

**PROXY FORM OR VOTE BY CORRESPONDENCE**

The Annual General Meeting of MT Højgaard Holding A/S will be held on Wednesday 19 March 2025 at 3 p.m. (CET)  
 Knud Højgaards Vej 7, 2860 Søborg

**I, the Undersigned**

Name of shareholder: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 Zip code and city: \_\_\_\_\_  
 Custody account no. or VP reference: \_\_\_\_\_

hereby grant authority to attend and vote on my behalf or cast a vote by correspondence at the Annual General Meeting of MT Højgaard Holding A/S on Wednesday 19 March 2025 at 3 p.m. (CET) as set out below:

Please note that it is only possible either to grant authority by proxy or to vote by correspondence. Please mark the appropriate box (A), (B), (C) or (D):

- A)  Proxy is given to an identified third person: \_\_\_\_\_  
 (name and e-mail of the proxyholder in capital letters)
- or
- B)  Proxy is given to the Board of Directors (or order) to vote in accordance with the recommendations of the Board of Directors as stated in the table below.
- or
- C)  Proxy is given to the Board of Directors (or order) to vote in accordance with the voting directions given below.  
 Please mark the box "FOR", "AGAINST" or "ABSTAIN" to indicate your directions.
- or
- D)  The vote by correspondence is given in accordance with the voting directions given below. Please mark the box "FOR", "AGAINST" or "ABSTAIN" to indicate your directions. **The vote by correspondence is irrevocable.**

Items on the agenda (the full agenda is included in the notice of the meeting)	FOR	AGAINST	ABSTAIN	The Board's recommendation
1. Report by the Board of Directors .....	■	■	■	-
2. Presentation and adoption of the annual report .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
3. Decision on discharge for the Executive Board and Board of Directors.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
4. Presentation of and advisory vote on the remuneration report .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
5. Approval of the remuneration of the Board of Directors and board committees for 2025 .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
6. Proposed resolution on distribution of profit according to the adopted annual report.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
7. Resolutions proposed by the Board of Directors or shareholders .....	■	■	■	-
7.1. Indemnification of the Board of Directors and the Executive Board.....	■	■	■	-
7.1.1. Proposed resolution on introduction of an indemnification scheme for the Board of Directors...	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
7.1.2. Proposed resolution on introduction of an indemnification scheme for the Executive Board.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
7.2. Proposed resolution on approval of MTHH's remuneration policy .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
8. Election of members to the Board of Directors .....	■	■	■	-
a. Re-election of Morten Hansen.....	<input type="checkbox"/>	■	<input type="checkbox"/>	FOR
b. Re-election of Anders Lindberg.....	<input type="checkbox"/>	■	<input type="checkbox"/>	FOR
c. Re-election of Christine Thorsen .....	<input type="checkbox"/>	■	<input type="checkbox"/>	FOR
d. Re-election of Pernille Fabricius.....	<input type="checkbox"/>	■	<input type="checkbox"/>	FOR
e. Re-election of Janda Campos .....	<input type="checkbox"/>	■	<input type="checkbox"/>	FOR
f. Re-election of Knut Akselvoll.....	<input type="checkbox"/>	■	<input type="checkbox"/>	FOR
9. Appointment of auditor .....	■	■	■	-
Re-election of EY Godkendt Revisionspartnerselskab.....	<input type="checkbox"/>	■	<input type="checkbox"/>	FOR
10. Any other business .....	■	■	■	-

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Signature

A form that has **only** been dated and signed shall be considered as a proxy given in accordance with the recommendations of the Board of Directors as they appear in the table above. The proxy shall apply to all subjects discussed at the Annual General Meeting. If new proposals are presented and put to the vote, including proposals for amendments or candidates not appearing on the agenda, the proxyholder shall vote on your behalf in accordance with his or her own convictions.

If it is not indicated in this form whether it is a proxy or vote by correspondence, but the table above is otherwise **completed**, this form will be considered as a vote by correspondence.

The proxy/vote by correspondence applies to the number of shares in the possession of the undersigned on the date of registration, 12 March 2025. The shareholding is calculated on the basis of the entry in the Company's register of shareholders and notifications on ownership that the Company has received, but has not yet entered in the register of shareholders.

Submitted proxies will - unless expressly revoked - also be valid at a potential subsequent general meeting, which is held due to non-fulfillment of applicable quorum-requirement at the first general meeting, however, this will only apply, if the agenda of the other subsequent general meeting in all material respects is identical with the agenda of the first meeting.

This form must be lodged with Euronext Securities, Nicolai Eigtveds Gade 8, 1402 Copenhagen K, **no later than Friday 14 March 2025 at 11.59 p.m. (CET)** either by e-mail [CPH-investor@euronext.com](mailto:CPH-investor@euronext.com) or by returning this form by ordinary mail. If this form is used for voting by correspondence (box D above) it must reach Euronext Securities **no later than Tuesday 18 March 2025 at 9.00 a.m. (CET)**. Via the InvestorPortal on [www.mthh.eu](http://www.mthh.eu) "Investor > General meetings > Investor Portal" you can submit a proxy until **Friday 14 March 2025 at 11.59 p.m. (CET)** and vote by correspondence until **Tuesday 18 March 2025 at 9.00 a.m. (CET)**.