

NKT A/S' Annual General Meeting on Thursday, 22 March 2018 at 3.00 pm (CET) at Tivoli Hotel & Congress Center, (auditorium Carstensen), Arni Magnussons Gade 2, DK-1577 Copenhagen V.

In accordance with article 5 of the Articles of Association, notice is hereby given of the Annual General Meeting of NKT A/S, company registration no. 62 72 52 14.

Agenda and full content of the proposals

1. Report by the Board of Directors on the Company's activities in 2017.
2. Presentation of the audited Annual Report, containing the annual and consolidated accounts, the statements of the Management and Board of Directors, the auditor's report and reviews for the year.
3. Adoption of the audited Annual Report.
4. Proposal by the Board of Directors for the distribution of profits.
The Board of Directors proposes that this year's profits are transferred to retained comprehensive income and consequently no dividend will be distributed.
5. Resolution regarding discharge of Management and Board of Directors from their liabilities.
6. Remuneration of the Board of Directors - 2018.
The Board of Directors proposes that the remuneration of the Board of Directors shall be DKK 900,000 to the Chairman, DKK 600,000 to the Deputy Chairman and DKK 300,000 to each of the other members.
It is proposed that the Chairman of the Audit Committee is remunerated with DKK 200,000, whereas the committee's other member is remunerated with DKK 100,000.
It is proposed that the Chairmen of the Remuneration Committee and the Nomination Committee are remunerated with DKK 100,000 each and that the other member of each committee is remunerated with DKK 50,000.
It is proposed that the remuneration for the working committee of NKT Photonics shall be DKK 150,000 to the Chairman and DKK 75,000 to the other member.
7. Election of Board members.
It is proposed that all existing members of the Board of Directors elected by the General Meeting are re-elected.
The members of the Board of Directors elected by the General Meeting are: Jens Due Olsen, René Svendsen-Tune, Jens Maaløe, Jutta af Rosenborg, Lars Sandahl Sørensen and Andreas Nauen.
A description of the background and other executive functions (CVs) held by the persons up for election is attached and is available at the Company's website, www.nkt.com.
8. Election of one or more public accountants.
It is proposed that Deloitte Statsautoriseret Revisionspartnerselskab, company registration no. 33 96 35 56, is re-elected. The proposal is in accordance with the nomination made by the Audit Committee. The Audit Committee is not influenced by any third parties and has not been subject to any agreement which limits the General Meeting's freedom to elect auditor or audit firm.
9. Proposals from the shareholders and the Board of Directors.
 - 9.1 Amendments to the Articles of Association of NKT A/S.

The Board of Directors proposes to make the following amendments of the wordings of articles 3B I and 3B II as the provisions are exhausted and are no longer relevant:
 - 9.1.1 "Article 3B I: The article and Exhibit L are deleted as the provision is exhausted."

The wording of Exhibit L will be amended to "Deleted" accordingly.

Agenda and full content of the proposals

- 9.1.2** “Article 3B II: The article and Exhibit M are deleted as the provision is exhausted.”

The wording of Exhibit M will be amended to “Deleted” accordingly.

- 9.2** Adoption of NKT A/S Remuneration Policy for the Board of Directors and Executive Management.

Following the demerger of Nilfisk from NKT A/S, the NKT Remuneration Committee has determined that a new remuneration policy is required for NKT A/S. This has led to proposed changes in how NKT A/S approaches remuneration in 2018 with a proposal for new remuneration policy. The revised approach to remuneration has been developed taking account of the Recommendations on Corporate Governance as updated by the Danish Committee on Corporate Governance in November 2017. It is proposed to adopt a remuneration policy of NKT A/S on the terms and conditions set out in the attached draft NKT A/S Remuneration Policy for the Board of Directors and Executive Management

- 10.** Any other proposals.

Additional information

Majority requirements

Adoption of the proposal listed under item 9.1 of the agenda calls for a majority voting of at least two-thirds of the votes cast as well as of the voting share capital represented at the General Meeting, cf. article 8 of the Articles of Association. Adoption of all other proposals listed on the agenda calls for simple majority.

Documents available for inspection

No later than three weeks before the General Meeting, the following documents will be available for the shareholders at the Company's website, www.nkt.com, under the heading Investors/General Meetings and at NKT Shareholder Portal: (1) the notice convening the Annual General Meeting, (2) information about NKT A/S' total share capital and voting rights at the time of the notice convening the Annual General Meeting, (3) the consolidated audited Annual Report for 2017 of NKT A/S, (4) the agenda and the full content of the proposals submitted to the General Meeting including exhibits, (5) forms to be used for request for admission card, appointment of proxy and voting by post and (6) draft NKT A/S Remuneration Policy for the Board of Directors and Executive Management.

