MENDOLE A/S

CVR no. 44010259 · ISIN DK0064307672 · ticker MENDO · Spotlight Stock Market

Company Announcement No. 18 · 28 August 2026

Resolutions passed at the Extraordinary General Meeting of Mendole A/S

Hedehusene, 28 August 2026 — Mendole A/S (the "Company") held an Extraordinary General Meeting on Friday 28 August 2026 at 09:00 (CEST) at Guldalderen 13, 2640 Hedehusene, Denmark.

The meeting was convened by company announcement no. 15 of 14 August 2026, as supplemented and corrected by company announcement no. 17 of 25 August 2026. The record date was 21 August 2026. Attorney-at-law Nikolaj Bak-Christensen was elected chairman of the meeting and noted that the meeting had been duly convened and was quorate. Shareholders representing 82,46% of the share capital attended or were represented.

All proposals put to the meeting were adopted. The resolutions are summarised below and set out in full in the minutes attached to this announcement.

Item 2 — Election of a new member to the Board of Directors

Kim Bjørn Pedersen was elected as a new member of the Board of Directors for the period until the next Annual General Meeting. The Board is thereby expanded from four to five members. Adopted unanimously.

Kim Bjørn Pedersen is a trained accountant (Danish: *revisor*) and a Danish owner-manager and private investor. He is the sole owner and Managing Director of IMMOINVEST.DK ApS and Oldtimercenter Trading ApS, and owner and CEO of Den Gamle Radiatorfabrik K/S and Green-Grow K/S. He holds between 5% and 9.99% of the shares and votes in Skjern Bank A/S. He has extensive experience in accounting, property investment and the management of companies.

Kim Bjørn Pedersen personally provides an acquisition loan of DKK 18,000,000 to finance the Company's acquisition of Rebo A/S, and Skjern Bank A/S provides a DKK 20,000,000 acquisition facility. He is therefore not considered independent under Spotlight Stock Market's rules, and both arrangements are treated by the Company as transactions with a closely related party.

Item 3 — Authorisation to raise loans against convertible instruments

The Board of Directors was authorised, until 28 August 2031, on one or more occasions to raise loans against the issuance of convertible instruments pursuant to sections 167–169 of the Danish Companies Act. The aggregate principal amount may total up to DKK 20,000,000, convertible into new shares of up to nominally DKK 250,000, corresponding to 2,500,000 shares of nominally DKK 0.10 each. Conversion is without pre-emptive rights for existing shareholders, and the new shares must be paid up in full. The Board determines the loan terms, including conversion price, conversion period, interest and maturity. The authorisation is inserted as a new provision in the Articles of Association. Adopted unanimously.

Item 4 — Authorisation to increase the share capital

The Board of Directors was authorised, until 28 August 2031, on one or more occasions to increase the Company's share capital by up to nominally DKK 1,000,000, corresponding to 10,000,000 shares of nominally DKK 0.10 each. The capital increase is carried out without pre-emptive rights for existing shareholders, and the new shares must be paid up in full. Payment may be made in cash, by contribution in kind and/or by conversion of debt, and the Board determines the subscription price and the other terms of subscription. The authorisation replaces the authorisation in section 4.4 of the Articles of Association adopted at the annual general meeting on 24 March 2026. Adopted unanimously.

Item 5 — Amendment of the Board of Directors' remuneration

The annual fee of the Chairman of the Board was increased to DKK 300,000 with effect for the 2026 financial year, reflecting the Chairman's significantly increased involvement in the Company's activities. An aggregate annual framework of up to DKK 100,000 was established to remunerate extraordinary work by members of the Board of Directors beyond ordinary board work, likewise with effect for the 2026 financial year, allocated at the Board's discretion. Adopted unanimously.

Majority requirements

Items 3 and 4 required the approval of at least two-thirds of both the votes cast and the share capital represented at the meeting, cf. section 106 of the Danish Companies Act. To the extent shares or convertible instruments are issued under those authorisations without pre-emptive rights to members of the Board of Directors, the Executive Management, employees, their close relations or entities controlled by them, section 8.2 of Spotlight Stock Market's rules requires the authorisation to be supported by at least nine-tenths of both the votes cast and the share capital represented. Items 2 and 5 were adopted by simple majority, cf. section 105 of the Danish Companies Act.

Change to the Board of Directors

Under any other business, Anders Bang Olsen stated that he steps down from the Board of Directors with effect from 31 August 2026. The resignation does not require a resolution of the general meeting.

The Board of Directors thereafter comprises Henrik Theisler (Chairman), Thomas Kaas Selsø, Knud Juul Truelsen and Kim Bjørn Pedersen, which satisfies the requirement in the Company's Articles of Association of at least four members. Two of the four members — Henrik Theisler and Thomas Kaas Selsø — are independent of the Company, its management and its major shareholders, which satisfies Spotlight Stock Market's requirement that at least two members of the Board of Directors be independent. Knud Juul Truelsen is not independent as a major shareholder, and Kim Bjørn Pedersen is not independent as the provider of the acquisition loan described above.

The Company’s Executive Management is unchanged: Dan Lauritzen (CEO), Kim Juul Truelsen (COO) and Kirsten Kirkhoff (Interim CFO).

