

Exhibit I: Agenda and the full proposals

NKT Holding A/S' Annual General Meeting on Thursday 25 March 2010

AGENDA AND CONTENTS OF PROPOSALS

1. Report by the board of directors on the Company's activities in 2009.

2. Presentation of the annual report.

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 3.5 DKK per share of 20 DKK nominal value, equal to a total dividend of 83,014,327 DKK, based on the registered share capital of the Company, be paid to the shareholders for the financial year 2009.

5. Resolution discharging the board of management and board of directors from their liabilities.

6. Approval of board of directors' remuneration.

It is proposed that the board of directors' remuneration for 2010 shall be equal to the remuneration paid in 2008, equal to 600,000 DKK to the Chairman, 450,000 DKK to the Deputy Chairman, and 300,000 DKK to each of the other members.

The board of directors' has decided to establish an audit committee with participation of two members of the Company's board of directors. It is proposed that the chairman of the committee is remunerated with 200,000 DKK, whereas the other member is remunerated with 100,000 DKK, corresponding to respectively 2/3 and 1/3 of the normal remuneration for the board of directors.

7. Election of board members.

It is proposed that the following persons be re-elected:

Christian Kjær, Jan Trøjborg, Krister Ahlström, Jens Maaløe, Jens Due Olsen and Lone Fønss Schrøder.

Description of business profile and overview of directorships for the board members are available at the Company's homepage.

8. Election of public accountant(s).

It is proposed that KPMG Statsautoriseret Revisionspartnerselskab (CVR nr. 30 70 020 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 a general update of the Company's articles as a consequence of the changes in the Companies Act whereby a number of amendments to the wording of the articles are made for the purpose of ensuring that the wording of the articles is up-to-date and in accordance with the new, adopted but not yet fully effective Companies Act and that the articles appear clear and readily available. Unless specifically stated (item 9.1 I) the proposed changes shall be immediately effective if approved at the general meeting.

The material contents of the proposal are as follows:

a) Article 2

The board of directors proposes that the provision regarding the Company's registered office be deleted, whereupon the wording of the article will be:

Branch offices may be established according to decision made by the board of directors.

The board of directors proposes that, as a consequence of the amendment to article 2, the heading of the articles' chapter I shall be amended as follows:

I Name and Objectives of the Company

b) Article3(4)

The board of directors proposes that the reference in article 3(4) to the legislation is amended in order to reflect the new Companies Act:

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 owners. The Company's register of owners is maintained by an external registrar, VP Investor Services A/S (VP Services A/S), Company Registration No. 30 20 11 83.

c) Articles 3(5), 7(1), 9(1) and 11(1)

The board of directors proposes that the reference in articles 3(5), 7(1), 9(1) and 11(1) to the legislation is amended from the Danish Public Companies Act to the new Companies Act in order to reflect the new rules applicable to limited companies.

Article 3(5)

The board of directors is authorized to decide on the distribution of extraordinary dividends in accordance with the Danish Companies Act.

Article 7(1)

General meetings shall be conducted by a chairman appointed by the board of directors, who does not have to be a shareholder and who shall decide all questions regarding the way in which business is transacted and votes are carried out, with due consideration for the rules of the Danish Companies Act. Minutes of general meetings shall be elaborated and shall be signed by the chairman of the meeting.

Article 9(1)

The board of directors shall be elected by the general meeting, except for board members who are elected by the employees according to the Danish Companies Act. The part of the board that is elected by the general meeting shall consist of at least five and not more than eight members.

Article 11(1)

The board of directors and the management shall be responsible for the management and organisation of the Company's business in accordance with the rules of the Danish Companies Act.

d) Article 5(3)

The board of directors proposes that the deadline for notices calling a general meeting is amended to not earlier than 5 weeks and not later than 3 weeks before the general meeting in order to be in accordance with the new Companies Act.

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 notification in the it-system of the Danish Commerce and Companies Agency and by ordinary letter to all shareholders registered in the register of owners and on the Company's website (www.nkt.dk).

e) Article 5(4)

The board of directors proposes that the reference in article 5(4) to the legislation is amended in order to reflect the rules in the new Companies Act.

