

MapsPeople A/S - Notice of extraordinary general meeting

MapsPeople A/S | Notice convening extraordinary general meeting

Aalborg, 13 March 2026

Extraordinary general meeting of MapsPeople A/S

The board of directors of MapsPeople A/S has decided to convene an extraordinary general meeting.

The purpose of the extraordinary general meeting is to (i) adopt an authorisation for the board of directors to issue new shares against cash contribution with pre-emption rights for existing shareholders in order to ensure that the company has sufficient funds to sustain its ongoing operations, (ii) replace existing authorisations with new authorisations for the board of directors to issue warrants to the management and employees of the company with a view to incentivising and retaining key personnel, and (iii) replace existing authorisations with new authorisations for the board of directors to issue new shares, including without pre-emption rights, to, among other things, facilitate potential mergers and acquisitions.

The extraordinary general meeting will be held on Wednesday 1 April 2026 at MapsPeople A/S' office in Copenhagen, Skelbækgade 2, 2nd floor, 1717 Copenhagen, at 16:00 (CEST).

Agenda

1. Proposal to authorise the company's board of directors to issue new shares against cash contribution with pre-emption rights until 30 June 2026
2. Proposal to replace the current authorisation to issue new shares without pre-emption rights with a new authorisation
3. Proposal to replace the current authorisation to issue new shares with pre-emption rights with a new authorisation
4. Proposal to clean up the articles of association and to adopt a new authorisation to issue warrants
5. Proposal to amend the company's articles of association
6. Any other business

Item 1 **Proposal to authorise the company's board of directors to issue new shares against cash contribution with pre-emption rights until 30 June 2026**

Taking into account the company's financial position, the board of directors proposes that the shareholders authorise the company's board of directors until 30 June 2026 to increase the share capital by issuing new shares with pre-emption rights for the company's existing shareholders for the purpose of raising gross proceeds up to DKK 13,800,000. The authorisation would be included as a new article 3.2.2 in the articles of association:

"Until 30 June 2026, the share capital may, by resolution of the board of directors, be increased on one or more occasions by way of subscription of new shares of a nominal value of up to DKK 2,509,090,91.

- (i) *The increase shall be carried out by cash contribution;*
- (ii) *The subscription shall be with pre-emption rights for the existing shareholders;*
- (iii) *the subscription rate shall be minimum 550 (corresponding to a subscription price of minimum DKK 0.11 per share) and the new shares shall be paid in full;*
- (iv) *The new shares shall be negotiable instruments and have the same rights as the company's existing shares. The new shares shall be registered by name in the company's register of shareholders. There are no restrictions on the negotiability of the new shares; and*
- (v) *The board of directors will resolve on the other terms for the implementation of the capital increase."*

Item 2

Proposal to replace the current authorisation to issue new shares without pre-emption rights with a new authorisation.

The authorisations currently granted to the board of directors to issue new shares without pre-emption rights, as set out in articles 3.1.2, 3.1.3 and 3.1.4 of the articles of association, expire on 26 April 2026. In addition, the board of directors notes that article 3.1.1 presently contains only the word "*deleted*". It is proposed that articles 3.1.1, 3.1.2, 3.1.3 and 3.1.4 be deleted in their entirety and replaced with a new authorisation for the board of directors to issue new shares without pre-emption rights, to be included as a new article 3.1.1:

"Until 1 April 2031, the share capital may, by resolution of the board of directors, be increased on one or more occasions by way of subscription of new shares of a nominal value of up to DKK 2,480,270.58.

- (i) *The increase may be carried out by cash contribution or otherwise, including by a creditor's conversion of debt, or as full or partial consideration for the acquisition of an existing business or certain asset values;*
- (ii) *The subscription shall be without pre-emption rights for the existing shareholders. The board of directors may resolve that the capital increase can only be subscribed by one or more named investors;*
- (iii) *The shares shall be issued at market price or may be issued at a price below the market price to persons and/or entities who are not shareholders of the company prior to the exercise of the authorisation, provided that in no event shall the issue price be below the par value;*
- (iv) *The new shares shall be negotiable instruments and have the same rights as the company's existing shares. The new shares shall be registered by name in the company's register of shareholders. The new shares shall be paid in full. There are no restrictions on the negotiability of the new shares; and*
- (v) *The board of directors will resolve on the other terms for the implementation of the capital increase."*

Item 3 Proposal to replace the current authorisation to issue new shares with pre-emption rights with a new authorisation

The board of directors' existing authorisation to issue new shares with pre-emption rights set out in article 3.2.1 of the articles of association expires on 26 April 2026. The board of directors proposes that the following authorisation be adopted by the general meeting as a replacement for the current article 3.2.1 of the articles of association.

"Until 1 April 2031, the share capital may, by resolution of the board of directors, be increased on one or more occasions by way of subscription of new shares of a nominal value of up to DKK 2,217,879.72.

- (i) The increase may be carried out by cash contribution or otherwise, including by a creditor's conversion of debt, or as full or partial consideration for the acquisition of an existing business or certain asset values;*
- (ii) The subscription shall be with pre-emption rights for the existing shareholders;*
- (iii) The shares shall be issued at market price, or may be issued at a price below the market price, provided that in no event shall the issue price be below the par value;*
- (iv) The new shares shall be negotiable instruments and have the same rights as the company's existing shares. The new shares shall be registered by name in the company's register of shareholders. The new shares shall be paid in full. There are no restrictions on the negotiability of the new shares; and*
- (v) The board of directors will resolve on the other terms for the implementation of the capital increase."*

As a consequence of the resolutions proposed under Items 2 and 3, it is further proposed that article 3.3.1 of the articles of association be amended as follows:

"The total nominal capital increase which the board of directors may resolve in accordance with articles 3.1.1 and 3.2.1 may not exceed a nominal value of DKK 4,698,150.30 in the aggregate."