Amended Articles of Association

The Articles of Association as amended at the meeting are attached to this announcement and are available on the Company’s website under investor information. The amendments are registered with the Danish Business Authority.

Attachments

- Minutes of the Extraordinary General Meeting of 28 August 2026
- Articles of Association of Mendole A/S as amended on 28 August 2026

For further information

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About Mendole A/S

Mendole A/S is a listed buy-and-build platform in Danish technical property services — roofing, electrical, energy and lighting. The Group acquires and develops established, owner-led companies serving commercial, industrial and residential buildings, and operates a decentralised model in which acquired companies keep their own brand and management while the Group adds capital, shared finance and IT, procurement scale and an M&A engine. The Company is listed on Spotlight Stock Market under the ticker MENDO.

Mendole A/S · CVR 44010259 · LEI 984500AE8BDFF786A171 · Guldalderen 13, Fløng, 2640 Hedehusene, Denmark

VEDTÆGTER / ARTICLES OF ASSOCIATION

For Mendole A/S

	VEDTÆGTER	ARTICLES OF ASSOCIATION
	For Mendole A/S CVR-nummer 44010259 ("**Selskabet**")	For Mendole A/S CVR number 44010259 (the "**Company**")
1.	**NAVN**	**NAME**
1.1	Selskabets navn er Mendole A/S.	The name of the Company is Mendole A/S.
1.2	Selskabet har ingen binavne.	The Company has no secondary names.
2	**FORMÅL**	**OBJECTIVE**
2.1	Selskabets formål er at eje aktier og anparter, samt enhver virksomhed som efter det centrale ledelsesorgans skøn er beslægtet hermed.	The purpose of the company is to own shares, as well as any business which, at the central governing body's discretion, is related thereto.
3	**SELSKABETS KAPITAL**	**COMPANY'S CAPITAL**
3.1	Selskabets kapital udgør nominelt DKK 534.958,9 fordelt på DKK 5.349.589 kapitalandele à DKK 0,1 per styk. Selskabskapitalen er fuldt indbetalt.	The share capital of the Company amounts to DKK 534,958.9 divided into DKK 5.349.589 shares of DKK 0.1 each. The share capital is fully paid up.
3.2	Kapitalandelene udstedes gennem en værdipapircentral, VP Securities A/S, CVR-nr. 21599336, i dematerialiseret form. Udbytte udbetales gennem VP Securities A/S og indsættes på udbyttekonti registreret i VP Securities A/S. Rettigheder vedrørende kapitalandelene skal anmeldes til VP Securities A/S efter de til enhver tid gældende regler herom.	The shares shall be issued through a central securities depository, VP Securities A/S, CVR-no. 21599336, in dematerialised form. Dividends are paid through VP Securities A/S and deposited into the dividend accounts registered with VP Securities A/S. Rights pertaining to the shares must be registered with VP Securities A/S in accordance with the rules in force from time to time.

4	**SELSKABETS KAPITALANDELE**	**COMPANY’S SHARES**
4.1	Selskabets kapitalandele er omsætningspapirer og udstedes på baggrund af navn og noteres på navn i Selskabets ejerbog.	The Company’s shares are negotiable instruments issued based on name and noted by name in the Company’s shareholder register.
4.2	Selskabets ejerbog føres af VP Securities A/S, CVR-nr. 21599336.	The Company’s shareholder register is maintained by VP Securities A/S, CVR-no. 21599336.
4.3	Ingen kapitalandele skal have særlige rettigheder.	No shares shall have special rights.
4.4	Bemyndigelse til at gennemføre kapitalforhøjelse(r) ved udstedelse af nye kapitalandele	Authorization to carry out capital increase(s) by issuing new shares
4.4.1	Selskabets bestyrelse blev ved ekstraordinær generalforsamling den 28. august 2026 bemyndiget til i en periode indtil den 28. august 2031 ad én eller flere omgange at foretage en forhøjelse af selskabskapitalen ved tegning af nye kapitalandele med op til nominelt DKK 1.000.000, svarende til 10.000.000 kapitalandele à nominelt DKK 0,1.	At the extraordinary general meeting on 28 August 2026, the Company's board of directors was authorized for a period until 28 August 2031 to increase the share capital on one or more occasions by issuing new shares up to a nominal amount of DKK 1,000,000, corresponding to 10,000,000 shares of nominally DKK 0.1 each.
4.4.2	For kapitalandele udstedt som følge af udnyttelse af bemyndigelsen skal gælde, at:	For shares issued as a result of the exercise of the authorization, the following shall apply:

