

OMX Nordic Exchange Copenhagen

**Annual General Meeting
Stock Exchange Announcement no. 4/2008**

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Copenhagen, 4 April 2008

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Annual General Meeting

The shareholders of NTR Holding A/S are summoned to the Annual General Meeting to be held Wednesday April 16, 2008 at 3.00 pm at Radisson SAS Scandinavia Hotel, Amager Boulevard 70, DK-2300 Copenhagen S.

Agenda

1. The Board of Directors' report on the activities of the Company during the year and the Company's strategy for the future.
2. Presentation and adaptation of the annual report.
3. Proposal concerning distribution of profit or covering of losses.
4. Resolution to discharge the management and the board of directors from their obligations in respect of the accounts.
5. Review of suggestions submitted by the Board of Directors or the shareholders.

The Board of Directors proposes that the Annual General Meeting authorises the Board of Directors, through to the Company's next Annual General Meeting, to let the Company purchase own shares within a total nominal value of 10% of the Company's share capital, cf. section 48 of the Danish Companies Act. The purchase price for B shares may not differ more than 10% from the share value noted at the time of the purchase (closing price – all trades) for the Company's B shares on the OMX Nordic Exchange Copenhagen. The purchase price for A shares may not, in proportion to the latest noted quotation (closing price – all trades) of the Company's B shares on the OMX Nordic Exchange Copenhagen at the time of purchase, exceed the highest offer price permitted for unlisted classes of shares in relation to a majority transfer according to Chapter 8 of the Danish Securities Act.

6. Appointment of members of the Board of Directors.

7. Appointment of auditor.
8. Any other business.

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The Company's share capital is nominally DKK 38,798,760 divided into A shares of nominally DKK 3,255,960 of DKK 20 each or multiples thereof and nominally DKK 35,542,800 B shares of DKK 20 each or multiples thereof. Each nominal A shareholding of DKK 20 carries 10 votes and each nominal B shareholding of DKK 20 carries 1 vote on the Annual General Meeting. Shareholders entitled to admission who have entered their names in the register of shareholders or have registered and documented the acquisition have the right to vote. Shareholders who have acquired their shares by way of transfer do not have the right to vote on the Annual General Meeting if the shares are not entered in the register of shareholders unless the shareholder has registered and documented the acquisition before the publication of the notice, cf. section 11 of the Articles of Association. For adaptation of the proposals regarding agenda items 2-7, a simple majority must be in favour of the proposals, cf. section 13 of the Articles of Association.

No later than 8 days prior to the Annual General Meeting the agenda, the complete proposals and the annual report for 2007 will be made available at the offices of NTR Holding A/S.

It is a prerequisite for access to and the exercising of voting rights at the Annual General Meeting, that the shareholder has received an admission card no later than 5 days prior to the Annual General Meeting. Shareholders who are not able to attend the Annual General Meeting can exercise their rights by proxy to the Board of Directors or to a person appointed by the shareholder who attends the Annual General Meeting. A proxy authorisation form for voting is available at NTR Holding A/S. Dividend on shares is paid out via the Danish Securities Centre to the shareholders' accounts with the respective account holding institutions through which the financial rights are being exercised, cf. section 73, subsection 5, second sentence of the Danish Companies Act.

A proxy authorisation form, ordering of admission cards and the annual report will be sent to all registered shareholders. Admission cards and voting ballots can also be obtained from the website of NTR Holding www.ntr.dk or the website of VP Investor Services www.vp.dk/gf no later than 11 April 2008. The annual report will also be available on the website of NTR Holding www.ntr.dk.

NTR Holding A/S

The Board of Directors