Item 4 Proposal to clean-up the articles of association and to adopt a new authorisation to issue warrants

The board of directors proposes to carry out a general clean-up of the articles of association with respect to articles 4.1–4.24. The board of directors notes that the existing authorisations to issue warrants set out in articles 4.1–4.23 are no longer in force, as the respective authorisations have expired. Furthermore, the board of directors notes that the standing authorisation to issue warrants contained in article 4.24 has not been utilised and that no warrants have been issued thereunder.

The board of directors proposes that articles 4.1–4.24 are deleted in their entirety and that a new authorisation to issue warrants be adopted in a new article 4.1.

The proposed authorisation will be of up to a nominal value of DKK 860,000, corresponding to 43,000,000 new shares with a nominal value of DKK 0.02 each, and will be valid for a period of five (5) years.

Accordingly, the proposed full wording of the new article 4.1 is as follows:

"At the extraordinary general meeting on 1 April 2026, the company authorised the board of directors to issue warrants (options) on one or more occasions to the management and the employees of the company and to resolve the related capital increase. The authority is valid until 1 April 2031 and includes a total amount of up to a nominal value of DKK 860,000, corresponding to a total of up to 43,000,000 warrants.

For warrants issued pursuant to this authorisation and for the related capital increases, the following shall apply:

- (i) Each warrant entitles the holder to subscribe for one share of a nominal value of DKK 0.02 in the company. Partial payment cannot be carried out;*
- (ii) The warrants may be issued either at the market price or at a price below the market price, provided that in no event shall the issue price be below the par value;*
- (iii) The company's shareholders shall not have pre-emption rights to the issued warrants and the shareholders shall not have pre-emption rights to the shares which are subscribed based on the warrants concerned;*
- (iv) The new shares issued as a result of exercise of warrants shall be negotiable instruments, and the new shares shall be registered by name in the company's register of shareholders;*
- (v) No restrictions on negotiability of the new shares and no obligations on redemption of the new shares shall apply;*
- (vi) The terms for the issuance of warrants are determined by the board of directors, including the rules on the terms of exercise of warrants, as well as the recipients' legal position in the event of capital increase, capital reduction, issuance of new warrants, issuance of convertible debt instruments and the company's dissolution, merger or division before the exercise date;*
- (vii) The board of directors determines the other terms of the implementation of the capital increase, including the timing of the rights to the new shares;*
- (viii) The board of directors may in accordance with the Danish Companies Act reuse or reissue any expired or unexercised warrants, provided that the reuse takes place within the terms and time limits set out in the above authorisation. Reuse means the right of the board to allow another party to enter into an already existing agreement on warrants. Reissue means the ability of the board of directors to reissue new warrants within the same authorisation if the warrants already issued have lapsed; and*

- (ix) *The resolution of the board of directors to issue warrants shall be included in the articles of association. The board of directors is authorised to make the related amendments to the articles of association."*

Item 5 Proposal to amend the articles of association

Item 5.a Proposed amendment to article 8.1 — signing authority

The current signature rule requires the joint signatures of the CEO and the chairman of the board of directors, or by the entire board jointly. The board of directors proposes to amend the company's signing authority to provide greater operational flexibility. The board of directors proposes that article 8.1 be deleted in its entirety and replaced with the following:

"The company is bound by the joint signatures of any two members of the board of directors, by the joint signatures of one member of the board of directors and one member of the executive management, or by the sole signature of the chief executive officer."

Item 5.b Proposed deletion of article 3.3.2

As a consequence of the proposed amendments under Items 2 and 4, the board of directors further proposes that article 3.3.2 of the articles of association be deleted, as it will no longer be applicable.

Item 6 Any other business

Adoption

The proposals under items 1, 2, 3, 4 and 5 are interconditional and must be passed by at least two-thirds of the votes cast as well as at least two-thirds of the share capital represented at the general meeting, in accordance with the requirements for amendments to the articles of association under the Danish Companies Act.

Registration date, attendance, and voting rights

A shareholder's right to attend and vote at the general meeting is determined based on the number of shares that the shareholder is registered for or has notified for registration in the shareholder register on the record date, as specified in article 5.9 of the company's articles of association. The record date is 25 March 2026.

Admission card

To be able to attend the general meeting and exercise their rights, a shareholder must have timely requested an admission card, which must be presented at the entrance to the general meeting. The same requirement applies to proxies and any accompanying advisors, who must also be able to present proper identification.

Admission cards (including for proxies and companions) must be ordered no later than on 29 March 2026, by writing to investor@mapspeople.com.

Proxy

Shareholders have the option of giving a proxy to MapsPeople's board of directors to vote on their behalf. Alternatively, shareholders may be represented at the general meeting by proxy.

Proxies may be given by writing to investor@mapspeople.com.

For practical purposes, shareholders are requested to ensure that proxies are received by MapsPeople no later than 25 March 2026 at 11.59 (CET). Proxies received after this time will still be accepted to the extent required under applicable Danish company law.

Proxies must be able to present admission cards and proper identification at the entrance as a condition for gaining access and being able to vote at the general meeting.

Postal vote

Shareholders also have the option to vote by mail by writing to investor@mapspeople.com.

Shareholders may either vote by proxy (as mentioned above) or postal vote, but not both. Postal votes – unlike proxies – cannot be revoked.

Postal votes must be received by MapsPeople no later than on 30 March 2026 at 10:00 (CEST).

Questions from shareholders

Prior to the extraordinary general meeting, shareholders can send questions regarding the agenda in writing to the company via email to investor@mapspeople.com.

Aalborg, 13 March 2026

MapsPeople A/S

The board of directors

FURTHER INFORMATION

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