a)	der kan ikke ske delvis indbetaling;	payment must be made in full;
b)	de nye kapitalandele skal have samme rettigheder som hidtidige kapitalandele;	the new shares shall carry the same rights as the existing shares;
c)	kapitalforhøjelsen er uden fortegningsret for Selskabets eksisterende kapitalejere, og der skal ikke gælde indskrænkninger i de nye kapitalejeres fortegningsret ved fremtidige forhøjelser;	the capital increase is without pre-emptive right for the Company's existing shareholders, and no restrictions shall apply to the new shareholders' pre-emption rights in connection with future increases;
d)	tegningsbeløbet kan helt eller delvist indbetales kontant, ved indskud i værdier og/eller ved gældskonvertering;	the subscription amount may in full or in part be paid in cash, by contribution in kind and/or by conversion of debt;
e)	Selskabets kapitalandele er frit omsættelige og udstedes som omsætningspapirer gennem VP Securities A/S i dematerialiseret form. Der er ingen indløsningspligt eller anden indskrænkninger i kapitalandelenes omsættelighed;	the Company's shares are freely transferable and are issued as negotiable instruments through VP Securities A/S in dematerialised form. There is no redemption obligation or any other restriction on the transferability of the shares;
f)	kapitalandelene er omsætningspapirer;	the shares are negotiable instruments;
g)	tegningskursen og de øvrige vilkår for tegningen fastsættes af bestyrelsen; og	the board of directors determines the subscription price and the other terms of the subscription; and
h)	kapitalandelene er navnekapitalandele, som skal registreres i Selskabets ejerbog.	the shares shall be registered in the name of the shareholder and registered in the register of shareholders.

4.5	Bemyndigelse til at udstede konvertible gældsbreve og dertilhørende kapitalforhøjelse	Authorization to raise loans against convertible instruments and the capital increase resulting from the conversion
4.5.1	Selskabets bestyrelse blev ved ekstraordinær generalforsamling den 28. august 2026 bemyndiget til i en periode indtil den 28. august 2031 ad én eller flere omgange at optage lån mod udstedelse af konvertible gældsbreve, jf. selskabslovens §§ 167-169, med ret til konvertering til nye kapitalandele op til nominelt DKK 250.000, svarende til 2.500.000 kapitalandele à nominelt DKK 0,1. Bestyrelsen blev samtidig bemyndiget til at foretage de/den dertil hørende kapitalforhøjelse(r).	At the extraordinary general meeting on 28 August 2026, the Company's board of directors was authorized, for a period until 28 August 2031, on one or more occasions, to raise loans against the issuance of convertible instruments pursuant to Sections 167–169 of the Danish Companies Act, carrying the right to convert such loans into new shares of up to a total nominal amount of DKK 250,000, corresponding to 2,500,000 shares of a nominal value of DKK 0.10 each. The board of directors was simultaneously authorised to effect the capital increase(s) arising therefrom.
4.5.2	For konvertible gældsbreve og kapitalandele udstedt som følge af udnyttelse af bemyndigelsen skal gælde, at:	For convertible instruments and shares issued as a result of the exercise of the authorization, the following shall apply:
a)	det samlede hovedstolsbeløb for de konvertible gældsbreve kan udgøre op til DKK 20.000.000;	the aggregate principal amount of the convertible instruments may total up to DKK 20,000,000;
a)	der kan ikke ske delvis indbetaling;	payment must be made in full;
b)	de nye kapitalandele skal have samme rettigheder som hidtidige kapitalandele;	the new shares shall carry the same rights as the existing shares;
c)	kapitalforhøjelsen ved konvertering er uden fortegningsret for Selskabets eksisterende kapitalejere, og der skal ikke gælde	the capital increase by conversion is without pre-emptive right for the Company's existing shareholders, and no restrictions shall

	indskrænkninger i de nye kapitalejeres fortegningsret ved fremtidige forhøjelser;	apply to the new shareholders' pre-emption rights in connection with future increases;
d)	tegningsbeløbet indbetales ved gældskonvertering;	the subscription amount is paid by conversion of debt;
e)	Selskabets kapitalandele er frit omsættelige og udstedes som omsætningspapirer gennem VP Securities A/S i dematerialiseret form. Der er ingen indløsningspligt eller anden indskrænkninger i kapitalandelenes omsættelighed;	the Company's shares are freely transferable and are issued as negotiable instruments through VP Securities A/S in dematerialised form. There is no redemption obligation or any other restriction on the transferability of the shares;
f)	kapitalandelene er omsætningspapirer;	the shares are negotiable instruments;
g)	lånevilkårene, herunder konverteringskurs(er), konverteringsperiode, rente og løbetid fastsættes af bestyrelsen; og	the board of directors determines the loan terms, including conversion price(s), conversion period, interest and maturity; and
h)	kapitalandelene er navnekapitalandele, som skal registreres i Selskabets ejerbog.	the shares shall be registered in the name of the shareholder and registered in the register of shareholders.
5	**SELSKABETS EJERBOG**	**THE COMPANY'S REGISTER OF SHAREHOLDERS**
5.1	Det centrale ledelsesorgan fører en ejerbog, der indeholder oplysninger om alle kapitalejere og panthaveres, dato for erhvervelse, afhændelse eller pantsætning af kapitalandelenes størrelse, de stemmerettigheder, der er knyttet til de enkelte kapitalandele, samt oplysninger om kapitalejerne og panthavernes navn, hjemsted og eventuelle CVR-nummer eller anden selskabsregistreringsnummer.	The central governing body shall keep a register of shareholders containing information about all shareholders and pledges, the date of acquisition, disposal or pledging of shares, the voting rights attached to each share, and information about the name, domicile and any CVR number or other company registration number of the shareholders and pledgees.

