

To the shareholders of COWI Holding A/S

ADDRESS COWI Holding A/S
Parallelvej 2
2800 Kongens Lyngby
Denmark

TEL +45 56 40 00 00

FAX +45 56 40 99 99

WWW cowi.com

DATE 24 January 2024

PAGE 1/2

REF MRGO

Preliminary agenda for the annual general meeting 2025 of COWI Holding A/S

The annual general meeting will be held on:

Thursday 27 March 2025 at 15:30 (CET).

The annual general meeting will be held as a physical general meeting in COWI's canteen in Lyngby as well as online.

Preliminary agenda

In accordance with article 9 of the company's Articles of Association, the agenda, including complete proposals, is as follows:

- 1 Management's report on the company's activities in the past year.**
- 2 Presentation and approval of the audited annual report presented by the management, and resolution to grant discharge to the Executive Board and the Board of Directors.**
- 3 The Board of Directors' proposal for appropriation of profit according to the approved annual report.**

The Board of Directors proposes that a dividend of DKK XX be paid (corresponding to DKK YY per outstanding share of the nominal value of DKK 100), and that the remaining DKK ZZ of the profit be carried forward to the next year.

- 4 Approval of the Board of Director's fee for the current year.**

The Board of Directors proposes that, for the current year, the members of the Board of Directors be paid DKK XX. However, the Vice Chairman of the Board of Directors is to be paid DKK YY, and the Chairman of the Board of Directors DKK ZZ.

- 5 Election of Chairman and Vice Chairman of the Board of Directors.**

COWIfonden proposes to elect as Chairman.

COWIfonden proposes to elect as Vice Chairman.

6 Election of other members of the Board of Directors.

COWIfonden proposes to elect as members of the Board of Directors.

7 Election of state-authorized public accountant to serve as the company's auditor in the period until the next general meeting.

The Board of Directors proposes to re-elect PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab.

8 Proposals from the Board of Directors or shareholders

a) Authorisation of the chairman.

The Board of Directors proposes that the chairman of the general meeting be authorised, with the power of delegation and substitution, to report the adopted resolutions to the Danish Business Authority and to make any changes to these that the Danish Business Authority or other authorities may demand or request be done as a condition for registration or approval, and regularly to carry out and report linguistic and other modifications without any substantive importance of the company's Articles of Association.

9 Other business.

