

## Resolutions passed at the Annual General Meeting of Chr. Hansen Holding A/S

At the Annual General Meeting of Chr. Hansen Holding A/S held on Tuesday, 27 November 2012, all proposals set out in the agenda were adopted, including the following:

- Adoption of the Annual Report 2011/2012.
- It was resolved to pay a dividend of DKK 2.90 per share of DKK 10.
- It was resolved to remunerate board members with a base remuneration of DKK 350,000. However, the Chairman will receive DKK 1,050,000, corresponding to 3 times the base remuneration, and the Vice Chairman DKK 525,000 corresponding to 1.5 times the base remuneration. In addition to the remuneration to the members of the Board of Directors, it was resolved to remunerate committee members with DKK 100,000, however, the Chairman of the Audit Committee and the Chairman of the Scientific Committee shall each receive a remuneration of DKK 200,000.
- Ole Andersen was re-elected Chairman of the Board of Directors.
- Frédéric Stévenin, Henrik Poulsen, Mark Wilson and Didier Debrosse were re-elected to the Board of Directors. Søren Carlsen was elected as new member of the Board of Directors.
- PricewaterhouseCoopers, Statsautoriseret Revisionspartnerselskab was re-elected as auditor of the Company.
- It was resolved to reduce the Company's share capital by nominally DKK 35,342,440 from DKK 1,380,342,200 to DKK 1,344,999,760 by cancellation of 3,534,244 treasury shares. The capital reduction is expected to be completed in January 2013. Upon completion, the Company's share capital stated in article 3.1 of the Company's Articles of Association will be reduced by the nominal amount of the share capital reduction.
- The Board of Directors was authorized until and including 26 November 2017 to:
  - Increase the share capital in one or more stages, with pre-emptive rights for the existing shareholders, by up to a total nominal value of DKK 134,499,976. The capital increase shall be effected by payment in cash.
  - Increase the share capital in one or more stages, without pre-emptive rights for the existing shareholders, by up to a total nominal value of DKK 134,499,976, provided that the increase takes place at market price. The

capital increase may be effected by payment in cash or by contribution of assets other than cash.

The authorizations to increase the share capital are subject to a joint cap of nominally DKK 134,499,976.

- The Board of Directors was authorized in the period until 26 November 2017 to let the Company acquire up to 13,449,997 own shares, provided that the Company's holding of own shares shall at no time exceed 10% of the Company's share capital. The consideration payable for the shares may not deviate by more than 10% from the share price listed on NASDAQ OMX Copenhagen A/S at the time of acquisition.
- The Board of Directors was authorized to distribute extraordinary dividends in accordance with the rules and limitations set out in the Danish Companies Act.
- The Chairman of the Annual General Meeting was authorized to apply for registration of the resolutions passed with the Danish Business Authority and to make such amendments thereto as may be required or requested by the Danish Business Authority as a condition for registration or approval.

**For further information, please contact:**

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**About Chr. Hansen**

Chr. Hansen is a global bioscience company that develops natural ingredient solutions for the food, nutritional, pharmaceutical and agricultural industries. The products are centered around cultures, enzymes, probiotics and natural colors, and all solutions are based on strong research and development competencies coupled with significant technology investments. Revenue in the 2011/12 financial year was EUR 699 million. The company holds a leading market position in all its divisions: Cultures & Enzymes, Health & Nutrition and Natural Colors. It has more than 2,450 dedicated employees in over 30 countries. Chr. Hansen was founded in 1874 and is listed on NASDAQ OMX Copenhagen. For further information, please visit [www.chr-hansen.com](http://www.chr-hansen.com).

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