5.2	I tilfælde af en udenlandsk statsborger eller udenlandsk juridisk person, skal vedkommende dokumentere sin identitet over for Selskabet på behørig vis.	In the case of a foreign citizen or foreign legal entity, they must provide the Company with proper proof of their identity.
6	**GENERALFORSAMLINGEN**	**THE GENERAL ASSEMBLY**
6.1	Generalforsamlingen har den højeste myndighed i alle Selskabets anliggender inden for de i lovgivningen og disse vedtægters fastsatte grænser.	The general assembly has the highest authority in all the affairs of the Company, within the boundaries set by the laws of Denmark and these article's statues.
6.2	Selskabets generalforsamling skal afholdes på Selskabets hjemsted, i Høje-Taastrup Kommune eller i Københavns Kommune.	The general assembly shall be held at the registered office, in the municipality of Høje-Taastrup, or in the municipality of Copenhagen.
6.3	Den ordinære generalforsamling skal afholdes hvert år i så god tid, at den godkendte årsrapport kan modtages i Erhvervsstyrelsen inden udløbet af fristen i årsregnskabsloven.	The annual general assembly must be held every year in time for the adopted annual report to reach the Danish Business Authority within the deadline set forth in the Danish Financial Statements Act.
6.4	Hvis alle kapitalejere er enige herom, kan alle beslutninger, der er henlagt til generalforsamling, dog træffes uden afholdelse af generalforsamling, jf. selskabslovens § 76, stk. 2.	If all shareholders agree then all decisions for the general assembly can be decided without holding a general assembly, cf. the Danish Companies Act section 76 (2).
6.5	Generalforsamlinger indkaldes af det centrale ledelsesorgan med mindst 2 ugers og højst 4 ugers varsel ved almindeligt brev eller e-mail til hver enkelt kapitalejer.	General assemblies are convened by the central governing body no later than 2 weeks and no earlier than 4 weeks before the general assembly by ordinary letter or e-mail to each shareholder.
6.6	Enhver kapitalejer har ret til at få et bestemt emne optaget på	All shareholders have the right to have a specific topic admitted to

dagsordenen til generalforsamlingen.

the agenda at the general assembly.

6.7 Ekstraordinære generalforsamlinger skal afholdes, når direktionen, bestyrelsen eller revisor har forlangt det. Ekstraordinære generalforsamlinger skal indkaldes inden 2 uger, når det til behandling af et bestemt angivet emne skriftligt forlanges af kapitalejere.

Extraordinary general assemblies shall be held, when the executive board, board of directors or the Company's auditor re-quires it. Extraordinary general assemblies are convened within 2 weeks, if required by the shareholders.

6.8 På generalforsamlingen træffes alle beslutninger i overensstemmelse med den danske Selskabslov ved simpelt stemmeflertal bortset fra de tilfælde, hvor Selskabsloven kræver andet, jf. § 105.

At the general meeting, all resolutions shall be adopted in accordance with the Danish Companies Act by a simple majority of votes, except in cases where the Companies Act requires otherwise, cf. section 105.

6.9 Vedtægter, selskabsmeddelelse, finansielle rapporter og anden information, som Spotlight Stock Market kræver offentliggjort, skal gøres tilgængelig på Selskabets hjemmeside under en dedikeret sektion for investorinformation.

The Articles of Association, company announcements, financial reports, and any other information required by Spotlight Stock Market to be made public shall be made available on the Company's website under a dedicated section for investor information.

7 GENERALFORSAMLINGEN, DAGORDEN

THE GENERAL ASSEMBLY, AGENDA

7.1 Senest 2 uger før generalforsamlingen skal dagsordenen og de fuldstændige forslag, der skal behandles på generalforsamlingen, og for den ordinære generalforsamlings vedkommende tillige årsrapport, fremlægges til eftersyn for kapitalejerne og samtidig tilstilles enhver noteret kapitalejer, som har fremsat begæring herom.

No later than 2 weeks before the general assembly, the agenda and all complete proposals are to be considered at the general assembly, and for the annual general assembly also the annual report, must be presented for inspection by the shareholders and at the same time sent to any listed shareholder.

7.2	Dagsordenen for den ordinære generalforsamling skal omfatte:	At the annual general assembly, the agenda shall consist of:
	1. Valg af dirigent	1. Appointment of a chairperson
	2. Det centrale ledelsesorgans beretning	2. The central governing body's report
	3. Fremlæggelse af årsrapport til godkendelse	3. Presentation of the annual report for approval
	4. Beslutning om anvendelse af overskud eller dækning af tab i henhold til den godkendte årsrapport	4. Use of surplus or cover of deficit according to the approved annual report for approval
	5. Valg af revisor	5. Election of auditor
	6. Eventuelt	6. Any other business
8	**DIRIGENT M.V.**	**CHAIRPERSON**
8.1	Generalforsamlingen vælger ved simpel stemmeflerhed en dirigent, der leder generalforsamlingen og afgør alle spørgsmål vedrørende sagernes behandlingsmåde, stemmeafgivningen og dennes resultater. Enhver stemmeberettiget kan forlange skriftlig afstemning med hensyn til de foreliggende forhandlingsemner.	The general assembly appoints, by simple majority, a chairperson to lead the general assembly and decide on all matters regarding the process, voting and the results hereof. All shareholders entitled to vote can require a written vote regarding the topic of the general assembly.
9	**STEMMEAFGIVNING**	**VOTING**
9.1	De på generalforsamlingen behandlede anliggender afgøres ved simpel stemmeflerhed, for så vidt der ikke efter lovgivningen eller disse vedtægter udkræves særlig stemmeflerhed.	All matters on the general assembly are decided upon by simple majority or specific majority as set out in regulation or this article of association.
9.2	Hver kapitalandel på DKK 0,1 giver én (1) stemme.	Each share amount of DKK 0.1 shall carry one (1) vote.

