



NKY



Remuneration
Report 2020

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1. Introduction

Dear Reader,

We are happy to share the 2020 NKT Remuneration Report. With this report, we are providing greater insight into the remuneration outcomes for 2020 to comply with new governance requirements and provide a better understanding of and transparency into our Executive Remuneration practices. The report is to be approved by shareholders at the Annual General Meeting in March 2021.

2020 has been an eventful year for NKT winning record orders, strengthening our capital base, successfully navigating the effects of the Corona pandemic and changes in the executive team: We welcomed Line Andrea Fandrup who started

as CFO 10 August 2020 taking over after our former CFO Roland M. Andersen who left during the first half of 2020. Furthermore, there were changes to the organisational structure and composition of the Group Leadership Team (GLT) with the decision to further accelerate the growth potential in Applications, Services and Accessories. As a result, Oliver Schlodder, Former Head of Applications, Services & Accessories left during first half of 2020 and Will Hendrix started April 2020 as Head of Applications, Axel Barnekow Widmark was appointed Head of Services and Fredrik Eskengren was appointed Head of Accessories.

Group Leadership Team Composition 31 December 2020

CEO: Alexander Kara

CFO: Line Andrea Fandrup

CTO: Anders Jensen

CHRO: Lika Thiesen

Head of HV Solutions, Karlskrona: Claes Westerlind

Head of HV Solutions, Cologne: Mika Makela

HV Solutions CCO: Michael C. Hjorth

Head of Applications: Will Hendrix

Head of Services: Axel Barnekow Widmark

Head of Accessories: Fredrik Eskengren

Group Leadership Team Composition 31 December 2019

CEO: Alexander Kara

CFO: Roland M. Andersen

CTO: Anders Jensen

CHRO: Lika Thiesen

Head of HV Solutions, Karlskrona: Claes Westerlind

Head of HV Solutions, Cologne: Mika Makela

HV Solutions CCO: Michael C. Hjorth

Head of Applications, Services & Accessories: Oliver Schlodder



The focus for 2020 has been on offering fair and attractive remuneration to new executives who will continue to drive sustainable financial performance of NKT and to position us for market opportunities driven by the green transformation. Furthermore in 2020 there has been focus on ensuring that our variable remuneration provide pay for performance and reflect the business performance accordingly.

The terminations in 2020 were in line with the NKT Policies including adhering to the provisions for good and bad leavers. In this connection, there has been no need for use of the claw back and malus clauses.

For this report, Executive Management refers to the executives registered as managers of the Company with the Danish Business Authority as executive officers of NKT (CEO Alexander Kara and CFO Line Andrea Fandrup). As always, the NKT Group Leadership Team (GLT) will be reported as one group.

The announced strategic review of NKT Photonics was not finalised in 2020 due to the impact of the pandemic. We intend to resume the review when the business

and the financial performance is no longer materially affected by the pandemic, hence the remuneration section on NKT Photonics is not included in this year's report.

The Work of the Remuneration Committee

The work of the Remuneration Committee and our governance is set out in the Terms and Reference for the Committee and follows an annual plan. In 2020, the committee held five meetings, focusing on overall supervision of remuneration practices for Executive Management & GLT as well as ensuring good alignment between the principles of the Remuneration Policy with the company wide practices related to compensation of employees.

The work of the Remuneration Committee is based on a set of core principles as set out by the Remuneration Committee and approved by the Board of Directors. These include focussing on:

- Retaining executives who are key to value creation
- Creating close ties between remuneration and our strategy by applying

long-term financial and non-financial performance measures to incentive programs

- Remaining aware of the sensitivity surrounding executive pay issues in the Danish as well as international environment.

The NKT Remuneration Committee is also responsible for drafting the remuneration policy for the Board of Directors and the Executive Management of NKT Group; for making proposals on changes to the remuneration policy, and for obtaining the approval of the draft from Board of Directors prior to seeking shareholders' approval at the Annual General Assembly.

