

**NKT A/S' Annual General Meeting on Wednesday, 20 March 2024 at 3.00 p.m. (CET)**  
(the door will open at 2.30 p.m. (CET)) at Glostrup Park Hotel, Hovedvejen 41, 2600 Glostrup.

In accordance with article 5 of the Articles of Association, notice is hereby given of the Annual General Meeting of NKT A/S, company registration No. 62 72 52 14 (**NKT** or the **Company**).

## Agenda and full contents of the proposals

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| <p><b>1</b> Report by the Board of Directors on the Company's activities in 2023.</p>  | <p><i>members of the ESG Committee will be DKK 62,500 each.</i></p>  |
| <p><b>2</b> Presentation of the audited Annual Report.</p>   | <p><i>It is proposed that the remuneration of the chair of the NKT Photonics working committee shall be DKK 187,500 and that the remuneration of the ordinary members of the NKT Photonics working committee will be DKK 93,750 each.</i></p>  |
| <p><b>3</b> Adoption of the Annual Report.</p>   |  |
| <p><b>4</b> Proposal by the Board of Directors for the distribution of profit or cover of loss.</p>  | <p><b>8</b> Election of Board members.</p>   |
| <p><i>The Board of Directors proposes that no dividend payment is to be distributed.</i></p>   | <p><i>The Board of Directors proposes re-election of the following board members:</i></p>  |
| <p><b>5</b> Presentation of, and advisory vote on the Company's Remuneration Report.</p>   | <p><i>Jens Due Olsen, René Svendsen-Tune, Nebahat Albayrak, Karla Marianne Lindahl, Andreas Nauen and Anne Vedel.</i></p>  |
| <p><b>6</b> Resolution regarding discharge of the Management and the Board of Directors from their liabilities.</p>  | <p><i>A description of the background and other executive functions (CVs) held by the persons up for election is attached and is available at the Company's website, <a href="https://investors.nkt.com">investors.nkt.com</a></i></p>   |
| <p><b>7</b> Remuneration of the Board of Directors - 2024.</p>   | <p><b>9</b> Election of one or more public accountants.</p>  |
| <p><i>The Board of Directors proposes that the remuneration for 2024 remains unchanged compared to 2023, that is:</i></p>  | <p><b>9.1</b> Election of public accountant</p>  |
| <p><i>The Board of Directors proposes that the base fee shall be DKK 375,000 (EUR ~50,000) (Base Fee), that the chair continues to receive three times the Base Fee (DKK 1,125,000) and will not receive further remuneration for additional committee appointments and the deputy chair continues to receive two times the Base Fee (DKK 750,000)</i></p> | <p><i>It is proposed that PRICEWATERHOUSE-COOPERS STATS AUTORISERET REVISIONSPARTNERSELSKAB, CVR-nr. 33771231, is re-elected. The proposal is in accordance with the nomination made by the Audit Committee. The Audit Committee is not influenced by any third parties and has not been subject to any agreement which limits the General Meeting's freedom to elect auditor or audit firm.</i></p> |
| <p><i>It is proposed that the remuneration of the chair of the Audit Committee shall be DKK 250,000 and that the remuneration of the ordinary members of the Audit Committee will be DKK 125,000 each.</i></p>   | <p><b>9.2</b> Election of a sustainability auditor</p>   |
| <p><i>It is proposed that the remuneration of the chair of the Nomination Committee shall be DKK 125,000 and that the remuneration of the ordinary members of the Nomination Committee will be DKK 62,500 each.</i></p>  | <p><i>It is proposed that PRICEWATERHOUSE-COOPERS STATS AUTORISERET REVISIONSPARTNERSELSKAB, CVR-nr. 33771231, is elected. The proposal is in accordance with the nomination made by the Audit Committee. The Audit Committee is not influenced by any third parties and has not been subject to any agreement which limits the General Meeting's freedom to elect auditor or audit firm.</i></p>    |
| <p><i>It is proposed that the remuneration of the chair of the Remuneration Committee shall be DKK 187,500 and that the remuneration of the ordinary members of the Remuneration Committee will be DKK 93,750 each.</i></p>  | <p><i>The election of a sustainability auditor follows the Danish implementation of the EU's Corporate Sustainability Reporting Directive (CSRD)</i></p>   |
| <p><i>It is proposed that the remuneration of the chair of the ESG Committee shall be DKK 125,000 and that the remuneration of the ordinary</i></p>  |  |

**10** Any other proposals from the Board of Directors or the shareholders.

**10.1** Adoption of an amendment to the Remuneration Policy to include an indemnification scheme for members of the Board of Directors and the Executive Management

*The Board of Directors proposes that the general meeting adopts an amendment to the Company's Remuneration Policy authorising the Board of Directors to implement an indemnification scheme for members of the Board of Directors and the Executive Management in accordance with applicable Danish law (the "Scheme").*

*In accordance with normal practice, NKT A/S has taken out a Directors' & Officers' (D&O) liability insurance that, among other things, covers the liability that the members of the Board of Directors and Executive Management may incur towards third parties in the discharge of their duties. Due to the developments in the insurance market, it has proved increasingly difficult for NKT A/S to take out such insurances with a sufficient coverage at a reasonable premium.*

*It is considered to be in the best interest of the Company and its shareholders that the members of the Board of Directors and the Executive Management, subject to certain conditions, are offered indemnification against claims raised by third parties against them in the discharge of their duties, inter alia to ensure that the Company can continue to retain and attract suitable directors and officers and take such decisions as are in the best interests of the Company and its shareholders. Any indemnification offered under the Scheme will be secondary to any D&O liability insurance taken out by the Company.*

*Thus, it is proposed to insert the following in a new section of the Remuneration Policy under the heading "Indemnification":*

*As a supplement to and secondary to any insurances taken out by the Company, including any Directors' and Officers' liability*

*insurance, the Company may, subject to compliance with applicable laws and this Remuneration Policy and otherwise on such terms and conditions as shall be decided by the Board of Directors acting in accordance with applicable laws and this Remuneration Policy in the best interest of the Company, undertake and agree to indemnify and hold harmless any member of the Board of Directors and the Executive Management of the Company (the Indemnitees) from and against claims raised by any third party (other than the Company or its direct and indirect subsidiaries) arising out of such Indemnitee's discharge of his/her duties as a member of the Board of Directors or the Executive Management, as applicable, of the Company, provided, however, that such indemnity shall not apply if the claim is caused by the Indemnitee's fraud, wilful misconduct or gross negligence or the Indemnitee having acted disloyally towards the Company (the Indemnification Scheme).*

*The Indemnification Scheme that may be offered by the Company includes that the Company will indemnify and hold the Indemnitees harmless from any taxes levied on the Indemnitees due to any indemnification actually made under the Indemnification Scheme and reasonable expenses incurred in defending claims.*

*Any indemnification offered under the Indemnification Scheme to any Indemnitee shall be subject to the Company entering into, in its sole discretion, an indemnification agreement with the Indemnitee setting out the specific terms and conditions of the indemnification, including a maximum coverage and a time limitation on terms consistent with applicable Danish law. Any indemnification agreement shall be made exclusively for the benefit of the individual Indemnitee, including his/her death estate and compulsory heirs, but no other persons.*

*The Board of Directors is authorized to implement, manage, and administer the Indemnification Scheme.*

**11** Any other business.