



To NASDAQ Copenhagen

5 March 2015
Announcement 15/2015

TDC A/S' Annual General Meeting 2015

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

- The Company's Annual Report 2014 was approved.
- The Board of Directors and the Executive Committee were discharged from their liability in respect of the Annual Report.
- The Board of Directors' proposal on the distribution of profits was approved.
- The following members of the Board of Directors were re-elected: Vagn Sørensen, Pierre Danon, Stine Bosse, Pieter Knook, Angus Porter and Søren Thorup Sørensen. Benoit Scheen was elected as a new member of the Board of Directors.

In addition to the members elected by the General Meeting, the Board of Directors also consists of five members elected by the employees: Jan Bardino, Christian A. Christensen, Steen M. Jacobsen, John Schwartzbach, and Gert Winkelmann.

- PricewaterhouseCoopers was re-elected as auditor.
- The Board of Directors was authorised for the period until the next annual general meeting, to allow the Company to acquire its own shares in accordance with the rules of the Companies Act. The Company's holding of its own shares cannot exceed 10 % of the nominal share capital. The purchase price of the shares may not differ by more than 10 % from the price quoted for the shares on NASDAQ Copenhagen A/S at the time of the acquisition.
- The Board of Directors' proposal for its remuneration for 2015 was adopted.
- The proposal to amend the Articles of Association Article due to the election of an additional member of the Board of Directors and the Board of Directors therefore consists of an equal number of members

TDC A/S
Teglholmsgade 1
0900 Copenhagen C
Tel. +45 66 63 76 80

Internet:
www.tdc.com/investor
E-mail:
investorrelations@tdc.dk

was approved. The proposal to amend Article 15(2) of the Articles of Association so that the following wording is added was adopted:

"The Chairman of the Board of Directors casts the deciding vote in the event that there is a tied vote."

The amendment of the Articles of Association will be made available on the Company's website, www.tdc.com, no later than Wednesday, 18 March 2015.

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.

The Compensation Committee and Nomination Committee of the Board of Directors consist of Vagn Sørensen (Chairman), Pierre Danon, Pieter Knook and Angus Porter.

The Audit Committee of the Board of Directors consists of Søren Thorup Sørensen (Chairman), Stine Bosse and Benoit Scheen.

For inquiries regarding the above please contact TDC Investor Relations, on +45 6663 7680 or investorrelations@tdc.dk.

TDC is the leading Scandinavian communications solutions and home entertainment company and the leading provider of communications services in Denmark. TDC comprises the business units Consumer, Business, Wholesale, Norway, Sweden and the cost centre Operations/Channels/Headquarters.

TDC listing

Shares: NASDAQ Copenhagen.

Reuters TDC.CO.

Bloomberg TDC DC.

Nominal value DKK 1.

ISIN DK0060228559.