

## Translation of Announcement No. 5 - 2021 to Nasdaq Copenhagen



Brødrene A & O Johansen A/S  
Rørvang 3  
DK-2620 Albertslund  
Tlf. 70 28 00 00  
Fax 70 28 01 01  
AO.dk

DANSKE BANK GLOSTRUP  
KONTONR. 4440 137040  
CVR-NR. 58 21 06 17

19 March 2021

### **Annual General Meeting of Brødrene A & O Johansen A/S**

The Annual General Meeting of Brødrene A & O Johansen A/S was held today, and in this connection we disclose the following information:

- Item 1 on the agenda: The Board of Directors' report on the Company's activities in 2020 was adopted.
- Item 2 on the agenda: The Annual Report for 2020 was approved.
- Item 3 on the agenda: The Board of Directors' proposal regarding the distribution of profits was adopted, including a dividend payment of DKK 15 per nominal share of DKK 10. Dividend is payable to both preference shareholders and ordinary shareholders.
- Item 4 on the agenda: The Remuneration Report for 2020 was approved.
- Item 5 on the agenda: 5.1 The Board of Directors' total remuneration for 2021, including committee fees, DKK 3,762,500, was approved.
- Item 6 on the agenda: The following members of the Board of Directors were re-elected by the Annual General Meeting: Mr Henning Dyremose, Mr Michael Kjær, Mr Erik Holm, Mr Preben Damgaard Nielsen, and Mr Niels A. Johansen.
- At a Board of Directors' meeting immediately after the Annual General Meeting, the Board constituted itself with Mr Henning Dyremose as Chairman and Mr Michael Kjær as Deputy Chairman.
- Item 7 on the agenda: PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab, CVR no. 33 77 12 31, was elected as the Company's new auditor.

- Item 8 on the agenda:
- 8.1 Amendments to the Articles of Association
    - a. The proposal to update Article 7, paragraph 3, to have the following wording was adopted:  
*“A shareholder owning ordinary shares and/or preference shares may exercise his or her voting rights, if the shareholder has registered his or her attendance at the general meeting no later than three days prior to it being held.”*
    - b. The proposal to insert a new Article 11, paragraph 1, was adopted, so that in future the Board of Directors has the flexibility to decide whether a general meeting is to be held as a completely electronic general meeting.

As a consequence of the new Article 11, the numbering of the subsequent articles is amended, and so are references to them in Article 3, paragraph 12, and Article 5, paragraph 3.

The amended Articles of Association are available at the website of the Company.

- 8.2 The Board of Directors was authorised by the Annual General Meeting during the period until 1 May 2022 to let the Company acquire own preference shares equivalent to a total of 10% of the Company's share capital at the time of being granted authorisation, provided that the Company's total holding of own shares at no time exceeds 10% of the Company's share capital. The consideration must not deviate by more than 10% from the official price quoted on Nasdaq Copenhagen at the time of acquisition.

- 8.3 The Board of Directors' proposal that the Chairman of the General Meeting be authorised to register the resolutions passed by the General Meeting was adopted.

Item 9 on the agenda: Nothing to report.

Kind regards,

BRØDRENE A & O JOHANSEN A/S

Niels A. Johansen  
Chief Executive Officer