



General guidelines concerning performance-related remuneration of the Board of Directors and the Board of Executives of Auriga Industries A/S

Background

With a view to being able to attract and maintain competent key employees in future, it is proposed that the Board of Directors be authorised to enter into agreements concerning performance-related remuneration with the Board of Executives.

The Board of Directors has no performance-related remuneration scheme. The members of the Board of Directors receive a fixed annual fee, which is stated in the annual report and approved by the general meeting. The size of the fee is in line with the fees paid by other listed companies.

Board of Executives

Each year, the chairmanship assesses and determines the remuneration to be paid to the Board of Executives, which normally consists of a basic salary and a variable share (performance-related remuneration), which is specified in the annual report for the Board of Executives as a whole.

The fixed basic salary consists of a fixed salary and other benefits.

The variable share is defined in an agreement concerning bonus pay for the 2008-2010 period. Under this agreement, members earn a cash bonus in the 2008-2010 period, which is paid out in April 2011. The size of the cash bonus depends on the combined economic value added (EVA) created during the three-year period in Cheminova A/S. The bonus pay for the entire three-year period can maximally amount to twice the fixed annual pay, which is maintained at the 2008 level throughout this period.

Other employees

Incentive schemes for non-members of the company's Board of Directors and Board of Executives are also expected to be administered in accordance with these general guidelines.

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