

Marel: Annual General Meeting 2024

The Annual General Meeting of Marel hf. will be held at the Company's headquarters at Austurhraun 9, Gardabaer, Iceland and virtually on Wednesday 20 March 2024 at 16:00 GMT

Draft Agenda:

1. Opening remarks. Election of Chair and Secretary of the meeting
2. Board of Directors' report on activities of the Company for the previous operating year
3. CEO's operational report
4. Submission of the annual accounts of the Company for the preceding year for confirmation **(Voting item)**
5. Decision on how to address the profit from the Company's operations for the year 2023 **(Voting item)**
6. Proposal on the Company's remuneration policy **(Voting item)**
7. Decision on remuneration to the members of the Board of Directors for the year 2024 **(Voting item)**
8. Decision on remuneration of the Company's auditors for the preceding year of operation **(Voting item)**
9. Board of Directors' proposals concerning changes to the Company's Articles of Association
 - 9.1. Article 15.1 – Proposal to renew the authorization in Article 15.1 of the Company's Articles of Association. The Article authorizes the Board of Directors to increase share capital up to the amount of 35,000,000 nominal value to fulfil obligations in relation to stock option agreements entered into with employees. **(Voting item)**
 - 9.2. Article 15.2 - Proposal to renew the authorization in Article 15.2 of the Company's Articles of Association. The Article authorizes the Board of Directors to increase share capital up to the amount of 75,000,000 nominal value to use in relation to acquisition of new businesses. **(Voting item)**
10. Election of the Board of Directors
Proposal for appointments of members to the Board of Directors
 - 10.1. Ann Elizabeth Savage **(Voting item)**
 - 10.2. Arnar Thor Masson **(Voting item)**
 - 10.3. Astvaldur Johannsson **(Voting item)**
 - 10.4. Lillie Li Valeur **(Voting item)**
 - 10.5. Olafur Steinn Gudmundsson **(Voting item)**
 - 10.6. Svafa Grönfeldt **(Voting item)**
 - 10.7. Ton van der Laan **(Voting item)**



11. Election of the Company's auditors **(Voting item)**
12. Proposal to renew authorization to the Board of Directors to purchase treasury shares of the Company **(Voting item)**
13. Any other business lawfully presented and close of the meeting

The Annual General Meeting (AGM) is a hybrid meeting, where shareholders can participate in the meeting through virtual means or by attendance at the Company's headquarters in Austurhraun 9, Garðabær, Iceland. Voting before and during the AGM will be electronic only. Shareholders have a right to appoint a proxy to attend and vote on their behalf at the AGM.

REGISTRATION OPENS AT 09:00 GMT MONDAY 19 FEBRUARY AND CLOSSES AT 23:59 GMT ON MONDAY 18 MARCH. REGISTRATIONS TO THE MEETING HAVE TO BE RECEIVED BY THE COMPANY BEFORE 23:59 GMT ON MONDAY 18 MARCH. It will not be possible to register attendance to the meeting at the meeting place on the day of the meeting.

Please note that shareholders holding shares on both Nasdaq Iceland and Euronext Amsterdam must follow the instructions for both markets.

Shareholders holding shares listed on Nasdaq Iceland register their attendance to the AGM through the LUMI AGM platform on www.lumiconnect.com/meeting/marelagm2024 to receive login credentials for attendance and voting.

Shareholders holding shares listed on Euronext Amsterdam register their attendance to the AGM with their respective custodian/broker (intermediary). ABN AMRO is Marel's AGM agent for shares listed on Euronext Amsterdam and custodians/brokers (intermediaries) can access a web portal through ABN AMRO's website www.abnamro.com/intermediary to register to the AGM on behalf of their clients. Shareholders/beneficial owners can also register to the AGM via www.abnamro.com/evoting. Registrations to the meeting have to be received by the Company before 23:59 GMT on Monday 18 March.

Candidatures for the Board of Directors shall be submitted in writing to the Board of Directors no later than 14 full days prior to the meeting, i.e. before Wednesday 6 March at 16:00 GMT.

Shareholders are entitled to have a specific matter taken for consideration at the AGM and such proposals shall be accompanied by a statement or draft resolution to the Board of Directors. The proposals and accompanying documents must have been submitted to the Board of Directors at least seven days prior to the meeting, i.e. by the latest on 13 March at 16:00 GMT, via e-mail to agm@marel.com

The meeting will be conducted in English. On the Company's AGM website, www.marel.com/agm further information in relation to the AGM can be found, including information on the right of shareholders to submit items and proposals to the meeting's agenda, a draft agenda for the meeting, proposals of the Board of Directors, Company's annual financial statements for the year 2023, information on the total number of shares and voting rights as of 16 February 2024, rules on electronic voting and further information on registration and voting.



The meeting's agenda and final proposals will be available to shareholders fourteen days prior to the meeting on www.marel.com/agm

The Board of Directors of Marel hf.

Investor Relations

For further information, please contact Marel Investor Relations via email ir@marel.com or tel. +354 563 8001.

About Marel

Marel (NASDAQ: MAREL, AEX: MAREL) is a leading global provider of advanced food processing equipment, systems, software and services to the food processing industry. Established in 1983, we have around 7,500 employees and a presence in more than 30 countries, servicing customer accounts in over 140 countries. We are listed on Nasdaq Iceland and Euronext Amsterdam, and in 2023 we delivered EUR 1.7 billion in revenues, with 46% coming from recurring aftermarket services and software. We invest 5-6% of revenues in innovation every year, setting new benchmarks in processing poultry, meat, fish as well as pet food, aqua feed and plant protein. Utilizing cutting edge technologies such as robotics, data-driven solutions, automation and software, we empower our customers to increase yield, ensure food safety, improve sustainability and ultimately create value for their businesses. For further information, please visit marel.com/ir.

Attachments

[Marel: Annual General Meeting 2024](#)

[Marel AGM 2024 Draft Agenda and Proposals of the Board of Directors](#)