



Notice to convene the

## annual general meeting in Lauritz.com Group A/S

Company registration no. 37627542  
(the "Company")

Tuesday 8 May 2018, 11.00 CET at Schæffergården, Jægersborg Allé 166, 2820 Gentofte.

### **AGENDA:**

#### **1. Election of chairman of the meeting**

The Board of Directors proposes election of Henrik Møgelmoose, attorney-at-law, Kro-mann Reumert.

#### **2. The Board of Directors report on the activities of the Company**

#### **3. Presentation of the annual report for approval**

#### **4. Proposal for distribution of profits or cover of loss pursuant to the approved annual report**

The Board of Directors propose that no dividend is paid.

#### **5. Election of chairman of the Board of Directors**

The Board of Directors proposes re-election of Bengt Olof Tony Sundström as chair-man.



## 6. Election of members to the Board of Directors

Pursuant to Section 16(2) of the Company's Articles of Association, the directors are elected for one year at a time.

The Board of Directors consists of: Bengt Olof Tony Sundström, John Tyrrestrup, Mette Rode Sundstrøm, Preben Lindgaard and Thomas Skovlund Schnegelsberg.

Based on the recommendation from the Nomination committee the Board of Directors proposes re-election of all directors.

Information on the nominated candidates' additional managerial posts can be found on the Company's investor relations site under "Board of Directors".

## 7. Election of auditor

Pursuant to Section 20(2) of the Company's Articles of Association, the auditor is elected for one year at a time.

The Board of Directors propose re-election of Deloitte Statsautoriseret Revisionspartnerselskab (Company registration no. 33963556) pursuant to the recommendation of the Audit Committee.

## 8. Any proposals from shareholders

### Approval requirements and share capital

Approval, adoption and election of any of the items on the agenda takes place by simple majority.

The share capital of the Company is DKK 4,079,254.20 divided into shares of DKK 0.10. At the general meeting each share of nominally DKK 0.10 will carry one vote.



### **Registration date, participation and right to vote**

Shareholders, who on the registration date own shares in the Company, or from whom the Company on the registration date has received a request for entry in the shareholders' register, have the right to participate in and vote at the general meeting.

The registration date is Tuesday 1 May 2018, cf. Section 11(1) of the Company's Articles of Association.

### **Admission card**

Shareholders, proxyholders and any accompanying advisor must have an admission card in order to attend the general meeting. Admission cards can be requested electronically via [shares@lauritz.com](mailto:shares@lauritz.com) no later than Friday 4 May 2018 at 23:59.

### **Proxy**

Shareholders may vote at the general meeting by granting proxy to the Board of Directors or to a named third party. The proxy can be downloaded by clicking [here](#). The proxy can be submitted by sending it by email to [shares@lauritz.com](mailto:shares@lauritz.com).

Any proxy must be received no later than Friday 4 May 2018 at 23:59.

### **Postal vote**

Shareholders may vote at the general meeting by postal vote. The postal vote form can be downloaded [here](#). The postal vote form can be submitted by sending it by e-mail to [shares@lauritz.com](mailto:shares@lauritz.com).

The postal vote must be received no later than Monday 7 May 2018 at 12:00.

Any proxy or postal vote can be submitted for shares owned on the registration date (i.e. Tuesday 1 May 2018) calculated on the basis of the registration in the Company's shareholders' register and requests for registration of ownership received by the Company but not yet registered in the shareholders' register, cf. Section 11(1) of the Company's Articles of Association.

### **Further information**

The following material will be available on the Company's website [www.lauritz.com](http://www.lauritz.com) no later than Monday 23 April 2018:

- The notice convening the general meeting including the agenda and the complete text of any proposal(s);



- Information on the total number of shares and voting rights at the date of notice;
- The 2017 annual report;
- The documents to be submitted at the general meeting, and
- Proxy and postal vote form.

Shareholders are welcome to submit questions in written form to the Company regarding the agenda and the documents prepared for the general meeting.

Søborg, 23 April 2018

The Board of Directors in Lauritz.com Group A/S