



Announcement no. 4 2020

Agillic Annual General Meeting 24 March 2020

Copenhagen – 10 March 2020 – Agillic A/S (Nasdaq First North Copenhagen: AGILC) calls for annual general meeting on 24 March 2020

To the shareholders in Agillic A/S

Agillic A/S' annual general meeting on 24 March 2020 is hereby convened. The general meeting will be held at 5 p.m. at the company's address at Gammel Mønt 4, 1st floor, 1170 Copenhagen K. The annual general meeting is opened by the chairman of the board and will be presided over by the chairman.

Agenda:

1. Report from the board of directors on the company's business activities during the past year.
2. Presentation of the annual report with the auditor's certificate for approval.
3. Resolution on the use of any profits or how to cover of any loss in accordance with the adopted financial statement.
4. Adoption of the motion on payment of fee to the board of directors for the current financial year
5. Election of members to the board of directors.
6. Election of auditor.
7. Motion from the board of directors:
 - a. Authorization to increase the share capital
8. Any other business.

Complete motions:

1. The board of directors' report on the company's business activities during the past financial year.

The board of directors proposes that the general meeting adopt the board's report on Agillic's business activities during 2019.

2. Presentation of the annual report with the auditor's certificate for approval

The board of directors proposes that the general meeting adopts Agillic's annual report for the financial year 2019.

The motion can be adopted by a simple majority of votes.

3. Resolution on the use of any profits or how to cover of any loss in accordance with the adopted financial statement

The board of directors proposes that that result of the year is distributed as stated in the annual report.

The motion can be adopted by a simple majority of votes.

4. Adoption of the motion on payment of fee to the board of directors for the current financial year



The board proposes that the external board member is to receive DKK 150,000, whereas the other board members are not to receive fees.

The motion can be adopted by a simple majority of votes.

5. Election of members of the board of directors

Johnny Emil Søbæk Henriksen (chairman of the board), Peter Aue Elbek, Jesper Genter Lohmann, Casper Moltke-Leth and Mikael Konnerup all run for re-election. Background information on each suggested candidate for the board is enclosed in **appendix 1**.

All members are suggested for re-election.

The motion can be adopted by a simple majority of votes.

6. Election of auditor

The board of directors proposes re-election of Deloitte Statsautoriseret Revisionspartnerselskab, business reg. no.: 33 96 35 56.

The motion can be adopted by a simple majority of votes.

7. Motion from the board of directors

a. Authorization to increase the share capital

The board of directors' authorization in the articles of association clause 3.1. has been fully utilized. Furthermore, the current authorizations to the board of directors to increase the share capital in the articles of association's clauses 3.1 (a) – 3.1 (d) will expire 31 May 2020.

The board of directors, therefore, proposes to prolong the authorizations to 31 May 2021 and to expand them to also include debt conversion besides cash subscription. If the motion is approved the articles of association clauses 3.1 (a) – 3.1 (d) will be changed consequently (clause 3.1. is deleted):

3.1. (a) Until 31 May 2021 the board of directors is authorized to – in one or more issues – to increase with pre-emption rights for the existing shareholders by issuing shares for up to nominally DKK [207,173.00] corresponding to [2.071.730] new shares. The capital increase has to be made by payment of cash, non-cash contribution or debt conversion. The subscription price is determined by the board of directors and has to be at market value.

3.1. (b) Until 31 May 2021 the board of directors is authorized to – in one or more issues – to increase without pre-emption rights for the existing shareholders by issuing shares for up to nominally DKK [207,173.00] corresponding to [2.071.730] new shares. The capital increase has to be made by payment of cash, non-cash contribution or debt conversion. The subscription price is determined by the board of directors and has to be at market value.

3.1(c) The board of directors' authorizations according to clause 3.1 (a) and 3.1 (b) above can altogether in total be utilized to increase the share capital with a total of nominally DKK [207,173.00].

3.1(d) In the event of a capital increase according to the clause 3.1. (a) and 3.1. (b), the shares have to be paid in full, registered in the name of the holder and written in the company's register of shareholders. The new shares shall be negotiable instruments and, in every way, have the same rights, as the existing



shares, including in relation to rights of redemption and transferability. The new shares will carry dividend rights for the current financial year on equal terms with the existing shares.