NKT proposes an updated Remuneration Policy for 2021 for shareholder approval at the 2021 Annual General Meeting in March 2021. The updated policy proposes to increase the maximum bonus opportunity for Executive Management to be aligned with peers and the international market, and also introduces a change of control clause. The revised policy will ensure alignment with the evolving market norms for remuneration in an international company and continued compliance with the EU Shareholder Rights Directive

and Danish Companies Act. The overall principles outlined in the policy have been reflected in the remuneration of the members of the Group Leadership Team (in as so far, they are not in violation of local legal employment law and practices).

Yours sincerely,

Jutta af Rosenberg

Chair of the Remuneration Committee

2. Remuneration of the Board of Directors

Similar to our approach to Executive Remuneration, our approach to Board of Director remuneration aims to fairly award the work and responsibilities of the Board members. Fees are set relative to competitive benchmarks with companies of comparable size and scope, with the last benchmark being carried out in 2018. A zero increase in fees are suggested for the coming year. A benchmark review of the fees will be carried out in 2021.

The fees approved at the Annual General Meeting in May 2020 with effect from that point are shown in the tables below.

Members of the Board of Directors are not eligible to participate in short- or long-term incentive plans. Expenses such as travel and accommodation for board meetings as well as other relevant expenses are reimbursed.

Remuneration to Board members – 2020

| Amounts in EURt | Base remuneration | Audit Committee | Nomination Committee | Remuneration Committee | NKT Photonics | Total remuneration |
|-------------------------------------|-------------------|-----------------|----------------------|------------------------|---------------|--------------------|
| Jens Due Olsen, Chairman | 120 | | | | | 120 |
| René Svendsen-Tune, Deputy Chairman | 80 | | | | | 80 |
| Jens Maaløe | 40 | 13 | 4 | 7 | 20 | 84 |
| Jutta af Rosenborg | 40 | 26 | | 13 | | 80 |
| Lars Sandahl Sørensen* | 19 | | 6 | | | 25 |
| Karla Lindahl** | 22 | 7 | | | | 29 |
| Andreas Nauen | 40 | | 7 | | | 47 |
| Thomas Torp Hansen*** | 40 | | | | | 40 |
| Stig Nissen Knudsen*** | 40 | | | | | 40 |
| Jack Ejlersen*** | 40 | | | | | 40 |
| Total remuneration 2020 | 482 | 46 | 17 | 20 | 20 | 585 |

* Lars Sandahl Sørensen did not seek re-election to the board in June 2020 and only received pro-rated fees for 2020.

** Karla Lindahl was nominated to the Board and joined the Audit Committee in June 2020, receiving pro-rated fees accordingly.

*** Elected by employees

Remuneration to Board members – last three years

| Amounts in EURt | 2018 | 2019 | 2020 |
|-------------------------------------|------------|------------|------------|
| Jens Due Olsen, Chairman | 120 | 120 | 120 |
| René Svendsen-Tune, Deputy Chairman | 80 | 80 | 80 |
| Jens Maaløe | 80 | 80 | 84 |
| Andreas Nauen | 40 | 45 | 47 |
| Jutta af Rosenberg | 80 | 80 | 80 |
| Lars Sandahl Sørensen* | 53 | 53 | 25 |
| Peter Wennevold | 40 | 40 | - |
| Karla Lindahl | - | - | 29 |
| Thomas Torp Hansen** | - | - | 40 |
| Stig Nissen Knudsen** | 40 | 40 | 40 |
| Jack Ejlersen** | 40 | 40 | 40 |
| Niels-Henrik Dreesen** | 10 | - | - |
| Total remuneration | 583 | 578 | 585 |

* Lars Sandahl Sørensen did not seek re-election to the Board in June 2020 and only received pro-rate fees for 2020.

** Employee elected board members.

Board of Directors – Shares

At year-end 2020 the number of shares held by the Board of Directors was 54.789 amounting to a total market value of tEUR 1,994.0 based on a year-end share price of DKK 271.2.

