

**Stock Exchange Announcement No. 23/2007
Humblebæk, the 18 December 2007****Annual General Meeting of Coloplast A/S
on Tuesday, 18 December 2007 at 16.00**

The Annual General Meeting of Coloplast A/S has just been adjourned. Reporting on the transactions of the agenda which is attached as an appendix to this information.

Mr. Henrik Wedell-Wedellsborg, Attorney at Law, was elected Chairman of the Meeting.

Re 1

The Directors' report on the activities of the Company was adopted unanimously.

Re 2

The annual report was adopted unanimously.

Re 3

Distribution of ordinary dividend of DKK 5.00 per share and extraordinary dividend of DKK 4.00 was adopted by the General Meeting.

Re 4

The General Meeting received and adopted the following proposals:

- (a) Amendments to the Company's Articles of Association.

Article 1(2)

to be amended to read as follows:

"Its registered office is situated in the municipality of Fredensborg."

Article 6(1)

to be amended to read as follows:

"The General Meetings of the Company shall be held at the registered office of the Company or elsewhere in the Capital Region of Denmark. The Annual General Meeting shall be held every year before the end of December."

- (b) Reduction of the Company's share capital by a nominal amount of DKK 10 million of the Company's holding of treasury shares; these own shares shall be cancelled.

Upon completion of the reduction of the Company's share capital, Article 3(1) of the Articles of Association shall be amended to read as follows:

"The share capital of the Company is DKK 18 million A shares divided into shares of DKK 5.00 each and multiples thereof and DKK 212 million B shares divided into shares of DKK 5.00 each."

- (c) General guidelines for incentive pay to members of the Board of Directors and the Executive Management. Consequently, the following provision will be included in the Articles of Association under a new Article 15:

"The Company has laid down general guidelines for remuneration, including incentive pay, to members of the Board of Directors and the Executive Management. The guidelines have been adopted by the Company's Annual General Meeting."

As a consequence of this new Article 15 being included, Article 13(4) shall be deleted and the following existing provisions shall be re-numbered as follows:

Existing Article 15 to be re-numbered to Article 16.

Existing Article 16 to be re-numbered to Article 17.

Existing Article 17 to be re-numbered to Article 18.

Existing Article 18 to be re-numbered to Article 19.

- (d) Emoluments of the members of the Board of Directors annually to be increased to DKK 325,000 with a premium of 200 per cent and 75 per cent to the Chairman and Deputy Chairman, respectively.
- (e) Grant of authority to the Company's Board of Directors to buy own shares representing up to 10 per cent of the share capital of the Company in accordance with the provisions of section 48 of the Danish Companies Act.

The maximum/minimum price to be paid for the shares has been defined as the market price at the time of purchase +/- 10 per cent.

Such authority to be valid until the Annual General Meeting in 2008.

Re 5

Election of Directors.

The following members of the Board of Directors were re-elected by the General Meeting:

Mr. Michael Pram Rasmussen, Director

Mr. Niels Peter Louis-Hansen, BCom (Deputy Chairman)

Mr. Sven Håkan Björklund, CEO

Mr. Per Magid, Attorney

Mr. Torsten E. Rasmussen, Director

Ms. Ingrid Wiik, Director

The General Meeting also elected, Mr. Jørgen Tang-Jensen, Chief Executive Officer, VELUX A/S, as a new member of the Board of Directors.

Re 6

Election of an auditor.

PricewaterhouseCoopers

Strandvejen 44

DK-2900 Hellerup

was re-elected.

Re 7

Nothing to report under any other business.

Sten Scheibye
President, CEO

Further information**Investors and financial analysts**

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This announcement is available in a Danish and an English-language version. In the event of discrepancies, the Danish version shall prevail.

Enclosures: Notice convening the General Meeting

To our shareholders

5 December 2007

We have the pleasure of inviting you to attend the Annual General Meeting of Coloplast A/S which will be held on

Tuesday, 18 December 2007 at 16.00

at the premises of Coloplast A/S at Høltedam 3, Humlebæk, Denmark (Aage Louis-Hansen conference facilities).