9.3	Kapitalejeren har ret til at møde på generalforsamlingen med en rådgiver, men kan tillige vælge at møde ved en fuldmægtig.	The shareholder has the right to attend the general meeting with an advisor but may also choose to attend by proxy.
9.4	På generalforsamlingen kan stemmes i henhold til skriftlig fuldmagt i overensstemmelse med selskabslovens bestemmelser.	The Danish Company Act's rules on written power of attorneys apply for voting on the general assembly.
10	**ELEKTRONISK GENERALFORSAMLING**	**ELECTRONICAL GENERAL ASSEMBLY**
10.1	Det centrale ledelsesorgan er bemyndiget til at beslutte, at generalforsamlinger afholdes fuldstændigt eller delvist elektronisk.	The central governing body is authorized to decide that general assemblies are held in whole or in part electronically.
10.2	Det centrale ledelsesorgan skal sørge for, at elektroniske generalforsamlinger afvikles på betryggende vis, og skal sikre, at det anvendte system er indrettet, så lovgivningens krav til afholdelse af generalforsamling opfyldes, herunder især kapitalejernes adgang til at deltage i, ytre sig samt stemme på generalforsamlingen. Systemet skal gøre det muligt at fastslå, hvilke kapitalejere der deltager, hvilken selskabskapital og stemmeret de repræsenterer samt resultatet af afstemninger.	The central governing body shall ensure that electronic general assemblies are convened in a satisfactory manner and shall ensure that the system used is arranged so that the requirements of legislation for holding a general assembly are fulfilled, including, in particular, the right of shareholders to attend, comment and vote at the general assembly. The system should enable the determination of which shareholders participate, the share capital and voting rights they represent as well as the result of voting.
10.3	Via egen opkobling tilslutter kapitalejerne sig et virtuelt forum, hvor generalforsamlingen afholdes. Det centrale ledelsesorgan fastsætter de nærmere krav til de elektroniske systemer, som anvendes ved elektronisk generalforsamling. Kapitalejerne bærer egne omkostninger i forbindelse med deres deltagelse i den elektroniske	Via their own connection, the shareholders join a virtual forum where the general assembly is held. The central governing body determines the detailed requirements for the electronic systems used at electronic general assemblies. The shareholders themselves bear their own costs in connection with their

	generalforsamling.	participation in the electronic general assembly.
10.4	I indkaldelsen til den elektroniske generalforsamling angives de nærmere krav til det elektroniske udstyr, som skal anvendes ved deltagelse i generalforsamlingen. Ligeledes angives, hvorledes tilmelding sker, samt hvor kapitalejerne kan finde oplysninger om fremgangsmåden i forbindelse med generalforsamlingen.	The notice convening the electronic general assembly must set out the specific requirements for the electronic equipment to be used when attending the general assembly. It must also be stated how participation is registered and where the shareholders can find information about the procedure in connection with the general assembly.
10.5	Ved afholdelse af elektronisk generalforsamling, kan Selskabet beslutte at benytte elektronisk dokumentudveksling samt elektronisk post, i stedet for at fremsende eller fremlægge papirbaserede dokumenter.	When holding an electronic general assembly, the Company may decide to use electronic document exchange as well as electronic mail in the communication between the Company and the shareholders, instead of sending or presenting paper-based documents
11	**LEDELSE**	**MANAGEMENT**
11.1	Selskabet ledes af en bestyrelse og en direktion.	The Company is managed by a board of directors and an executive board.
11.2	Bestyrelsen har minimum fire (4) medlemmer, der vælges for et år ad gangen på Selskabets generalforsamling. Genvalg kan finde sted. Ingen aktionærer har særlig ret til at udpege bestyrelsesmedlemmer.	The board of directors consists of minimum four (4) members elected for one year at a time at the Company's general meeting. Re-appointment can take place. No shareholder has special rights to appoint members to the board of directors.
11.3	Ved simpelt flertal vælger bestyrelsen vælger blandt sine medlemmer en formand, hvis stemme er afgørende i tilfælde af stemmelighed.	By way of simple majority, the board of directors shall elect their chairperson among its members, who shall have the casting vote in the event of parity.

