

## **Announcement**

To Nasdaq Copenhagen A/S and the press

Nørresundby, Denmark, 2 February 2016 Announcement no. 10/2016 Number of pages: 4

### Extraordinary General Meeting of RTX to be held on 29 February 2016

Enclosed please find a convening to the Extraordinary General Meeting of RTX to be held on Monday 29 February 2016 at 2.00 pm at the Company's address: Strømmen 6, Nørresundby. The Extraordinary General Meeting is called for final adoption of some of the proposals approved at the Company's Annual General Meeting on 26 January 2016.

Best regards, RTX A/S

Jacob Vittrup Acting CEO

Questions and further information: Jacob Vittrup, CEO, tel. +45 96 32 23 00 Please visit RTX's website at: www.rtx.dk

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# **Extraordinary General Meeting**

to be held on Monday 29 February 2016 at 2.00 pm at the Company's address Strømmen 6, DK-9400 Nørresundby

#### The agenda for the General Meeting is as follows:

1. Final adoption of the proposal concerning a series of amendments to the Company's Articles of Association approved at the Annual General Meeting on 26 January 2016

The Supervisory Board proposes a series of amendments to the Company's Articles of Association. The significant contents of the proposed amendments to the Articles of Associations are:

- a) Article 5.3 (amendment of name of NASDAQ OMX Copenhagen A/S).
- b) Article 6.5 (amendment of convening regulations for the Company's Annual General Meetings).
- c) Article 8.1 (proofing change as well as deletion of text on forms in paper format).
- d) Article 9.2 (clarification that admission card shall also be addressed to holders of power of attorney).
- e) Article 10.6 (amendment of name of the Danish Commerce and Companies Agency).
- f) Article 12 (amendment of headline).
- g) Article 12.1 (proofing change as a consequence of the partial exploitation or expiration of the authorizations to the Supervisory Board to issue warrants).
- h) Article 12.2, 12.3 and 12.4 are deleted.
- i) Article 12(A) (proofing changes and deletion of the last paragraph).
- j) Article 12(B) (proofing changes and deletion of the last paragraph).
- k) Article 12(C) (proofing changes and deletion of the last paragraph).
- I) Article 13.3 (proofing change).
- 2. Final adoption of the proposal approved at the Annual General Meeting on 26 January 2016 to reduce the Company's share capital with an amount of nominal DKK 1,105,000 from DKK 47,491,690 to DKK 46,386,690 by annulment of 221,000 treasury shares acquired by the Company in the share repurchase programme and that article 4.1 of the Articles of Association is consequently amended.

The Supervisory Board proposes that the Company's share capital is reduced with an amount of nominal DKK 1,105,000 from DKK 47,491,690 to DKK 46,386,690 by annulment of 221,000 treasury shares acquired by the Company in the share repurchase programme and that article 4.1 of the Articles of Association is consequently amended to:



"The Company's share capital amounts to DKK 46,386,690 divided in shares at DKK 5 or multiples hereof."

3. Final adoption of the proposal approved at the Annual General Meeting on 26 January 2016 that Attorney Henrik Møgelmose is given authorization.

The Supervisory Board proposes that Attorney Henrik Møgelmose is authorized to inform the Danish Business Authority of any decisions taken at the Annual General Meeting and in this connection to make any changes and addendums to the decisions and the Company's Articles of Association that the Danish Business Authority may require to register the decisions.

#### **Share capital**

The share capital amounts to DKK 47,491,690. Only one share class exists. The capital is divided on shares at DKK 5. Each share of DKK 5 gives one vote.

#### Agenda and documents

No later than Friday 5 February 2016, the convening, agenda and complete proposals will be made available at the Company's website www.rtx.dk as well as sent to all shareholders having so requested. Necessary information and documents for the General Meeting are available from the same date at the Company's website www.rtx.dk.

#### **Adoption requirements**

Adoption of the proposals under agenda items 1, 2 and 3 can be adopted without regard to the amount of capital represented by such qualified majority as required by the companies Act, ref. Articles of Association, article 10.4.

#### Shareholders' right to attend the Annual General Meeting and to vote

A shareholder's right to attend the General Meeting and to vote is determined on the basis of the shares held by the shareholder at the date of registration, which is Monday 22 February 2016. A shareholder must take out an admission card for him or herself as well as for any advisor on Thursday 25 February 2016 at the latest. Admission cards shall be issued to any such person who, according to the register of shareholders, is recorded as shareholder on the date of registration or for whom the Company at the date of registration has received an adequate request to be recorded in the register of shareholders.

Admission cards with voting slips can be obtained from VP Investor Services A/S on tel. +45 43 58 88 91 on Thursday 25 February 2016 at 11.59 pm at the latest. Admission cards with voting slips can also be obtained at VP Investor Services A/S' website www.vp.dk/gf or RTX's website www.rtx.dk/investor on Thursday 25 February 2016 at 11.59 pm at the latest.



Voting shareholders, who are unable to attend the General Meeting, may grant a power of attorney. Power of attorney form is available at www.rtx.dk/investor or can be obtained from VP Investor Services A/S on tel. +45 43 58 88 91. Power of attorney must be filled in, signed and sent by e-mail to vpinvestor@vp.dk or to VP Investor Services A/S, Weidekampsgade 14, P.O. Box 4040, DK-2300 Copenhagen S. The power of attorney must be sent to RTX A/S or VP Invester Services A/S no later than Thursday 25 February 2016 at 11.59 pm.

Voting shareholders, who are unable to attend the General Meeting, may vote by post. Postal voting form is available at www.rtx.dk/investor or can be obtained from VP Investor Services A/S on tel. +45 43 58 88 91. Postal votes must be received by RTX A/S, Strømmen 6, DK-9400 Nørresundby no later than Sunday 28 February 2016 at 11.59 pm.

At the General Meeting the Supervisory Board will answer questions from the shareholders on conditions important to the evaluation of questions to be addressed at the General Meeting. Prior to the General Meeting questions may be sent to the Supervisory Board by e-mail to ir@rtx.dk or by post to RTX A/S, Att. "Investor Relations", Strømmen 6, 9400 Nørresundby.

Nørresundby, Denmark, 2 February 2016

Supervisory Board RTX A/S