From 15.00 - 15.30, before the formal proceedings of the Annual General Meeting start, there will be a presentation in Danish, its title translates into "50 years with focus on the customer". From 15.30 - 16.00, refreshments will be served.

The General Meeting will be opened by the Chairman of the Board of Directors of Coloplast A/S and will be directed by a chairman, elected by the Board of Directors. The General Meeting will be simultaneously transmitted to shareholders via webcast at www.coloplast.com.

Agenda of the General Meeting

1. To receive the Directors' report on the activities of the Company in the past financial year.
2. To receive and adopt the audited annual report.
3. To consider and, if thought fit, pass a resolution for the distribution of the profit according to the adopted annual report.
4. To consider and, if thought fit, pass any resolutions proposed by the Board of Directors or shareholders.

Proposals by the Board:

- (a) Amendments to the Company's Articles of Association.
For your information, please find enclosed a copy of the provisions of the existing Articles of Association of Coloplast A/S which are subject to the proposed amendments under items (a), (b) and (c) below.

Article 1(2)

to be amended to read as follows:

"Its registered office is situated in the municipality of Fredensborg."

Owing to the reform of the Danish municipal sector, the former municipality of Fredensborg-Humlebæk has been changed to the municipality of Fredensborg.

Article 6(1)

to be amended to read as follows:

"The General Meetings of the Company shall be held at the registered office of the Company or elsewhere in the Capital Region of Denmark. The Annual General Meeting shall be held every year before the end of December. "

Owing to the reform of the Danish municipal sector, the municipality of Karlebo has been deleted as it has become part of the municipality of Fredensborg, which is the registered office of the Company. Also the municipality of Helsingør and the expression Greater Copenhagen have been deleted as the expression Capital Region of Denmark can be used.

(b) Reduction of the Company's share capital

Since the Annual General Meeting held on 13 December 2006 the Company has acquired own shares. The Board proposes to the Annual General Meeting that the Company's share capital be reduced by a nominal amount of DKK 10 million of the Company's holding of treasury shares and that these own shares be cancelled.

Pursuant to the Danish Public Companies Act, section 44 (2) cf. section 44 a (1), it is disclosed that the purpose of the capital reduction is to pay the amount of the reduction to the Company holding the shares. The amount will be transferred from non-distributable reserves to the Company's distributable reserves. The capital reduction will be effected at a price of DKK 488.25 per share, equal to the average price at which the Company acquired the shares.

Upon the approval of the reduction of the Company's share capital, the Board proposes to the Annual General Meeting that Article 3(1) of the Articles of Association be amended to read as follows:

"The share capital of the Company is DKK 18 million A shares divided into shares of DKK 5.00 each and multiples thereof and DKK 212 million B shares divided into shares of DKK 5.00 each."

(c) General guidelines for incentive pay to members of the Board of Directors and the Executive Management

With effect from 1 July 2007, section 69 b of the Danish Companies Act stipulates that the board of directors of a listed company must lay down general guidelines for incentive pay to its members of the board of directors and executive management before any specific agreements to this effect can be made. These guidelines must be considered and approved by the Company's Annual General Meeting. The guidelines for Coloplast A/S are enclosed; the guidelines are also available at Coloplast's website.

Upon approval of the guidelines by the Annual General Meeting, the following provision will be included in the Articles of Association under a new Article 15:

"The Company has laid down general guidelines for remuneration, including incentive pay, to members of the Board of Directors and the Executive Management. The guidelines have been adopted by the Company's Annual General Meeting."

As a consequence of this new Article 15 being included, Article 13(4) shall be deleted and the following existing provisions shall be re-numbered as follows:

Existing Article 15 to be re-numbered to Article 16.

Existing Article 16 to be re-numbered to Article 17.

Existing Article 17 to be re-numbered to Article 18.

Existing Article 18 to be re-numbered to Article 19.

(d) Emoluments of the members of the Board of Directors

It is proposed to the Annual General Meeting that the emoluments of the members of the Board of Directors be increased to DKK 325,000 with a premium of 200 per cent and 75 per cent to the Chairman and Deputy Chairman, respectively; this is according to the market.