11.4	Selskabets direktion består af én (1) til tre (3) direktører til at varetage den daglige ledelse af selskabet.	The company's executive board consists of one (1) to three (3) managers to be in charge of the day-to-day management of the Company.
12	**TEGNINGSREGEL**	**POWER TO BIND THE COMPANY**
12.1	Selskabet tegnes af en direktør i forening med et bestyrelsesmedlem eller af den samlede bestyrelse.	The Company shall be bound by the joint signature of a manager and a member of the board of directors or the joint signatures of all members of the board of directors.
13	**REGNSKABSÅR**	**FINANCIAL YEAR**
13.1	Selskabets regnskabsår er 1. januar til 31. december. Selskabets første regnskabsår løber fra stiftelsen til den 31. december 2023.	The Company's fiscal year is the calendar year. The first financial year runs from the foundation to December 31, 2023.
14	**ÅRSREGNSKAB**	**FINANCIAL STATEMENTS**
14.1	Selskabets regnskaber skal til enhver tid opgøres i overensstemmelse med god regnskabsskik.	The Company's financial statements shall at all times be constructed in accordance with good accounting practice.
14.2	Selskabets årsregnskab revideres af en statsautoriseret revisor, der vælges af generalforsamlingen for et år ad gangen. Genvalg kan finde sted.	The financial statements of the Company shall be audited by a state-authorised accountant, who shall be elected by the general meeting for a one-year term. Reelection may take place.
14.3	Selskabets koncernsprog er engelsk. Selskabets årsrapport udarbejdes på engelsk, i det omfang dette er foreneligt med gældende lovgivning.	The Company's group language is English. The Company's annual report shall be prepared in English to the extent permitted by applicable law.

Således vedtaget ved Selskabets ekstraordinære generalforsamling den 28. august 2026.

Thus, adopted on 28 August 2026 at the Company's extraordinary general meeting.

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Protokollat fra ekstraordinær generalforsamling/ Minutes of Extraordinary General Meeting

Nikolaj Bak-Christensen
Partner, advokat
201825 /

Mendole A/S
CVR-nr./Business registration number 44010259

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Den 28. august 2026 afholdtes ekstraordinær generalforsamling i Mendole A/S, CVR-nr. 44010259, på selskabets hjemsted beliggende Guldalderen 13, 2640 Hedehusene, Denmark.

On 28 August 2026, an extraordinary general meeting was held in Mendole A/S, business registration number 44010259. The meeting was held at the company's address Guldalderen 13, 2640 Hedehusene, Denmark.

Der forelå følgende dagsorden:

1. Valg af dirigent.
2. Valg af nyt bestyrelsesmedlem (Kim Pedersen).
3. Bemyndigelse til bestyrelsen til at udstede konvertible gældsbreve og dertilhørende kapitalforhøjelse.
4. Bemyndigelse til bestyrelsen til at gennemføre kapitalforhøjelse.
5. Ændring i bestyrelsens vederlag.
6. Eventuelt.

The agenda was as follows:

1. Election of chairman of the meeting.
2. Election of a new member to the Board of Directors (Kim Bjørn Pedersen).
3. Authorization to the Board of Directors to raise loans against convertible instruments and the capital increase resulting from the conversion.
4. Authorization to the Board of Directors to increase the Company's share capital.
5. Amendment of the Board of Directors' remuneration.
6. Any other business.

1. Valg af dirigent

Advokat Nikolaj Bak-Christensen valgtes som dirigent for generalforsamlingen.

Dirigenten konstaterede, at følgende var mødt til generalforsamlingen:

- NimHolding A/S, CVR-nr. 45238121.
- Dan Lauritzen
- JK HOLDING AF 2008 ApS, CVR-nr. 30246500.
- Kim Juul Truelsen.
- Knud Juul Truelsen.
- Tobias Trier Hooge Hansen

Herudover deltog følgende medlemmer fra bestyrelsen:

- Thomas Kaas Selsø

Dirigenten konstaterede herefter, at generalforsamlingen var lovligt indkaldt, at de mødende repræsenterede 82,46 % af

Election of chairman

Attorney-at-law Nikolaj Bak-Christensen was elected as chairman of the general meeting.

The chairman noted that the following shareholders were present at the general meeting:

- NimHolding A/S, CVR-no. 45238121.
- Dan Lauritzen
- JK HOLDING AF 2008 ApS, CVR-no. 30246500.
- Kim Juul Truelsen.
- Knud Juul Truelsen.
- Tobias Trier Hooge Hansen

In addition, the following members of the Board of Directors were present:

- Thomas Kaas Selsø

The chairman noted that the general meeting had been duly convened, that the attendees represented 82.46 % of the company's share capital selskabskapitalen, og at de mødende var enige i generalforsamlingens lovlighed og beslutningsdygtighed.

and that the attendees agreed on the legality and quorum of the general meeting.

2. Valg af nyt bestyrelsesmedlem (Kim Bjørn Pedersen)

Election of a new member to the Board of Directors (Kim Bjørn Pedersen)

Bestyrelsen indledte med at oplyse generalforsamlingen, at bestyrelsesmedlem Anders Bang Olsen har valgt at fratræde som bestyrelsesmedlem pr. dags dato.

The Board of Directors initially informed the general meeting that Board member Anders Bang Olsen had elected to resign from the Board of Directors with effect as of today.

Bestyrelsen foreslog herefter, at Kim Bjørn Pedersen blev valgt som nyt medlem af bestyrelsen for perioden frem til den næste ordinære generalforsamling.

The Board of Directors then proposed that Kim Bjørn Pedersen be elected as a new member of the Board of Directors for the period until the next Annual General Meeting.

Bestyrelsen oplyste, at Kim Bjørn Pedersen personligt yder et lån på DKK 18.000.000 til finansiering af selskabets erhvervelse af Rebo A/S. Kim Bjørn Pedersen anses derfor ikke for at være uafhængig i henhold til Spotlight reglerne.

The Board of Directors disclosed that Kim Bjørn Pedersen personally provides an acquisition loan of DKK 18,000,000 to finance the Company's acquisition of Rebo A/S. Kim Bjørn Pedersen is therefore not considered independent under the rules of Spotlight Stock Market.

