ESG Committee Terms of Reference

NKT A/S, CVR no. 62725214

The Terms of Reference are available at Investors.nkt.com

1 Scope and Purpose

1.1 These Terms of Reference establish the duties and powers of the NKT ESG Committee.

1.2 The ESG Committee is a committee of the Board of Directors, charged solely with preparing the resolutions to be taken by the Board of Directors. The Committee operates in accordance with these terms of reference, which are updated and approved annually by the Board of Directors. Minutes of meetings are circulated to the Board of Directors.

2 Constitution and Members

2.1 The committee is appointed by the Board of Directors of NKT A/S. The Committee is reconstituted each year after the Annual General Meeting of NKT A/S. Appointment during the year is made at a Board of Directors meeting.

2.2 The ESG Committee shall consist of at least two members.

2.3 The Board of Directors will appoint the members and Chair of the committee from the Board's own members. The members will be appointed for one year at a time and may be reappointed a maximum of nine consecutive times;

2.4 The members will be appointed for one year at a time and may be reappointed a maximum of nine consecutive times.

2.5 Members can be removed by the Board of Directors at any time.

2.6 The Committee Chair shall be independent as defined in the latest "Corporate Governance Recommendations"

3 Committee tasks

The Committee's duties are performed according to this charter and an Annual Plan approved by the Board of Directors. The tasks include:

3.1 The Committee duties are performed according to this charter and an Annual Plan approved by the Board of Directors.

3.2 Review and provide oversight of programs and make recommendations to the Board of Directors on the Company's policies, strategies pertaining to ESG issues and associated impacts with the purpose to support the sustainable growth of the Company

3.3 Ensure that
   a) NKT management has a robust and documented corporate process in place to identify and manage ESG issues,
   b) ensure it is aligned with NKT's Purpose,
   c) ensure alignment with the overall business strategy, and
   d) discuss ESG issues with Board of Directors

3.4 Ensure that appropriate policies are in place working effectively to build and consistently protect the Company's internal and external reputation to ensure the long term preservation and enhancement of shareholder value, through NKT's Performance, Behaviours and Communication.

3.5 In collaboration with the Audit Committee, ensure the company's reporting is in compliance with ESRS requirements.

3.6 Monitor the Company's performance against relevant external sustainability (ESG) indices including public reporting and a review of the Company's integrated annual report. Ensure that ESG disclosures contain high quality, consistent information that investors and other stakeholders can use to make decisions.

3.7 Monitor the Company's reputation and relationships with stakeholders through periodic reports from Management

3.8 Monitor risk management associated with ESG issues

3.9 Perform an annual self-assessment

3.10 Review regulatory, governance, market and other trends of relevance to the Company's ESG activities

3.11 Include in its duties any other ESG task assigned by the Board of Directors to the ESG Committee

3.12 The committee shall update the Board of Directors on its work when relevant.

4 Committee authorisation and resources

Within its Terms of Reference, the ESG Committee is authorised to:

4.1 Obtain independent professional advice as the Committee considers necessary for performing its tasks.

4.2 Obtain information from employees of NKT who may be summoned to attend meetings at the Committee's request.

4.3 Gain unlimited access to all information that the Committee considers relevant for performing its duties.

5 Meetings

5.1 Only members of the ESG Committee have the right to be present at the Committee meetings.

5.2 The Committee members can invite participants as they deem appropriate.

5.3 The Committee Chair will determine the meeting agenda and the meeting frequency and call meetings in accordance with an annual plan prepared by the Committee each year.

5.4 Each member of the ESG Committee may convene a committee meeting if considered necessary.

5.5 The ESG Committee is quorate when at least one of two members is present. Decisions are passed by simple majority and in the event of an equal number of votes, the Chair has the casting vote.

5.6 NKT will setup a secretariat function for the Committee unless otherwise agreed.

5.7 Minutes of each meeting is kept by the Committee secretariat and will be approved by the Committee members after each meeting.

6 Remuneration

6.1 The Committee will be provided with a suitable remuneration as determined by the Annual General Meeting.

7 Update and Disclosure

7.1 These Terms of Reference will be updated and confirmed by the Board of Directors at least once a year.

7.2 The ESG Committee's activities and frequency of meetings in the year are disclosed in the annual report and on NKT's website along with the names of the Committee members.

7.3 These Terms of Reference have been disclosed to the Board of Directors of NKT A/S for discussion and approval on: 14 August 2025.

NKT A/S Board of Directors

Jens Due Olsen, Chair	René Svendsen-Tune, Deputy-chair	Andreas Nauen
Karla Lindahl	Nebahat Albayrak	Anne Vedel
Ákos Frank	Jean Iversen	John Andersen