

GENERALFORSAMLINGSPROTOKOLLAT

KALAALLIT AIRPORTS A/S

MINUTES OF GENERAL MEETING

KALAALLIT AIRPORTS A/S

GENERALFORSAMLINGSPROTOKOLLAT

EKSTRAORDINÆR GENERALFORSAMLING

15. FEBRUAR 2019

KALAALLIT AIRPORTS A/S

(CVR-NR. 12 85 97 24)

Dags dato afholdtes ekstraordinær generalforsamling i KALAALLIT AIRPORTS A/S, CVR-nr. 12 85 97 24, ("Selskabet") på Selskabets adresse Imaneq 33, 5. sal, Postboks 2000, 3900 Nuuk, Grønland.

Dagsordenen var som følger:

1. Valg af dirigent.
2. Ændring af Selskabets navn.
3. Ændring af Selskabets formål samt ændring af bestemmelsen i Selskabets vedtægter om valg af bestyrelse og sammensætning af direktion.

Ad 1

Til dirigent valgtes advokat Lars Bunch, der konstaterede, at ingen havde indvendinger mod generalforsamlingens lovlighed, og at denne var beslutningsdygtig i forhold til dagsordenen, idet Selskabets enekapitalejer var repræsenteret ved fuldmagt og havde erklæret sig enig i, at den ekstraordinære generalforsamling afholdtes som en skrivebordsgeneralforsamling under fravigelse af Selskabslovens og vedtægternes form- og fristkrav, herunder krav til indkaldelse m.v.

MINUTES OF GENERAL MEETING

EXTRAORDINARY GENERAL MEETING

15 FEBRUARY 2019

KALAALLIT AIRPORTS A/S

(CVR NO. 12 85 97 24)

On this date an extraordinary general meeting of the shareholders of KALAALLIT AIRPORTS A/S, CVR no. 12 85 97 24 (the "Company") was held at the Company's office at Imaneq 33, 5. floor, Postboks 2000, 3900 Nuuk, Greenland.

The agenda was as follows:

1. Election of the chairman of the meeting.
2. Adoption of a new name of the Company.
3. Amendment of the Company's objective and amendment of the provision in the Company's articles of association on election of the board of directors and the composition of the management board.

Re 1

Lars Bunch, Attorney-at-Law was elected as chairman of the meeting. The chairman ascertained that no one objected to the legality of the general meeting and that the general meeting was quorate to vote on the issues on the agenda as the Company's sole shareholder was represented by proxy and had agreed that the extraordinary general meeting be held as a desktop general meeting without observing the requirements as to form and notice under the Danish Companies Act and the Company's articles of association, including notice requirements etc.

Ad 2

Der forelå forslag om at ændre Selskabets navn til "KALAALLIT AIRPORTS HOLDING A/S".

Det foreslås således at ændre punkt 1.1 i Selskabets vedtægter til følgende:

- 1.1 "Selskabets navn er KALAALLIT AIRPORTS HOLDING A/S."*

Dirigenten konstaterede, at generalforsamlingen enstemmigt og med alle stemmer stemte for forslaget, som derfor var gyldigt vedtaget.

Ad 3

Der forelå forslag om at ændre Selskabets formål samt ændre bestemmelsen i Selskabets vedtægter om valg af bestyrelse og sammensætning af direktion.

Det foreslås således at ændre punkt 2.1 og pkt. 2.2 i Selskabets vedtægter til følgende:

- 2.1 "Selskabets formål er direkte eller via datterselskaber at anlægge, eje og drive lufthavne i Nuuk, Ilulissat og Qaqortoq og dermed beslægtet virksomhed."*

Re 2

A proposal has been made to amend the Company's name to "KALAALLIT AIRPORTS HOLDING A/S".

Consequently, it was proposed to amend the wording of item 1.1 in the Company's articles of associations as follows:

- 1.1 "The Company's name is KALAALLIT AIRPORTS HOLDING A/S."*

The chairman of the meeting announced that the general meeting had voted in favour of the proposal unanimously and with all votes present, and that the proposal had thus been duly adopted.

Re 3

A proposal has been made to amend the Company's objective as well as the provision in the Company's articles of associations on election of the board of directors and the composition of the management board.

Consequently, it was proposed to amend the wording of item 2.1 and item 2.2. in the Company's articles of associations as follows:

- 2.1 "The objective of the Company is directly or via subsidiaries to establish, own and operate airports in Nuuk, Ilulissat and Qaqortoq, as well as activities related thereto."*

2.2 "Selskabet kan antage ekstern operatør til at varetage den daglige drift af lufthavnene i Nuuk, Ilulissat og/eller Qaqortoq."

og at ændre punkt 5.1 og pkt. 5.13 i Selskabets vedtægter til følgende:

5.1 "Selskabets bestyrelse består af 3 - 7 medlemmer, der vælges af generalforsamlingen."

5.13 "Bestyrelsen ansætter en direktion bestående af 1 – 4 direktører."

Dirigenten konstaterede, at generalforsamlingen enstemmigt og med alle stemmer stemte for forslaget, som derfor var gyldigt vedtaget.

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Dirigenten konstaterede herefter, at dagsordenen var udtømt.

Generalforsamlingen bemyndigede enstemmigt og med samtlige stemmer advokat Lars Bunch, med fuld substitutionsret, til at anmeldte det vedtagne hos Erhvervsstyrelsen og til i forbindelse hermed at foretage sådanne ændringer og tilføjelser i det vedtagne, i vedtægterne og i øvrige forhold, som Erhvervsstyrelsen måtte kræve for at registrere det på generalforsamlingen vedtagne.

2.2 "The Company may engage an external operator to manage the day-to-day business of the airports in Nuuk, Ilulissat and/or Qaqortoq."

and to amend the wording of item 5.1 and item 5.13, in the Company's articles of associations as follows:

5.1 "The Board of Directors of the Company shall consist of 3 - 7 members to be elected at the general meeting."

5.13 "The Board of Directors shall appoint a management board consisting of 1 – 4 members."

The chairman of the meeting announced that the general meeting had voted in favour of the proposal unanimously and with all votes present, and that the proposal had thus been duly adopted.

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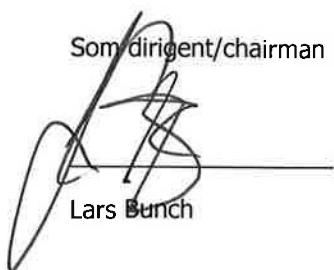
The chairman of the meeting then noted that the agenda had been completed.

The general meeting unanimously and with all votes authorised Attorney-at-Law Lars Bunch, with right of full substitution, to register the proposals adopted by the meeting with the Danish Business Authority and to make such additions, alterations or amendments thereto or therein, including to the articles of association, and to take any other action as the Danish Business Authority may require for registration.

Generalforsamlingen hævet.

The general meeting was adjourned.

Som dirigent/chairman of the meeting:



A handwritten signature consisting of stylized initials and a surname, followed by a horizontal line for a title.

Lars Bunch

I tilfælde af uoverensstemmelse mellem den danske og den engelske version af dette protokollat, skal den danske version tillægges forrang.

In case of inconsistency between the Danish and the English versions of these minutes, the Danish version shall prevail.