Number of shares held by Board of Directors*

| Name | Number of shares ultimo 2019 | Net change | Number of shares ultimo 2020 |
|------------------------|------------------------------|----------------|------------------------------|
| Jens Due Olsen | 36,706 | +12,235 | 48,941 |
| René Svendsen-Tune | 4,000 | +1,333 | 5,333 |
| Jens Maaløe | 515 | - | 515 |
| Andreas Nauen | - | - | - |
| Jutta af Rosenberg | - | - | - |
| Lars Sandahl Sørensen* | 2,495 | -2,495 | - |
| Karla Lindahl | - | - | - |
| Thomas Torp Hansen** | - | - | - |
| Stig Nissen Knudsen** | - | - | - |
| Jack Ejlersen** | - | - | - |
| Total | 43,716 | +11,703 | 54,789 |

* Lars Sandahl Sørensen did not seek re-election to the Board in June 2020.

** Employee elected board members

3. Remuneration of Executive Management and Group Leadership Team

The remuneration of Executive Management and the Group Leadership Team is reviewed yearly. The components which form part of the remuneration packages, and all material adjustments thereof, are approved by the Board of Directors based on discussions and recommendations by the Remuneration Committee. Based on the parameters set in the remuneration policy, the Board of Directors also approves the basis for calculating and granting any share-based incentive plans.

Composition of remuneration

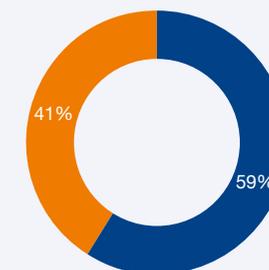
Executive Management’s remuneration for 2020 consists of a fixed base salary and other customary benefits such as pension and a company car. The remuneration further includes variable remuneration elements such as short-term incentives in the form of a bonus program and long-term incentives in the form of a Performance Share Program (PSP).

To the right the distribution of variable and fixed remuneration elements (i.e. the pay-mix)

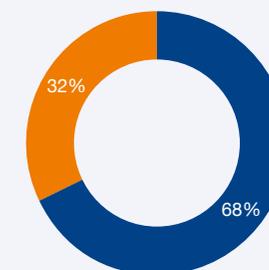
is illustrated as a result of actual 2020 pay-outs as well as the pay-mix at the theoretical target level of compensation.

NKT aims to have a market conform practice with a noticeable amount of variable compensation for its executives. As below figures illustrate, the actual 2020 pay-mix has more weight on the variable components than the theoretical target since bonus pay-outs overall have been in the upper end of the range.

Share of fixed and variable remuneration elements – 2020 Actual Pay-Out



Share of fixed and variable remuneration elements – Theoretical target level



■ Fixed Remuneration Elements
 ■ Variable Remuneration Elements

Overview of 2020 Executive Remuneration

| Amounts in EURt | Base Salary | Bonus | Pension | Value of benefits | Value of PSPs at award**** | Total |
|-------------------------------------|----------------|----------------|-------------|-------------------|----------------------------|----------------|
| Alexander Kara, CEO | 805.2 | 563.6 | 0 | 99.5 | 281.8 | 1,750.1 |
| Line Andrea Fandrup, CFO* | 164.4 | 97.2 | 22.6 | 7.7 | 37.7 | 329.6 |
| Roland M. Andersen, CFO** | 239.7 | 420.1 | 36.0 | 12.9 | 0 | 708.7 |
| Total Executive Remuneration | 1,209.3 | 1,080.9 | 58.6 | 120.1 | 319.5 | 2,788.4 |
| Group Leadership Team*** | 2,428.8 | 1,248.2 | 342.6 | 228.1 | 442.9 | 4,690.6 |

* Line Andrea Fandrup represents pro-rated remuneration for months in office, August to December 2020

** Roland M. Andersen represents pro-rated remuneration for months in office, January to June 2020

*** GLT: Includes remuneration for GLT members pro-rated for months in office as well as remuneration for exiting GLT members who are within notice period and on garden leave.

