

## MINUTES OF ANNUAL GENERAL MEETING

Rias A/S, CVR-no. 44 06 51 18

Date: 24 January 2023

On 24 January 2023 the Annual General Meeting of Rias A/S, CVR-no. 44 06 51 18, was held at the Company's premises Industrivej 11, 4000 Roskilde.

The agenda was:

- 1 Appointment of a Chairman for the Meeting.
- 2 The Board of Directors and the Executive Board's report on the Company's activities during the past year.
- 3 Proposal to prepare the Company's Annual Report exclusively in English
- 4 Presentation of the Annual Report and Accounts endorsed by the Board of Directors and Management and Auditors, accompanied by a motion to adopt the Annual Report, including Profit and Loss Account and the Balance Sheet and to give the Board of Directors and the Executive Board a discharge from all personal liability.
- 5 Proposal for the distribution of the net profit or covering of loss in accordance with the adopted Annual Report.
- 6 Presentation and indicative vote on the remuneration report.
- 7 Proposal from the Board of Directors or proposals, if any, from the shareholders:  
Presentation and approval of Remuneration Policy for remuneration of the Executive Board and the Board of Directors cf. Section 139 of the Companies Act
- 8 Election of Members of the Board.  
The Board of Directors proposes re-election of Astrid Meicherczyk, CEO Operating Unit Plastics Europe, thyssenkrupp Materials Services GmbH, Dieter Wetzels, CFO, thyssenkrupp Plastics GmbH, Nicolas Neuwirth, CEO thyssenkrupp Plastics GmbH and propose election of Peter Sørensen, Partner and Attorney-at-law, Lund Elmer Sandager Law Firm
- 9 Appointment of one or more auditors.  
The Board of Directors proposes election of BDO, Statsautoriseret Revisionsaktieselskab
- 10 Any other business.

#### Re 1

The Board of Directors proposed that Mr. Peter Sørensen, attorney at law, be elected Chairman of the Meeting. There were no other suggestions and Mr. Peter Sørensen was elected Chairman of the Meeting.

It was explained and documented that the Annual General Meeting had been convened by advertisements on the Company's website, [www.rias.dk](http://www.rias.dk), and via the Danish Business Authority's IT-system and Nasdaq Copenhagen on 22 December 2022 and notice had been given to the share-

holders listed in the Shareholders Register or representatives who had made a request to this effect on the same date.

Shareholders representing 54.35 % of the total share capital of DKK 23,063,000 were represented at the Annual General Meeting. The represented shareholders totalled 406,603 votes of which 312,500 votes belonged to A-shareholders and 94,103 votes belonged to B-shareholders.

The Chairman ascertained that the Annual General Meeting had been lawfully convened.

#### Re 2

Mr. Henning Hess and Mr. Karsten Due presented the Report on the Company's business in the past year on behalf of the Management.

The Meeting was then able to present their questions to the Report.

The Annual General Meeting then took note of the Report.

#### Re 3

A proposal was made for the Company's Annual Report to only be prepared in English.

The Chairman noted that the proposal may be adopted by a simple majority of votes and if adopted it would already be effective for the Annual Report 2021/22.

It was possible to ask questions.

The proposal was then put to the vote. There were 406,225 votes for the proposal and 322 votes against.

Thus, the proposal was adopted by 99.9% of the votes represented at the general meeting.

The decision adopted by the general meeting will be included in the Articles of Association.

#### Re 4

The Company's audited Annual Accounts for the period 1 October 2021 – 30 September 2022 was presented and reviewed by Dannie Michaelsen, Finance Director.

The Annual Accounts showed a profit after tax for the period of DKK 16,959,000.

Following the review of the Annual Accounts, the Meeting was able to ask questions pertaining to the accounts.

The Annual Accounts and Audit Book were then unanimously approved by the Meeting.

The Annual General Meeting also unanimously approved the proposal to accept the decision regarding discharge from liability for the Board of Directors and Management.

#### Re 5

According to the approved Annual Accounts and Report from the Board of Directors, the Board of Directors proposed that the annual result be distributed as follows:

Annual result 1 October 2021 – 30 September 2022	DKK 16,959,000
Shareholders dividends, DKK 50 per DKK 100 share	DKK 11,531,500
Transferred to retained earnings	<u>DKK 5,427,500</u>
	<u>DKK 16,959,000</u>

The proposal was approved unanimously.

#### Re 6

Dannie Michaelsen reviewed the presented remuneration report. The shareholders were able to ask questions to its contents. The remuneration report was subjected to an indicative vote and was adopted by a considerable majority.

#### Re 7

The following proposal had been received from the Board of Directors:

#### **Presentation and approval of Remuneration Policy for remuneration of the Executive Board and the Board of Directors cf. Section 139 of the Companies Act**

The proposal for an amended Remuneration Policy was reviewed by Dannie Michaelsen, Finance Director.

It was possible to ask questions which were all answered.

As no shareholder requested a complete breakdown of the voting result, the Chairman just stated that the proposal had been approved by the necessary majority of votes.

Re 8

It was proposed to re-elect Astrid Meicherzyk, CEO Operating Unit Plastics Europe, thyssenkrupp Materials Services GmbH, Dieter Wetzels, CFO, thyssenkrupp Plastics GmbH and Nicolas Neuwirth, CEO thyssenkrupp Plastics GmbH.

It was further proposed to elect Peter Sørensen, Partner and Attorney-at-law, Lund Elmer Sandager Law firm.

Reference was made to the Annual Report and slide presented at the General Meeting for a list of the candidates' other managerial positions.

The proposal was unanimously adopted.

Re 9


The Board of Directors proposed that BDO, Statsautoriseret Revisionsaktieselskab be elected as auditors.

The proposal was unanimously adopted.

Re 10

Nothing to discuss under this item.

The Chairman then thanked the Meeting for its orderly manner and the Annual General Meeting was adjourned.

Chairman:  
  
Peter Sørensen