

Notice convening the annual general meeting for NNIT A/S

The Board of Directors gives notice of the annual general meeting for NNIT A/S, company registration (CVR) no. 21 09 31 06 (the "Company"), to be held

Friday, March 11, 2016, 2:00-4:00 pm (CET)
 at NNIT A/S, Østmarken 3A, DK-2860 Søborg, with the following

AGENDA

1. Board of Directors' report on the Company's activities in the past financial year
2. Presentation and adoption of the audited annual report
3. Distribution of profit or covering of loss according to the adopted annual report
4. Approval of the Board of Directors' remuneration
5. Election of members to the Board of Directors, including Chairman and Deputy Chairman
6. Appointment of auditor
7. Authorization to acquire treasury shares
8. Proposals from the Board of Directors
 - a. Proposal for the general meeting to authorize the Board of Directors to decide to distribute interim dividend
 - b. Proposal for the general meeting to decide that going forward general meetings shall be held in English and that documents prepared for the use of the general meeting shall be in English and, if decided by the Board of Directors, in Danish
 - c. Proposal for the general meeting to authorize the Board of Directors to decide to prepare company announcements in English only
9. Any other business

COMPLETE PROPOSALS

Item 1

The Board of Directors proposes that the general meeting take note of the Board of Directors' report on the Company's activities in the past financial year.

Item 2

The Board of Directors proposes that the general meeting adopts the audited Annual Report 2015.

Item 3

The Annual Report 2015 shows a net result of DKK 220,323,000.

The Board of Directors proposes to pay dividend of DKK 97,000,000 in cash equal to DKK 4 per share of a nominal value of DKK 10, corresponding to 45.7% of the 2015 net result.

Dividend	DKK	97,000,000
Retained earnings	DKK	123,323,000
	DKK	220,323,000

Dividend is expected to be paid out on March 16, 2016, provided that the general meeting approves the proposal.

Item 4

The Board of Directors proposes to maintain the same level of remuneration for the Board of Directors in 2016 as in 2015 (post IPO):

Chairman (2,5 * base fee)	DKK	750,000
Deputy Chairman (1,5 * base fee)	DKK	450,000
Members (base fee)	DKK	300,000
Chairman of the Audit Committee (additional 0.5 * base fee)	DKK	150,000
Member of the Audit Committee (additional 0.25 * base fee)	DKK	75,000
Travel allowance (per meeting – only foreign members)	EUR	2,000

Item 5

The Board of Directors proposes to re-elect the members of the Board of Directors elected by the general meeting: John Beck, Jesper Brandgaard, Anne Broeng, Eivind Kolding and Rene Stockner.

The Board of Directors further proposes election of Carsten Dilling as new member of the Board of Directors.

A description of the background and other executive functions (CV's) held by the persons up for election is attached as Appendix A and is available on the Company's website, nnit.com.

The Board of Directors proposes that Jesper Brandgaard is re-elected as Chairman of the Board of Directors and that Carsten Dilling is elected as new Deputy Chairman of the Board of Directors.

Item 6

The Board of Directors proposes to re-appoint PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab, company registration (CVR) no. 33 77 12 31, as the Company's auditor.

Item 7

The Board of Directors proposes, that the general meeting authorizes the Board of Directors to in the period until the annual general meeting in 2017 approve the acquisition of treasury shares, on one or more occasions, with a total nominal value of up to 10% of the share capital of the Company, subject to the Company's holding of treasury shares after such acquisition not exceeding 10% of the share capital, at a price with a deviation of up to 10% of the share price quoted on Nasdaq Copenhagen at the time of the acquisition.

Item 8

8.a The Board of Directors proposes that the general meeting authorizes the Board of Directors to decide to distribute interim dividend.

8.b The Board of Directors proposes that the general meeting decides that going forward general meetings shall be held in English without offering simultaneous interpretation and that documents prepared for the use of the general meeting shall be in English and, if decided by the Board of Directors, in Danish, since the Company's corporate language is English. Article 4.8 of the Articles of Associations will be amended accordingly, provided that the general meeting approves the proposal.

8.c The Board of Directors proposes that the general meeting authorizes the Board of Directors to decide to prepare company announcements in English only, since the Company's corporate language is English. The authorization will be incorporated in the Articles of Association as a new Article 12.2, provided that the general meeting approves the proposal.

