

Origo hf. – Changes to stock options due to share capital reduction

The stock options are granted in order to combine the interests of the company and key employees in the long term. The terms of the stock option agreements are in accordance with the stock option scheme that was approved at the company's general meeting on March 6, 2020 and the remuneration policy that was approved at the company's general meeting on March 3, 2022.

At the shareholders' meeting of Origo hf. on December 1, 2022, the proposal of the company's board of directors to reduce the company's share capital by payment to shareholders was approved. It was agreed to reduce the company's share capital from ISK. 435,000,000 to ISK. 140,000,000.

The reduction amounted to ISK. 295,000,000 in nominal value. In total ISK. 24,000,000,000 was paid to shareholders proportionally in accordance with their shareholding in the company at the end of December 8, 2022.

At a meeting of the board of Origo hf. on May 26, 2021, it was decided to grant certain key employees of the company stock options rights up to 16,500,000 shares in the company, of which 7,440,000 to the executive board.

At a meeting of the board of Origo hf. on May 26, 2022, it was decided to grant certain key employees and directors of the company purchase rights to up to 3,390,000 shares in the company.

The exercise price of the stock options from 2021 is ISK. 51.7 per share and from 2022 it is ISK. 63 per share and the exercise price of the shares shall be adjusted for dividends that may be determined during the vesting period of the options. Furthermore, the stock options may change if there are changes in the nominal value of shares at Origo hf.

Changes have been made to the stock options that reflect the above-mentioned reduction in the company's share capital.

The exercise price of the purchase options is now ISK. 1 per share on the one hand 24.3 on the other hand.

Following the share capital reduction, the total number of outstanding stock options that Origo hf. has granted its key employees is 5,615,680 shares or about 4% of the company's share capital. Stock options that have been granted to the management (executive board) of Origo hf. are as follows:

| Name | Position | Outstanding stock options | Shareholding of related parties | Shareholding of related parties |
|--------------------------|-----------------------|---------------------------|---------------------------------|---------------------------------|
| Jón Björnsson | CEO | 299.460 | 180.230 | 112.386- |
| Gunnar Petersen | CFO | 299.460 | 252.921 | - |
| Dröfn Guðmundsdóttir | CHR | 299.460 | 33.966 | - |
| Ingimar Guðjón Bjarnason | MD Business Solutions | 299.460 | 96.426 | - |
| Hákon Sigurhansson | MD Software Solutions | 299.460 | 90.743 | - |
| Örn Þór Alfreðsson | MD Service Solutions | 299.460 | 45.637 | - |

The company's total costs due to the changes to the purchase option agreements that are announced here are unchanged, compared to the previously announced contracts from May 2021 and May 2022 or ISK 134 million over the next 4 years based on the Black-Scholes formula and international accounting standards.

Attachments

[Origo hf. - Changes to stock options due to share capital reduction](#)