Kim Bjørn Pedersen er uddannet revisor og dansk ejerleder og privat investor. Han er eneaktionær og administrerende direktør i IMMOINVEST.DK ApS og Oldtimercenter Trading ApS samt ejer og administrerende direktør i Den Gamle Radiatorfabrik K/S og Green-Grow K/S. Han ejer mellem 5 % og 9,99 % af aktierne og stemmerettighederne i Skjern Bank A/S. Han har omfattende erfaring inden for regnskab, ejendomsinvestering og ledelse af virksomheder.

Kim Bjørn Pedersen is a trained accountant (Danish: *revisor*) and a Danish owner-manager and private investor. He is the sole owner and Managing Director of IMMOINVEST.DK ApS and Oldtimercenter Trading ApS, and owner and CEO of Den Gamle Radiatorfabrik K/S and Green-Grow K/S. He holds between 5% and 9.99% of the shares and votes in Skjern Bank A/S. He has extensive experience in accounting, property investment and the management of companies.

På denne baggrund vurderer bestyrelsen, at Kim Bjørn Pedersens erfaring vil styrke selskabets fortsatte buy-and-build-strategi.

On this basis, the Board of Directors considers that Kim Bjørn Pedersen's experience will strengthen the Company's continued buy-and-build strategy.

Forslaget blev enstemmigt vedtaget.

The proposal was adopted unanimously.

3. Bemyndigelse til bestyrelsen til at udstede konvertible gældsbreve og dertilhørende kapitalforhøjelse.

Bestyrelsen foreslog, at bestyrelsen bemyndiges til i en periode indtil den 28. august 2031 ad én eller flere omgange at optage lån mod udstedelse af konvertible gældsbreve, jf. selskabslovens §§ 167-169, med ret til konvertering til nye kapitalandele op til nominelt DKK 250.000, svarende til 2.500.000 kapitalandele à nominelt DKK 0,1. Bestyrelsen foreslog samtidig, at bestyrelsen bemyndiges til at foretage de/den dertil hørende kapitalforhøjelse(r).

For konvertible gældsbreve og kapitalandele udstedt som følge af udnyttelse af bemyndigelsen skal gælde, at:

- det samlede hovedstolsbeløb for de konvertible gældsbreve kan udgøre op til DKK 20.000.000;
- der kan ikke ske delvis indbetaling;
- de nye kapitalandele skal have samme rettigheder som hidtidige kapitalandele;
- kapitalforhøjelsen ved konvertering er uden fortegningsret for Selskabets eksisterende kapitalejere, og der skal ikke gælde indskrænkninger i de nye kapitalejeres fortegningsret ved fremtidige forhøjelser;
- tegningsbeløbet indbetales ved gældskonvertering;
- Selskabets kapitalandele er frit omsættelige og udstedes som omsætningspapirer gennem VP Securities A/S i dematerialiseret form. Der er ingen indløsningspligt eller anden indskrænkninger i kapitalandelenes omsættelighed;
- kapitalandelene er omsætningspapirer;

Authorization to the Board of Directors to raise loans against convertible instruments and the capital increase resulting from the conversion

The Board of Directors proposed that the Board be authorized, for a period until 28 August 2031, on one or more occasions, to raise loans against the issuance of convertible instruments pursuant to Sections 167–169 of the Danish Companies Act, carrying the right to convert such loans into new shares of up to a total nominal amount of DKK 250,000, corresponding to 2,500,000 shares of a nominal value of DKK 0.10 each. It was proposed that the board of directors was simultaneously authorised to effect the capital increase(s) arising therefrom.

For convertible instruments and shares issued as a result of the exercise of the authorization, the following shall apply:

- the aggregate principal amount of the convertible instruments may total up to DKK 20,000,000;
- payment must be made in full;
- the new shares shall carry the same rights as the existing shares;
- the capital increase by conversion is without pre-emptive right for the company's existing shareholders, and no restrictions shall apply to the new shareholders' pre-emption rights in connection with future increases;
- the subscription amount is paid by conversion of debt;
- the company's shares are freely transferable and are issued as negotiable instruments through VP Securities A/S in dematerialised form. There is no redemption obligation or any other restriction on the transferability of the shares;
- the shares are negotiable instruments;
- the board of directors determines the loan terms, including conversion price(s),

- lånevilkårene, herunder konverteringskurs(er), konverteringsperiode, rente og løbetid fastsættes af bestyrelsen; og
- kapitalandelene er navnekapitalandele, som skal registreres i Selskabets ejerbog og giver ret til udbytte og øvrige rettigheder fra det tidspunkt, hvor konverteringen registreres.

conversion period, interest and maturity; and

- the shares shall be registered in the name of the shareholder and registered in the register of shareholders and confer the right to dividends and other rights from the date the conversion is registered.

Bemyndigelsen indsættes som en ny bestemmelse i vedtægterne (en ny bestemmelse om bemyndigelse til udstedelse af konvertible gældsbreve og dertilhørende kapitalforhøjelse). Et udkast til nye vedtægter med den indsatte bemyndigelse blev forelagt generalforsamlingen.

