

Notice convening annual general meeting

Copenhagen, 7 October 2026

Loyal Solutions A/S, CVR-no. 28850263 (“Loyal Solutions” or the “Company”) hereby convenes an annual general meeting to be held on 23 October 2026

To the shareholders of Loyal Solutions A/S.

The board of directors of the Company (“**Board of Directors**”) hereby convenes an annual general meeting of Loyal Solutions to be held on:

Friday 23 October 2026 at 13:00 (CEST) at the Company’s premises, Edvard Thomsens Vej 10, 2300 Copenhagen S, Denmark. You must register your arrival at the reception at Arne Jacobsens Allé 13, 2300 Copenhagen S.

The agenda for the general meeting is as follows:

1. Election of chairman of the meeting
2. Report on the activities of the Company in the past financial year
3. Presentation of the annual report with auditors’ report for adoption
4. Resolution concerning the appropriation of profits or losses as recorded in the adopted annual report
5. Election of members to the Board of Directors
6. Election of auditor
7. Proposals from the Board of Directors and shareholders:
 - A. Authorisation of the Board of Directors to issue up to 440,000 warrants to employees and members of the Executive Board, and to carry out the related capital increase of up to nominally DKK 440,000 (new article 3.1.5)
 - B. Authorisation of the Board of Directors to issue up to 60,000 warrants to members of the Board of Directors, and to carry out the related capital increase of up to nominally DKK 60,000 (new article 3.1.6)
 - C. Amendment of article 9.3 of the articles of association (financial year 1 July to 30 June)
8. Other business

Complete agenda:

Re 1: Election of chairman of the meeting

The Board of Directors proposes that Peter Mollerup is elected as the chairman of the general meeting.

Re 2: Report on the activities of the Company in the past financial year

An oral report on the activities of the Company in the past financial year will be presented.

The Board of Directors proposes that the report is noted by the general meeting.

Re 3: Presentation of the annual report with auditors’ report for adoption

The Board of Directors proposes that the Company’s annual report with the auditors’ report for the financial year 2025/26 is adopted. The annual report is available on the Company’s website.

Re 4: Resolution concerning the appropriation of profits or losses as recorded in the adopted annual report

The Board of Directors proposes that the profit for the financial year 2025/26 of DKK 1,784,779 is transferred to retained earnings in accordance with the adopted annual report.

Re 5: Election of members to the Board of Directors

The following current members of the Board of Directors are up for re-election:

Frank Hansen, Morten Hershøj, Henriette Høyer, Finn Borgquist, Preben Hydeskov and Per Kogut.

Re 6: Election of auditor

The Board of Directors proposes re-election of Beierholm Godkendt Revisionspartnerselskab, CVR no. 32 89 54 68, as the Company's auditor.

Re 7: Proposals from the Board of Directors and shareholders:

- A. Authorisation of the Board of Directors to issue up to 440,000 warrants to employees and members of the Executive Board, and to carry out the related capital increase of up to nominally DKK 440,000 (new article 3.1.5)
- B. Authorisation of the Board of Directors to issue up to 60,000 warrants to members of the Board of Directors, and to carry out the related capital increase of up to nominally DKK 60,000 (new article 3.1.6)
- C. Amendment of article 9.3 of the articles of association (financial year)

Re. 7 A: Authorisation of the Board of Directors to issue warrants to employees and members of the Executive Board

The proposal under item 7 A is that the general meeting authorises the Board of Directors to issue up to a total of 440,000 warrants to employees and members of the Executive Board. Each warrant confers a right to subscribe for one new share of nominally DKK 1.00, and the authorisation includes the related increase of the share capital by up to nominally DKK 440,000 without pre-emptive rights for existing shareholders. The exercise price is determined on market terms. The authorisation is valid until and including 31 December 2029.

The proposal under item 7 A entails the insertion of new article 3.1.5 of the articles of association. The warrant programme will be adopted by the Board of Directors within the authorisation and attached as a schedule to the articles of association following adoption.

Full exercise of the authorisations under items 7 A and 7 B (500,000 warrants in total) corresponds to approximately 5.26 per cent of the existing share capital and approximately 5.00 per cent of the share capital after full exercise.

