



Formal Objection to Dissolution Referral - Trustee Failed to Return Company Records - Request to Erhvervsstyrelsen to Appoint Auditor Under Section 144(4) of the Danish Companies Act

Company announcement no. 07-26

Copenhagen, 15 April 2026

This announcement contains inside information

The Board of Directors of Shape Robotics A/S ("Shape Robotics" or the "Company") issues this formal company announcement in response to the compulsory dissolution referral (*Section 225 of the Danish Companies Act*) filed by *Erhvervsstyrelsen* on 15 April 2026. The Board firmly rejects the factual basis of this referral, confirms that no grounds for dissolution exist, and - pursuant to *Section 144(4) of the Danish Companies Act* - formally requests that *Erhvervsstyrelsen* appoint a certified external auditor on behalf of the Company.

1. THE REFERRAL IS BASED ON INFORMATION PREDATING THE EGM OF 14 APRIL 2026

The dissolution referral cites: (i) inability to reach the Company at its registered address, and (ii) absence of active management. Both conditions were fully remedied at the Extraordinary General Meeting held on 14 April 2026 - the day before the referral was filed.

- The EGM of 14 April 2026 concluded at 14:40 CEST.
- *Erhvervsstyrelsen* filed the Section 225 referral on 15 April 2026.
- The Danish Business Authority acted on information predating the EGM.
- The Board categorically rejects the factual basis of this referral.

2. EGM OF 14 APRIL 2026 - ACTIVE BOARD AND RESTRUCTURING MANDATE

1. The election of a new Board of Directors was passed with 100% of the votes cast in favour.
2. The change of the Company's registered office to Københavns Kommune was passed with 100% of the votes cast in favour.
3. The full restructuring and recovery mandate was passed with 90.6% of the votes cast in favour.

4. Aurel Netin was re-elected as Chairman of the Board at the Extraordinary General Meeting held on 14 April 2026.
5. Kim Kristian Okkola was elected as a new member of the Board of Directors at the Extraordinary General Meeting held on 14 April 2026.
6. Alexandru-Octavian Ambrozie was elected as a new member of the Board of Directors at the Extraordinary General Meeting held on 14 April 2026.
7. Mark-Robert Abraham continues as Chief Executive Officer.

3. NEW REGISTERED ADDRESS

Shape Robotics A/S | c/o Bo Kretzschmer Larsen
Gammel Byvej 4B, st. tv. | 2650 Hvidovre | Denmark

4. AUDITOR ABSENT DUE TO TRUSTEE'S FAILURE TO RETURN COMPANY RECORDS

The Board provides full transparency on the outstanding auditor registration.

During the 59-day unlawful bankruptcy (6 January 2026 – 5 March 2026), the Company's complete books, financial records, and audit files were taken under the administration of court-appointed trustee Teis Gullitz-Wormslev (Partner, *Kromann Reumert*). Following the full annulment of the bankruptcy decree by Ostre Landsret on 5 March 2026, the trustee's mandate was extinguished by operation of law. Despite repeated formal demands by the Board, Mr. Gullitz-Wormslev and *Kromann Reumert* have to date failed to return the Company's complete documentation and audit files.

Without access to these records, the Company cannot complete the auditor onboarding process required by any prospective certified auditor. The absence of a registered auditor is entirely attributable to the former trustee's failure to comply with his legal obligations following the annulment of the bankruptcy.

The Board has filed a criminal complaint against Mr. Teis Gullitz-Wormslev, as communicated to the market in prior announcements, and has instructed legal counsel to pursue the recovery of all documentation as a matter of urgency.

5. FORMAL REQUEST TO ERHVERVSSTYRELSEN - APPOINTMENT OF AUDITOR UNDER SECTION 144(4)

Pursuant to *Section 144(4) of the Danish Companies Act*, which provides that *Erhvervsstyrelsen* may appoint an auditor if a company subject to audit obligations does not have the required auditor and a member of the management or a shareholder requests this, the Board of Directors of Shape Robotics - acting as the central governing body - hereby formally requests that *Erhvervsstyrelsen* appoint a certified external auditor (*statsautoriseret revisor*) for Shape Robotics.

The auditor appointed pursuant to this request shall serve until a new auditor is elected by the general meeting.

Erhvervsstyrelsen shall determine the remuneration of the appointed auditor, which shall initially be borne by the state treasury and ultimately recovered from the Company, in accordance with *Section 144(5) of the Danish Companies Act*.

The Board considers this request the most expedient and legally appropriate path to resolving the auditor registration requirement, given the extraordinary circumstances created by the unlawful bankruptcy and the former trustee's ongoing non-compliance.

6. SUMMARY OF FORMAL OBJECTION

1. The Section 225 dissolution referral is rejected - grounds were remedied before the referral was filed;
2. New Board of Directors elected 14 April 2026;
3. New registered address confirmed - Gammel Byvej 4B, 2650 Hvidovre;
4. Auditor absent due to documented failure of former trustee to return company records;
5. Formal request made pursuant to Section 144(4) for Erhvervsstyrelsen to appoint a certified auditor;
6. Formal objections filed with both Erhvervsstyrelsen and Soe- og Handelsrettens Skifteretsafdeling.

7. BOARD STATEMENT

The Board of Directors of Shape Robotics categorically rejects any suggestion that grounds for compulsory dissolution exist. The referral is based on outdated information. We have an active Board, a valid registered address, a clear restructuring mandate, and a documented legal explanation for the temporary absence of an auditor registration - one that is entirely the result of the former trustee's failure to return company records. We have taken every available legal step, including invoking *Section 144(4) of the Danish Companies Act*, to resolve this matter as quickly as possible.

Further announcements will be issued as the process develops.

Additional information

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