(e) Grant of authority to the Company's Board of Directors to buy own shares representing up to 10 per cent of the share capital of the Company in accordance with the provisions of section 48 of the Danish Companies Act.

The maximum/minimum price to be paid for the shares has been defined as the market price at the time of purchase +/- 10 per cent.

Such authority to be valid until the Annual General Meeting in 2008.

5. To elect Directors.

The Board proposes re-election of the following Directors:

Mr. Michael Pram Rasmussen, Director (Chairman)
Mr. Niels Peter Louis-Hansen, BCom (Deputy Chairman)
Mr. Sven Håkan Björklund, Director
Mr. Per Magid, Attorney
Mr. Torsten E. Rasmussen, Director
Ms. Ingrid Wiik, Director

The Board also proposes election of a new Director, Mr. Jørgen Tang-Jensen, Chief Executive Officer, VELUX A/S. Enclosed please find his CV.

For further information on the members of the Board, please refer to Coloplast's website www.coloplast.com or contact the Shareholder Secretariat by telephone at +45 4911 3621.

6. To elect an auditor.

The Board proposes re-election of PricewaterhouseCoopers.

7. Any other business.

For the Company in general meeting to adopt the amendments to the Articles of Association referred to under items 4 (a) and (b) of the agenda, not less than one-half of the share capital must be represented at the General Meeting and not less than two thirds both of votes cast and of the voting share capital represented at the General Meeting must vote in favour of the resolution to be passed, cf. Article 11 (1) and (2) of the Articles of Association.

If the required share capital is not represented at the Annual General Meeting and the proposed resolution does not obtain a majority of two thirds of the votes cast, such resolution cannot be passed. If the proposed resolution obtains a majority of two thirds of the votes cast, the Board of Directors will convene within fourteen days an Extraordinary General Meeting, and if at such General Meeting the proposed resolution obtains a majority of at least two thirds both of votes cast and of the voting share capital represented at the General Meeting, it shall be passed irrespective of the share capital represented.

No other proposals have been submitted by the Board of Directors or by shareholders for discussion at the Annual General Meeting.

Admission cards for the Annual General Meeting can be requested by filling in and sending the attached form, which may also serve to give proxy. The form must be received by Aktiebog Danmark A/S no later than Friday, 14 December 2007 by 16.00.

Admission cards can also be ordered via www.coloplast.com; shareholders may give proxy via this website as well.

The share capital of the Company is DKK 240 million divided into DKK 18 million A shares of DKK 5.00 each and multiples thereof and DKK 222 million B shares of DKK 5.00 each.

The following voting rights in the Company are stipulated in Article 9 of the Articles of Association:

Any shareholder shall be entitled to attend the General Meeting provided that not later than three days before the General Meeting the shareholder has obtained an admission card for himself/herself and any adviser at the office of the Company against production of evidence of the shareholder's shareholding or with reference to its registration.

Anyone who has acquired his/her shares through transfer shall only be entitled to exercise his/her voting right in respect of the shares concerned if

- (1) the shares have been entered in the register of shareholders, or
- (2) the shareholder has notified and produced evidence of his/her acquisition

prior to the convening of the General Meeting concerned.

A shareholder who has acquired shares in any other manner cannot exercise his/her voting right in respect of the shares concerned unless the shareholder has been entered in the register of shareholders or has notified the Company about and produced evidence of this acquisition.

However, shareholdings for which no voting right may be exercised by virtue of subarticle (2) shall be deemed to be represented at the General Meeting if the shares have been entered in the register of shareholders prior to the General Meeting or the shareholder has notified and produced evidence of his/her acquisition.

Each A share of DKK 5.00 shall entitle the holder to ten votes and each B share of DKK 5.00 shall entitle the holder to one vote.

Voting rights may be exercised through a proxy, who shall produce a written and dated instrument appointing the proxy. Such instrument cannot be issued for a period exceeding one year at a time.

The Company has appointed Nordea as custodian bank. The Company's shareholders may exercise their financial rights through this bank.

Refreshments will be served after the Meeting.

