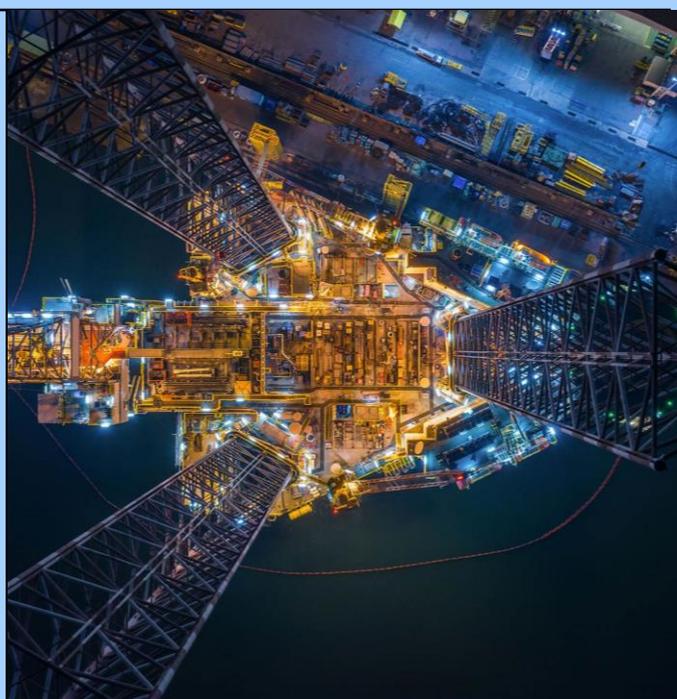
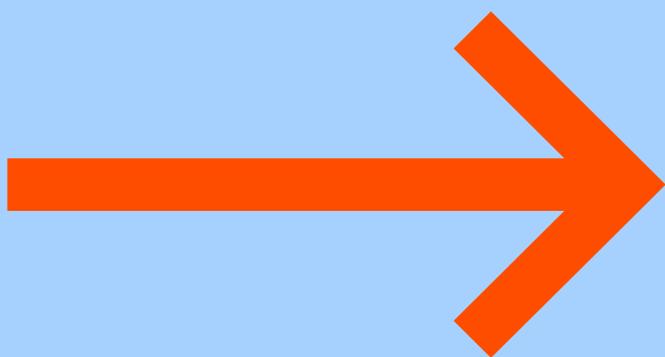


NOTICE CONVENING THE

ANNUAL GENERAL MEETING

16 April 2026



TOPSOE

Topsoe.com

To the shareholders of Topsoe A/S

The Board of Directors has the pleasure of convening the Annual General Meeting of Topsoe A/S (the 'Company'), CVR No. 41853816, to be held on

Thursday 16 April 2026 at 16:00 (CEST)

Shareholders can choose between attending the Annual General Meeting in person or view a live webcast of the meeting.

For shareholders attending in person, the meeting will be held at the Company's premises at Haldor Topsøes Allé 1, 2800 Kgs. Lyngby, Denmark (auditorium 9101 in building no. 91). The live webcast can be accessed through the [Shareholder Portal](#).

The agenda and the complete proposals for consideration by the Annual General Meeting can be found on the subsequent pages of this notice, where further guidance is also provided on other practical matters relating to the meeting.

Agenda

1. The Board of Directors' report on the Company's activities during the past financial year
2. Submission of the Annual Report 2025
3. Approval of the Annual Report 2025 and adoption of resolution on appropriation of profit in accordance with the approved Annual Report 2025
4. Election of members to the Board of Directors
5. Election of auditor
6. Proposals, if any, from the Board of Directors or the shareholders
 - 6.a. Amendment of location of General Meetings due to merger of regions
 - 6.b. Authorization of the Chairman of the Annual General Meeting
7. Any other business

Complete proposals for the items on the agenda

Item 1: The Board of Directors' report on the Company's activities during the past financial year

The Board of Directors proposes that the Annual General Meeting takes note of the Board of Directors' report on the Company's activities during the past financial year.

Item 2: Submission of the Annual Report 2025

The Board of Directors proposes that the Annual General Meeting takes note of the audited Annual Report 2025, which is available at www.topsoe.com.