The amended articles of association are attached as Appendix B and are available on the Company's website, nnit.com.

Resolution requirements

All proposals may be adopted by a simple majority of votes.

Share capital and voting rights

The Company's share capital amounts to nominally DKK 250,000,000, divided into 25,000,000 shares of DKK 10 each. Each share of the nominal value of DKK 10 carries ten (10) votes.

The right of the shareholder to attend and vote at a general meeting is determined by the shares held by the shareholder at the record date or who have announced and documented their acquisition of shares for the purpose of registration in the share register by the record date. The record date is **Friday, March 4, 2016**. Participation is conditional upon the shareholder obtaining an admission card.

Admission card

Shareholders wanting to attend the general meeting in person or by proxy shall request to receive an admission card.

Admission cards can be requested:

- digitally via the investor portal on the Company's website, nnit.com, or from VP Investor Services A/S' website, uk.vp.dk/agm
- by completing, signing and returning the registration form to VP Investor Services A/S, by post to Weidekampsgade 14, PO Box 4040, DK-2300 Copenhagen S, by email to vpinvestor@vp.dk or by fax to +45 43 58 88 67. The registration form may be downloaded from the Company's website, nnit.com
- by contacting VP Investor Services A/S, by telephone +45 43 58 88 91, by e-mail: vpinvestor@vp.dk, by fax +45 43 58 88 67, or by personal or

written enquiry to VP Investor Services A/S, Weidekampsgade 14, PO Box 4040, DK-2300 Copenhagen S

The request must be received by VP Investor Services A/S no later than **Monday, March 7, 2016.**

A shareholder or a proxy may attend the annual general meeting together with an adviser, provided that an admission card for the adviser has been requested in time.

Proxy

Shareholders unable to attend the annual general meeting may choose to grant proxy to the Board of Directors or to a named third party.

Proxies can be granted:

- digitally via the investor portal on the Company's website, nnit.com, or from VP Investor Services A/S' website, uk.vp.dk/agm
- by completing, signing and returning the proxy form to VP Investor Services A/S, by post to Weidekampsgade 14, PO Box 4040, DK-2300 Copenhagen S, by email to vpinvestor@vp.dk or by fax to +45 43 58 88 67. The proxy form may be downloaded from the Company's website, nnit.com

Proxy forms must be received by VP Investor Services A/S no later than **Monday, March 7, 2016.**

Votes by correspondence

Shareholders unable to attend the annual general meeting may vote by correspondence. Votes by correspondence cannot be withdrawn.

Votes by correspondence can be sent:

- digitally via the investor portal on the Company's website, nnit.com, or from VP Investor Services A/S' website, uk.vp.dk/agm
- by completing, signing and returning the correspondence voting form to VP Investor Services A/S, by post to Weidekampsgade 14, PO Box 4040, DK-2300 Copenhagen S, by email to vpinvestor@vp.dk or by fax to +45

43 58 88 67. The correspondence voting form may be downloaded from the Company's website, nnit.com

Correspondence voting forms must be received by VP Investor Services A/S no later than **Thursday, March 10, 2016 at 4:00 pm (CET)**.

Either a proxy or a written vote may be submitted, but not both.

Additional information

Until and including the day of the annual general meeting, additional information regarding the annual general meeting will be available on the Company's website, nnit.com:

- Notice to convene the annual general meeting with agenda and complete proposals including appendices, including CVs of candidates for the Board of Directors
- Documents to be presented at the annual general meeting, including the Annual Report 2015
- Information about the total number of shares and voting rights on the date of notice to convene
- Proxy and correspondence voting forms

Entry to the annual general meeting is possible from 1:20 pm CET. Registration of admission cards commences at 1:20 pm CET. Light refreshments will be served.

Questions from shareholders

Prior to the annual general meeting, shareholders may ask questions about the agenda or documents to be presented at the general meeting. This can be done by written enquiry to NNIT via email to investor@nnit.com or via post to NNIT A/S, Att.: Board of Directors, Østmarken 3A, DK-2860 Søborg, marked "Questions from shareholders".

Language

The annual general meeting will be held in Danish.

Transport

The annual general meeting is accessible by car or by public transport (train and bus). Free parking is available at Sydmarken 46, DK-2860 Søborg, from where there is direct access to the venue of the annual general meeting.

Søborg, February 2016
Board of Directors