The authorization is inserted as a new provision in the Articles of Association (a new section on convertible instruments and the capital increase resulting from the conversion). A draft for new Articles of Association with the authorization inserted was presented to the general meeting.

Forslaget og ændringerne til vedtægterne blev enstemmigt vedtaget.

The proposal and the changes to the Articles of Association was adopted unanimously.

4. Bemyndigelse til bestyrelsen til at gennemføre kapitalforhøjelse

Authorization to the Board of Directors to increase the company's share capital

Bestyrelsen foreslog, at bestyrelsen endvidere bemyndiges til i en periode indtil den 28. august 2031 ad én eller flere omgange at forhøje selskabets selskabskapital ved tegning af nye kapitalandele med op til nominelt DKK 1.000.000, svarende til 10.000.000 aktier à nominelt DKK 0,10, på følgende vilkår:

- der kan ikke ske delvis indbetaling;
- de nye kapitalandele skal have samme rettigheder som hidtidige kapitalandele;
- kapitalforhøjelsen er uden fortegningsret for Selskabets eksisterende kapitalejere, og der skal ikke gælde indskrænkninger i de nye kapitalejers fortegningsret ved fremtidige forhøjelser;
- tegningsbeløbet kan helt eller delvist indbetales kontant, ved indskud

The Board of Directors proposed that the Board further be authorized, in the period until 28 August 2031, on one or more occasions to increase the company's share capital by issuing new shares up to nominally DKK 1,000,000, corresponding to 10,000,000 shares of nominally DKK 0.10 each, on the following terms:

- payment must be made in full;
- the new shares shall carry the same rights as the existing shares;
- the capital increase is without pre-emptive right for the company's existing shareholders, and no restrictions shall apply to the new shareholders' pre-emption rights in connection with future increases;
- the subscription amount may in full or in part be paid in cash, by contribution in kind and/or by conversion of debt;

i værdier og/eller ved gældskonvertering;

- selskabets kapitalandele er frit omsættelige og udstedes som omsætningspapirer gennem VP Securities A/S i dematerialiseret form. Der er ingen indløsningspligt eller anden indskrænkninger i kapitalandelenes omsættelighed;
- kapitalandelene er omsætningspapirer;
- tegningskursen og de øvrige vilkår for tegningen fastsættes af bestyrelsen; og
- kapitalandelene er navnekapitalandele, som skal registreres i Selskabets ejerbog, og giver ret til udbytte og øvrige rettigheder fra det tidspunkt, hvor kapitalforhøjelsen registreres.

- the company's shares are freely transferable and are issued as negotiable instruments through VP Securities A/S in dematerialised form. There is no redemption obligation or any other restriction on the transferability of the shares;
- the shares are negotiable instruments;
- the board of directors determines the subscription price and the other terms of the subscription; and
- the shares shall be registered in the name of the shareholder and registered in the register of shareholders and confer the right to dividends and other rights from the date the increase is registered.

Bemyndigelsen erstatter den eksisterende bemyndigelse i vedtægternes pkt. 4.4, som slettes og erstattes med ovenstående bemyndigelse Et udkast til nye vedtægter med den nye bemyndigelse indsat blev forelagt generalforsamlingen.

The authorization replaces the existing authorization in section 4.4 of the Articles of Association, which is deleted and restated with the authorization. A draft for new Articles of Association with the new authorization inserted was presented to the general meeting.

Forslaget og ændringerne til vedtægterne blev enstemmigt vedtaget.

The proposal and the changes to the Articles of Association was adopted unanimously.

5. Ændring i bestyrelsens vederlag.

Amendment of the Board of Directors' remuneration.

Bestyrelsen foreslog, at det årlige honorar til bestyrelsesformanden forhøjes til DKK 300.000 med virkning fra 1. september 2026. Forhøjelsen afspejler bestyrelsesformandens væsentligt øgede involvering i selskabets aktiviteter, herunder det igangværende arbejde med buy-and-build-strategien, gennemførelsen af opkøbet af Rebo A/S samt den dertil knyttede kapitalrejsning.

The Board of Directors proposed that the annual fee of the Chairman of the Board be increased to DKK 300,000 with effect from 1 September 2026. The increase reflects the Chairman's significantly increased involvement in the Company's activities, including the ongoing work on the buy-and-build strategy, the completion of the acquisition of Rebo A/S and the related capital raising.

Bestyrelsen foreslog endvidere, at der etableres en samlet årlig ramme på op til DKK 100.000 til honorering af ekstraordinært arbejde udført af bestyrelsesmedlemmer ud over det almindelige bestyrelsesarbejde, ligeledes med virkning fra 1. september 2026. Rammen/beløbet fordeles efter bestyrelsens diskretionære skøn.

The Board of Directors further proposed that an aggregate annual framework of up to DKK 100,000 be established to remunerate extraordinary work by members of the Board of Directors beyond the ordinary board work, likewise with effect from 1 September 2026. The framework is allocated at the Board's further discretion.

Forslaget blev enstemmigt vedtaget.

The proposal was adopted unanimously.

6. Eventuelt

Any other business

Der forelå intet under punktet eventuelt.

Nothing under this item.

Generalforsamlingen hævet.

The general meeting was adjourned.

Som dirigent/as chairman:

Nikolaj Bak-Christensen

Nikolaj Bak-Christensen

Underskriver

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