



COMPANY ANNOUNCEMENT

26 October 2016

Performance Shares

Pursuant to the authorization in the Remuneration Policy as adopted on the Annual General Meeting on 28 September 2016, the Board of Directors of IC Group A/S has decided to initiate a programme granting performance shares to members of the Group's Global Management Team as well as other selected executives and talented employees.

The intentions behind initiating this programme are to promote the alignment of the interests of the Company's shareholders and the employees covered by the programme, incentivize creation of long-term value and strengthen retention of the employees covered by the programme.

The participants' opportunity for receiving performance shares is dependent on the achievement of specific goals in respect of the Group's financial results achieved in those financial years during which the programme runs ("Performance Period"). 50% of the performance shares granted is calculated based on the realized revenue growth whereas 50% of the performance shares granted is calculated based on realized earnings growth (EBIT). The grant will be effectuated gradually on and after fulfilling 95% of the criteria both in respect of revenue and EBIT.

The Performance Period covers the financial years 2016/17, 2017/18 and 2018/19, and, consequently, the grant may, at the earliest, take place following the announcement of the Annual Report 2018/19. The grant of performance shares is free of charge.

The programme is offered to the Group's Global Management Team and other selected executives and talented employees resulting in a total number of 29 participants.

The number of shares granted is based on meeting the set criteria. Therefore, the total number of performance shares granted under the programme may vary from 0 to 79,901. The members of the Group's Global Management Team may, as a maximum, be granted a number of performance shares corresponding to 50% of their fixed annual salary (based on the monthly salary on 26 October 2016) calculated by using the average closing price of the share of the five previous trading days before 26 October 2016. The remaining participants of the programme may, as a maximum, be granted a number of performance shares corresponding to 25% or 15% of their fixed annual salary calculated by using the same method.



During the Performance Period no grant of performance shares will take place, and all shareholder rights and obligations will remain with the Company until any grant is effectuated. When the grant has been effectuated, the ownership of the shares in the Company is transferred to each participant, and the participant is entitled to receive dividends and has all the rights and obligations as shareholder of the Company. All participants are free to sell the shares subject to applicable laws and the Company's internal rules for trading in Company shares.

Should a participant choose to leave IC Group before the time of grant, the participant will lose his/her right to the performance shares.

The grant criteria, Performance Period as well as the number of performance shares, which may be granted each participant, are determined by the Board of Directors' Remuneration Committee and have been approved by the Board of Directors. The Board of Directors may change the number of performance shares in connection with changes to the Company's share capital and may adjust the grant criteria in respect of both revenue and EBIT in case of acquisitions/divestments or any significant changes of the market conditions, etc.

IC Group A/S

Henrik Heideby
Chairman of the Board of Directors

Please direct any questions regarding this announcement to:

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This announcement is a translation from the Danish language. In the event of any discrepancy between the Danish and English versions, the Danish version shall prevail.

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