

Agromino A/S: Notice convening extraordinary general meeting of Agromino A/S

The Board of Directors of Agromino A/S, CVR No. 29 80 18 43 (the "**Company**") hereby, at the request of its major shareholder Mabon investiční fond s proměnným základním kapitálem a.s. (the "**Mabon**"), owned and controlled by Mr. Petr Krogman, gives notice of an extraordinary general meeting of the Company to be held on

26 February 2018, at 2:00pm (CET)

at **Plesner Advokatpartnerselskab, Amerika Plads 37, DK-2100 Copenhagen OE, Denmark** with the following agenda:

1. Election of members of the board of directors

Martin Rosenmejer, as communicated by him to the board of directors today, will resign as a board member at the extraordinary general meeting to be held on 26 February 2018. Mabon proposes the election of Petr Krogman and Richard Warburton as new members of the board of directors.

Following the adoption of the resolution at the extraordinary general meeting to elect new members the board of directors will be composed of two current members Johannes Bertorp and Jens Bruno and two new members Petr Krogman and Richard Warburton.

For a description of the qualifications of the nominated candidates, see **Appendix 1** to the notice.

registration, admission, proxy and postal vote

Registration date

A shareholder's right to participate in the general meeting and the number of votes, which the shareholder is entitled to cast, is determined in accordance with the number of shares held by such shareholder on **19 February 2018** (the *registration date*), see article 8.4 of the Company's articles of association. The shares held by each shareholder are determined at the registration date on the basis of the shareholdings registered in the share register and in accordance with any notices on shareholding received, but not yet registered, by the Company in the share register.

Deadline for notice of attendance

A shareholder (or its proxy) wishing to attend the general meeting must give notice of his or her participation to the Company, see article 8.5 of the articles of association. Similarly, the shareholder's advisor (or the shareholder's proxy's advisor) must give notice of his or her participation to the Company.

A shareholder's notice of attendance must be given to the Company using the notice of attendance form attached as **Appendix 2**, which shall be sent, duly completed and signed, to VP Investor Services, Weidekampsgade 14, 2300 Copenhagen S, Denmark or by e-mail to **vpinvestor@vp.dk** for receipt no later than **22 February 2018**, at 11:59pm (CET). The admission card for attendance will be sent to the address indicated in the form.

Representation by proxy

If you are prevented from attending the general meeting, you may appoint a proxy, e.g. the board of directors, to cast the votes carried by your shares.

If you wish to appoint a proxy, please return the instrument of proxy form attached as **Appendix 3**, duly signed and dated, to VP Investor Services A/S, Weidekampsgade 14, 2300 Copenhagen S, Denmark or by e-mail to **vpinvestor@vp.dk** for receipt no later than **22 February 2018**, at 11:59pm (CET). The admission card for the proxy's attendance will be sent to the address indicated in the form.

Postal vote

You may also submit your votes by mail before the date of the meeting. If you wish to vote by mail, please fill in and return the postal vote form attached as **Appendix 4**, duly signed and dated, to VP Investor Services, Weidekampsgade 14, 2300 Copenhagen S, Denmark or by e-mail to **vpinvestor@vp.dk** for receipt no later than **25 February 2018**, at 11:59pm (CET).

Notice of attendance forms, instrument of proxy and postal vote forms may be downloaded from the Company's website, **www.agromino.com**.

Information to shareholders who hold their shares through Euroclear Sweden through a nominee

The following information is to shareholders who hold their shares through Euroclear Sweden AB ("**Euroclear Sweden**") through a nominee.

In order to attend the extraordinary general meeting and exercise your voting rights, you must register your voting rights temporarily in the register of shareholders (the "**Register of Shareholders**") and complete the notice of attendance form, the proxy form or the postal vote form in accordance with the instructions set out above.

Registration process for voting rights:

Direct-registered holders:

Shareholders who hold their shares on an account directly with Euroclear Sweden, a CSD-account (in Swedish: "Vp-konto") will automatically be included in the Register of Shareholders and do not have to perform any registration regarding voting rights.

Nominee-registered holders:

To be registered and entitled to vote at the extraordinary general meeting, shareholders who hold shares via a nominee must act in accordance with the instructions set out below.

Nominee-registered shareholders must request the nominee to register their shares temporarily in their own name in the Register of Shareholders.

The registration of voting rights must be completed in due time before end of business (CET) on 19 February 2018.

Share capital and voting rights

The Company's share capital amounts to EUR 17,421,313, divided into shares of EUR 1, ref. article 3.1 of the Company's articles of association. Pursuant to article 8.1, each share of EUR 1 carries one vote:

Number of shares: 17,421,313

Number of votes: 17,421,313^[1]

agenda etc.

This notice, including the agenda and the full text of the proposed resolutions, the notice of attendance form, the instrument of proxy form and the postal vote form will be sent by email on 02 February 2018 to the registered shareholders who have registered their email addresses with Agromino A/S in accordance with article 17.3 of the articles of association.

The following information will be made available at the Company's website, **www.agromino.com** as of 02 February 2018:

- 1) Notice convening the meeting;
- 2) The total number of shares and voting rights as at the date of the notice;
- 3) The documents to be submitted to the general meeting;
- 4) The agenda and the full text of the proposals; and
- 5) The forms to be used for giving notice of attendance and for voting by proxy and by post.

MAJORITY REQUIREMENTS

The following requirements for adoption of the proposed resolutions must be fulfilled in order for the proposed resolutions to be considered adopted:

- The proposed resolution under item 1 can be adopted by a simple majority of votes.

questions from the shareholders

Shareholders may prior to the extraordinary general meeting in writing submit questions concerning the agenda and the documents to be considered at the general meeting. Questions must be sent by email to **mail@agromino.com**, marked "EGM".

Questions will be answered in writing or orally at the general meeting, unless prior to the meeting the answer is available via a questions/answers function on the Company's website, **www.agromino.com**.

language

The general meeting will be conducted in English in accordance with article 9.4 of the Company's articles of association.

Copenhagen, 02 February 2018

On behalf of the Board of Directors of Agromino A/S

Johannes Bertorp

Chairman

Investor enquiries

Mr. Simon Boughton, CEO of Agromino A/S, Tel: +372 6191 500, E-mail: mail@agromino.com

About Agromino

We are farmers and agribusiness managers, with operations in Ukraine, Russia and Estonia. Agromino A/S shares are traded on the main market of Nasdaq Stockholm.

For subscription to Company announcements please contact us: mail@agromino.com.

If you do not want to receive Agromino press releases automatically in the future please send an e-mail to the following address: unsubscribe@agromino.com.

This information is information that Agromino A/S is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication, through the agency of the contact person set out above, at 19:45 CET on 02 February 2018.

[\[1\]](#) In relation to the number of shares and to the number of votes it shall be noted that 42 shares out of 17,421,313 at the date of this notice are treasury shares and do not carry votes