

# Notice of Annual General Meeting

Pursuant to Article 13 of the Articles of Association, notice is hereby given that the Annual General Meeting of

## **Spar Nord Bank A/S**

will be held on 23 March 2022 at 3:30 pm at the address Europahallen, Aalborg Kongres & Kultur Center, Europa Plads 4, 9000 Aalborg, Denmark.

### **Agenda**

1. Election of chair of the meeting.  
*The Board of Directors nominates Peter Frank Hansen, Attorney*
2. Report by the Board of Directors on the activities of the Company
3. Presentation of the audited parent company financial statements for approval and the consolidated financial statements.
4. Resolution as to the distribution of profit or covering of loss, as the case may be, according to the approved financial statements.  
*The Board of Directors recommends the distribution of a dividend of DKK 2.50 per share.*
5. Authorisation to the Board of Directors to distribute extraordinary dividends.  
*The Board of Directors recommends that it be authorised, in the period until the next Annual General Meeting, to pass resolutions on distribution of extraordinary dividends of up to DKK 2.50 per share.*
6. Presentation of the Company's remuneration policy for approval.

### **Spar Nord Bank A/S Executive Board**



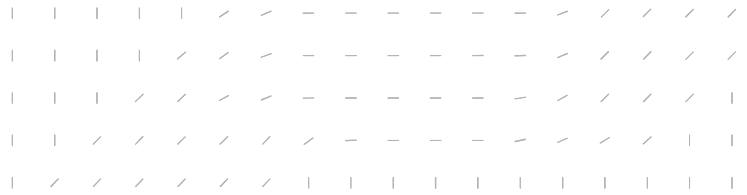
Spar Nord Bank A/S  
Skelagervej 15  
9000 Aalborg, Denmark

Sort code: 9190  
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28.02.2022







### 13. Any other business

The proposals under item 12 of the agenda (amendments to the Articles of Association) must be adopted by a special majority as per article 17(2) of the Articles of Association (reproduced below). All other proposed resolutions may be passed by simple majority.

The convening notice, the total number of shares and voting rights as of the date of the notice, the documents to be presented at the general meeting, including the audited annual report, the complete proposals expected to be presented at the annual general meeting, and the forms to be used for voting by proxy and by letter, will from 1 March 2022 be available for inspection by the shareholders at the Company's offices and at [www.sparnord.dk](http://www.sparnord.dk).

The record date is 16 March 2022.

#### Rights to attend and vote

Any shareholder who has been recorded as of the record date or has requested that his shares be registered in the Register of Shareholders and who has ordered an admission card by 18 March 2022, is entitled to attend the General Meeting.

The shareholder is entitled to invite an adviser to the general meeting. If the shareholder wants to invite an adviser, the adviser must also request an admission card by 18 March 2022.

Admission cards may be ordered from Euronext Securities, Nicolai Eigtvæds Gade 8, DK-1402 Copenhagen K, tel. +45 43 58 88 66, E-mail: [vp\\_vpinvestor@euronext.com](mailto:vp_vpinvestor@euronext.com).

A proxy form and a document for use when voting by letter may be downloaded from [www.sparnord.dk](http://www.sparnord.dk) and be sent to Euronext Securities, Nicolai Eigtvæds Gade 8, DK-1402 Copenhagen K, tel. +45 43 58 88 66, E-mail: [vp\\_vpinvestor@euronext.com](mailto:vp_vpinvestor@euronext.com)

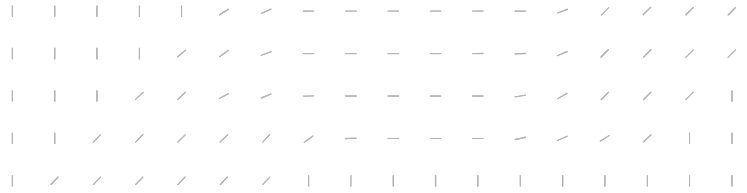
Any proxy form must reach Euronext Securities by 18 March 2022, and postal votes must reach Euronext Securities by 22 March 2022 at noon.

The provisions of the Articles of Association regarding voting rights are as follows:

Article 11(1). A shareholder who owns at least 20,000 shares (a major shareholder) on the record date one week before the general meeting is entitled to exercise his voting rights at the general meeting.

Article 13(4). The right of shareholders to exercise their voting rights at general meetings is exercised through the delegates. However, this does not apply to the shareholders referred to in Article 11(1).

Article 18(1). Delegates who are also members of the Bank Committees represent the share capital that has been registered as belonging to the



relevant shareholder region as of the record date one week before the relevant general meeting. Each delegate represents equal fractions of the share capital, calculated based on the number of delegates immediately prior to the general meeting.

Article 18(2). A major shareholder, see Article 11(1), represents the share capital that has been registered as of the record date one week before the general meeting, or regarding which a request for registration has been made as of the same date

Article 18(3). In order to be entitled to vote at the general meeting, a delegate or the major shareholder must have requested an admission card no later than three days before a general meeting.

Article 17(2). A resolution to amend the Articles of Association or to dissolve the Company is subject to the proposal being adopted by two-thirds of the votes cast as well as of the voting stock represented at the general meeting.

Spar Nord Bank's share capital amounts to DKK 1,230,025,260, divided into shares of DKK 10 each.

Until the date of the general meeting, shareholders may ask questions concerning the agenda or documents etc. for use at the general meeting by contacting the Company.

**Spar Nord Bank A/S**  
Kjeld Johannesen  
Chairman of the Board of Directors