Item 3: Approval of the Annual Report 2025 and adoption of resolution on appropriation of profit in accordance with the approved Annual Report 2025

The Board of Directors proposes that the audited Annual Report 2025 be adopted by the Annual General Meeting and that no dividend be distributed for 2025.

Item 4: Election of members to the Board of Directors

The Board of Directors proposes re-election for a one-year term of Jeppe Christiansen, Jakob Haldor Topsøe, Benoit Valentin, Christina Teng Topsøe, Rohit Sobti, Jens Kehlet Nørskov, Susana Quintana Plaza, and Ines Kolmsee.

Please see Appendix 1 for a description of the individual candidates, including their executive positions and directorships in other companies.

Item 5: Election of auditor

The Company recently tendered its audit services in a process headed by the Audit, ESG & Risk Committee. The Committee completed a thorough assessment of the received proposals, and it was decided to recommend to the Board of Directors that Deloitte Statsautoriseret Revisionspartnerselskab be elected as the Company's new auditor at the Annual General Meeting 2026.

On that basis, the Board of Directors proposes that Deloitte Statsautoriseret Revisionspartnerselskab (CVR no. 33963556) be elected. The election applies to both statutory financial and sustainability reporting.

In its recommendation, the Audit, ESG & Risk Committee has not been influenced by third parties, nor has it been subject to any agreements with third parties restricting the Annual General Meeting's choice to certain auditors or audit firms.

Item 6: Proposals, if any, from the Board of Directors or the shareholders

Item 6.a.: Amendment of location of General Meetings due to merger of regions

According to Article 3.1 of the Articles of Association, the Company's General Meetings shall be held in the geographic area of the Capital Region of Denmark. From 1 January 2027, the Capital Region of Denmark and Region Zealand will merge to form the Region of Eastern Denmark.

The Board of Directors accordingly proposes to amend Article 3.1 of the Articles of Association to read as follows:

"General Meetings shall be held in the Greater Copenhagen area. The Annual General Meetings shall be held before the end of May in every year. General Meetings may be held partially electronic if decided by the Board of Directors.

General Meetings are convened by the Chairman of the Board of Directors at a notice of not less than 14 days and not more than 4 weeks to the shareholders entered in the Company's register of shareholders. The notice shall state the agenda of the meeting."

Item 6.b.: Authorization of the Chairman of the Annual General Meeting

The Board of Directors proposes to authorize the Chairman of the General Meeting, with full rights of substitution, to make such amendments and additions to the resolutions passed by the General Meeting, including any editorial amendments, and the application for registration with the Danish Business Authority that may be required by the Danish Business Authority in connection with the registration of the resolutions passed.

Additional information

Chairman of the meeting

The Board of Directors will appoint attorney-at-law, Jakob Hans Johansen, to be Chairman of the Annual General Meeting.

Adoption requirements

All proposals may be adopted by a simple majority of votes, except for the proposal under item 6.a., which requires the affirmative vote of at least a two-thirds (2/3) majority of the share capital.

The Company's share capital

At the time of convening the Annual General Meeting, the Company's share capital has a nominal value of DKK 386,250,028 divided into shares of nominally DKK 1 each and multiples thereof. Each share of nominally DKK 1 carries one vote.

How to participate in the Annual General Meeting

The Company offers shareholders the following ways to participate in or view the Annual General Meeting:

- **Participation in person or by proxy.** This includes the possibility of voting, expressing opinions and asking verbal questions.
- **Viewing the webcast of the Annual General Meeting on the Shareholder Portal.** The webcast does not offer the possibility of voting, expressing opinions or asking verbal questions.

These options are described in more detail below.

Participation in person or by proxy

Shareholders who wish to attend the Annual General Meeting in person or to be represented by proxy must request an admission card via the [Shareholder Portal](#) no later than **Friday 10 April 2026 at 23:59 (CEST)**.

Duly requested admission cards will be sent electronically to the e-mail address provided by the shareholder in the Shareholder Portal, and which has been registered in the register of shareholders.

