



Notice to Convene the Annual General Meeting

RIAS A/S's Annual General Meeting will be held on Friday, 23 January 2009 at 01.00 p.m. in the offices of the Company at 11, Industrivej, DK-4000 Roskilde.

Agenda

1. Appointment of a Chairman for the Meeting.
2. The Directors' report on the Company's activities during the year under review.
3. Presentation of the Annual Report and Accounts endorsed by the Auditors, accompanied by a motion to adopt the Profit and Loss Account and the Balance Sheet and to give the Board of Directors a discharge from all personal liability.
4. Proposal from Shareholder Michael Gaarde:
"It is hereby proposed that RIAS A/S for the accounting year 2007/2008 do not distribute any dividend to the shareholders. The amount of DKK 2,306,300 should instead be used for purchasing shares in RIAS A/S. The purchase should take place from 24th January, 2009 and should be completed before the announcement of the Annual Report 2008/2009.

The repurchase price must not exceed the existing shareholders' equity at any time, presently DKK 633 per share. The proposal is explained by the fact that it will be of better benefit to the shareholders to expose values instead of receiving dividend which in most cases will be taxed.

A repurchase at the present stock rate (23 December 2008: DKK 276.50) is equivalent to approximately 3.6% of the capital of the company. Such repurchase will mean that the shareholders' equity per share will increase from DKK 633 to DKK 657."

The Board does not support the proposal.

5. Proposal for the distribution of the net profit or covering of loss in accordance with the adopted Annual Report and Accounts.
6. Motions proposed by the Board of Directors or motions, if any, from the shareholders:
Proposal from the Board of Directors that during the period until the next Annual General Meeting the Company should be authorised to acquire own shares until the holding of such shares amounts to 10% of the share capital. The purchase price for such own shares shall not deviate more than 10% from the market price quoted at any time.
7. Election of a Chairman of the Board.
8. Election of other Members of the Board.
9. Appointment of two auditors.
10. Any other business.

The signed Annual Report including Auditors' Report as well as Agenda and the detailed proposals from the Board of Directors and shareholders will be open to the public from the time of convening of the meeting in the offices of the company and they will further be forwarded to all registered shareholders.

Admission cards for A-shareholders may be obtained from the Company against presentation of shares or indication of the serial numbers of the shares.

Admission cards for B-shareholders may be obtained from Monday 12 January 2009 from Aktiebog Danmark A/S, Kongevej 118, DK-2840 Holte, fax +45 46 46 09 98. If the shares are not registered in the name of the holder the shareholding must be evidenced by presentation of a transcript from the custodian institution/the Danish Securities Centre. The date of the transcript shall be no later than 1 month prior to the date of the Annual General Meeting and the transcript shall bear an endorsement by the custodian institution to the effect that the shares will not be transferred prior to the date of the Annual General Meeting.

The time of expiry for the issue of admission cards to the Annual General Meeting shall be 04.00 p.m. (Danish time) on Monday, 19 January 2009.

Roskilde, January 2009

Klaus W. Roth
Chairman of the Board