



2 March 2010

*To our shareholders*

Notice convening the Annual General Meeting of NKT to be held at

Radisson Blu Falconer Hotel, Falkoner Allé 9, DK-2000 Frederiksberg  
on Thursday 25 March 2010 at 16:00 pm

The agenda for the general meeting with the full proposals are enclosed as exhibit 1 and as exhibit 2 we enclose a short presentation of NKT.

**Admission cards, voting papers and proxy etc.**

Should you wish to participate at the general meeting, you are required to obtain an admission card for yourself or any proxy or any attending advisor or any accompanying guest (article 7 of the articles of association). Voting papers are issued together with admission cards. If you are registered with NKT's register of owners admission cards are issued without further documentation. Shareholders who are not registered with NKT's register of owners shall, in order to receive an admission card, obtain a deposit slip, which must not be more than 14 days old, from VP Securities A/S or the place of deposit as documentation for the shareholding. The deposit slip shall be accompanied by a statement from the shareholder to the effect that the shares have not been, and will not be transferred to anyone else before the general meeting has been held.

**Admission cards can be requisitioned until Monday 22 March 2010 in the following ways:**

- By telephone to VP Investor Services A/S, telephone number +45 4358 8892 and giving details of your VP deposit number.
- By returning the completed form duly signed in the enclosed addressed envelope to VP Investor Services A/S, Weidekampsgade 14, DK-2300 Copenhagen S or fax +45 4358 8867.
- By ordering online on VP Investor A/S' website [www.uk.vp.dk/agm](http://www.uk.vp.dk/agm) or the Company's website [www.nkt.dk](http://www.nkt.dk).
- By contacting the Company at Vibeholms Allé 25, DK-2605 Brøndby, Denmark, and giving details of your VP deposit number.

In case you are not able to attend the general meeting, the board of directors or the chairman of the board of directors would like to receive a proxy for exercising the voting rights attached to your shares. In that case please complete and sign the proxy overleaf and post it to be received by VP Investor Services A/S, Weidekampsgade 14, DK-2300 Copenhagen S, no later than on 22 March 2010.

Proxy can also be given electronically at [www.uk.vp.dk/agm](http://www.uk.vp.dk/agm) or [www.nkt.dk](http://www.nkt.dk). Proxy can be given to the board of directors, the chairman of the board of directors or another person appointed by you as a shareholder.

**Agenda etc.**

No later than two weeks before the general meeting, the agenda together with the full proposals and the audited annual report will be available for inspection by the shareholders at the Company's office, Vibeholms Allé 25, DK-2605 Brøndby.

At the same time the following documents will be available on the Company's website, [www.nkt.dk](http://www.nkt.dk): (1) the notice convening the general meeting, (2) information regarding the Company's total share capital and voting rights at the time of the notice convening the general meeting, (3) the agenda, (4) the full proposals to be submitted to the general meeting, (5) the annual report for 2009 and (6) forms to be used for notice of attendance and for possible voting by proxy.

### **Sharecapital and right to vote**

Please be informed that the share capital of NKT Holding A/S is 474,367,580 DKK each share of nominally 20 DKK.

Any share amount of 20 DKK shall carry one vote at the general meeting.

The right to vote at the general meeting can be exercised by shareholders who have obtained an admission card in due time and against proper identification. For shareholders who have acquired their shares by transfer, the right to vote is conditioned upon the shareholders having been registered with the Company's register of owners not later than at the time of the notice convening the general meeting or having reported and documented their acquisition of the shares.

### **Questions to NKT's management**

The shareholders may in advance of the general meeting put forward questions in writing to NKT's management regarding issues of importance for the assessment of the annual report for 2009, the Company's position, the Company's relationship to other companies within the NKT Group or any other issues which are subject to decision at the general meeting. The letter shall be sent to the Company's address. NKT may choose to answer the question by posting the answer on the website [www.nkt.dk](http://www.nkt.dk). If the shareholder is not represented at the general meeting NKT may omit answering the question. At the general meeting shareholders may orally ask questions to NKT's management and the Company's auditor elected by the general meeting regarding the above-mentioned issues.

### **Useful information**

To reach Radisson Blu Falconer Hotel by public transport you can travel by bus, or alternatively travel by Metro to Frederiksberg Station which is just a few minutes' walk from the hotel. If arriving by car, there is underground parking at Sylows Plads behind the hotel.

The general meeting will be held at Falkoner Salen. The doors will open at 15:30 pm. Admission cards will be collected at the entrances. The ground floor cloakroom is at the disposal for guests attending NKT's general meeting.

The general meeting will start at 16:00 pm. Should you arrive later, kindly go to the registration desk.

The general meeting will be simultaneously interpreted into English. Headphones will be handed out at the information desk. There will be telecoils on the rearmost seats in the hall, rows 22-30, number 1-16.

Directly after the general meeting NKT will host a reception in the adjoining hall at which light refreshments will be served. Guests will have an opportunity to meet other shareholders and the board of directors and management of NKT.

Yours faithfully

*Board of Directors*

**NKT Holding A/S**

*Exhibit 1: Agenda and the full contents of the proposals*

*Exhibit 2: 'A stronger NKT'*