The motion can be adopted by a majority of at least 2/3 of the votes cast according to the represented capital present at the general meeting.

The share capital and the shareholders' participation and voting right

The company's share capital amounts to nominally DKK 828,690 divided on shares of DKK 0.10. At the general meeting, each share of DKK 0.10 gives one vote.

A shareholder's right to participate at the general meeting and to vote is determined in proportion to the number of shares the shareholder holds at the date of registration. The registration date is one week before the general meeting is held on 24 March 2020.

The shares held by shareholder is calculated on the registration date based on the recordings of the shareholders number of shares in the shareholders register and any information on the shareholder's holding received by the company on the registration date for the purpose of registration, but which has not yet, however, been recorded in the shareholders register.

Participation

Shareholders who are entitled to and wishes to participate in the general meeting must inform the company on their participation no later than 20 March 2020 at 12 noon by email to investor@agillic.com.

Proxy

Shareholders who have requested an access card can appear in person or by proxy at the general meeting. The proxy can be given as follows:

- In writing by using a proxy and postal vote form which can be obtained on the company's website under the menu "Investor" and "General Meeting". When filled in and signed, the form can be forwarded as a scanned document to investor@agillic.com.

The proxy form must be forwarded no later than 20 March 2020 at 12 noon.

A shareholder can choose to cast votes either by proxy or by postal vote, see below, but not by both methods.

The right to attend and vote by proxy must be substantiated by adequate documentation. If adequate documentation is not presented, the right to participate and/or vote may be denied according to the specific circumstances.

Postal vote

Shareholders who are not able to attend the general meeting may cast their votes by postal vote. Postal voting can be made as follows:

- In writing by using a proxy and postal vote form which can be obtained on the company's website under the menu "Investor" and "General Meeting". When filled in and signed, the form can be forwarded as a scanned document to investor@agillic.com.

Postal votes must be forwarded no later than 23 March 2020 at 12 noon.



A shareholder can choose to cast votes either by postal vote or by proxy, see below, but not by both methods.

Additional information

Until and on the day of the general meeting, additional information regarding the general meeting will be available on the company's website, including:

- The notice of the general meeting, including the agenda and motions
- Proxy and postal vote form to be used for voting by proxy or by postal vote, and
- Information on the total number of shares and voting right on the date of the notice.

The general meeting will be conducted in Danish.

Questions from the shareholders

Prior to the general meeting, the shareholders can submit questions to the agenda or documents etc. regarding the general meeting by sending these in writing to the company at the company's address or by email to investor@agillic.com.

Questions must be received by the company no later than on 20 March 2020 at 12 noon.

Copenhagen, 10 March 2020

Agillic A/S

The board of directors



Appendix 1 – Background information on candidates proposed for re-election as members of the board of directors

Johnny Emil Søbæk Henriksen has been chairman of the board in the company since 2013. Johnny was CEO in DDB Group Denmark during the period 2002-2013, CEO for Tribal DDB Europe and member of Tribal DDB Worldwide Board of Directors during the period 1999-2002. Johnny has had several board member positions, including member of the board in Omnicom Mediagroup Nordic during the period 2006-2012 and member of the board in Danske Reklamebureauers Brancheforening during the period 2006-2012.

Current executive positions:

Interactive Circle ApS (1/6 1996-)

Ad.Andco ApS (29/6 1999-)

New Deal ApS (23/7 2013-)

Think Holding Aps (23/12 1998-)

Current board member positions:

Newco ApS (Chairman) (19/8 2013-)

Armstrong One ApS (3/10 2016-)

Agillic Limited (26/9 2011 -

Executive positions during the past 5 years

Newco ApS (23/7 2013-19/8 2013)

Board member positions during the past 5 years

None

Peter Aue Elbek has been member of the board of directors since January 2013. Peter has invested in startups and mid-sized companies for the past 15 years, primarily within the IT and financial industry, and has been an active member of the board in several of these companies, including Brathwait Inc. and Eagle Rock A/S. During the period 2001-2004, Peter was managing director in Nomura Ltd. and was Managing Director in Bear Stearns Inc. during the period 1997-1999.

