

OMX Nordic Exchange Copenhagen  
Nikolaj Plads 6  
1067 København K

02.04.2008

05/08

## STOCK EXCHANGE ANNOUNCEMENT

### Annual General Meeting 2008

At the annual general meeting 2 April 2008 the Management Report was presented and taken note of, and the company's annual report for 2007 was carried unanimously.

It was adopted not to pay dividend.

The general meeting re-elected the non-executive directors Jens Borelli-Kjær, Eivind Dam Jensen, Jørgen Frost and Ole Christian Andersen.

At a subsequent constituent board meeting the Board appointed Jens Borelli-Kjær Chairman and Eivind Dam Jensen Vice-chairman of the Board.

The Board suggested that Deloitte was re-elected auditor of the company. The general meeting unanimously elected Deloitte auditor of the company.

It was adopted to extend the Board's authorization from the date of the general meeting, to let the company acquire up to 10% of the company's share capital during a period of 18 months against payment of between DKK 0 and up to 10% more than the latest selling price on OMX Nordic Exchange Copenhagen prior to the acquisition.

The board informed the general meeting about the company's existing guidelines for incentive-based remuneration of the Management Board and senior employees. The guidelines can be found on the company's website [www.topsil.com](http://www.topsil.com) under "Investor Relations". The guidelines were adopted by the general meeting.

There were the following proposals for modifications of the Articles of Association:

- Authorisation of the Board to increase the capital before 1 April 2013 by offering up to 300 million new shares of DKK 0.25 with or without pre-emption right for the existing shareholders. If the subscription price is lower than the market price the existing shareholders shall in any case have pre-emption right in connection with an increase of capital.
- Authorisation of the Board to increase the capital before 1 April 2013 by offering up to 10 million new shares without pre-emption right for the existing shareholders in favour of the employees at a price of minimum DKK 0.2625 per share, and in other respects in compliance with the requirements stipulated in section 7A of the Danish Tax Assessment Act.
- Editorial changes to articles 3.1, 3.7, 3.9 and 4.2 in connection with change of names.

## ANNUAL GENERAL MEETING 2008



The modifications of the Articles of Association were unanimously adopted by the shareholders present, corresponding to 17.68 per cent of the share capital.

Decisions to modify the Articles of Association shall require that at least half of the share capital is represented at the general meeting, and that the proposal is adopted by at least 2/3 of the votes cast as well as of the voting share capital represented.

Consequently, the required share capital was not represented, so an extraordinary general meeting will be called on Monday the 14 April at 9.00 a.m. at the company's address in Frederikssund.

**Topsil Semiconductor Materials A/S**

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Please note that this translation is provided for convenience only. The Danish version shall prevail in case of discrepancies.

**ANNUAL GENERAL MEETING 2008**