



To the Copenhagen Stock Exchange  
Nikolaj Plads 6  
DK-1067 Copenhagen K

**Announcement no. 9**  
4 April 2005  
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Notice is hereby given that the ordinary annual general meeting will convene in

**Dampskibsselskabet "NORDEN" A/S  
on Monday April 25, 2005 at 11.00 AM in  
Forsikringens Hus, Amaliegade 10, 1256 Copenhagen K**

with the following

**AGENDA:**

- A. The Board of Directors' report on the Company's activities during the past year.
- B.
  - 1) Presentation of the audited annual report for approval.
  - 2) Proposal that the Board of Directors and the Board of Managers be granted discharge.
- C. The Board of Directors' proposal for distribution of profits.

The Board of Directors proposes the following profit distribution:

DKK 100 in dividend per share of DKK 20, totalling tDKK 230,375	tUSD	42,116*
Allocation to reserve for net revaluation under the equity method	tUSD	42,626
Allocation to accumulated profits	tUSD	178,945
	<u>tUSD</u>	<u>263,687</u>

\*at a preliminarily estimated  
DKK/USD exchange  
rate of 5.47

- D. Election of members for the Board of Directors.

Erik G. Hansen and Mogens Hugo Jørgensen will retire by rotation. The Board of Directors proposes re-election.



Furthermore, Fred W. Meier, Jr. will retire. The Board of Directors proposes new election of managing director Einar Fredvik, Rasmussengruppen AS, Kristiansand, Norway.

- E. Appointment of two auditors, one of which shall be state-authorized, for the time until next general meeting.

The Board of Directors proposes re-election of KPMG C. Jespersen and PricewaterhouseCoopers.

- F. Proposals from the Board of Directors regarding:

- 1) Amendment of denomination of shares by:

- a) Amendment of Section 4 a) of the Articles of Association to the following: "The Company's share capital is DKK 46,075,000, divided into shares of DKK 1 each."
- b) Amendment of Section 4 a) of the Articles of Association to the following: "Each share of DKK 1 shall carry one vote at the Company's general meeting."

- 2) Authorisation to the Board of Directors to acquire own shares for the valid quotation at the acquisition time with a deviation not exceeding 10%.

The authorisation is valid during the period from the convening of the present general meeting until next year's annual general meeting. The authorisation grants the Board of Directors the right to acquire up to 10% of the Company's share capital.

- 3) Authorisation to the Chairman of the Board of Directors or whomever he may appoint to undertake notification to the Danish Commerce and Companies Agency and to undertake the changes - including corrections in the prepared documents - which may be requested by the Danish Commerce and Companies Agency as a condition for registration.

To adopt the amendments of the Articles of Association in item F 1), at least two thirds of the possible votes corresponding to the whole share capital must be represented at the general meeting and two thirds of both the votes cast and of the share capital entitled to vote represented at the general meeting must vote in favour of the proposals, cf. § 11 b) of the Articles of Association. In case a sufficient number of votes are not represented at the general meeting, the Board of Directors will convene for a new general meeting within 14 days. At this general meeting the proposal for an amendment of the Articles of Association will be adopted, when two thirds of the votes cast as well as the represented share capital entitled to vote, irrespective of the number of represented shares vote for an adoption, cf. § 11 litra c) of the Articles of Association.



Admission and voting cards for the general meeting can be ordered with Danske Bank, phone +45 43 39 28 85, or at the company's homepage ([www.ds-norden.com](http://www.ds-norden.com)) against identification not later than April 20, 2005, according to article 10 of the Articles of Association. If you are unable to attend the general meeting, you can authorise the Chairman of the Board of Directors to vote on your behalf. All registered shareholders will receive a proxy which must be returned to Danske Bank.

8 days at the latest before the general meeting, the agenda, all proposals and the annual report with auditors' report and signed by the company's Executive Board and Board of Directors can be found at the company's office for inspection of the shareholders.

Dampskibsselskabet "NORDEN" A/S

Board of Directors

Contact person: Carsten Mortensen, President, tel +45 33 15 04 51