Current executive positions

Bulgari Invest ApS (18/11 2005-)

PE Invest ApS (24/4 2006-)

New Deal ApS (23/7 2013-)

Gateway Property Invest A/S (25/4 2006-)

Newco ApS (23/7 2013-)



Current board positions

Balchik Bellevue 1 A/S (13/2 2006-)

Balchik Eagle Rock A/S (18/11 2005-)

Gateway Property Invest A/S (25/4 2006-)

Balchik Bellevue 2 A/S (22/3 2006-)

Newco ApS (19/8 2013-)

Brathwait Inc. (21/11 2017-)

Armstrong One ApS (23/2 2018-)

Agillic Limited (1/1 2013-)

Executive positions during the past 5 years

None

Board positions during the past 5 years

Tuzlata Panorama View A/S (21/3 2006 – 1/8 2013)

Deskwolf A/S (23/9 2014 – 15/6 2016)

Milestones Capital A/S (10/11 2014 – 21/11 2017)

Komplementarselskabet ML Asia Fund ApS (5/10 2007-)

Jesper Genter Lohmann has been a member of the board of directors since September 2013. Jesper is manager in the venture company Dico ApS and has for more than 15 years been working with investments in and development of IT companies, primarily within software, e-commerce and Software as a Service. Jesper has been manager and chairman of the board in several growth companies, including DIBS Payment Services A/S during the period 2005-2010, which was listed on Nasdaq First North in Stockholm 2017. Furthermore, Jesper is chairman of the board in Reepay A/S and Telefaction A/S and member of the board in Logpoint A/S and SimpleSite A/S.

Current executive positions

Dico ApS (8/3 2017-)

Lohmann Holding ApS (27/2 2004-)

Current board member positions

Reepay A/S (Chairman) (22/12 2014-)

Telefaction A/S (Chairman) (12/9 2012-)

Newco ApS (19/8 2013-)

SimpleSite ApS (7/5 2013-)



Logpoint A/S (8/10 2012-)

EEGW Persano ApS (30/6 2011-)

K/S UK Supermarkets I (26/1 2017-)

UK Supermarkets I Komplementar ApS (26/1 2017-)

K/S Habro-Ipswich City (chairman) (23/3 2010-)

Habro Komplementar-30 ApS (chairman) (23/3 2010-)

Agillic Limited (1/8 2013-)

Executive positions during the past 5 years

Infopaq Rights ApS (7/11 2013 - 6/9 2016)

Vacasol international A/S (12/2 2010 – 31/10 2014)

Board member positions during the past 5 years

Online Grænsehandel Group A/S (7/4 2014 – 17/11 2016)

Vacasol International A/S (4/1 2012 – 17/11 2016)

Mikael Konnerup has been a member of the board of directors since September 2013. Mikael is founder and manager of the venture company Dico ApS. Mikael has performed venture capital business activities since 1994 and has invested in more 50 companies, primarily within the IT industry, including Jubii A/S, Telebilling A/S, Phase One A/S and DIBS Payment Services A/S. Mikael was member of the board in Erria A/S during the period 2005-2008 when the company was listed in Denmark, and member of the board in DIBS AB during the period 2006-2011 when the company was admitted for trading in Sweden. Mikael is further chairman of the board in No Lemon Invest A/S and Consortio IT ApS and board member in Omni Technical Solutions A/S and Armstrong One ApS.

Current executive positions

Dico ApS (21/3 2007-)

Dico PE2 ApS (10/6 2015-)

Frihedsløst ApS (11/2 2014-)

Globework ApS (11/5 2007-)

Ini ApS (23/9 2005-)

C13 ApS (19/4 2004-)

Christelco ApS (15/4 1986-)

Current board member positions

Omni Technical Solutions A/S (29/9 2011-)

Consortio IT ApS (Chairman) (23/8 2016-)



No Lemon Invest A/S (Chairman) (26/9 2011-)
EEGW Persano ApS (Chairman) (22/12 2010-)
Newco ApS (19/8 2013-)
Armstrong One ApS (3/10 2016-)
Agillic Limited (1/8 2013-)

Executive positions during the past 5 years

Dialmini ApS (25/11 2008 – 18/2 2015)
GW Invest ApS (12/10 2005 – 3/2 2015)