**** Value of PSPs at award is defined as the expected value of PSUs at target performance level and is calculated as granted fair value at the point of award based on an award percentage of the base salary for 2020.

* Distribution of total remuneration sum of Executive Management and GLT. Fixed remuneration components: base salary, pension and benefits. Variable remuneration components: bonus and value of PSP awards.

No annual adjustment in base salary of NKT executives

To ensure retention and long-term stability, NKT seeks to compensate its executives in a competitive manner compared to relevant external benchmarks. The companies in the benchmark group represent both competitors, the energy industry overall as well as other similar sized European manufacturing companies. The individual base salaries consider market remuneration levels as well as the executives' skills and experience. In addition, base salary is always considered in the context of the executive's total remuneration.

Based on the cost restraint throughout the organization due to uncertainty regarding the impact of the Corona pandemic, it was decided to award the CEO a zero percent base salary adjustment as part of the 2020 annual salary review. CFO Line Andrea Fandrup joined NKT after the 2020 salary review hence no adjustment was made.

However, the Board of Directors is aware of the importance and impact of Executive Management in driving sustainable financial performance

and will in 2021 strive to ensure fixed remuneration for Executive Management is competitive to the benchmark groups accordingly (subject to continued high performance).

Benefits according to local standards

NKT executives come from and operate out of different European locations and therefore benefits are not aligned across Executive Management and the GLT, instead they follow a country-specific norm where individuals are covered by pension schemes and car policies which conform with local country practices. NKT regularly reviews its benefit levels to ensure that these are market conforming and competitive in the local setting.

At the start of 2020 CEO Alexander Kara was granted a car allowance at a level aligned to the local market instead of the initial mileage agreement. There have been no changes to pension schemes during 2020 impacting the remuneration level of NKT executives. Specific values for pension and benefits are listed in table showing the 3 year overview remuneration on page 11.

Short-term incentives: 2020 NKT Global Bonus Program structure and results

Pay for performance is a key element of the overall remuneration strategy for NKT and therefore our executives are also rewarded based on short-term performance. This bonus scheme, called the NKT Global Bonus Program, is aligned in structure with the bonus schemes for our mid-level manager and specialists through-out NKT.

The Global Bonus Program represents a balanced approach to incentives and rewards. It includes KPIs related to NKT's overall financial results, results of individual business lines as well as individual goals. For NKT executives the primary KPIs are related to overall financial indicators as well as business performance KPIs with only limited inclusion of individual KPIs requiring discretionary judgement. Typical individual KPIs are related to specific sales targets, productivity KPIs or concrete business achievements. However, a few individual KPIs relate to more long-term business development, specific organisational

topics or key focus areas around people, talents and competencies.

Each year the structure, weighting and KPIs of the bonus scheme are adjusted towards the intended focus areas for NKT executives for the specific year. Given the current focus of the NKT business, for the 2020 bonus scheme it was decided to increase the Business Line specific KPIs with an emphasis on the order intake. The Business Line specific KPIs also included stretch targets on results & culture, which were measured quarterly to ensure sufficient focus on achieving the desired outcomes for the individual areas. Furthermore, the individual KPI weighting for the CEO was increased in 2020 with emphasis on Safety, new Strategy roll-out and on-boarding of new GLT members.

The table below summarizes maximum bonus opportunity and the weighing of the different bonus elements.

Max Bonus and Weight of Bonus Elements

| | Max. Bonus* | Group EBITDA | Group Working Capital | Business Line/Function-specific KPIs | Individual KPIs | Total |
|--------------------------|-------------|--------------|-----------------------|--------------------------------------|-----------------|-------|
| Alexander Kara, CEO | 70% | 25% | 25% | 30% | 20% | 100% |
| Line Andrea Fandrup, CFO | 60% | 25% | 25% | 40% | 10% | 100% |
| Group Leadership Team | 60% | 15% | 5% | 70% | 10% | 100% |

* Maximum bonus opportunity in percent of base salary

Based on the 2020 financial results, the bonus scheme achieved a pay-out in the upper range on average. Group EBITDA & Group Working Capital both reached maximum while business line specific and individual KPIs varied between 0-100% achievement.

