

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 cowiholding.com

DATE 28 February 2023

PAGE 1/2

REF LVA

Notice of annual general meeting 2023 of COWI Holding A/S

The Board of Directors is pleased to invite the shareholders of COWI Holding A/S to the company's annual general meeting 2023, which will be held as a partly online general meeting, allowing shareholders to participate in person or virtually, on:

Wednesday 15 March 2023 at 15:30 (CET)

The final agenda is enclosed, including the complete proposals, for consideration at the general meeting.

The 2022 annual report has been prepared in a digital version, which is available at COWI's website, [Annual reports and key figures](#).

Physical attendance

If you want to attend the annual general meeting in person, please join us in COWI's canteen on Parallelvej 2 in Lyngby. Remember to bring your access card, either as hard copy or on your mobile phone.

Bring your phone in case of a vote

We recommend that you bring your mobile phone if you attend the annual general meeting in person, since you will need it if a vote will be held. Any vote will be held by use of the online annual general meeting portal (AGM Portal).

Virtual attendance

If you want to attend the annual general meeting virtually, you will participate via the AGM Portal, which is accessible from your PC, tablet or smartphone. The AGM Portal lets you attend the annual general meeting virtually via live streaming and enables you to ask questions via the chat function and vote electronically, if necessary. The below link includes a brief guide on how to attend the annual general meeting virtually.

[Guide to participate in online AGMs and meetings](#)

If you have signed up for virtual attendance at the annual general meeting, you will receive an email with a link to the online annual general meeting (via the AGM Portal), login information as well as information on how to participate. Please save the email since it contains your login information as well as a guide on virtual attendance at the annual general meeting. Please note that you must use the latest version of either Chrome, Safari or Edge in order to access the general meeting via the AGM Portal.

If you need assistance in logging on to the annual general meeting, feel free to contact Computershare's help desk at tel. +45 4546 0997. It will open one hour before the annual general meeting begins.

If you attend virtually and want to ask questions during the annual general meeting, please use the chat function. Questions received will be read aloud. We ask that you phrase your questions as short and concise as possible (max. 200 words), given that the chat function is not suited for long descriptions. If you already now have a question and/or comment that you would like to submit regarding a specific item, we encourage you to send such question/comment to Linda Vedel Andersen at lva@cowi.com prior to the annual general meeting and no later than on Tuesday 14 March 2023 at 12:00 (CET). Your question/comment will then be answered at the annual general meeting.

Registration for the annual general meeting

If you want to attend the annual general meeting, please sign up, as usual, via COWI Holding's shareholder portal – go to the tab "General meeting".

Your registration must be registered with Computershare **no later than Friday 10 March 2023 at 23:59 (CET)**.

Grant of proxy and voting by postal vote

If you wish to authorise another person to attend the annual general meeting and vote on your behalf, you can grant a proxy via the shareholder portal under the tab "General meeting". The deadline for granting a proxy is **Friday 10 March 2023 at 23:59 (CET)**.

If you wish to vote by postal vote instead, this can also be done at the same tab on the shareholders portal. The deadline for voting by postal vote is **Tuesday 14 March 2023 at 12:00 (CET)**.

Adoption of resolutions referred to in the agenda

All proposals under items 2-8a and 8c of the agenda may be adopted by a simple majority of votes at the annual general meeting. The proposal under item 8b of the agenda may be adopted by at least two-thirds of the votes cast and of the share capital represented at the annual general meeting, cf. article 10.3 of the Articles of Association and section 106(1) of the Danish Companies Act.

After the annual general meeting, one of COWI's current projects will be presented and, subsequently, refreshments will be served.

Kind regards,
on behalf of the Board of Directors,

Jukka Pertola
Chairman