The Board of Directors

Enclosures

Re item 4 of the agenda**A copy of the provisions of the existing Articles of Association which are subject to proposed amendments****Existing wording****Article 1(2)**

Its registered office is situated in the Municipality of Fredensborg- Humlebæk.

Owing to the reform of the Danish municipal sector, the former municipality of Fredensborg-Humlebæk has been changed to the municipality of Fredensborg.

Article 3(1)

The share capital of the Company is DKK 18 million A shares divided into shares of DKK 5.00 each and multiples thereof and DKK 222 million B shares divided into shares of DKK 5.00 each.

Upon approval of the reduction of the Company's share capital by the Annual General Meeting referred to under item 4 (b) of the agenda, Article 3(1) will be amended upon the completion of the capital reduction.

Article 6(1)

The General Meetings of the Company shall be held at the registered office of the Company or in the Municipality of Karlebo or in the Municipality of Helsingør or in Greater Copenhagen. The Annual General Meeting shall be held every year before the end of December.

Owing to the reform of the Danish municipal sector, the municipality of Karlebo has been deleted as it has become part of the municipality of Fredensborg, which is the registered office of the Company. Also the municipality of Helsingør and the expression Greater Copenhagen have been deleted as the expression Capital Region of Denmark can be used.

Article 13(4)

The Directors shall receive a fee approved by the General Meeting.

Upon the approval of the general guidelines for incentive pay to members of the Board of Directors and the Executive Management referred to under item 4 (c) of the agenda, Article 13(4) will be deleted.

New Article 15**Proposed amendments****Article 1(2)**

Its registered office is situated in the municipality of Fredensborg.

Article 3(1)

The share capital of the Company is DKK 18 million A shares divided into shares of DKK 5.00 each and multiples thereof and DKK 212 million B shares divided into shares of DKK 5.00 each.

Article 6(1)

The General Meetings of the Company shall be held at the registered office of the Company or elsewhere in the Capital Region of Denmark. The Annual General Meeting shall be held every year before the end of December.

Article 13(4)

To be deleted.

New Article 15

The Company has laid down general guidelines for remuneration, including incentive pay, to members of the Board of Directors and the Executive Management. The guidelines have been adopted by the Company's Annual General Meeting.

Upon the approval of the general guidelines for incentive pay to members of the Board of Directors and the Executive Management referred to under item 4 (c) of the agenda, this provision will be included under a new Article 15.

Re item 4 of the agenda**A copy of the provisions of the existing Articles of Association which are subject to proposed amendments (continued)****Existing wording****Proposed amendments****Existing Article 15**

The Company shall be bound by the signatures of two members of the Executive Management jointly, of the chairman and a member of the Executive Management jointly or of the Directors of the Board jointly.

Re-numbered to Article 16, otherwise unchanged

The Company shall be bound by the signatures of two members of the Executive Management jointly, of the chairman and a member of the Executive Management jointly or of the Directors of the Board jointly.

Re-numbering upon the approval of the general guidelines for incentive pay to members of the Board of Directors and the Executive Management referred to under item 4 (c) of the agenda.

Existing Article 16

The auditing of the Company's annual report shall be made by two state-authorized public accountants elected by the General Meeting or, if opportunity is provided under Danish law, by at least one state-authorized public accountant elected by the General Meeting. Auditors shall be elected for one year at a time and be eligible for re-election.

Re-numbered to Article 17, otherwise unchanged

The auditing of the Company's annual report shall be made by two state-authorized public accountants elected by the General Meeting or, if opportunity is provided under Danish law, by at least one state-authorized public accountant elected by the General Meeting. Auditors shall be elected for one year at a time and be eligible for re-election.

Re-numbering upon the approval of the general guidelines for incentive pay to members of the Board of Directors and the Executive Management referred to under item 4 (c) of the agenda.

Existing Article 17

The Company's financial year shall be from 1 October to 30 September.

Re-numbered to Article 18, otherwise unchanged

The Company's financial year shall be from 1 October to 30 September.

The annual report shall be signed by the Executive Management and the Board of Directors and shall be furnished with the auditors' report.

The annual report shall be signed by the Executive Management and the Board of Directors and shall be furnished with the auditors' report.

