



Astralis A/S

Vester Farimagsgade 1, 6th floor

1601 Copenhagen V

18 August 2025

Notice convening extraordinary general meeting

The board of directors of Astralis A/S, central business reg. no. 40 69 40 72 (the “**Company**”) hereby convenes the shareholders of the Company to an extraordinary general meeting to be held:

Tuesday 2 September 2025 at 09:00 (doors open at 08:30)

The general meeting is held at:

Astralis Nexus, Tivoli Corner, Vesterbrogade 3, 1620 Copenhagen V, Denmark

with the following agenda:

1. Election of chairman
2. Proposal to issue convertible instruments of debt and to authorise the board of directors to perform the related capital increase
3. Any other business.

The board of directors request the shareholders to vote by giving proxy to the board of directors or vote by post as described below. No drinks or food will be served at the general meeting.

Re 1. Election of chairman

The board of directors proposes that attorney-at-law Philip Nyholm be elected chairman.

Re 2. Proposal to issue convertible instruments of debt and to authorize the board of directors to perform the related capital increase

The board of directors proposes to let the Company raise convertible loans with a total loan amount of up to DKK 4,000,000 with a right for the lenders to convert the loans inclusive interest to a maximum number of

DKK 48,000,000 shares of DKK 0.01 per share in the Company at a subscription rate of 1,000 corresponding to contribution of DKK 0.10 per nominal share of DKK 0.01 and at the same time to authorise the board of directors to decide on the related capital increases by including the following new article 3.4 in and appendix 8 to the Company's articles of association:

"At the company's extraordinary general meeting on 2 September 2025 a resolution was passed to issue convertible instruments of debt for a total of up to DKK 4,000,000, which bears interest at the rate of 20% until the due date regardless of the interest payment period, entitling the lenders to convert and subscribe for a nominal capital increase of DKK 480,000 corresponding to the issue of shares in the company of up to a total of DKK 48,000,000 shares at a subscription rate of 1,000 per share corresponding to contribution of DKK 0.10 per share of nominally DKK 0.01. Conversion of debt can only be completed if the Company has not repaid the debt on due date. The convertible instruments of debt are issued with pre-emption right for existing shareholders. The increase can only take place with payment in full, as it is a conversion of debt. The new shares, which shall belong to the Company's existing class of shares, shall be non-negotiable instruments and shall be registered in the holder's name in the company's register of shareholders and shall otherwise carry the same rights as the company's existing shares.

*The new shares' right to dividends and other rights in the company commence from the time the capital increase is registered with the Danish Business Authority. The convertible instruments of debt and the shares, which can be issued on the basis hereof, are otherwise issued on the terms stated in Appendix 8 to these articles. At the same time, the company's board of directors was authorised to increase, in one or more stages and until **30 December 2025**, the company's share capital by up to nominally DKK 480,000. The authorisation also covers an authorisation to reissue and reuse convertible bonds on identical terms, which have been repaid during the period of authorisation."*

Commitment to grant loan is given by signing the enclosed subscription form no later than two (2) days after the general meeting has been held, corresponding to 4 September 2025, and by payment of the loan amount no later than 9 September 2025.

All of the Company's shareholders have a proportionate subscription right in proportion to their holding of shares in the Company at the date of registration set out below to the offered convertible instruments of debt. Unexercised pre-emption rights can be exercised proportionately by the other shareholders.

Chairman of the board and board member Nikolaj Nyholm have committed to grant a loan of a total of up to DKK 1,500,000 and thereby increase their proportionate subscription right, if need be.

Draft convertible instruments of debt containing the loan terms, as well as draft new articles of association, including appendix 8, are enclosed as Appendix 1 and Appendix 2.

VOTING REQUIREMENTS

The proposals and elections under item 2 of the agenda may be passed by two third of the votes.

DATE OF REGISTRATION, ADMISSION, PROXY AND POSTAL VOTE

Date of registration, right to attend and right to vote

A shareholder's right to attend the General Meeting and to vote is determined on the basis of the shares held by such shareholder at the date of registration.

The date of registration is **Tuesday 26 August 2025**. The shares held by each shareholder are determined at 11:59 pm CEST at the date of registration on the basis of the shareholdings registered in the share register and in accordance with any notices on shareholdings received by the Company but not yet registered in the share register.

Notice of attendance and admission card

The Company must be duly notified of attendance to the General Meeting. A shareholder, its proxy or advisor wishing to attend the General Meeting and to receive an admission card must notify the Company about the attendance no later than on **Saturday 30 August 2025** 11:59 pm CEST.

Admission cards will be sent electronically via e-mail to the e-mail address listed in the Company's Investor Portal (which can be accessed at [Astralis A/S \(computershare.dk\)](mailto:Astralis A/S (computershare.dk))) at registration. The admission card must be presented at the entrance to the General Meeting either electronically on a smart phone/tablet or in print.

Please note that admission cards will be sent out automatically via e-mail immediately after notification of attendance through the Investor Portal.

Shareholders whose attendance has been notified on time but without entry of an e-mail address may collect the admission card at the entrance to the General Meeting upon presentation of ID.

Voting cards are distributed at the entrance to the General Meeting.

Proxy/postal vote

Shareholders prevented from attending the General Meeting may either vote by proxy by authorizing the Board or a named third party as proxy representative or by postal voting.

Electronic proxy forms or electronic postal votes may be submitted through the Investor Portal on the Company's website www.astralis.gg/investor by using MitID or username and password.

Physical proxy forms or physical postal votes may be submitted by using the Proxy and Postal Voting Form which can be printed from the Company's website www.astralis.gg. The duly completed, dated and signed Proxy and Postal Voting Form must be sent by letter to Computershare A/S, Lottenborgvej 26 D, 1. sal, DK-2800 Kgs. Lyngby, Denmark, by email to agm@computershare.dk or by fax to +45 45 46 09 98.

Proxy forms/postal votes may be submitted for shares held at the date of registration as determined on the basis of the Company's share register as well as any information on shareholdings received by the Company but not yet registered in the share register.

Proxy forms (electronic or physical) must be received by Computershare A/S no later than on **Monday 1 September 2025** at 11:59 am CEST, whereas postal voting forms (electronic or physical) must be received by Computershare A/S no later than on **Monday 1 September 2025** at 11:59 pm CEST.

SHARE CAPITAL AND VOTING RIGHTS

The Company's share capital is nominally DKK 584,019.50 divided into 58,401,950 shares of DKK 0.01 each. Each share of nominally DKK 0.01 carries one vote at the general meeting.

AGENDA, LANGUAGE, ETC.

No later than 2 weeks before the General Meeting, the information will also be made available on the Company's shareholder portal [Astralis A/S \(computershare.dk\)](http://Astralis A/S (computershare.dk)).

DATA PRIVACY

In connection with the General Meeting, the Company collects, processes and retains certain personal data.

PRACTICAL INFORMATION

Registration for the General Meeting will commence on **Tuesday 2 September 2025** at 08:30 am CEST. No catering will be served.

Subject to a charge public parking is available at Vesterbrogade, 1620 Copenhagen V or at the parking facilities at Industriens Hus.

Kind regards

Astralis A/S

Anders Hørsholt

Chairman