



## **Annual General Meeting on April 24, 2009**

On Friday, April 24 2009 at 3 p.m. Højgaard Holding a/s held its Annual General Meeting at Birkemosesalen, Borups Allé 177, Copenhagen. The agenda was as follows:

1. Report from the Board of Directors on the company's activities during the past financial year.
2. Presentation of the audited annual report for approval and discharge of the Board of Directors and Management.
3. Decision on allocation of profits or cover of losses in accordance with the approved annual report.
4. Proposals from the Board of Directors and shareholders.
5. Election of members of the Board of Directors.
6. Election of auditor.
7. Any other business.

Re 1-3: Were considered as one. The Annual General Meeting noted the report, approved the annual report and discharged the Board of Directors and Management. The amount available for allocation was distributed as proposed by the Board of Directors. Dividend for the year 2008 of DKK 10 per share of DKK 20 is thus paid.

Re 4: The Annual General Meeting adopted the Board of Directors' proposal to reduce the company's share capital by DKK 1,741,980 by cancelling the company's holding of own shares. Furthermore, the Annual General Meeting adopted the proposal from the Board of Directors regarding a change in the address for VP Investor Service A/S in the Articles of Association. Finally, the Annual General Meeting adopted the proposal from the Board of Directors to be authorised, within a period of 18 months calculated from the Annual General Meeting and for up to 10% of the share capital, to allow the company to acquire own shares at the stock-exchange price at the time of acquisition, subject to a deviation of up to 10%.

Re 5: According to the Articles of Association the Board members retire each year. Bent Pedersen did not stand for re-election to the Board of Directors. The



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Annual General Meeting re-elected Per Møller and Lars Rasmussen and elected Helge Israelsen and Jens Jørgen Madsen without contest.

Re 6: The Annual General Meeting adopted the Board of Directors' proposal for election of KPMG Statsautoriseret Revisionspartnerselskab.

The Chairman of the Annual General Meeting, Attorney Morten Stadil, closed the Annual General Meeting at 16:10 p.m. Approximately 80 shareholders attended the Annual General Meeting, representing 92 % of the voting rights.

At the following meeting of the Board of Directors the Board of Directors elected Per Møller as Chairman of the Board and Helge Israelsen as Vice Chairman of the Board.

Yours faithfully,  
Højgaard Holding a/s

Per Møller  
Chairman of the Board

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*This statement has been translated from the Danish language, and in the event of any discrepancies between the Danish and the English language versions, the Danish language version is the governing text.*