Shareholders or proxyholders must present admission cards at the entrance to the Annual General Meeting either electronically on a smartphone/tablet or in a printed version. Shareholders who have requested an admission card without specifying an e-mail address are required to collect their admission card at the entrance upon presentation of proof of identity.

Printed voting cards will be handed out at the entrance.

Please refer to the "Proxy" section on the next page for further guidance on proxies and proxy voting.

Webcast

The Annual General Meeting will be transmitted via live webcast on the [Shareholder Portal](#), which makes it possible for shareholders to view the Annual General Meeting without having to attend in person.

However, please note that it will not be possible to ask questions or vote electronically during the webcast. Instead, shareholders may submit questions in writing prior to the Annual General Meeting, while voting is possible by either submitting a postal vote or granting proxy via the [Shareholder Portal](#). Further guidance on these options is provided below.

An admission card is not necessary for viewing the webcast.

Proxy

Shareholders who wish to be represented by proxy at the Annual General Meeting can grant a proxy via the [Shareholder Portal](#). Shareholders are requested to submit proxies no later than **Friday 10 April 2026 at 23:59 (CEST)**.

The shareholder may choose to grant a proxy to a named third party appointed by the shareholder, or alternatively to the Chairman of the Board of Directors of the Company.

If a shareholder grants a proxy to the Chairman of the Board of Directors, the votes of such shareholder will be cast in accordance with the recommendations of the Board of Directors. However, proxy instructions may also be given to the Chairman of the Board of Directors by indicating how the shareholder wishes the votes to be cast.

Due documentation proving the right to attend and vote by proxy must be presented. Failure to present such documentation may result in the right to attend and/or vote being denied.

Proxies can be revoked by the shareholder at any time.

Postal vote

Shareholders may also vote by postal vote. Postal votes must be submitted electronically via the [Shareholder Portal](#) no later than **Tuesday 14 April 2026 at 23:59 (CEST)**.

A postal vote cannot be revoked.

Please note that it is not possible both to grant a proxy and vote by postal vote.

Questions from shareholders

Shareholders are welcome to ask questions in advance of the Annual General Meeting.

- Questions about the items on the agenda or the documents to be considered at the meeting must be sent by e-mail to General.Meeting@topsoe.com, clearly stating the shareholder's unique securities account number from the Shareholder Portal. For practical reasons, shareholders are requested to submit questions no later than **Tuesday 14 April 2026 at 12:00 (CEST)**.

Any written questions will be presented by the Chairman of the meeting and answered verbally during the meeting if possible or in writing after the meeting if necessary. Shareholders attending in person at the Annual General Meeting will also be able to ask questions during the meeting.

- For questions relating to the use of the Shareholder Portal, please contact Computershare A/S directly by e-mail to gf@computershare.dk.

Language

The Annual General Meeting will be conducted in English.

