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# The Annual General Meeting (AGM) of Síminn hf.

Will be held **online** on Thursday 11 March 2021 at 16:00

## Agenda

1. Report of the Board of Directors on the Company's operations during the past year of operation
2. Confirmation of the consolidated financial statements of the consolidated and parent company and the decision on how to handle the Company's profit or loss during the financial year.
3. Decision on the payment of dividends.
4. Proposals for amendments to the company's articles of association, if received.
5. Election of three individuals to the Nomination Committee.
6. Election of the Board of Directors of the Company.
7. Election of a statutory auditor or audit firm.
8. Decision on the remuneration to the members of the Board of Directors for the work as well as remuneration of the members of the subcommittees and the Nominating Committee.
9. Proposal of the Board of Directors on the Company's remuneration policy.
10. Proposal to reduce share capital and amend the Company's Articles of Association.
11. Proposal to reduce share capital through payment to shareholders and amend the Company's Articles of Association.
12. Proposal to authorize the Company to purchase own shares in accordance with Art. Article 55 The act on Public limited Companies.
13. Proposals from shareholders to be included in the agenda.
14. Other matters.

There are two proposals for amendments to the company's articles of association due to a reduction in share capital, both of which concern Article 4.1 of the articles of association. An amendment is also proposed to the Articles of Association relating to the authorization to purchase the company's own shares.

The Board of Directors has decided in accordance with Article 10.6. in the company's articles of association that the AGM will only be held electronically. **Shareholders intending to attend the meeting must register at <https://www.smartagm.com> no later than five days before the shareholders' meeting, or before 16:00, March 6, 2021.** The meeting will take place through the Lumiglobal technology, where shareholders can monitor the work of the AGM and participate in voting.

## **Additional information**

### **Shareholders right to have matters put on the agenda of the AGM**

Each shareholder has the right to have certain issues dealt with at the AGM if he makes a written or electronic request to the Board of Directors no later than 10 days prior to the meeting, that is before 16:00 on the 1 March 2021. Proposals or conclusions for the meeting can be sent to [hluthafar@siminn.is](mailto:hluthafar@siminn.is).

The AGM will only take place electronically, with the Lumi AGM smart program or the Lumi AGM web solution. Shareholders are encouraged to download the Lumi AGM smart app on their smart device, e.g. mobile phone or tablet, before the start of the meeting, but such devices are necessary for participation in the meeting. Shareholders will have the opportunity to ask questions at the meeting, through the Lumi AGM smart program and the web solution. Shareholders may have another individual a Power of the Aottorney to attend the AGM electronically and thereby exercise their voting rights on their behalf. Only shareholders are responsible for which individuals / parties they provide their access information to.

Further information on access information, participation, registration and voting can be found on [www.siminn.is/umsimann/fundur](http://www.siminn.is/umsimann/fundur).

### **Information for shareholders**

The total number of shares in the company on February 18, 2021 is 8.750.000.000 shares and the same number of votes. Of these active votes on February 12, 2021 are 8.432.652.851

### **Other information**

The company's website, <https://www.siminn.is/umsimann/fundur> contains all further information in connection with the AGM, including further information on shareholders rights to have matters being put on the agenda of a shareholders' meeting, submit resolutions, the drat agenda, the proposal of the Board of Directors, the company's annual financial statements for 2020, a representative form, a nomination form and information on the documents submitted to the meeting. The final agenda of the meeting and proposals will be made available to shareholders 3 days prior to the meeting on the above-mentioned website of the company and the company's office at Ármúla 25, 108 Reykjavík.

Shareholders are advised that under Art. Article 63 a. the act on Public limited Companies it shall be notified in writing, at least five days before the shareholders' meeting, of the candidature for the Board of Directors, before 16:00 on the 6 March 2021 and the candidature shall be sent via mail to [stjorn@siminn.is](mailto:stjorn@siminn.is). A candidate form can be found on the company's website and all candidates will be announced to the Board of Directors on the company's website no later than 2 days before the AGM. Shareholders who wish to nominate individuals to the Nomination Committee other than those nominated by the Board of Directors must send such proposals to the e-mail address [stjorn@siminn.is](mailto:stjorn@siminn.is) no later than 7 days before the AGM, or 4 March 2021. Candidate forms can be found on the company's website. Nomination to the Nomination Committee no later than two days before the AGM.

The meeting will be conducted in Icelandic.

**Reykjavík, 18 February 2021,  
The Board of Directors of Siminn hf.**