In the table below, the achievement on bonus KPIs is summarised.

Long-term incentives: 2020 NKT Performance Share Program awarded to ensure long-term retention

During 2020, NKT continued the Performance Share Program, which was first introduced during 2018.

The Performance Share Program is structured as a conditional right for participants to receive shares after a three-year performance period at nil payment.

For 2020, the performance share awards were made to select individuals in line with the award level permitted under the policy. The performance shares will vest subject to continuous service and the achievement of performance KPIs over three years as described in the table to the right.

As in 2019 it has been decided to focus on two key elements of business performance in the 2020 program. 2022 year-end EBITDA to ensure a continuous focus on securing the projected earnings of the underlying business and TSR to ensure that executive management focuses on providing adequate value to shareholders, thereby securing the long-term viability of NKT.

The table to the right and the table on page 10 summarise the number and grant value awards as well as the expensed accounting value of the 2020 Performance Share Program.

2020 Performance Share Program – Performance KPIs

| Measure | Weight | Target |
|---|--------|---|
| EBITDA | 50% | EBITDA reported at the end of the three-year performance period, 31 December 2022 |
| Absolute Total Shareholder Return (TSR) | 50% | TSR performance in the three years to 31 December 2022 |

2020 Performance Share Program Awards – Number and grant value of award

| EURt | Number of PSUs | Expected value of PSUs at target performance level* | Maximum value if all PSUs vest (share price equal to award date)** |
|--------------------------|----------------|---|--|
| Alexander Kara, CEO | 25.3 | 281.8 | 563.6 |
| Line Andrea Fandrup, CFO | 3.3 | 37.7 | 75.4 |
| Group Leadership Team | 38.6 | 442.9 | 885.8 |

* Expected value of PSUs at target performance level is calculated as granted fair value at the point of award based on an award percentage of the base salary for 2020.

** Maximum value if all PSUs vest is calculated as the maximum possible value if all performance criteria are achieved in full using the share price equal to the share price at the award date (DKK 165,76).

2020 Bonus KPI Achievement

| | Group EBITDA | Group Working Capital | Business Line specific KPIs | Individual KPIs | Total Achievements |
|--------------------------|--------------|-----------------------|-----------------------------|-----------------|--------------------|
| Alexander Kara, CEO | 100% | 100% | 100% | 100% | 100% |
| Line Andrea Fandrup, CFO | 100% | 100% | 91% | 100% | 96% |
| Group Leadership Team | 100% | 100% | 72% | 83% | 77% |

The costs recorded in 2020 related to the Performance Share programs was impacted by the reversal of costs relating to the EBITDA targets for the 2019 program, as this target is not expected to be reached in 2021.

As 2020 was the third year that performance shares were awarded, no previously awarded performance shares vested during the year and no performance shares relating to the 2018 program vested either.

No cases of malus or claw back has occurred during 2020 and all resignations and terminations of executive members of GLT were handled according to the good and bad leaver provisions of the NKT Remuneration Policy.

Previous Long-term Incentives: NKT Warrant Program

Up until 2015, a warrant plan was in place for senior NKT employees granting an entitlement to subscribe for NKT A/S shares at an exercise price based on the market price at the grant date, plus a fixed interest (hurdle rate) calculated from grant date to exercise date.

In all cases the condition of exercise is three years' employment. During 2020, two former employees of NKT exercised their remaining

warrants. No warrants were awarded or forfeited, and this program has now terminated.

The exercise periods were determined as two weeks after the publication of the company's annual financial report and two weeks after publication of the interim reports.

Each warrant granted entitlement to subscribe for one share of a nominal value of DKK 20 at the exercise price. Dividend payments after 1 January 2020 and until the date when the shares are received were deducted from the exercise price.

The remaining value of the warrant program was EUR 0m at year-end 2020.

