



Exhibit I: Agenda and the full contents of the proposals

NKT Holding A/S' Annual General Meeting on Thursday 29 March 2012

Agenda and contents of proposals

1. Report by the Board of Directors on the Company's activities in 2011.

Christian Kjær, Jens Due Olsen, Jens Maaløe, Kurt Bligaard Pedersen, Lone Fønss Schrøder and Jan Trøjborg.
2. Presentation of the annual report.

A description of business profile and an overview of directorships for the board members proposed for re-election are available at NKT's website, www.nkt.dk, under the heading "About NKT".
3. Adoption of the annual report.
4. Proposal by the Board of Directors for the distribution of profits.

The Board proposes that a dividend of 2.00 DKK per share of 20 DKK nominal value, equal to a total dividend of 47,475,958 DKK based on the registered share capital of the Company, be paid to the shareholders for the financial year 2011.
5. Resolution discharging the Management and Board of Directors from their liabilities.
6. Approval of the Board of Directors' remuneration.

It is proposed that the Board of Directors' remuneration for 2012 shall be 900,000 DKK to the Chairman, 450,000 DKK to the Deputy Chairman, and 300,000 DKK to each of the other members.

It is proposed that the chairman of the Audit Committee is remunerated with 200,000 DKK, whereas the other member is remunerated with 100,000 DKK.
7. Election of Board members.

The following Board members will resign from the Board of Directors: Christian Kjær, Jens Due Olsen, Jens Maaløe, Kurt Bligaard Pedersen, Lone Fønss Schrøder and Jan Trøjborg.

It is proposed that the following persons be re-elected:
8. Election of public accountant(s):

It is proposed that KPMG Statsautoriseret Revisionspartnerselskab (CVR no. 30 70 02 28) be re-elected as sole auditor of the Company.
9. Proposals from the Board of Directors and shareholders.

The Board of Directors has made the following proposals:
- 9.1 Proposal for the authorisation for the Board of Directors to raise loans against bonds which confer upon the lender the right to convert his claim into a maximum of nominally 44,000,000 DKK, corresponding to 2,200,000 new shares. The authorisation shall apply for a period of 5 years until 29 March 2017 by a decision of the Board of Directors, and the authorisation shall permit the Board of Directors to raise convertible loans by one or more issues. The Board of Directors shall also be authorised to effect the consequential increase of the capital. The Board of Directors may decide to depart from the shareholders' pre-emption right, and in case the shareholders' pre-emption right is departed from, the convertible loans shall be offered at a subscription price and a conversion price which in aggregate corresponds to at least the market price of the shares at the date of the decision of the Board of Directors.

It is further observed that the proposal looks different than the existing Article 3C as the authorisation is now divided into Articles 3C I, 3C II and 3C III. This is due to the recent decision of the Danish Business Authority requiring that decisions of capital increases are to include a provision regarding capital increases with departure from the shareholders' pre-emption right and an additional provision regarding capital increases with preemption right for the shareholders. Materially no change has been made to the existing Article 3C, as a cap on the amount of the convertible loan(s) that the Board of Directors may decide upon has been included in Article 3C III.

The Board of Directors proposes the following new provisions inserted in the Articles of Association as Articles 3C I, 3C II and 3C III:

Article 3C I

(1)

"For a period of 5 years until 29 March 2017 by the decision of the Board of Directors the Company may by one or more issues raise loans against bonds or other financial instruments with a right for the lender to convert his claim to nominally 44,000,000 DKK as a maximum, corresponding to a number of 2,200,000 new shares (convertible loans). Convertible loans may be raised in DKK or the equivalent in foreign currency computed at the rates of exchange ruling on the day of loan. The Board of Directors is also authorised to effect the consequential increase of the capital. Convertible loans may be raised against payment in cash or in other ways. The subscription shall take place without pre-emption rights for the shareholders and the convertible loans shall be offered at a subscription price and a conversion price that correspond in aggregate to at least the market price of the shares at the time of the decision of the Board of Directors. The time limit for conversion may be fixed for a longer period than 5 years after the raising of the convertible loan. The terms for the raising of convertible loans shall be determined by the Board of Directors, including loan terms and the rules for conversion of the loans as well as the holder's legal position in case of capital increase, capital decrease, raising of new convertible loans, dissolution, merger or demerger of the company before the expiry of the right of conversion. Time and terms for the capital increase shall be decided by the Board of Directors observing the rules in sub-article 2 below."

