

Corporate Announcement

GROUP SUPERVISORY BOARD  
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Business Reg. No. (CVR): 17616617

8 May 2017

## Notice of Extraordinary General Meeting of Jyske Bank A/S

This is to give notice of an Extraordinary General Meeting of Jyske Bank A/S, which will be held on Friday 2 June 2017, at 10.00 a.m. at Vestergade 8-16, 8600 Silkeborg, Denmark.

### AGENDA

- a. Motions proposed by the Supervisory Board:
  1. The Supervisory Board proposes that an extraordinary dividend of DKK 5.60 per share be paid at a face value of DKK 10 corresponding to a total dividend amount of DKK 532m of which DKK 33m is attributed to the shares covered by the capital reduction adopted but not yet implemented.
- b. Any other business.

### Reference to Jyske Bank's website for further information

Where in this notice of an extraordinary general meeting reference is made to Jyske Bank's website for further information, this link can be used: [investor.jyskebank.com/investorrelations/generalmeetings](http://investor.jyskebank.com/investorrelations/generalmeetings).

### Adoption of motions - requirements

The motion to pay extraordinary dividend shall only be adopted at the Extraordinary General Meeting by a simple majority of votes. A simple majority in favour of the motion requires that the number of votes in favour of the motion exceeds the number of votes against the motion.

### Size of the share capital, voting rights of the shareholders and registration date

Jyske Bank's share capital is DKK 950,399,990, comprising shares at a face value of DKK 10. It was resolved to reduce the share capital to DKK 891,590,440 through cancellation of previously acquired own shares as adopted at Jyske Bank's extraordinary general meeting on 20 April 2017. The capital reduction is proceeding according to plan and follows the statutory procedure in the Danish Companies Act. The capital reduction has therefore not yet been registered as completed at the Danish Business Authority.

If the capital reduction has been finally completed before the extraordinary general meeting, the share capital will amount to DKK 891,590,440 distributed on shares at a face value of DKK 10. If the capital reduction has not

been finally completed before the extraordinary general meeting, the share capital amounts to DKK 950,399,990 distributed on shares at a face value of DKK 10.

Each share amount of DKK 10 shall carry one vote, provided always that 4,000 votes are the highest number of votes any one shareholder may cast on his own behalf. Voting rights can only be exercised by shareholders or their proxies. For the voting right of a share to be exercised, the share shall be registered in the name of the holder in the Bank's register of shareholders not later than on the day of registration, which is 26 May 2017, or the title to such share shall be notified and documented to the Bank within that same time limit. Nobody shall be entitled to exercise the voting rights attached to Jyske Bank's own shares, including the shares comprised by the capital reduction.

### **Proxy and postal vote**

Shareholders may as from 9 May to 29 May 2017 give voting instructions, appoint Jyske Bank's Supervisory Board or a third party as proxy either electronically or by means of the Power of Attorney form.

Shareholders may attend the General Meeting by proxy and cast their votes by proxy.

In addition, shareholders may as from 9 May to 1 June 2017, at 10.00 a.m. cast postal votes either electronically or by means of a form.

Proxies may be appointed or postal votes may be cast electronically at the Investor Portal via Jyske Bank's website. A form for the appointment of proxies or for casting postal votes is available at one of Jyske Bank's branches or can be downloaded from Jyske Bank's website. Where the form is used, please forward the completed and signed form either by post to VP Investor Services A/S, Weidekampsgade 14, DK-2300 Copenhagen S or by email to [vp@vp.dk](mailto:vp@vp.dk). The form must reach VP Investor Services A/S by the above-mentioned deadlines, and proxies must have been appointed or postal votes must have been cast electronically by the same deadlines.

### **Custodian bank**

Jyske Bank's shareholders may choose Jyske Bank A/S as their custodian bank in order to exercise their financial rights through Jyske Bank A/S.

### **Questions from shareholders**

Shareholders may ask questions in writing about the items of the agenda or the Bank's financial position. Please send questions to Jyske Bank A/S, Juridisk Afdeling, Vestergade 8-16, DK-8600 Silkeborg or by email to [juridisk@jyskebank.dk](mailto:juridisk@jyskebank.dk). Questions and answers will be presented at the general meeting. At the General Meeting, the management will also answer questions from the shareholders about matters of importance for the financial situation of the Bank and questions for consideration at the General Meeting.

### **Additional information**

The following documents and information can be downloaded from Jyske Bank's website or can be ordered from Jyske Bank's branches from 9 May 2017:

1. The notice of Extraordinary General Meeting and the full wording of the motions.
2. The total number of shares and voting rights at the date of the notice.
3. The forms to be used when voting by proxy or by postal vote.

4. Quarterly financial statements as at 31.03.2017.

**Admission card**

Shareholders who wish to attend the General Meeting and cast their votes must acquire an admission card. Admission cards for the General Meeting can be ordered at the Investor Portal via Jyske Bank's website or from any of Jyske Bank's branches from 9 May 2017 and must be ordered by Friday 29 May 2017 at the latest.

Jyske Bank will as was previously the case send admission cards via email. Therefore, you must register your email address at InvestorPortalen when you order your admission card. After registration, you will receive an electronic admission card which you may simply show on your smart phone or tablet when you attend the general meeting. Unless you have appointed a proxy you will receive your voting card upon presentation of your admission card. If, when you order your admission card, you do not choose to receive this via email, you will instead receive it by post.

For the sake of good order, we point out that no refreshments can be expected to be served at the Extraordinary General Meeting.

Silkeborg, 8 May 2017  
Group Supervisory Board