

Hagasmára 1  
201 Kópavogi  
s. 512 8900  
reginn.is



## **Annual general meeting will be held March 14<sup>th</sup> 2019**

The Board of Directors of Reginn hf. hereby calls an Annual General Meeting in the Company which will be held in Harpa Music- and Conference center, in Ríma conference room, Austurbakka 2, 101 Reykjavík, Wednesday, March 14<sup>th</sup>, at 17h00.

Agenda of the meeting is as follows, cf. article 15 of the Company's Articles of Association:

1. Board of Directors' report on the Company's activities for the preceding year.
2. Consolidated Financial Statements of the Company for the preceding year submitted for confirmation.
3. Decision on payment of dividends and the distribution of the Company's net profit for the preceding year.
4. Board of Directors' proposals for the Remuneration policy submitted for confirmation.
5. Decision on the Board of Directors' authority to buy the Company's own shares. The Board of Directors will request authorization from the meeting to buy the Company's own shares, in accordance with applicable laws, in relation to the intention to establish market making with shares in the Company and/or to establish a formal share buy-back program.
6. Board of Directors' proposal to amend the Company's Articles of Association, if some proposals have been submitted.
7. Election of the Board of Directors of the Company.
8. Election of an Auditing company.
9. Election of members of the Nominating Committee, if the period of appointment is over or if a member has retired.
10. Decision on remuneration of the Board of Directors and of the members of the Nomination Committee for the next election period.
11. Other matters.

A shareholder may appoint a proxy to attend the meeting on his behalf. The proxy must present a written or electronic power of attorney which must be dated. It is requested that a power of attorney is submitted to [reginn@reginn.is](mailto:reginn@reginn.is) timely for the Annual General Meeting. The power of attorney shall be signed by the shareholder or by an authorized signatory. An attendee is also allowed to present a power of attorney up on arrival at the General Meeting, but then the attendee should attend the meeting in time to allow for the power of attorney to be reviewed regarding its validity. Power of attorneys cannot be invalidated after they have been presented when the meeting documents are delivered or after the opening of the meeting, whichever comes first.

Each shareholder has the right to have matters placed on the Agenda for the General Meeting, if the shareholder makes a written request to the Board of Directors no later than two weeks before the Annual General Meeting. Further details on shareholders rights to have matters placed on the Agenda see article 18 of the Company's Article of Association which can be found on the Company's website, [www.reginn.is/fjarfestavefur](http://www.reginn.is/fjarfestavefur).

Voting and elections will only be in writing at the meeting if an attendee makes that request. Board election shall be in writing if there are more candidates than board seats. Regarding the right to request proportional election or multiplication election when electing the Board of Directors see article 24 of the Company's Articles of Association, such request shall be submitted to the Board of Directors at least five days before a shareholder meeting. It will not be possible to cast votes electronically at the meeting. Further information on the shareholders' rights can be found on the Company's website.

It is specially noted that according to the Company's Articles of Association it is necessary to submit candidacy to the Board of Directors no later than seven days prior to the General Meeting, or before Thursday, March 7<sup>th</sup> 2019, at 17h00. Candidature shall be submitted at the offices of Reginn hf. in Smáralind, 1<sup>st</sup> floor, Hagasmára 1, Kópavogi or by email to [tilnefningarnefnd@reginn.is](mailto:tilnefningarnefnd@reginn.is). Information concerning candidates to the Board of Directors will be published no later than two days before the Annual General Meeting.

An Annual General Meeting is lawful if it is lawfully called, regardless of how many attend the meeting, cf. article 14 of the Company's Articles of Association.

Meeting documents will be made available at the Company's office in Smáralind, 1<sup>st</sup> floor, Hagasmára 1, 201 Kópavogi and on the Company's website, [www.reginn.is/fjarfestavefur](http://www.reginn.is/fjarfestavefur), but the final agenda and proposals will be published no later than two weeks before the Annual General Meeting, cf. article 18 of the Company's Articles of Association. The Annual General Meeting will be without physical documents.

Kópavogur, February 20th, 2019

The Board of Directors of Reginn hf.