(2)

"If the Board of Directors exercises the authorisation granted in sub-article 1 above, new shares shall be issued to bearer but can be registered and carry dividend as of a date to be fixed by the Board of Directors. No restrictions shall apply as to the pre-emption right of the new shares, and they shall rank pari passu with the existing shares with respect to rights, redeemability and negotiability. The Board of Directors is authorised to make the necessary amendments to the Articles of Association in connection with the capital increases being effected."

Article 3C II

(1)

"For a period of 5 years until 29 March 2017 by the decision of the Board of Directors the Company may by one or more issues raise loans against bonds or other financial instruments with a right for the lender to convert his claim to nominally 44,000,000 DKK as a maximum, corresponding to a number of 2,200,000 new shares (convertible loans). Convertible loans may be raised in DKK or the equivalent in foreign currency computed at the rates of exchange ruling on the day of loan. The Board of Directors is also authorised to effect the consequential increase of the capital. Convertible loans may be raised against payment in cash. The subscription shall take place with pre-emption rights for the shareholders. The Board of Directors determines a subscription price and a conversion price. The time limit for conversion may be fixed for a longer period than 5 years after the raising of the convertible loan. The terms for the raising of convertible loans shall be determined by the Board of Directors, including loan terms and the rules for conversion of the loans as well as the holder's legal position in case of capital increase, capital decrease, raising of new convertible loans, dissolution, merger or demerger of the company before the expiry of the right of conversion. Time and terms for the capital increase shall be decided by the Board of Directors observing the rules in sub-article 2 below."

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"If the Board of Directors exercises the authorisation granted in sub-article 1 above, new shares shall be issued to bearer but can be registered and carry dividend as of a date to be fixed by the Board of Directors. No restrictions shall apply as to the pre-emption right of the new shares, and they shall rank pari passu with the existing shares with respect to rights, redeemability and

negotiability. The Board of Directors is authorised to make the necessary amendments to the Articles of Association in connection with the capital increases being effected."

Article 3C III

(1)

"The nominal value of the convertible loan(s) that the Board of Directors may decide upon pursuant to Articles 3C I and 3C II, cannot exceed a total of 44,000,000 DKK, corresponding to a number of 2,200,000 new shares."

The Articles replace and substitute the existing Article 3C which expires on 11 April 2012.

9.2 Proposal for the amendment of Article 5(3) regarding the procedure for notices convening general meetings with the purpose of simplifying the procedure of notices so that the notice convening annual general meetings of the Company in the future shall take place by a notice being published on the Company's website, save for situations where a shareholder entered in the Company's share register has requested to receive written notice, in which case written notice will be given to the shareholder in question. Notice convening general meetings will also be advertised in the IT-system of the Danish Business Authority.

Article 5(3) of the Articles of Association is proposed amended to have the following wording:

"General meetings shall be called by the Board of Directors not earlier than five weeks and not later than three weeks before the general meeting by publishing a notice on the Company's website, www.nkt.dk. The notice shall also be forwarded in writing to all shareholders entered into the Company's share register who have so requested and shall be advertised in the IT-system of the Danish Business Authority."

As a consequence of the above Article 5(4) of the Articles of Association is amended whereby the reference to the sending of the notice to all registered shareholders is deleted. The wording will be as follows:

"Notices calling a general meeting shall include the agenda of the meeting and the substantial part of the proposal for amendments to the Articles of Association. If proposals are submitted which require the resolution to be passed in the Danish Companies Act section 77(2), 92(1) or (5) or 107(1) or (2), the notice calling the meeting shall comprise the full wording of the proposal for the amendment to the Articles of Association."

9.3 The Board of Directors proposes that the chairman shall be authorised to carry out registration with the Danish Business Authority of the amendments to the Articles of Association which are carried at the Annual General Meeting, and that the chairman shall be authorised to make the changes and additions to the approved amendments to the Articles of Association and other matter that the Danish Business Authority may require in order to register the decisions carried at the Annual General Meeting.

Adoption of the proposals listed under items 9.1 to 9.3 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 Annual General Meeting, cf. article 8 of the Articles of Association.

10. Any other proposals.

NKT/6 March 2012