

Corporate Announcement

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 Monday 6 May 2019, at 10.00 a.m. at Vestergade 8-16, 8600 Silkeborg, Denmark.

At the Annual General Meeting held on 26 March 2019, the motion to amend the Articles of Association was adopted. However, the members in general meeting with a right to vote represented less than 90% of the share capital, wherefore the final adoption of the amendment to the Articles of Association is subject to adoption at an Extraordinary General Meeting.

The AGENDA for consideration and final adoption:

Motion proposed by the Supervisory Board:

- a. Reduction of Jyske Bank's nominal share capital by DKK 33,505,000, or 3,350,500 shares of a nominal value of DKK 10, from DKK 849,450,440 to DKK 815,945,440. With reference to S.188(1) of the Danish Companies Act we point out that the capital reduction takes place through cancellation of previously acquired own shares acquired by Jyske Bank in accordance with authorisation from members in general meeting. Hence, the capital reduction is spent on payment of capital owners.

If the motion is adopted, the company's holding of own shares will be reduced by 3,350,500 shares of a nominal value of DKK 10. These shares have been bought back at a total amount of DKK 999,979,615 which implies that apart from the nominal capital reduction a total amount of DKK 966,474,615 has been paid to the capital owners in connection with the buy-backs. The capital reduction takes place at a share premium since it will be at 298.46 for each share of a nominal amount of DKK 10, corresponding to the average price at which the shares have been bought back.

In consequence of the above, the following amendments to the Articles of Association are proposed:
Art. 2 to be amended to the effect that Jyske Bank's nominal share capital be DKK 815,945,440 distributed on 81,594,544 shares.

- b. In connection with the proposed amendments to the Articles of Association, the Supervisory Board proposes that the members in general meeting authorise the Supervisory Board to make such amendments as may be required by the Danish Business Authority in connection with registration of the Articles of Association.

- c. 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: <https://investor.jyskebank.com/investorrelations/generalmeetings>.

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

Jyske Bank's share capital is DKK 849,450,440, comprising shares at a face value of DKK 10. Each share amount of DKK 10 shall give 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 29 April 2019, or the title to such share shall be notified and documented to the Bank within that same time limit.

Proxy and postal vote

Shareholders may as from 10 April to 2 May 2019 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 10 April to 3 May 2019 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 vpinvestor@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 Jyske 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. 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 Jyske 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 10 April 2019:

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

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 10 April 2019 and must be ordered by Thursday 2 May 2019 at the latest.

Jyske Bank will like previous years send admission cards via email. Therefore, you must - if you have not already registered your email address at InvestorPortalen - register your email address 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 April 2019
The Supervisory Board