Board member positions during the past 5 years

Globeteam A/S (16/9 2006 – 16/1 2018)
AMS Holdings A/S (29/9 2011 – 2/6 2017)
Vacasol International A/S (31/10 2014 – 28/10 2015)
Telebilling Systems A/S (3/4 2001 – 12/5 2015)
Telebilling A/S (29/9 2000 – 12/5 2015)

Casper Moltke-Leth has been a member of the board of directors since 5 February 2018. Casper is partner in the international law firm Bird & Bird where he heads the corporate/M&A team. Casper has thorough experience with international companies and board work and has during the past 10 years been member of several boards of directors. Casper is presently e.g. chairman of the Neye Foundation which owns Neyes A/S, in Copenhagen Group A/S-koncernen, GSA Ejendomme A/S-koncernen, and is member of the board in other companies and foundations.

Current board member positions

Copenhagen Group A/S (18/12 2008-)
Copenhagen Contractors A/S (26/4 2006-)
Walls A/S (Chairman) (6/8 2010-)
Konservesgaarden A/S (18/5 1998-)
Walls Nordhavn A/S (Chairman) (23/6 2014-)
Penon Invest ApS (27/7 2017-)
Neye-Fonden (Chairman) (18/6 2009-)
A/S Bymidten (Chairman) (7/10 2002-)
Walls Bryggen A/S (20/1 2005-)
Gsa Ejendomme A/S (Chairman) (1/5 2011-)



Copenhagen Election A/S (9/7 2007-)
Copenhagen Global A/S (Chairman) (8/2 2010-)
Handwerk Holding A/S (Chairman) (30/6 2010-)
Clovelly Holding A/S (30/6 2012-)
Stay Management A/S (Chairman) (15/5 2014-)
P/S Ejendomsselskabet Fortkaj (Chairman) (23/6 2014-)
Neye Holding A/S (Chairman) (29/9 2014-)
Neye A/S (Chairman) (26/11 2014-)
Studio Management ApS (Chairman) (25/6 2015-)
Walls Kastellet A/S (26/8 2015-)
P/S Ejendomsselskabet Indiakaj (Chairman) (17/9 2015-)
Bahia Fenicia Denmark ApS (7/7 2017-)
Bahia Fenicia Denmark 2 ApS (7/7 2017-)
Walls Nordhavn II A/S (Chairman) (28/11 2017-)
P/S Ejendomsselskabet Stubkaj (Chairman) (29/11 2017-)
Dyal 1 ApS (Chairman) (15/12 2017-)
P/S Dyal Investments (Chairman) (15/12 2017-)
Current executive positions
Camolle ApS (23/5 2011-)
Tcml Invest ApS (8/2 2000-)
Executive positions during the past 5 years
None
Board member positions during the past 5 years
A-Huset Invest ApS (19/2 2004-27/09 2016) (Chairman)
True North ApS (4/11 2013-19/4 2017) (Chairman)
Copenhagen Arctic A/S (5/3 2014-11/12 2014) (Chairman)
Ny Kongensgade ApS (8/7 2010-21/12 2018) (Chairman)
EXFORMATICS A/S (1/2 2018-20/11 2018) (Chairman)



For further information, please contact:

Emre Gürsoy, CEO, Agillic A/S

+45 3078 4200

emre.gursoy@agillic.com

Christian Tange, CFO, Agillic A/S

+45 2948 8417

Christian.tange@agillic.com

Certified Adviser

Tofte & Company

Sasja Dalgaard sd@toftecompany.com

Christian IX's Gade 7, 1111 Copenhagen K

About Agillic A/S

Agillic is a Nordic software company enabling marketers to maximise the use of data and translate it into relevant and personalised communication establishing strong relations between people and brands. Our customer marketing platform uses AI to enhance the business value of customer communication. By combining data-driven customer insights with the ability to execute personalised communication, we provide our clients with a head start in the battle of winning markets and customers.

Besides the company headquarter in Copenhagen, Agillic has sales offices in London (UK) and Stockholm (Sweden), Zurich (CH), as well as a development unit in Kiev (Ukraine). For further information, please visit www.agillic.com

Agillic A/S (publ) (Nasdaq First North Copenhagen: AGILC) is obligated to publish the above information in compliance with the EU Market Abuse Regulation. The information was published via agent by Agillic A/S on 10 March 2020.