

**Stock exchange announcement no. 7 – Tivoli A/S – minutes of the 2017 Annual General Meeting**

On Friday 21 April 2017, 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 18.8 million, equivalent to DKK 3.29 per share with a nominal value of DKK 10. 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. The Annual General Meeting voted against the shareholder proposal, which encouraged the Supervisory Board to investigate whether the Company discriminates in its employment of unskilled workers based on ethnicity or origin.

The current Supervisory Board members elected by the Annual General Meeting, Jørgen Tandrup, Mads Lebech and Ulla Brockenhuus-Schack were re-elected. Tommy Pedersen resigned from the Supervisory Board and Tom Knutzen was elected as new Supervisory Board member. In addition, two employee representatives, John Høegh Berthelsen and Tue Krogh-Lund, are members of the Supervisory Board.

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

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

Yours faithfully,

Lars Liebst  
CEO

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## Tivoli A/S – Annual General Meeting

The Company's Annual General Meeting will be held at 1:00 p.m. on Friday 21 April 2017 in the Tivoli Concert Hall, Tivoli, Vesterbrogade 3, 1630 Copenhagen V. Access to the Concert Hall is via the Main Entrance or the entrance opposite 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 Annual 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) Shareholder Henning Dam Poulsen proposes that the Supervisory Board is encouraged to investigate whether the Company discriminates in its employment of unskilled workers based on ethnicity or origin.
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 Box Office, Vesterbrogade 3, 1630 Copenhagen V. The material (apart from the annual report) 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 "About Tivoli") and collected at the Tivoli Box Office, Vesterbrogade 3, 1630 Copenhagen V.

Also, the following documents and information are published on the company's website under [www.tivoli.dk/aktionaer](http://www.tivoli.dk/aktionaer): (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 audited annual report; (iv) the agenda of the General Meeting and the complete proposals; and (v) the forms for voting by post and by proxy.

The company's share capital is DKK 57,166,600 divided into shares of DKK 10. Each share of DKK 10 entitles the holder to one vote. Shareholders are entitled to participate in and vote at the General Meeting if they have, no 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 no 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.

From Monday 20 March 2017 until Tuesday 18 April 2017, participation in the General Meeting can be announced and entry cards and voting slips can be 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). 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. VP Investor Services A/S must receive any postal votes by 11:59 p.m. on Tuesday 18 April 2017.

As a new initiative, Tivoli A / S will send entry cards via e-mail. This requires that the shareholder's email address is registered at the Investor Portal. It is possible to register an email address upon registration. After registration, an entry pass will be sent per email in PDF. The entry pass can be printed or brought along on a smartphone or tablet. In case of a forgotten entry card, such can be reprinted upon presentation of identification. Ballot papers are handed out at the access registration point of the Annual General Meeting. Entry cards may still be requested by regular post.

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.

Copenhagen, 20 March 2017

**The Supervisory Board**  
**Tivoli A/S**

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