Kgs. Lyngby, 27 March 2026

Topsoe A/S

The Board of Directors

APPENDIX 1 – Candidates for the Board of Directors

APPENDIX 1

CANDIDATES FOR THE BOARD OF DIRECTORS

C = Chairman, VC = Vice Chairman, M = Member of the Board

| |  |  |  |  |
|---------------------------------------|--|--|---|--|
| | JEPPE CHRISTIANSEN Chairman | JAKOB HALDOR TOPSØE Vice Chairman | BENOIT VALENTIN Vice Chairman | CHRISTINA TENG TOPSØE Member |
| Nationality | Danish | Danish | French | Danish |
| Born | 1959 | 1968 | 1968 | 1981 |
| Gender | Male | Male | Male | Female |
| Independence ¹ | No ² | No | No | No |
| First elected in | 2010 | 2010 | 2019 | 2013 |
| Board Committees of the Company | <ul style="list-style-type: none"> • Audit, ESG & Risk • Remuneration (C) | <ul style="list-style-type: none"> • Audit, ESG & Risk (C) • Remuneration | <ul style="list-style-type: none"> • Remuneration | <ul style="list-style-type: none"> • Innovation |
| Other positions and management duties | <ul style="list-style-type: none"> • CEO and founder of Maj Invest Holding A/S and three wholly owned subsidiaries, all in Denmark • Emlika Holding ApS and two wholly owned subsidiaries (C) • JEC Holding ApS (C) • KIRKBI A/S (M), KIRKBI Climate A/S (M), A/S United Shipping & Trading Company (M), Pluto Naturfonden (M), Pluto Erhverv ApS (M), Lone Dybkjær Fonden (M), Kraka Economics ApS (M) and Climate & Energy Research Institute ApS (M), all in Denmark. • Adjunct Professor, Department of Finance, Copenhagen Business School, Denmark. | <ul style="list-style-type: none"> • Topsøe Holding A/S (C) • AMBROX Capital A/S (M) | <ul style="list-style-type: none"> • Deputy Head EMEA, Head of Private Equity Fund Investments, Head of Impact Investing, and Head of Partnership Solutions at Temasek • Non-executive director of Leapfrog Investments and ARANDA Principal Strategies | <ul style="list-style-type: none"> • Topsøe Holding A/S (VC) • Managing Partner, International Restaurant Conglomerate LLC • Managing Partner, Pillarcater LLC • Partner, Less Than 05 LLC |
| Education | MSc in Economics from University of Copenhagen, Denmark (1985) | Graduate Diploma in Business Administration from Copenhagen Business School, Denmark (1994) | MA in Business from HEC Paris (École des Hautes Études Commerciales de Paris), France (1990) | Bachelor of Laws (LL.B.) at SOAS, University of London, UK (2006) and LPC at the University of Law, London, UK (2007). MBA from Columbia Business School, USA and London Business School, UK (2018). |

¹ As defined in the Danish Recommendations on Corporate Governance; ² According to the Danish Recommendations on Corporate Governance, Jeppe Christiansen is not considered independent, as he has been a member of the Board for more than 12 years.

APPENDIX 1

CANDIDATES FOR THE BOARD OF DIRECTORS

C = Chairman, VC = Vice Chairman, M = Member of the Board

| | | | | |
|---------------------------------------|---|--|--|--|
| |  |  |  |  |
| | ROHIT SOBTI Member | JENS KEHLET NØRSKOV Member | SUSANA QUINTANA PLAZA Member | INES KOLMSEE Member |
| Nationality | Singaporean | Danish | Spanish | German |
| Born | 1967 | 1952 | 1974 | 1970 |
| Gender | Male | Male | Female | Female |
| Independence ¹ | No | No ² | Yes | Yes |
| First elected in | 2019 | 2010 | 2023 | 2023 |
| Board Committees of the Company | <ul style="list-style-type: none"> • Audit, ESG & Risk • Innovation | <ul style="list-style-type: none"> • Innovation (C) | <ul style="list-style-type: none"> • Innovation | <ul style="list-style-type: none"> • Audit, ESG & Risk |
| Other positions and management duties | <ul style="list-style-type: none"> • Managing Director, Investment (New Energy & Industries) • Juniper Aviation Investments Pte. Ltd. (M) | <ul style="list-style-type: none"> • Villum Kann Rasmussen Professor, Catalysis Theory Center, Technical University of Denmark | <ul style="list-style-type: none"> • CEO of start-up BM2Solar Energy SA • Hexagon Purus (M) • Independent energy advisor to Infrastructure, Private Equity and VC funds | <ul style="list-style-type: none"> • General Partner at Matterwave Ventures • Independent member of the Board of Directors of Etex SA and Prysmian SPA |
| Education | MBA from the Institute of Management Technology, India (1992) and B.Eng. Electronics from the B.M.S. College of Engineering, India (1989). | PhD from Aarhus University, Denmark (1979), and honorary doctorates from Technical University of Eindhoven (2006), Norwegian University of Science and Technology (2012), and Technical University of Munich (2018). | MBA from Harvard Business School (2006), and a BSc (1996) and MSc (1997) in Aeronautical and Astronautical Engineering from the University of Washington. | MBA from INSEAD (2001), MSc. in Process and Energy Engineering from the Technical University Berlin (1996), and a Master's Degree from Ecole des Mines de St. Etienne (1996). |

¹ As defined in the Danish Recommendations on Corporate Governance; ² According to the Danish Recommendations on Corporate Governance, Jens Kehlet Nørskov is not considered independent, as he has been a member of the Board for more than 12 years.