

«Address1»  
«Address2»  
«Address3»  
«Address4»  
«Address5»

**Nordea 1, SICAV**  
**Société d'Investissement à Capital Variable**  
**Registered Office: 562, rue de Neudorf, L-2220 Luxembourg**  
**R.C.S. Luxembourg B 31442**

## NOTICE OF MEETING

Notice is hereby given to the shareholders of Nordea 1, SICAV (the "Company") that the annual general meeting of shareholders shall be held at the registered office of the Company on **21 April 2023 at 10:00 CET** (the "Meeting"). The agenda of the meeting can be found on the following page.

The resolutions on the agenda require no quorum and will be taken at the majority of the shareholders present or represented at the Meeting and voting. Each share is entitled to one vote. Fractions of shares have no voting rights. The majority requirements for the Meeting shall be determined in accordance with the number of shares issued and outstanding 5 (five) days prior to the date of the Meeting.

Shareholders are herewith provided with the possibility to express their vote by means of **proxy voting submitted in electronic form**. Proxy forms can be obtained from the registered office of the Company or through shareholders' usual professional / financial advisor or intermediary as the case may be.

In order to vote at the Meeting, shareholders may be present in person provided that proof of the shareholder's identity is given and that the shareholder has informed the Company, for organisational reasons, in writing of his intention to attend the Meeting no later than **18 April 2023, 17:00 CET, by e-mail to [NIFSA.DSRD@nordea.lu](mailto:NIFSA.DSRD@nordea.lu), or to their usual professional / financial advisor or intermediary, as applicable.**

Shareholders who cannot personally attend the Meeting may act by proxy. Proxy forms can be obtained from the registered office of the Company. Shareholders are invited to send the duly completed and signed proxy form to arrive no later than **18 April 2023, 17:00 CET by e-mail to [NIFSA.DSRD@nordea.lu](mailto:NIFSA.DSRD@nordea.lu), or to their usual professional / financial advisor or intermediary, as applicable.**

Copies of the reports of the Board of Directors and of the independent Auditor, as well as the annual report of the Company (including the audited financial statements) for the fiscal year ended on 31 December 2022 are available for inspection at the registered office of the Company. Shareholders may also request from the Company or through their usual professional / financial advisor or intermediary to be sent a copy of such reports.

By order of the Board of Directors  
Luxembourg, 24 March 2023

**Nordea 1, SICAV**  
562, rue de Neudorf  
P.O. Box 782  
L-2017 Luxembourg  
Tel + 352 27 86 51 00  
Fax + 352 27 86 50 11  
[nordeafunds@nordea.com](mailto:nordeafunds@nordea.com)  
[nordea.lu](http://nordea.lu)

## Items requiring your vote – please respond by 18 April 2023

1	<b>Submission of the reports of the board of directors of the Company (the “Board of Directors”) and each member individually a “Director”) and of the report of the Company’s approved statutory auditor for the fiscal year ended 31 December 2022 (the “Auditor”)</b>	Shareholders to approve the report of the Board of Directors and the report of the Auditor for the fiscal year ended 31 December 2022.
2	<b>Approval of the balance sheet and the profit and loss statement for the fiscal year ended 31 December 2022</b>	Shareholders to approve the balance sheet and the profit and loss statement as at 31 December 2022 as presented in the audit annual report.
3	<b>Ratification and, to the extent necessary, approval of the payments of the dividends distributed during financial year 2022</b>	Shareholders to ratify and, to the extent necessary, approve the payments of the dividends made during the financial year 2022.
4	<b>Allocation of net results and approval of yearly dividend</b>	Shareholders to approve the yearly dividends distribution for the financial year 2022, with ex-date 24 April 2023 and pay date 27 April 2023.
5	<b>Discharge to the Directors in respect of the carrying out of their duties during the financial year ended 31 December 2022</b>	Shareholders to approve discharge of the Directors for the performance of their duties for the financial year ended 31 December 2022.
6	<b>Discharge to the Auditor in respect of the carrying out of their duties during the financial year ended 31 December 2022</b>	Shareholders to approve discharge of the Auditor for the performance of their duties for the financial year ended 31 December 2022.
7	<b>Acknowledgment of Lars Eskesen’s decision not to be re-appointed as Director of the Company</b>	Shareholders to Acknowledge Mr Lars Grønberg Eskesen’s decision not to be re-appointed as Board Member;
8	<b>Re-appointment of the current Directors of the Company</b>	Shareholders to approve the re-appointment of Mr Claude Kremer, Mrs Sheenagh Gordon-Hart as independent board members, Mr Christophe Girondel, and Mr Brian S. Jensen as executive board members until the next annual general meeting of shareholders in 2024
9	<b>Submission of Anouk Agnes and Henrika Vikman as new Directors of the Company</b>	Shareholders to approve the appointment of Mrs Anouk Agnes as new independent board member and Mrs Henrika Vikman as new executive board member until the next annual general meeting of shareholders in 2024
10	<b>Re-appointment of the Auditor of the Company</b>	Shareholders to approve the re-appointment of <i>PricewaterhouseCoopers, Société Coopérative</i> as auditor of the Company until the next annual general meeting of shareholders that will approve the accounts for the financial year ending on 31 December 2023

<b>11</b>	<b>Approval of Directors' fees for the 2023 financial year</b>	Shareholders to approve suggested fees for the independent directors: the proposed aggregate compensation is EUR 100,000 for the 2023 financial year. Nordea representatives do not receive any compensation for their directorship.
<b>12</b>	<b>Miscellaneous</b>	Any additional agenda item to be brought to the shareholders' attention.