

MINUTES OF THE ANNUAL GENERAL MEETING

ANNUAL GENERAL MEETING

17 APRIL 2020

A/S ØRESUNDSFORBINDELSEN

(CVR NO: 15807830)

The annual general meeting of A/S Øresundsforbindelsen (CVR no. 15807830) was held on 17 April 2020 at 8.20 am at the company's premises at Vester Søgade 10, 5th floor, DK-1601 Copenhagen.

The agenda was as follows:

1. Election of chairman of the meeting
2. Approval of the annual report
3. Resolution on appropriation of profits or the covering of loss in accordance with the approved annual report
4. Resolution to discharge the Board of Directors and the Management Board
5. Any proposals from the Board of Directors or shareholder
 - 5.1. Amendments to the articles of association
6. Election of members to the Board of Directors, including election of the chairman and the deputy chairman
7. Determination of the remuneration of the Board of Directors
8. Election of auditor/auditors

Re 1. Election of chairman of the meeting

Senior Commercial Legal Advisor, lawyer Charlotte Yun Linde was elected chairman of the meeting. She stated that the entire share capital was represented, that the general meeting was duly convened, and that the annual general meeting was legal and competent in every respect.

Re 2. Approval of the annual report

The chairman of the board of directors presented the annual report for 2019 audited by PwC.

The annual report was adopted.

Re 3. Resolution on the appropriation of profits or the covering of loss in accordance with the approved annual report

The annual report for 2019 for A/S Øresundsforbindelsen shows a loss of DKK 383.7 million.

The Board of Directors proposed the loss to be carried forward to next year.

The annual general meeting approved the Board of Directors' proposal.

Re 4. Resolution to discharge the Board of Directors and the management board

The annual general meeting discharged the Board of Directors and the Management Board from their obligations in respect of the accounts.

Re 5.1. Amendments to the articles of association

It has been proposed to simplify the governance structure of the Sund & Bælt Group.

Thus, the Board of Directors in Sund & Bælt Holding A/S' subsidiaries will in the future consist of employees from Sund & Bælt Holding A/S. As a consequence, it is proposed to make a reduction in the number of members of the Board of Directors in A/S Øresundsforbindelsen.

The chairman of the general meeting therefore presented the draft revised articles of association to the company which has been enclosed as Exhibit 1 to the notice of the general meeting.

According to the draft revised articles of association it was proposed to amend section 4.1., thus the company is managed by a Board of Directors of 3-5 members elected by the general meeting.

Section 4.1 will then read as follows:

"The Company is managed by a Board of Directors of 3 to 5 members elected by the General Meeting for a period of 2 years. Members of the Board of Directors are eligible for re-election. The maximum of 5 members does not include the number of members that may be elected under the rules on employee representation in the Danish Companies Act."

The amendment was adopted by the general meeting.

Re 6. Election of members to the Board of Directors, including election of the chairman and the deputy chairman

According to the company's articles of association all board members elected by the general meeting are elected for two years at a time.

The following current members of the Board of Directors elected by the general meeting were up for election this year:

Peter Frederiksen (chairman)
Ruth Schade
Lene Holmegaard Lange

As a consequence of the changed governance structure in the Sund & Bælt Group it was not proposed to re-elect the members. Thus, Peter Frederiksen, Ruth Schade and Lene Holmegaard Lange are resigning as board members, including Peter Frederiksen as chairman.

The annual general meeting proposed that Jørn Tolstrup Rohde, who is currently deputy chairman of the Board of Directors, Walter Christophersen and Claus Jensen resigns as board members, including Jørn Tolstrup Rohde as deputy chairman.

The annual general meeting proposed CEO Mikkel Hemmingsen as new board member and new chairman of the board of directors. Moreover, the annual general meeting proposed legal advisor Louise Friis and CFO Mogens Hansen as new board members, including Louise Friis as new deputy chairman of the Board of Directors. As a consequence Mikkel Hemmingsen resigns as CEO of A/S Storebæltsforbindelsen.

CVs with background information on the candidate had been attached to the notice of the annual general meeting in the company as Exhibit 2.

The general meeting approved the proposals.

The Board of Directors now consists of the following board members elected by the general meeting

Mikkel Hemmingsen (chairman)
Louise Friis (deputy chairman)
Mogens Hansen

Re 7. Determination of the remuneration of the Board of Directors

The board of directors does not receive board remuneration.

Re 8. Election of auditor/auditors

In connection with the expiry of the current agreement with Pricewaterhouse Coopers, State authorized audit partner company, a tender has been made in accordance with the procurement directive 2014/24/EU. The tender included an agreement to carry out statutory audit for the Sund & Bælt Group, including A/S Øresund. Based on the criteria, cost as well as organization and staffing an evaluation was made of the tenders received. The evaluation shows that Deloitte, State authorized audit partner company, has submitted the most economically advantageous offer.

On that background the Board of Directors recommended that Deloitte be elected as auditor. This is consistent with the recommendation of the Audit Committee.

The Audit Committee has neither been influenced by third parties nor been subject to agreements with third parties that limit the general meeting's election to certain auditors or certain auditing firms.

The recommendation of electing Deloitte as the company's auditor was adopted by the general meeting.

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Adopted by the Annual General Meeting on 17 April 2020

Chairman:

A blue ink signature of Charlotte Yur Linde.

Charlotte Yur Linde