the Meeting to apply for registration at the Danish

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.

Som dirigent:

Jesper Jarlbæk
Næstformand

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.

Chairman of the Meeting:

Jesper Jarlbæk
Cochair

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.