



Tivoli, 30 April 2012

Company announcement - Tivoli A/S - Minutes of the Annual General Meeting

On 30 April 2012, Tivoli A/S held its Annual General Meeting with the attached agenda.

The annual report was adopted, including the Supervisory Board's proposal for distribution of the profits for the year, which comprise payment of dividend of DKK 6.125 million, equivalent to DKK 10.71 for a shareholding with a nominal value of DKK 100. The remainder of the profits will be added to the company's distributable reserves.

At the Annual General Meeting, the Supervisory Board was authorised by the Annual General Meeting to acquire own shares.

Furthermore, the Annual General Meeting resolved to adopt the Supervisory Board's proposal for an amendment to the incentive scheme for the Executive Board, allowing the allotment of an annual bonus to the Executive Board of up to 125% of the fixed gross fee.

The Annual General Meeting also adopted a number of amendments to article 5 and the first clause of article 9, paragraph 2, of the company's articles of association, mainly in the form of more precise formulations.

The current Board members elected by the Annual General Meeting, Jørgen Tandrup, Mads Lebech, Tommy Pedersen and Ulla Brockenhuus-Schack, were re-elected. In addition, two employee representatives, Maria Fergadis and John Høegh Berthelsen, are members of the Board.

On the motion of the Supervisory Board, PricewaterhouseCoopers Statsautoriseret Revisionsaktieselskab was elected as auditors.

At a subsequent Board meeting, the Board constituted itself with Jørgen Tandrup as chairman and Mads Lebech as deputy chairman.

Yours faithfully,

TIVOLI

Lars Liebst  
CEO

Contact: Stine Lolk, Vice President, Communications & Entertainment (tel. +45 33 75 03 38)



## **Tivoli A/S**

# **Annual General Meeting**

The Company's Annual General Meeting is to be held at 2 p.m., Monday 30 April 2012 in the Tivoli Concert Hall, Tivoli, Vesterbrogade 3, 1630 Copenhagen V. Access to the Concert Hall is via the main entrance or the entrance across from the Central Station.

### **AGENDA**

1. The report of the Supervisory Board on the company's activities over the preceding year.
2. Presentation of annual report for approval.
3. Decision on the distribution of profit in accordance with the approved annual report.
4. Proposals from the Supervisory Board and shareholders.
  - a) The Supervisory Board proposes the motion that the Supervisory Board be authorised until next year's General Meeting to allow the company to acquire its own shares of up to 10% of the share capital at the current market price at the time of acquisition with a divergence of up to 10%.
  - b) The Supervisory Board proposes an amendment to the incentive scheme for the Executive Board, allowing the allotment of an annual bonus to the Executive Board of up to 125% of the fixed gross fee.
  - c) The Supervisory Board proposes a number of amendments to the company's articles, mainly in the form of more precise formulations.
5. Election of members of the Supervisory Board.
6. Election of auditors.
7. Any other business.

The agenda and complete proposals plus the annual report are available for inspection by the shareholders at the Tivoli Ticket Centre, Vesterbrogade 3, 1630 Copenhagen V. The material will also be sent to the company's listed shareholders and to all other shareholders at their request. The annual report can be downloaded at [www.tivoli.dk](http://www.tivoli.dk) (under "Tivoli A/S") and collected at Tivoli's offices, Vesterbrogade 3, 1630 Copenhagen V.

Also, the following documents and information are published on the company website, [www.tivoli.dk](http://www.tivoli.dk) (under "About Tivoli A/S"): (i) the convening notice, (ii) the total number of shares and voting rights on the date of the General Meeting being called, (iii) the documents to be presented at the General Meeting, including the revised annual report, (iv) the agenda of the General Meeting and the complete proposals, and (v) forms for voting by post and proxy voting.

The company's share capital is DKK 57,166,600 divided into shares of DKK 10 or multiples thereof. Each share of DKK 10 carries one vote. Shareholders are entitled to participate in and vote at the General Meeting if they have, not later than one week before the General Meeting, had their shares registered in the register of owners, or contacted the company with a view to registration, and this request has been received by the company. In addition, the shareholders must have announced their participation in the General Meeting not later than three days before the General Meeting. The company has appointed Danske Bank as its account-holding bank, through which the company's shareholders can exercise their financial rights.

Participation in the General Meeting can be announced to and entry cards and voting slips requested from VP Investor Services A/S, tel. +45 43 58 88 66, or on the Internet at [www.vp.dk/gf](http://www.vp.dk/gf), as from Friday 30 March up until Thursday 26 April 2012. Shareholders may vote by post prior to the General Meeting using the forms sent to the shareholders together with the convening notice for the General Meeting. Voting by post is not conditional on the shareholder having requested an entry card. The deadline for voting by post is at 4 p.m., 27 April 2012.

Shareholders may vote by proxy at the General Meeting. The proxy must be in writing and dated. Should proxy be given to a third party, this person must announce his or her participation and order an entry card in the same fashion as the shareholders. If proxy is given to the Supervisory Board, the proxy must be given for a specific General Meeting with an already published agenda.



**The Supervisory Board  
Tivoli A/S**