Re-numbering upon the approval of the general guidelines for incentive pay to members of the Board of Directors and the Executive Management referred to under item 4 (c) of the agenda.

Existing Article 18

The annual report shall give a true and fair view of the Company's assets and liabilities, its financial position and profit or loss in accordance with the scope of the current legislation. Based upon the recommendation of the Board of Directors, the General Meeting shall determine the distribution of the profit reported in the annual report.

Re-numbered to Article 19, otherwise unchanged

The annual report shall give a true and fair view of the Company's assets and liabilities, its financial position and profit or loss in accordance with the scope of the current legislation. Based upon the recommendation of the Board of Directors, the General Meeting shall determine the distribution of the profit reported in the annual report.

Re-numbering upon the approval of the general guidelines for incentive pay to members of the Board of Directors and the Executive Management referred to under item 4 (c) of the agenda.

Re item 4 (c) of the agenda**General guidelines for the Company's remuneration of members of the Board of Directors and the Executive Management****Board of Directors**

Members of the Board of Directors receive a fixed annual fee. The Chairman and Deputy Chairman of the Board of Directors receive a supplement to this fee. The amounts of fees and supplements are approved by the shareholders and disclosed in the annual report. Fees are fixed based on a comparison with fees paid by other companies.

Members of the Board of Directors receive no incentive pay.

Executive Management

The Chairman and Deputy Chairman of the Board perform an annual review of the remuneration paid to members of the Executive Management.

The remuneration paid to members of the Executive Management consists of a fixed and a variable part. The fixed pay consists of a net salary, pension contribution and other benefits. The value of each of those components is disclosed in the annual report for each member of the Executive Management.

As an element of the variable pay, members of the Executive Management may receive an annual bonus, subject to achievement of certain benchmarks. The bonus proportion varies among the members of the Executive Management, but is subject to a maximum of around 40% of the annual net salary. The actual bonus paid to each member of the Executive Management is disclosed in the Annual Report. At the date of adoption of these guidelines, the bonus benchmarks comprise the Group's economic profit and EBIT margin, but they may be changed by the Board of Directors. Any such change will be communicated in a stock exchange announcement.

Another element of the variable pay is made up of options and is intended to ensure that the Executive Management's incentive correlates with creation of shareholder value. The option plan is revolving and not subject to achievement of defined benchmarks.

Members of the Executive Management are awarded a number of options each year with a value equal to three months' net pay. The value is calculated in accordance with the Black Scholes formula. Options are awarded with a strike price which is 15% higher than the market price at the award date, and members of the Executive Management pay 5% of the Black Scholes value to the Company as consideration for the options. The options have a term of five years and are exercisable after three years. For tax purposes, the terms of the award entail that the gain is taxed as share income while the costs of the award are not tax-deductible for the Company. The number of options awarded to each member of the Executive Management and their value is disclosed in the Annual Report. Options in the Executive Management share option plan are covered by the Company's holding of treasury shares.

In addition, the Chairman and Deputy Chairman of the Board perform an annual review of the remuneration paid to members of the Executive Management relative to the managements of other Danish companies.

Jørgen Tang-Jensen**Born on 5 August 1956****Chief Executive Officer
VELUX A/S****Curriculum Vitae**

since 2001 Chief Executive Officer, VELUX A/S
1990 - 2000 VELUX Industri A/S
1984 - 1990 Novelco A/S
1981 - 1984 VELUX International A/S

Educational background

1997 Stanford University, USA
1989 IMD, Switzerland
1981 The Aarhus School of Business

Jørgen Tang-Jensen has the following management responsibilities with other Danish companies:

VELUX Danmark A/S (Chairman of the Board of Directors)
RoofLITE A/S (Chairman of the Board of Directors)
Faber A/S (Chairman of the Board of Directors)
Faber Holding A/S (Chairman of the Board of Directors)
Gåsdal Bygningsindustri A/S (Member of the Board of Directors)
Østbirk Bygningsindustri A/S (Member of the Board of Directors)

Jørgen Tang-Jensen is nominated to strengthen the competences of the Coloplast Board of Directors within the fields of general management, innovation, global manufacturing and logistics, global sales and marketing.