Notices calling a general meeting shall include the agenda of the meeting and the substantial part of the proposals for amendments to the articles of association. If proposals are submitted which require the resolution to be passed in pursuance of the Danish Companies Act section 77(2), 92(1) or (5) and 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 and the notice shall be sent to any registered shareholder.

f) Article 5(5)

The board of directors proposes that the deadline for resolution at the general meeting is amended to 4 weeks before the general meeting in order to be in accordance with the rules in the new Companies Act.

Proposals for resolutions at the ordinary general meeting may be submitted in writing by any shareholder, but such proposals must have been forwarded to the Company's board of directors no later than 4 weeks before the general meeting. A resolution which is forwarded to the board of directors later than 4 weeks before the ordinary general meeting can be placed on the agenda if the board of directors assesses that the request is made in sufficient time for the issue to be placed on the agenda.

g) Article 5(6)

The board of directors proposes that the wording of article 5(6) is amended in order to reflect the rules of the new Companies Act.

An extraordinary general meeting shall be held at request by the general meeting, the board of directors, or the auditor chosen by the general meeting. An extraordinary general meeting shall be called no later than two weeks after shareholders owning at least 5% of the share capital have requested such general meeting in writing for the consideration of a specific issue.

h) Article 5(7)

The board of directors proposes that the provision in the articles stating that 'the agenda and the full proposals to be presented at the general meeting, together with the audited annual report is to be sent to all shareholders who have requested so' be deleted as such a requirement no longer exists in the Companies Act

The company shall in a consecutive period of three weeks beginning not later than three weeks before the general meeting including the day of the holding of such general meeting make the following information available to the shareholders on the Company's website (www.nkt.dk):

1. The notice convening the general meeting.
2. The total share capital and voting rights at the time of the notice.
3. The documents which are to be submitted at the general meeting, including for the ordinary general meeting the audited annual report including annual results and group results with the board of management's and auditor's reports together with reports.
4. Agenda together with the full proposals.
5. The necessary forms to be used for voting by proxy and voting by letter, unless such forms are sent direct to the shareholders. If due to technical difficulties such forms cannot be made available on the internet, the company will advise on its website how such forms may be obtained in paper form. In such cases the Company will send the form to any shareholders who request so.

i) Article 7(2)

The board of directors proposes that article 7(2) is updated in order to reflect the rules in the new Companies Act regarding the requirements for shareholders to attend the general meeting.

Any shareholder shall be entitled to attend the general meeting if the shareholder, not later than three calendar days before the general meeting, has requested to have an admission card handed over at the Company's office or in such other manner as described in the notice calling the meeting. The admission card upon which the shareholder's number of votes is indicated, is handed over to the shareholder on the basis of the registered ownership in the register of owners on the date of registration which is one week before the general meeting and on the basis of the notification that the Company has received with a view to being registered in the register of owners on the date of registration at the latest, in so far that such notifications have not been registered in the register of owners already.

j) Article 7(3)

The board of directors proposes that it is clarified in article 7(3) that only persons who are shareholders on the date of registration - which according to the new Companies Act is one week before the general meeting - has a right to attend and vote at the general meeting.

The right to vote at the general meeting belongs to shareholders registered in the Company's owner register or shareholders having reported and documented their acquisition. Only persons who are shareholders on the date of registration set as one week before the general meeting has the right to attend and vote at the general meeting. Any share amount of 20 DKK shall carry one vote at the general meeting.

k) Article 7(4)

The board of directors proposes that article 7(4) is amended in accordance with the new Companies Act so that a proxy may be given to others than the board of directors without time limitation.

Shareholders are entitled to be present at the general meeting by proxy or with an adviser, just as a proxy may be present with an adviser. Voting rights can be exercised by proxy when upon delivery of the proxy the agent has received an admission card. The agent must produce a written and dated proxy. Proxy to the Company's board of directors shall be issued to a certain general meeting with the agenda being known in advance and cannot be valid for more than one year.

l) Article 7(5)

The board of directors proposes that a provision is added to the articles of association as article 7(5) which complies with the rule in the new Companies Act that shareholders shall be entitled to vote in writing. The suggested amendment is conditioned upon the coming into force of the new Companies Act, and shall be effective as per the date of the coming into force of the new Companies Act. In so far as the new Companies Act shall have come into force at the time of the voting of the proposed amendment, the conditions for the conditioned proposal shall be deemed to be fulfilled, and the proposal shall, if approved by the general meeting, become effective immediately. The wording of article 7(5) shall be:

