



## Notice to Convene the Extraordinary General Meeting

An extraordinary General Meeting will be held on Tuesday, 1 March 2022 at 10.00 a.m. in the offices of the Company at 11, Industrivej, DK-4000 Roskilde.

### Agenda

1. Appointment of a Chairman for the Meeting.
2. Proposal for new, updated Articles of Association for RIAS A/S:
  - a. The major changes are as follows:
    - § 7.4:  
The Board of Directors may decide to hold the company's general meetings in a completely electronic format without allowing any physical access. Participation in completely electronic general meetings takes place via electronic media allowing the company's shareholders to participate in, speak and vote at the general meeting and ensures that the general meeting can be held safely and in accordance with the provisions of the Danish Companies Act.
    - § 7.9:  
The deadline for proposals is changed from "at the end of December" to "6 weeks prior to the date of the general meeting, cf. section 7.2."
    - § 7.17:  
In the agenda for the Annual General Meeting, the item: "Election of Chairman of the Board of Director" is proposed to be removed, as it is proposed that the Board of Directors constitutes itself.
    - § 9.3:  
The Board of Directors elects its own Chairman and Vice Chairman. In case of the Chairman's absence, the Vice Chairman shall act as deputy.

In the current Articles of Association, the following is deleted:

For adoption of and decision on amendments of the articles of association or the liquidation of the Company or merging with one or more other companies, however, at least 2/3 of the share capital of the Company must be represented at the General Meeting, and the decision must be accepted by at least 2/3 of the votes given as well as of the votes represented at the General Meeting.

If not a sufficient number of votes are represented at the General Meeting, but a proposal has received 2/3 of both the votes given as well as of the votes represented, the Board convenes within 14 days a new General Meeting at which the proposal can be approved by 2/3 of the votes given without regard to the number of represented votes.

Proxies to meet at the first General Meeting are, if these have not been expressly recalled, valid also at the second General Meeting.

The reason why the provision is proposed to be removed is due to the fact that the requirement of a 2/3 majority already follows from the Danish Companies Act.

The remaining proposed corrections are merely in the nature of clarifications and general updates.

Proposals to amend the Articles of Association require that the resolution is approved by at least 2/3 of both the votes cast and the part of the share capital represented at the General Meeting.

3. Any other business.

### No meals are served in connection with the Extraordinary General Meeting.

The Agenda and the detailed proposal for new Articles of Association will be open to the public from the time of convening the meeting in the offices of the company. These documents can also be downloaded from the Company's homepage: [www.rias.dk](http://www.rias.dk).

### Admissions cards, power-of-attorney or vote by post

A shareholder's right to participate and vote at the Extraordinary General Meeting is determined by the number of shares, which the shareholder possesses at the registration date (1 week prior to the Extraordinary General Meeting). Regarding shareholders with A-shares the ownership is determined according to the registration in the Register of Shares at the registration date and by the information of the ownership, which the Company has received in preparation for registration in the Register of Shares, but so far has not been registered. Regarding shareholders with B-shares the ownership is determined according to the registration at Computershare A/S at the registration date (1 week prior to the Extraordinary General Meeting).

Any shareholder's right to participate at the Extraordinary General Meeting is besides the conditions mentioned above conditioned on that the shareholder concerned at least 3 days prior to the Extraordinary General Meeting has proven to be shareholder and has ordered an admission card for the Extraordinary General Meeting.



An admission card and printed voting papers must be collected at the registration counter at the entrance to the Extraordinary General Meeting against proof of identification.

The time of expiry for the issue of admission cards to the Extraordinary General Meeting shall be 23.59 p.m. (Danish time) on Friday, 25 February 2022. Registration and requests for admission cards may be made by registering electronically through the company's shareholder portal at [www.rias.dk](http://www.rias.dk), Investor Relations (General meeting).

If a shareholder is prevented from participating at the Extraordinary General Meeting, the shareholder can choose to authorize the Board of Directors or others by completing a power of attorney or vote by post, which can be made by registering electronically through the company's shareholder portal at [www.rias.dk](http://www.rias.dk), Investor Relations (General meeting). Proxies to meet at the Ordinary General Meeting held on 18 January 2022 are, if these have not been expressly recalled, valid also at the Extraordinary General Meeting.

The power of attorney or vote by post should be received by the Company or Computershare A/S no later than 25 February 2022 at 23.59.

The shareholders' questions to the Board of Directors and the Executive Board will be answered at the extraordinary General Meeting.

**The size of the share capital and voting rights**

The Company's B-shares are listed on NASDAQ Copenhagen A/S. At the time of convening the Annual General Meeting the Company's share capital amounts to DKK 23,063,000 split on DKK 3,125,000 in A-shares and DKK 19,938,000 in B-shares. At the Annual General meeting each A-share amount of DKK 100 gives 10 votes and each B-share amount of DKK 100 gives 1 vote.

Roskilde, 2 February 2022

Astrid Meicherczyk  
Chairman of the Board