

Annual General Meeting of Reginn hf. will be held on 11th March 2020

The Board of Directors of Reginn hf. hereby calls an Annual General Meeting of the Company which will be held in Harpa Music- and Conference center, in Björtuloft conference room, Austurbakka 2, 101 Reykjavík, Wednesday, March 11th 2020 at 16h00.

The 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, together with auditor's report, for the preceding year submitted for confirmation.
3. Decision on payment of dividends and the handling of the Company's net profit or loss 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 of it's shares and/or establish a formal share buy-back program.
6. Proposals for amendments to the Company's Articles of Association, if any proposals have been submitted.
 - a) Proposal for amendments of article 4 of the Company's Articles of Association, a proposal to decrease the share capital by cancellation of treasury shares.
 - b) Proposal for amendments of article 23 of the Company's Articles of Association, a proposal that alternate directors shall not be elected.
7. Election of the Board of Directors of the Company.
8. Election of an Auditor.
9. Election of members of the Nomination Committee.
10. Decision on remuneration of members of the Board of Directors and of members of the Board of Directors' sub-committees and the Nomination Committee for the next election period.
11. Other matters.

A shareholder may appoint a proxy to attend the meeting on its 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 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 upon 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 as to its validity. Power of attorneys cannot be revoked after they have been presented when the documents for the meeting are distributed or after the call to order of the meeting, whichever comes first.

Each shareholder has the right to have matters placed on the Agenda for the General Meeting, provided the shareholder makes a written request to the Board of Directors no later than two weeks before the Annual General Meeting. For further details on shareholders rights to have matters placed on the Agenda reference is made to article 18 of the Company's Articles of Association which can be found on the Company's website www.reginn.is/fjarfestavefur.

Voting and elections will only be in writing at the meeting if an attendee, having the right to vote, makes that request. Elections of member of the Board of Directors shall normally be in writing if there are more candidates than board seats. Regarding the right to request proportional election or multiplication election when electing members of the Board of Directors reference is made to article 24 of the Company's Articles of Association, and such request shall be submitted to the Board of Directors at least five days before a shareholder meeting. Electronic voting will not be facilitated at the meeting. Further information on the shareholders' rights can be found on the Company's website.

The Nominations committee's proposals for the composition of the Board of Directors, and other candidates, 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 Wednesday, March 4th 2020, at 16h00. Candidature shall be submitted at the offices of Reginn hf. in Hagasmára 1, Kópavogi or by email to tilnefningarnefnd@reginn.is. The Nomination Committee can change its proposal up until five days before the General Meeting. Final information concerning the candidates to the Board of Directors will be published no later than two days before the General Meeting.

As elections of the Nomination Committee are on the agenda, candidatures are requested for the Committee which shall consist of three members that shall have sufficient knowledge and experience for membership on the Committee. Majority of the members of the Committee must be independent of the Company and its daily management in accordance with the same rules that apply to independence of members of the Board of Directors, cf. part 2.3 of the Guidelines on Corporate Governance. Further, at least one of the Committee members must be independent of large shareholders of the Company, that is those that control 10% or more of the total shares or voting rights of the Company, either on their own or in cooperation with others, cf. part 2.3 of the aforementioned guidelines. In evaluating the independence of Committee members, a comprehensive evaluation of direct and indirect relations to the Company shall be employed. A candidacy form and further information about the Committee can be found on the Company's website www.reginn.is/fjarfestingavefur.

It is specially noted that candidacy for the Nomination Committee must be submitted in writing no later than seven days before the General Meeting, or before Wednesday, 4th March 2020 at 16h00. Candidacy shall be notified by e-mail to stjorn@reginn.is. Information on candidates for the Nomination Committee will be published no later than two days before the meeting.

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

Documents for the meeting will be made available at the Company's office, Hagasmára 1, 201 Kópavogi and on a designated site for the meeting on the Company's website www.reginn.is/fjarfestingavefur, 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 held without physical documents.

Kópavogur, 17th February 2020.

The Board of Directors of Reginn hf.