Re. 7 B: Authorisation of the Board of Directors to issue warrants to members of the Board of Directors

The proposal under item 7 B is that the general meeting authorises the Board of Directors to issue up to a total of 60,000 warrants to members of the Board of Directors. Each warrant confers a right to subscribe for one new share of nominally DKK 1.00, and the authorisation includes the related increase of the share capital by up to nominally DKK 60,000 without pre-emptive rights for existing shareholders. The exercise price is determined on market terms. The warrants are fully vested on grant and may be exercised for a period of three years from the grant date. The authorisation is valid until and including 31 December 2029.

The proposal under item 7 B entails the insertion of new article 3.1.6 of the articles of association. The warrant programme will be adopted by the Board of Directors within the authorisation and attached as a schedule to the articles of association following adoption.

Full exercise of the authorisations under items 7 A and 7 B (500,000 warrants in total) corresponds to approximately 5.26 per cent of the existing share capital and approximately 5.00 per cent of the share capital after full exercise.

7 C: Amendment of article 9.3 of the articles of association (financial year)

The Board of Directors proposes that article 9.3 be amended to reflect that the Company's financial year runs from 1 July to 30 June, as registered with the Danish Business Authority. This is not reflected in the articles of association, and shall (for technical and compliance reasons only) be updated.

Proxy

The shareholders may vote by proxy for the annual general meeting. A proxy and voting by correspondence form can be found on the Company's website (www.loyalsolutions.eu). Voting instructions by proxy shall be submitted by returning the proxy form, duly completed and signed, by email to pki@loyalsolutions.eu. Proxies shall be submitted no later than 21 October 2026 at 16:00 (CEST).

Voting by Correspondence

Shareholders may – instead of voting in person at the general meeting – choose to vote electronically. Any shareholder who wishes to vote electronically can submit the proxy and voting by correspondence form, duly completed and signed to the Company. Votes delivered electronically must be received by the Company no later than 21 October 2026 at 16:00 (CEST), and cannot be revoked after submitted. A proxy and voting by correspondence form can be found on the Company's website (www.loyalsolutions.eu).

Participation in person

Shareholders who are entitled to and who wish to attend the annual general meeting, must send their request no later than 21 October 2026 at 16:00 (CEST) by email to pki@loyalsolutions.eu.

Information

Votes and majority requirements

Save as set out below, adoption of the proposals requires a simple majority of the votes cast. Adoption of the proposals under items 7 A, 7 B and 7 C requires at least two-thirds of the votes cast and of the share capital represented at the general meeting, cf. section 106 of the Danish Companies Act.

The Company's share capital at the date of this notice is nominally DKK 9,499,998 divided into 9,499,998 shares of nominally DKK 1.00. Each share of nominal DKK 1.00 carries one vote at the general meeting.

Available documents

The following documents are available at the Company's premises and website (www.loyalsolutions.eu) from 8 October 2026:

- Notice convening the annual general meeting (this document)
- Annual report with auditors' report for financial year 2025/26 (has been available on the Company's website since 25 September 2026 at 8:00 (CEST)).
- Proxy and voting by correspondence form
- Complete proposals under agenda items 7 A, 7 B and 7 C, including the proposed new articles 3.1.5 and 3.1.6 and updated article 9.3 (Danish and English text) of the articles of association
- Draft articles of association showing all proposed amendments (Word document)
- Warrant Programme Terms – Employees and Executive Management
- Warrant Programme Terms – Members of the Board of Directors

A shareholder's right to attend and vote at the annual general meeting is determined at the registration date, 16 October 2026. The number of shares held by a shareholder is calculated on the registration date based on the information in the register of shareholders and information about ownership that VP Investor Services A/S has received for the purpose of registration but that has not yet been entered in the register of shareholders. Only persons who are shareholders on the registration date are entitled to attend and vote at the annual general meeting.

Shareholders may ask questions about the agenda at the general meeting or submit questions in writing in advance by email to pki@loyalsolutions.eu. Questions submitted in advance must be received no later than 21 October 2026 at 16:00 (CEST).