Previous one-time bonus program

The former CFO received a cash bonus of EUR 0.3m, as part of a one-time bonus program related to the demerger in 2017. The cash bonus of EUR 0.3m is included in the 2020 overview of executive remuneration and three-year remuneration tables accordingly. In addition, two GLT members were eligible for the bonus and received a cash bonus of EUR 0.2m in 2020 which is included in the three-year remuneration table accordingly. The remaining participants have left NKT and have forfeited their entitlement, bringing the program to a close.

All Performance Share Program – Expensed accounting value

| EURt | 2018 | 2019 | 2020 |
|--------------------------------|------|------|------|
| Alexander Kara, CEO | - | 29.2 | 56.9 |
| Line Andrea Fandrup, CFO | - | - | 6.4 |
| Roland M. Andersen, former CFO | - | - | - |

Note awards granted to former CFO Roland M. Andersen were forfeited as per the bad leaver provision in the NKT Remuneration Policy following his resignation.

Overview of Warrant Program

| | Number of Warrants |
|-------------------------------------|--------------------|
| Warrants outstanding per 01.01.2020 | 20,806 |
| Warrants exercised during 2020 | 20,806 |
| Warrants forfeited during 2020 | 0 |
| Warrants outstanding per 31.12.2020 | 0 |

Executive Management – Overview of three-year Remuneration

| EURt | Alexander Kara* | | | Line Andrea Fandrup** | | | Roland M. Andersen*** | | | Group Leadership Team**** | | |
|---------------------------|-----------------|--------------|----------------|-----------------------|----------|--------------|-----------------------|----------------|--------------|---------------------------|----------------|----------------|
| | 2018 | 2019 | 2020 | 2018 | 2019 | 2020 | 2018* | 2019 | 2020 | 2018 | 2019 | 2020 |
| Salary (a) | - | 332.8 | 805.2 | - | - | 164.4 | 540.5 | 796.3 | 239.7 | 1,648 | 1,613.2 | 2,428.8 |
| Bonus (b) | - | 99.8 | 563.6 | - | - | 97.2 | 240.0 | 142.9 | 420.1 | 723 | 314.7 | 1,248.2 |
| Pension (a) | - | - | - | - | - | 22.6 | 71.5 | 71.4 | 36.0 | - | 246.2 | 342.6 |
| Value of Benefits | - | 71.0 | 99.5 | - | - | 7.7 | 25.6 | 26.4 | 12.9 | 143 | 154.4 | 228.1 |
| Total exc. LTI | - | 503.6 | 1,468.3 | - | - | 291.9 | 877.6 | 1,037.0 | - | 2,514 | 2,328.5 | 4,247.7 |
| Long Term Incentives (c) | - | 116.5 | 281.8 | - | - | 37.7 | 120.0 | 119.1 | - | 362 | 262.8 | 442.9 |
| Total Remuneration | - | 620.1 | 1,750.1 | - | - | 329.6 | 997.6 | 1,156.1 | 708.7 | 2,876 | 2,591.3 | 4,690.6 |

* Appointed CEO during 2019, hence no earlier historical data included. 2019 Remuneration represents prorated amount for Aug-Dec 2019

** Appointed CFO during 2020, hence no historical data included. Remuneration represents prorated amount for Aug-Dec 2020

*** Appointed to Executive Management during 2018. Value of remuneration included in GLT lump sum for 2017. 2019 base salary included special allowance for CEO interim responsibility from Jan to August.

**** Please note that shifting composition of GLT makes historical comparison difficult. 2018: 6 members; 2019: 5-7 members, 2020: 8 members

a) In 2018 Rem Report salary and pension was reported as lump sum

b) For 2018 bonus is reported as maximum possible bonus pay-out. For 2019 actual bonus pay-out reported

c) For 2018 long term incentive is reported as grant value at the point of award based on an award percentage of the base salary

Total Remuneration of Executive Management

Total remuneration for the Executive Management is shown below. Three years' data is provided, as recommended by the Danish Recommendations on Corporate Governance.

