

MINUTES OF EXTRAORDINARY GENERAL MEETING IN SHAPE ROBOTICS A/S

JANUARY 15, 2025

Minutes of the Extraordinary General Meeting in Shape Robotics A/S ("**Shape**" or the "**Company**"), CVR-No. 38 32 26 56, held on January 15, 2025, at Lyskær 3C, 4th, DK-2730 Herlev, Denmark.

AGENDA

1. Election of new members of the Board of Directors.
2. Any other business.

Jeppe Frandsen, Chairman of the Board of Directors (the "**Chairman**"), welcomed the shareholders to the Extraordinary General Meeting.

The Chairman gave the floor to Peter Lyck, Attorney-at-law, who had been appointed Chair of the meeting by the Board of Directors in accordance with Section 6(3) of the Articles of Association.

The Chair of the meeting made a review of the formal requirements for summoning of the Extraordinary General Meeting pursuant to chapter 6 of the Danish Companies Act and Sections 5-7 and 9 of the Articles of Association. He noted that the Notice of the Extraordinary General Meeting including the agenda and the complete proposals had been published through the website of Nasdaq Copenhagen and been uploaded on the Company's website on December 18, 2024 and the Company had confirmed to him that the Notice of the Extraordinary General Meeting on the same date had been sent by e-mail to all shareholders having made a request therefor in writing by registering their e-mail address with the Company. Furthermore, the Chair of the meeting noted that the Extraordinary General Meeting was taking place in the city of Herlev, which is part of the capital region.

Finally, the Chairman confirmed that the materials relating to the Extraordinary General Meeting, including admission request and voting forms had been uploaded on the Company's website on December 18, 2024, being within the 3-week deadline provided therefor in the Company's Articles of Association and in the Danish Companies Act.

As to participation, the Chair of the meeting noted that 17.58% of the share capital (after reduction by the Company's holding of treasury shares) and an equal proportion of the voting rights were represented. He further noted that the Board of Directors had received proxies and postal votes from 74.90% of the votes present and of the share capital represented.

Before attending to the matters on the agenda, the Chair of the meeting wished to direct the attention to the fact that shareholders not being able to attend the Extraordinary General Meeting in person would be able to familiarize themselves with the outcome of the meeting by reading the summary contained in the company announcement which the Company will release and make publicly available immediately after the general meeting and the more detailed minutes of meeting which will be uploaded on the Company's website <https://www.shaperobotics.com> no later than 2 weeks after the Extraordinary General Meeting.

Finally, the Chair of the meeting gave a presentation of the contents of Section 101(5) of the Danish Companies Act on a complete account of the voting procedure and results with respect to each resolution passed, and the option for the general meeting to waive such complete account. Upon request from the Chair of the meeting the shareholders agreed to deviate from Section 101(5) of the Danish Companies Act waiving a complete account for each resolution passed.

The Chair of the meeting then presented the items on the agenda.

RE item 1 - Election of members to the Board of Directors.

The Chair of the meeting stated that according to Section 10 of the Articles of Association, the Board of Directors shall consist of 4 – 6 members and shall be elected by the shareholders in General Meeting for a term of one year. Members can be re-elected.

Currently, the Board of Directors consists of the following 5 members:

- Jeppe Frandsen, Chairman
- Annette Lindgreen, Deputy Chairman
- Moises Pacheco
- Kasper Holst Hansen
- Helle Rootzén

Referring to the motivations contained in the complete proposals in the Notice of the Extraordinary General Meeting, the Chair of the meeting stated that Moises Pacheco, a co-founder of Shape Robotics A/S and also the Chief Technology Officer (CTO) of the Company with primary responsibility for its R&D activities, wishes to resign from the Board of Directors in order to dedicate all of his time and efforts to his CTO role and the R&D activities.

Additionally, Kasper Holst Hansen, who has served on the Board of Directors for almost two years since the ordinary general meeting in 2023, has expressed a wish to resign from the Board of Directors in order to concentrate on other projects and investments that he is engaged in.

The Chair of the meeting emphasized that the Board of Directors has conducted a thorough search process to identify two new board member candidates who are not only appropriate substitutes for Moises Pacheco and Kasper Holst Hansen but who also bring important experience and competencies to the Board of Directors. These new members are expected to provide support to the Company's continued development and growth in line with its strategy.

The Chair of the meeting also added that the Board of Directors has thus reached the decision, after having taken into consideration all requisite commercial and corporate aspects, that it would be most effective for the operative synergies of the Shape Robotics Group to ensure that the Board of Directors shall not function absent the minimum required number of members, as per the binding Articles of Association, for more than the briefest possible period of time.

Therefore, the Chair of the meeting explained that despite the fact that the Annual General Meeting of shareholders is scheduled to take place in less than half a year as of the date of this Extraordinary General Meeting—and that the subject of elections to the Board of Directors would mandatorily be on the agenda—it is deemed in the best commercial interests of the

Shape Robotics Group to take all reasonable steps to ensure the Board of Directors continues to function with a similar complement of members to that which has been active until the present.

Subsequently, the Chair of the meeting proceeded to present the board and executive positions held by the two proposed candidates, providing an overview of their qualifications and experience as detailed in the supporting documentation for the meeting in compliance with the requirements set out in Section 120(3) of the Danish Companies Act (**ANNEX 1**).

Before moving on to voting, the Chair of the meeting emphasized that the Company had received no information about other candidates, and after he had ascertained with the attendees at the Extraordinary General Meeting that there were no other candidates, he concluded with the consent from the general meeting that the two proposed Board members were elected for a one-year term, pursuant to Section 9(1) of the Articles of Association and Section 105 of the Danish Companies Act.

RE item 2 – Any other business.

As the Chair of meeting determined that none of the attendants wished to take the floor and as there were no further items on the agenda, the Chair of the meeting resigned his duties, expressed his gratitude to the attendants for an orderly General Meeting and gave the floor to the Chairman, Jeppe Frandsen. Mr. Frandsen thanked the shareholders for their attention and continued support and eventually thanked the Chair of the meeting for his effective and orderly leadership of the meeting before he formally adjourned the Annual General Meeting.

Meeting adjourned at 15:47.

As Chair of the meeting:

Peter Lyck