When section 104 (2) in the new Companies Act comes into force, article 7(5) shall be worded as follows:

Shareholders have the right to vote in writing. A written vote shall be unequivocally identifiable, including the statement of the shareholder's name and VP-reference number. In order to maintain its validity a written vote shall be in the possession of VP Services A/S, Company registration Number 30 20 11 83 not later than 10 am two working days before the general meeting. Forms for voting in writing shall be made available to the shareholders in accordance with article 5(7).

m) Article 11(3)

The board of directors proposes that the reference in article 11(3) to the Company legislation is amended in order to reflect the new Companies Act.

The board of directors has in accordance with the Companies Act section 139 prepared a set of general guidelines for the Company's use of incentive pay to the board of directors and the management. The guidelines have been presented to and adopted at the general meeting. The guidelines have been published at the Company's homepage www.nkt.dk.

n) Article 12(3)

The board of directors proposes that the wording of article 12(2) is amended in order to clarify that the requirement of quorum can be fulfilled by proxy.

The board of directors shall prepare a set of rules of procedures setting out the rules for its duties. Unless otherwise provided by the rules of procedure for the board of directors, any decisions are made by simple majority. In case of parity of votes the chairman shall have the casting vote. No valid resolution can be passed unless more than half of all members, including the chairman or the deputy chairman, are represented.

9.2 The board of directors proposes that article 3B(1) of the articles of association be deleted as the authorization to the board of directors is exhausted and has expired. For the sake of clarity in the articles of association the article is deleted and a note is made in article 3B(1) to the effect that the article is deleted as the authorization is exhausted and has expired.

9.3 The board of directors proposes that article 3B I of the articles of association and appendix B be deleted as the authorization to the board of directors is exhausted and has expired. For the sake of clarity in the articles of association the article is deleted and a note is made in article 3B I to the effect that the article is deleted as the authorization is exhausted and has expired.

9.4 The board of directors proposes that the board of directors shall be authorized to be able to during the period until 25 March 2015 to decide to increase the share capital by a maximum amount of nominally 300 mDKK through one or more new share issues. The provisions of article 3(A) of the articles of association will be replaced with the following wording and the existing authorisation shall no longer apply:

The share capital may, by resolution of the board of directors, be increased by a maximum amount of 300 mDKK (10,000,000 shares) through one or more issues of new shares. This authorization shall be valid until 25 March 2015. The increase may be carried out through the issue of shares for cash consideration or in any other manner. If the subscription price of the shares equals the market price, the board of directors may decide to issue the shares without giving existing shareholders pre-emptive rights. Where the capital is increased through the conversion of debt or in consideration for the acquisition of an existing business undertaking or specific assets, the shareholders shall not have pre-emptive rights.

New shares issued in accordance with the Article 3(A) shall carry dividends from such time as resolved by the board of

directors but not later than for the financial year in which the share capital increase takes place. The new shares shall otherwise in all respects be subject to the same terms as the company's existing shares.

9.5 The board of directors proposes an amendment to the guidelines for the Company's use of incentive pay to the board of directors and the management of NKT Holding A/S.

It is proposed that the existing guidelines regarding the Company's use of incentive pay to the board of directors and the board of management of NKT Holding A/S are supplemented as follows:

- (i) The board of directors is authorized to compensate holders of options for any possible watering down as a consequence of changes in the Company's capital structure.
- (ii) In special cases the board of directors is authorized to grant to the particular Managing Director an extraordinary bonus of 100% of the regular salary in addition to the ordinary bonus.

The total value of the yearly granted bonus will be stated in the annual report.

No other changes to the existing guidelines are made. If the board of directors' proposal is carried, the supplementary provisions will be consolidated with the existing guidelines and the new guidelines will be posted on the Company's website, www.nkt.dk.

9.6 The board of directors proposes that the chairman shall be authorized to carry out registration with the Danish Commerce and Companies Agency of the amendments to the articles of association which are carried at the 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 Commerce and Companies Agency may require in order to register the decisions carried at the general meeting.

Adoption of the proposals 9.1-9.5 of the agenda calls for a majority voting of at least two-thirds of the votes cast as well as the voting share capital represented at the general meeting, cf. article 8 of the Articles of Association.

10. Any other proposals.