

# **Stock Exchange Announcement**

07.04.09 Announcement No. 4, 2009

Dear Sirs,

Enclosed please find agenda dated 7 April 2009 for Monberg & Thorsen A/S's Annual General Meeting which will be held on 29 April 2009.

Yours faithfully,

Monberg & Thorsen A/S

Jørgen Nicolajsen

This announcement is available in Danish and English. In case of doubt, the Danish version shall prevail.

Reg. No. 12 61 79 17

7 April 2009

## To the shareholders of Monberg & Thorsen A/S

The Company's Annual General Meeting will be held on **Wednesday 29 April 2009 at 5.00pm** at Industriens Hus, H.C. Andersens Boulevard 18, Copenhagen V, Denmark.

## Agenda:

- 1. To receive the Supervisory Board's report on the Company's activities in the past year.
- 2. To consider and, if thought fit, adopt the audited annual report, and to pass a resolution for the discharge of the Executive Board and the Supervisory Board from their obligations.
- 3. To consider and, if thought fit, pass a resolution for the application of the profit according to the adopted annual report.
- 4. To consider and, if thought fit, pass the following resolutions proposed by the Supervisory Board:
  - a) Amendment to the Articles of Association
    - That VP Investor Services A/S in Article 7a) be changed to VP SECURITIES A/S as issuer and registrar of B shares.
  - b) That the Supervisory Board be authorised until the next Annual General Meeting to let the Company acquire treasury shares up to a total nominal value of 10% of the Company's share capital, cf. Section 48 of the Danish Public Companies Act, at a consideration that must not deviate by more than 10% from the closing price (all trades) quoted on Nasdaq OMX Copenhagen on the date of purchase.
- 5. To elect members to the Supervisory Board

All Supervisory Board members are retiring and proposed for re-election.

The backgrounds of the candidates proposed for the Supervisory Board are as follows:

Anders Colding Friis, born 25 August 1963, was elected to the Supervisory Board of Monberg & Thorsen A/S in 2004 and has been Chairman of the Supervisory Board since 2008. He is also Chairman of the Supervisory Board of Dagrofa A/S, Deputy Chairman of the Supervisory Board of Dyrup A/S and member of the Supervisory Board of IC Companys A/S. He is also a member of the Confederation of Danish Industry's Committee on International Market Policy. Anders Colding Friis has been President of Scandinavian Tobacco Group A/S since 2007 and, since 2008, also of Skandinavisk Holding A/S. Anders Colding Friis holds an MSc in strategy and financial planning. His special skills are general management, branding, marketing and strategy.

Poul Lind, born 26 October 1952, was elected to the Supervisory Board of Monberg & Thorsen A/S in 2006 and is a member of the Supervisory Board of MT Højgaard a/s. Poul Lind has been CEO of PowerSense A/S since 2007. Poul Lind is an electronics engineer, and his special skills are his extensive international management experience.

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Torben Ballegaard Sørensen, born 7 February 1951, was elected to the Supervisory Board of Monberg & Thorsen A/S in 2008. He is a member of the Supervisory Boards of Lego A/S, Egmont, Egmont Fonden, CAT-Forskerpark A/S, Pandora Holding A/S and AB Electrolux, Sweden, where he is also a member of the Audit Commission. Torben Ballegaard Sørensen holds an MSc in finance, strategic management and organisation. His special skills are strategic change management and international business development, and he has extensive experience in innovation, marketing and brand development.

Christine Thorsen, born 28 April 1958, was elected to the Supervisory Board of Monberg & Thorsen A/S in 2008. She is a member of the Supervisory Board of Businessware A/S. Christine Thorsen has been running her own company, Dynamic Approach ApS, since 2007. Christine Thorsen trained as a technical assistant, holds a Master of Management of Technology and is an organisational psychologist/executive coach. Her special skills are management development, change management and experience from the contracting industry.

Henrik Thorsen, born 1 March 1934, was elected to the Supervisory Board of Monberg & Thorsen A/S in 1997 and is also a member of the Supervisory Board of Copenhagen Zoo. Henrik Thorsen is an MSc (Eng). His special skills are his extensive and broad experience from the contracting industry.

Carsten Tvede-Møller, born 30 May 1935, lawyer, was elected to the Supervisory Board of Monberg & Thorsen A/S in 1971 and is also a member of the Supervisory Board of Dyrup A/S. Carsten Tvede-Møller is a partner in the law firm Plesner.

#### 6. Appointment of auditors

It is proposed that the Company's auditors, KPMG Statsautoriseret Revisionspartnerselskab and Ernst & Young Statsautoriseret Revisionsaktieselskab, be reappointed.

The agenda and the audited annual report together with the complete resolutions proposed by the Supervisory Board will be available for inspection by the shareholders at the Company's office, Gladsaxevej 300, 2860 Søborg, Denmark, from 8 April 2009 on all weekdays between 9.00am and 4.00pm.

Admission cards with voting papers can be requested via www.vp.dk/gf or by returning the enclosed order form in the stamped addressed envelope so that it reaches VP INVESTOR SERVICES A/S by 24 April 2009 in the morning post. Admission cards can also be requested via monthor@monthor.dk or collected from the Company's office, Gladsaxevej 300, 2860 Søborg, Denmark, until 24 April 2009.

If you are unable to attend the Annual General Meeting, you are invited to grant proxy to the Supervisory Board to exercise the voting rights attaching to your shares. If you wish to do so, please grant proxy to the Supervisory Board electronically on www.vp.dk/gf by 27 April 2009. You can also complete, sign and return the enclosed proxy form in the prepaid envelope so that it reaches VP INVESTOR SERVICES A/S by 27 April 2009.

Light refreshments will be served after the Annual General Meeting.

Yours faithfully Monberg & Thorsen A/S

Supervisory Board

Reg. No. 12617917