



NASDAQ OMX Copenhagen  
Nikolaj Plads 6  
DK-1007 Copenhagen K

2 April 2009  
Announcement No. 8

## **Annual General Meeting 2009**

The annual general meeting of NKT Holding A/S was held on Thursday 2 April 2009 cf. announcement no. 6, to NASDAQ OMX Copenhagen dated 18 March 2009.

The general meeting approved the annual report containing the reviews of the Management, the consolidated accounts and the audited annual accounts of the parent company, as well as the auditors' and the Management's reports. The general meeting duly discharged the Board of Directors and the Management for the year 2008.

The Board of Directors' proposal that this year's profits are transferred to the distributable revenues and consequently no dividends will be distributed, was adopted.

The Board of Directors' proposal that the remuneration to the Board of Directors for 2009 is temporary reduced by 10% compared to remuneration for 2008 due to the decline in the economy, meaning 540,000 DKK to the Chairman, 405,000 DKK to the Deputy Chairman, and 270,000 DKK to each of the other members, was adopted.

The Board of Directors' proposal that the chairman of the audit committee is remunerated with 200,000 DKK, and the other member is remunerated with 100,000 DKK, was adopted. However, it was clarified that the remuneration for 2009 was also temporarily reduced by 10%, meaning a remuneration of 180,000 DKK and 90,000 DKK respectively.

Attorney-at-law Christian Kjær, Mayor Jan Trøjborg, director Krister Ahlström, president and CEO Jens Maaløe, CFO Jens Due Olsen and CEO Lone Fønss Schrøder were all re-elected as members of the Board of Directors.

KPMG Statsautoriseret Revisionspartnerselskab was elected as sole auditor of the company.



The following changes to the articles of association of the company were adopted at the general meeting:

### **Amendment of articles 3 (2), 4 (1) and 7(2) of the Articles of Association**

The Board of Directors' proposal regarding update of articles 3(2), 4(1) and 7(2) of the articles of association due to the decision by the Danish Securities Centre to change its name to VP Securities A/S was adopted. Thus the word the "Danish Securities Centre" is changed to "VP Securities" in the above-mentioned articles.

### **Amendment of articles 3 (4) of the Articles of Association**

The Board of Directors' proposal regarding update of article 3(4) of the articles of association due to the decision by VP Investor Services A/S to change its address from Helgeshøj Allé 35, 2630 Taastrup, to Weidekampsgade 14, DK-2300 Copenhagen S was adopted.

Thus the wording of article 3(4) of the articles of association is as follows:

*"The shares of the Company are registered to bearer, but may be registered in the name of the holder in the Company's register of shareholders. The Company's register of shareholders is maintained by an external registrar, VP Investor Services A/S (VP Services A/S), Weidekampsgade 14, DK-2300 Copenhagen S."*

### **Amendment of articles 5 (8) of the Articles of Association**

The Board of Directors' proposal regarding update of article 5(8) of the articles of association was adopted.

Thus article 5(8) of the articles of association is replaced by the following:

*"The Company has decided that the complete annual report shall only be forwarded to the shareholders in electronic form. The annual report will be published on the Company's website [www.nkt.dk](http://www.nkt.dk) and will be forwarded by electronic mail to any registered shareholders who have requested it and informed the Company of their e-mail address. The procedure for sending the report by e-mail and any special system requirements necessary will be published on the Company's website."*



### **Own shares**

The general meeting authorised the Board of Directors for the period until the next ordinary general meeting to arrange for an acquisition by the company of own shares representing a nominal value up to 10 per cent of the share capital. The purchase price for such shares shall not deviate more than 10 per cent from the price quoted on NASDAQ OMX Copenhagen at the time of acquisition. The price quoted at the time of acquisition means closing price of NASDAQ OMX Copenhagen - all transactions at 5 pm.

### **Authorisation to the chairman of the meeting**

The chairman of the meeting was authorised to make such changes and amendments to the decisions made at the general meeting and the registration with the Danish Commerce and Companies Agency as may be required by the Danish Commerce and Companies Agency in connection to the registration of the decisions made.

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At a meeting of the Board of Directors held after the general meeting, Attorney-at-law Christian Kjær was elected chairman of the Board of Directors and Mayor Jan Trøjborg was elected deputy chairman.

Yours faithfully

**NKT Holding A/S**

*Christian Kjær*

Chairman of the Board of Directors

The Chairman's full report is available at [www.nkt.dk](http://www.nkt.dk)