

## Photocat A/S: Development of the Annual General Meeting

**The Board of Photocat A/S, Danish CVR No 32 35 79 03 (the “Company”) hereby convenes an annual general meeting to be held Thursday 25 April 2019 at 16.00 SPRINGNORDIC, Universitetsparken 7, 4000 Roskilde**

The Board had in accordance with the articles of associations appointed Tom Weidner as Chairman of the meeting.

The Chairman noted that nominally DKK 1,622,362 shares of the Company's total share capital of nominally DKK 4,500,000 (equal to 36.1 %) were present or represented by proxy.

### Agenda

1. The Board’s report on the activities of the Company
2. Presentation of the annual report for adaptation
3. Resolution on the appropriation of profit or covering of loss pursuant to the adopted annual report
4. Election of members for the Board  
  
The Board recommends re-election of Mette Therkildsen, Tom Weidner, Theis Reenberg and Gitte Haaning Høj.  
  
The Board recommends appointment of Jacob Holmblad as new member of the Board.
5. Appointment of auditor  
  
The Board recommends re-appointment of PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab
6. Adoption of remuneration for the members of the Board for the current financial year
7. Amendment to the Company Articles of Association  
  
The Board recommends amending article 9.1 in the Company Articles of Association
8. Any other business

## **Complete motions**

### **Re. 1. The Board's report on the activities of the Company**

The report of the Board on the business of the Company during the most recent financial year.

The general meeting took the report to note.

### **Re 2. Presentation of the annual report for adaptation**

The Board recommends that the presented annual report be adopted.

The general meeting approved the annual report.

### **Re 3. Resolution on the appropriation of profit or covering of loss pursuant to the adopted annual report**

The Board of Directors proposed that the yearly result is transferred to the next financial year.

The general meeting adopted the motion.

### **Re. 4. Election of members for the Board**

The Board recommended re-election of the following Board members:

- (i) Mette Therkildsen
- (ii) Tom Weidner
- (iii) Theis Reenberg
- (iv) Gitte Haaning Høj

The Board proposed to appoint Jacob Holmblad to the Board

There were no other suggestions.

Mette Therkildsen, Tom Weidner, Theis Reenberg, Gitte Haaning Høj and Jacob Holmblad were elected by the general meeting. The Board has subsequently informed that it has appointed Mette Therkildsen as Chairman and Jacob Holmblad as Vice Chairman.

**Re. 5. Appointment of auditor**

The Chairman of the Meeting stated that the Board had proposed the re-appointment of PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab as the company's external auditors. It appeared from the proposal that the Audit Committee had not been influenced by third parties and had not been subject to limitations or agreements treated in article 16(6) of Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014.

**Re. 6. Adoption of remuneration for the members of the Board for the current financial year**

The Board of Directors presented the proposal.

The general meeting approved the suggested remuneration as suggested by the Board of Directors.

**Re. 7. Amendment to the Company Articles of Association**

The Board proposed amending article 9.1 in the Company Articles of Association.

The general meeting approved the suggested amendment to article 9.1 by the Board of Directors.

Roskilde, 10 April 2019

The Board