



To NASDAQ OMX Copenhagen

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### **TDC A/S' Annual General Meeting 2009**

Today, TDC A/S' General Meeting passed the following resolutions:

- Approval of the Company's Annual Report 2008.
- Discharge of the Board of Directors and the Executive Committee from their obligations in respect of the Annual Report.
- Approval of the Board of Directors' proposal regarding allocation of profit. A dividend of DKK 9 will be paid per share of a nominal value of DKK 5.
- The following members of the Board of Directors were re-elected: Vagn Sørensen, Pierre Danon, Kurt Björklund, Lawrence Guffey, Oliver Haarmann and Gustavo Schwed. Furthermore, Andrew Sillitoe was elected as a member of the Board of Directors.

The following alternates were re-elected: Ola Nordquist for Kurt Björklund, Jan Nielsen for Lawrence Guffey, Henrik Kraft for Oliver Haarmann and Torsten Winkler for Gustavo Schwed. Gabriele Cipparrone was elected as alternate for Andrew Sillitoe.

In addition to the members elected by the General Meeting, the Board of Directors also consists of 4 members elected by the employees. These are Jan Bardino, Leif Hartmann, Steen M. Jacobsen and Bo Magnussen.

- PricewaterhouseCoopers was re-elected as auditor.
- The Board of Directors was authorised – until the next Annual General Meeting – to allow the Company to acquire its own shares at a nominal value of up to 10 per cent of the share capital of the Company, see Section 48 of the Danish Companies Act (*aktieselskabsloven*). The purchase price for the shares in question must not deviate by more than 10 per cent from the price quoted on NASDAQ OMX Copenhagen A/S at the time of acquisition. If the shares are not listed on NASDAQ OMX Copenhagen A/S at the time of acquisition, the purchase

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price must not deviate by more than 10 per cent from the market price of the shares at the time of acquisition.

- The following amendments to the Company's Articles of Association were adopted:
  - The authorisation of the Board of Directors to increase the share capital as provided by Article 4a of the Articles of Association was extended until March 18, 2014.
  - In Article 5(4), second sentence, of the Articles of Association "the Copenhagen Stock Exchange" was changed to "NASDAQ OMX Copenhagen A/S".
  - A new address of the keeper of the Company's Register of Shareholders was inserted into Article 5(5) of the Articles of Association.
  - A new Article 22 on communication with the Company's shareholders was inserted into the Articles of Association. The new provision in the Articles of Association enables the Company to communicate with the shareholders by e-mail. As a consequence of the above, Article 6(1), second sentence, of the Articles of Association was changed so that the provision does no longer prescribe that notice to General Meetings shall be sent by letter.

At a board meeting held in immediate continuation of the General Meeting, the Board of Directors constituted itself with Vagn Sørensen as Chairman and Pierre Danon as Vice Chairman of the Board of Directors.

*For inquiries regarding the above please contact TDC Investor Relations on +45 6663 7680 or [investorrelations@tdc.dk](mailto:investorrelations@tdc.dk).*

**TDC** is the leading provider of communications solutions in Denmark with a strong Nordic focus. In the Nordic region TDC has four business units: Business Nordic, Operations, Consumer and YouSee. TDC's activities outside the Nordic Region comprise amongst others Sunrise, a leading telecommunications provider in Switzerland, and HTCC, a leading telecommunications provider in Hungary. TDC was partly privatized in 1994 and fully privatized in 1998. Nordic Telephone Company ApS owns 87.9% of TDC, with the remainder of the shares held by individual and institutional shareowners.

#### **TDC listing**

**Aktier:** NASDAQ OMX Copenhagen.

Reuters TDC.CO.

Bloomberg TDC DC.

Nominal value DKK 5.

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