Date of Registration

The admission card is issued on the basis of ownership registered in NKT A/S' register of shareholders on the Date of Registration which is Thursday, 15 March 2018, 11.59 pm (CET), and on the basis of notifications that NKT A/S has received no later than on the Date of Registration for entrance in the register of shareholders.

Share capital and right to vote

The share capital of NKT A/S as per today amounts to DKK 542,527,380, each share of nominally DKK 20. Any share amount of DKK 20 carries one vote at the General Meeting.

The right to vote at the General Meeting is determined by the number of shares held by the shareholder on the Date of Registration, cf. article 7.3 of the Articles of Association. The number of shares held by each shareholder at the Date of Registration is calculated as described above.

Admission cards and voting papers

The Board of Directors has decided that the Annual General Meeting shall be conducted by physical presence. If you wish to attend the General Meeting you are required to request for an admission card for yourself or any proxy and for any attending advisor or accompanying guest, cf. article 7 of the Articles of Association.

Admission cards must be requested no later than Monday, 19 March 2018, at 10.00 am (CET):

- at www.nkt.com under the heading Investors/Shareholder Portal,
- by telephone +45 4546 0997 (giving details of your name and VP account number),
- by contacting NKT A/S at Vibeholms Allé 20, DK-2605 Brøndby (also giving details of your VP account number), or
- by sending the completed registration form duly signed and with clear indication of the shareholder's name and VP account number to Computershare A/S, Lottenborgvej 26 D, DK-2800 Kgs. Lyngby by post, by fax +45 4546 0998 or by email to gf@computershare.dk.

Admission cards requested at the NKT Shareholder Portal at www.nkt.com will be sent to the email address provided upon registration and must be presented at the General Meeting on smartphone/tablet or printed.

Admission cards requested by phone, fax or post have to be collected at the entrance to the General Meeting upon presentation of valid ID.

You will be provided with voting papers to be used at the General Meeting at the entrance to the General Meeting.

Shareholders who wish to bring an accompanying guest are required to provide the name of the guest upon requesting for an admission card. If a shareholder is represented by proxy, the proxy also has the option of being accompanied by a guest provided that the name of the guest is also provided.

Proxy

In case you are not able to attend the General Meeting, a proxy can be given to the Board of Directors of NKT A/S, alternatively to another person appointed by you. Hereafter, the proxy holder can exercise the voting rights attached to your shares at the General Meeting.

Additional information

The appointment of a proxy must be received by NKT A/S no later than Monday, 19 March 2018, at 10.00 am (CET). Proxy can be appointed:

- at www.nkt.com under the heading Investors/Shareholder Portal, or
- by sending the completed 'proxy form' duly signed and with clear indication of the shareholder's name and VP account number to Computershare A/S, Lottenborgvej 26 D, DK-2800 Kgs. Lyngby by post, by fax +45 4546 0998 or by email to gf@computershare.dk.

Please note that it is not possible both to appoint a proxy and to vote by post.

Postal vote

It is also possible to vote by post. The postal vote must be received by NKT A/S no later than Tuesday, 20 March 2018 at 10.00 am (CET). A submitted postal vote cannot be withdrawn.

Postal votes can be submitted:

- at www.nkt.com under the heading Investors/Shareholder Portal, or
- by sending the completed "postal vote form" duly signed and with clear indication of the shareholder's name and VP account number to Computershare A/S, Lottenborgvej 26 D, DK-2800 Kgs. Lyngby by post, by fax +45 4546 0998 or by email to gf@computershare.dk.

Please note that it is not possible both to vote by post and to appoint a proxy.

Questions to NKT Group Management

Prior to the Annual General Meeting the shareholders may ask questions in writing to the Group Management of NKT A/S regarding matters of importance to the assessment of the Annual Report for 2017, the Company's general position or any other issues which are subject to decision at the General Meeting. Questions must be sent to AGM2018@nkt.com or by post to NKT A/S. NKT A/S may choose to answer the question by posting the answer on the website (www.nkt.com). If the shareholder is not represented at the General Meeting, NKT A/S may omit answering the question. At the General Meeting shareholders may ask questions orally regarding the above mentioned matters to the Group Management of NKT A/S and the auditor.

Press officers

Press officers attending the General Meeting are required to register at the information desk and shall carry visible press tags.

Parking

Free parking is available in the parking basement of Tivoli Hotel & Congress Center, however, only by use of a parking ticket, pre-paid by NKT A/S, which can be collected at the entrance before or immediately after the General Meeting.

NKT/28 February 2018