



KONGELIG HOFLEVERANDØR

**HARBOE**

HARBOES BRYGGERI A/S

NOTICE OF EXTRAORDINARY  
GENERAL MEETING  
**IN HARBOES BRYGGERI A/S**



EXTRAORDINARY  
**GENERAL MEETING**  
**2021**

# **NOTICE OF EXTRAORDINARY GENERAL MEETING IN HARBOES BRYGGERI A/S**

**Friday, 24 September 2021, at 10.00 am  
DLA Piper Denmark Advokatpartnerselskab,  
Oslo Plads 2, 2100 Copenhagen**

The general meeting starts at 10.00 am with the consideration of the enclosed agenda.

The entrance will open at 9.30 am.

You can request admission cards or issue written proxies using the attached documents,  
which contain additional information.

Kind regards,

*Harboes Bryggeri A/S*

*Bernhard Griese, Chairman of the Board*

# AGENDA

## For the extraordinary general meeting

1. Proposal from the Board of Directors to amend the agenda for the annual general meeting to include approval of the Remuneration Report and thereby amend Article 12.1 of the Articles of Association.
2. Proposal from the Board of Directors to amend article 4.4 of the Articles of Association regarding the shareholder registrar.

### Re item 1

At the annual general meeting held on 20 August 2021 a majority of more than two thirds of the votes cast as well as the share capital represented at the general meeting voted to adopt the proposal to amend the wording of article 12.1 of the Articles of Association as follows:

“12.1 The agenda of the annual general meeting must include the following items:

1. Report by the Board of Directors on the company’s activities in the past year.
2. Presentation of the annual report with the auditor’s report for adoption.
3. Resolution on the appropriation of profits or the cover of losses in accordance with the adopted annual report.
4. Presentation of and advisory vote on the Remuneration Report.
5. Consideration of proposals from the Board of Directors or shareholders.
6. Election of members to the Board of Directors.
7. Appointment of auditors.”

Since two thirds of the share capital

was not represented on the general meeting, the board of directors makes the proposal at this extraordinary general meeting.

### Re item 2

At the annual general meeting held on 20 August 2021 a majority of more than two thirds of the votes cast as well as the share capital represented at the general meeting voted to adopt the proposal to update the company details of the Company’s shareholder registrar in article 4.4 of the Articles of Association following a merger. The wording will be as follows:

“The register of shareholders is maintained by VP Securities A/S, CVR no. 21 59 93 36”.

Since two thirds of the share capital was not represented on the general meeting, the board of directors makes the proposal at this extraordinary general meeting.

### Adoption requirements

According to article 14.9 of the Articles of Association the adoption of the proposals requires a majority of at least two thirds of both the votes cast and the share capital represented at the general meeting.

## TO HARBOE SHAREHOLDERS

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### **Size of share capital and shareholders' voting rights**

The Company's share capital has a nominal value of DKK 60,000,000.00 and consists of Class A shares with a nominal value of DKK 6,400,000.00 and Class B shares with a nominal value of DKK 53,600,000.00.

In connection with votes at the Company's general meetings, each Class A share of DKK 10 carries ten votes, while each Class B share of DKK 10 carries one vote.

### **Participation in the general meeting and casting of votes**

Shareholders are entitled to participate in and vote at the general meeting based on the shares held by each shareholder on the registration date, which is Friday, 17 September 2021 at 11.59 pm. The shares held by each shareholder are determined on the registration date on the basis of information about the shareholder's shareholding contained in the Company's register of owners (register of shareholders) as well as any notifications of ownership previously received by the Company which are to be

entered in the register, but which have not yet been entered.

Shareholders wishing to participate in the general meeting must notify the Company of their participation in writing by Monday, 20 September 2021 at 11.59 pm at the latest, at which time the notification must have reached VP Securities A/S.

The notification may be made electronically via VP Securities A/S at [www.vp.dk/gf](http://www.vp.dk/gf) or via [www.harboe.com](http://www.harboe.com) under 'Investor Portal' or in writing to VP Securities A/S, Weidekampsgade 14, 2300 Copenhagen S.

Shareholders who do not expect to be able to attend the general meeting may submit their vote in writing by post or issue a written proxy and voting instructions to the Board of Directors or a person designated by the shareholder who will be attending the general meeting. Proxies and written votes may be issued via [www.harboe.com](http://www.harboe.com) under 'Investor Portal' or by using the enclosed proxy and voting form. Please send the completed and signed form to VP Securities A/S, Weidekampsgade 14, 2300 Copenhagen S, Denmark.

Please note that written votes must have reached VP Securities A/S by 10.00 am on Thursday, 23 September 2021 at the latest. Written votes cannot be recalled.

### **Admission cards**

Harboe will send out admission cards via email. This requires that your email address be registered in the Investor-Portal. After registering, you will receive an electronic admission card. Bring the electronic version on your smartphone or tablet to the general meeting. Alternatively, you can get your admission card in the reception on the day of the general meeting. If you forget to bring your admission card, you will be able to gain admission to the general meeting upon presentation of identification. You will receive voting forms at the admission registration of the general meeting.

### **Information about the general meeting**

Information about the general meeting, including the total number of equity investments and voting rights on the date of notice, notice with complete agenda proposals,

and a proxy and voting form for the general meeting can be found at [www.harboe.com](http://www.harboe.com) under 'Investor'. These documents are also available for inspection at the Company's offices at Spegerborgvej 34, 4230 Skælskør, Denmark.

### **Questions from shareholders**

Shareholders may prior to the general meeting submit questions about the agenda or documents etc. for use at the general meeting by sending an email to Harboes Bryggeri A/S at [mmj@harboe.com](mailto:mmj@harboe.com).

### **Affiliation agreement with VP Securities A/S**

Harboes Bryggeri A/S has concluded an affiliation agreement with VP Securities A/S. Class B shareholders may exercise their financial rights through VP Securities A/S or the shareholder's account-holding institution.

Skælskør, 27 August 2021

Harboes Bryggeri A/S,  
Board of Directors