



## Notice convening annual general meeting

This is to convene the annual general meeting of Roblon Aktieselskab, Frederikshavn on

**Thursday, 27 January 2022 at 4:30 p.m.  
at Det Musiske Hus, Rådhusallé 98, Frederikshavn, Denmark**

In connection with the annual general meeting, Roblon A/S will follow the Danish health authorities' current COVID-19 recommendations and guidelines. Therefore, please be aware that the physical surroundings for the annual general meeting may change.

The annual general meeting will also be transmitted live by webcast on the Investor Portal on the website [www.roblon.com](http://www.roblon.com).

Any shareholder attending the annual general meeting may submit questions to the Management at the general meeting. Questions may also be submitted in writing and should be received by the Company at least one week before the annual general meeting. Questions in writing should be sent by e-mail to Roblon Investor Relations at [ir@roblon.com](mailto:ir@roblon.com) or by ordinary mail to Roblon A/S, Nordhavnsvej 1, 9900 Frederikshavn, Denmark, marked "Questions for annual general meeting" no later than 20 January 2022.

## Agenda

1. Election of a chairman of the meeting
2. Report by the Board of Directors on the activities of the Company
3. Presentation of the audited annual report for 2020/21 for approval
4. Presentation of 2020/21 remuneration report for advisory vote
5. Resolution as to the appropriation of profit or loss according to the approved annual report for 2020/21
6. Resolution to discharge the members of the Board of Directors and the Executive Management from liability
7. Proposals received  
Proposals from the Board of Directors:
  - 7.1 Authorisation to acquire treasury shares
8. Election of members to the Board of Directors
9. Appointment of one or two auditors
10. Any other business

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No proposals have been submitted by the shareholders for consideration at the general meeting.

### **Comments and complete proposals**

Re agenda item 3

The Board of Directors proposes that the presented annual report be approved.

Re agenda item 4

The Board of Directors proposes that the annual general meeting approve the Remuneration Report proposed by the Board of Directors, attached as appendix 1. The remuneration report must provide a comprehensive overview of the remuneration awarded or due during the most recent financial year to individual members of management (including newly recruited as well as former members of management) and was prepared pursuant to the new requirements of the Danish Companies Act and in accordance with the Recommendations on Corporate Governance. The remuneration report is presented for advisory vote.

Re agenda item 5

The Board of Directors proposes that no dividend be paid for the year.

Re agenda item 6

The Board of Directors proposes that the Board of Directors and the Executive Management be granted discharge.

Re agenda item 7.1

The Board of Directors proposes that the general meeting authorise the Board of Directors to let the Company acquire treasury shares in the period until 30 June 2023 of up to 10% of the share capital and at a price that may deviate by no more than 10% from the price quoted on the Nasdaq OMX Copenhagen A/S at the time of acquisition.

Re agenda item 8

The Board of Directors proposes re-election of Jørgen Kjær Jacobsen, Ole Lønsmann Andersen, Peter Sloth Vagner Karlsen and Randi Toftlund Pedersen. A description of the specific expertise held by the candidates and an overview of their executive positions in other companies are attached as Appendix 2.

Re agenda item 9

The Board of Directors proposes re-appointment of PwC based on the Audit Committee's recommendation. The Audit Committee's assessment and recommendation has not been influenced by any third party, and the Audit Committee has not been bound by any agreement with any third party restricting the shareholders' appointment of auditors.

### **Adoption requirements**

Adoption of the proposals in items 1 – 9 requires a simple majority of votes pursuant to article 11 of the Articles of Association.

### **Share capital and voting rights**

The Company's share capital amounts to DKK 35,763,000 nominal value, divided into 27,775 A shares of DKK 200 each (DKK 5,555,000 nominal value) and 1,510,400 B shares of DKK 20 each (DKK 30,208,000 nominal value). Each A share of DKK 200 carries 100 votes. Each B share of DKK 20 carries one vote.

The shares and voting rights held by shareholders are made up at the record date on the basis of the shareholder information recorded in the Company's register of shareholders and notifications

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about ownership received by the Company for entry into the register of shareholders. The record date is one week before the date of the annual general meeting.

Only natural and legal persons who are shareholders not later than at the record date are entitled to attend and vote at the general meeting.

### **Documents for inspection**

From 4 January 2022, the following documents will be available on the Company's website, [roblon.com](http://roblon.com), and available for inspection by the shareholders at the Company's offices:

1. the notice convening the annual general meeting,
2. the total number of shares and voting rights at the date the general meeting is convened, including the total number of shares in each share class,
3. the documents to be presented at the annual general meeting, including the annual report for 2020/21,
4. the agenda and complete proposals, and
5. forms to be used if a shareholder wishes to vote by proxy or by post.

According to the Company's Articles of Association, registered shareholders making a written request to that effect are entitled, free of charge, to have a copy of the audited annual report sent to the address stated in the register of shareholders.

### **Admission cards, proxy or postal votes**

To attend the annual general meeting, shareholders must have ordered admission cards for the annual general meeting no later than Friday, 21 January 2022. Deadline for postal votes is Wednesday, 26 January 2022.

Admission cards can be ordered and proxy or postal votes can be cast in the following ways:

1. Electronically via the Investor Portal on the Company's website, [www.roblon.com](http://www.roblon.com).  
To access the Investor Portal, select 'Investor' in the drop-down menu in the upper left corner. Next, choose the 'Investor Portal' tab and press the yellow button.  
To register, you need NemID or username and password. If you have forgotten your password for the Investor Portal, you can order a new password via the Portal.  
Under 'Order admission card' you can choose to attend either electronically or in person
2. By sending the registration or proxy form by e-mail to [gf@computershare.dk](mailto:gf@computershare.dk)
3. By sending the registration or proxy form by letter to Computershare A/S, Lottenborgvej 26, 2800 Kgs. Lyngby, Denmark
4. By calling Computershare A/S on tel. +45 45 46 09 97 weekdays between 9:00 a.m. and 3:00 p.m.

Please note that admission cards will be sent electronically by e-mail to the e-mail address specified in the Investor Portal on registration. Admission cards must be presented at the annual general meeting either electronically on a smart phone/tablet or printed out.

Shareholders who have requested an admission card without stating an e-mail address may collect their admission card at the entrance to the annual general meeting on presentation of valid ID.

The Board of Directors