The notice period of Executive Management and GLT are set to ensure that NKT will be able to follow the recommendation on good corporate governance. Currently notice periods vary between 12 to 18 months for the company and a 6 to 9 months' notice for the Executive Management and GLT.

Annual changes in remuneration

The development in the remuneration of the Board and Executive Management over the past financial year is summarized in the table below.

| | Change in total remuneration incl bonus & value of shares |
|--------------------------|--|
| | 2020 vs 2019 |
| Alexander Kara, CEO | 35.6%* |
| Line Andrea Fandrup, CFO | - |
| Board of Directors | 0% |

* Comparative calculation made on an annualized basis

| | Change in revenue (std. metal prices) | Change in operational EBITDA |
|-----------|--|---|
| | 2020 vs 2019 | 2020 vs 2019 |
| NKT Group | 13.3% | 99.7% |

| | Change in total remuneration incl bonus & value of shares |
|--|--|
| | 2020 vs 2019 |
| Average FTE remuneration in NKT Cables Group A/S (excl GLT)* | 10% |

* The listed company NKT A/S (the parent) has no employees, instead the subsidiary NKT Cables Group A/S used for comparison

The pay mix for the NKT CEO is the primary driver for the difference between the CEO increase vs NKT Group whereby the CEO has a higher amount of variable pay. 2020 yielded high pay outs on variable components which is reflected accordingly.

4. Statement by the Board of Directors

The Board of Directors has today considered and adopted the remuneration report of NKT A/S for the financial year 1 January - 31 December 2020.

The remuneration report has been prepared in accordance with section 139b of the Danish Companies Act.

In our opinion, the remuneration report is in accordance with the remuneration policy adopted at the Annual General Meeting, and is free from material misstatement and omissions, whether due to fraud or error.

The remuneration report will be presented for an advisory vote at the Annual General Meeting.

Brøndby, 24 February 2021

Board of Directors

Jens Due Olsen
Chairman

René Svendsen-Tune
Deputy Chairman

Rene Dogan

Thomas Torp Hansen

Stig Nissen Knudsen

Karla Lindahl

Jens Maaløe

Andreas Nauen

Jutta af Rosenborg

5. Independent Auditor's Report

To the shareholders of NKT A/S

We have examined whether Management has fulfilled its obligations to report the disclosures required by section 139b(3) of the Danish Companies Act in the company's remuneration report for 2020.

Management's responsibility

Management is responsible for the preparation of the remuneration report in accordance with section 139b of the Danish Companies Act and the remuneration policy adopted at the Annual General Meeting.

Further Management is responsible for the internal control that the Board of Directors considers needed to prepare the remuneration report that is free from material misstatement and omissions, whether due to fraud or error.

Auditor's responsibility

It is our responsibility to express a conclusion on whether Management has fulfilled its obligations to report the disclosures required by section 139b(3) of the Danish Companies Act in the company's remuneration report.

We have conducted our examinations in accordance with ISAE 3000, Assurance Engagements

Other than Audits or Reviews of Historical Financial Information, and additional requirements under Danish audit regulation to obtain reasonable assurance about our conclusion.

Deloitte Statsautoriseret Revisionspartnerselskab is subject to International Standard on Quality Control (ISQC) 1 and, accordingly, applies a comprehensive quality control system, including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by FSR - Danish Auditors (Code of Ethics for Professional Accountants), which are based on the fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our examinations included an examination of whether the remuneration report, to the extent relevant, includes the disclosures required by section 139b(3), items 1-6, of the Danish Companies Act for the remuneration of each member of Management.

Our examinations have not included an examination of accuracy and completeness of the disclosures, and we do not express any conclusion on this.

Conclusion

It is our opinion that Management has fulfilled its obligations to disclose, in all material respects, the information required by section 139b(3) of the Danish Companies Act in the company's remuneration report for 2020.

Copenhagen, 24 February 2021

Deloitte

Statsautoriseret Revisionspartnerselskab

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NKT is signatory of the Europacable
Industry Charter: A commitment
towards superior quality.