

Minutes

DONG Energy A/S

Extraordinary General Meeting 2010

On 19 July 2010 at 9 a.m., an extraordinary general meeting was held in DONG Energy A/S (CVR No. 36 21 37 28), at Esplanaden 40, DK-1263 Copenhagen (Schur Gruppen).

The agenda was as follows:

1. Appointment of a new member of the Supervisory Board

Anders Zoëga Hansen, attorney, had been appointed chairman of the meeting by the Supervisory Board.

The chairman of the meeting established that the general meeting had been convened by email of 2 July 2010 to all shareholders.

Prior to the general meeting, the Chairman of the Supervisory Board had received a power of attorney from all shareholders to represent them at the general meeting, and the chairman of the meeting was able to establish that the entire voting capital was thus represented.

Moreover, the chairman of the meeting established

- that the requirements for convening general meetings stipulated in the sections 94 - 98 of the Danish Companies Act and in articles 6 and 7 of the Articles of Association have been fulfilled;
- that the notice convening the meeting was submitted electronically to the Danish Commerce and Companies Agency at the same time as submission to the shareholders in compliance with section 97(3) of the Companies Act; and
- that the agenda with the full wording of the proposals and appendices had been available to the shareholders in compliance with section 98 of the Companies Act.

The chairman then established that the general meeting had been lawfully convened and was legally competent to transact business in every respect.

In compliance with the rules governing state limited liability companies, the general meeting was open to the press.

1.

The chairman of the meeting stated that a proposal had been made by the shareholders Syd Energi Net A/S, Energi Horsens, Nyfors Entreprise A/S, Østjysk Energi S/I and Galten Elværk Amba for the appointment of Mogens Vinther, attorney, as a new member of the Supervisory Board of DONG Energy A/S and successor of Kresten Philipsen.

As for other supervisory and executive positions held by Mogens Vinther, the chairman of the meeting referred to the notice convening the meeting.

The proposal was unanimously adopted.

The general meeting authorised Anders Zoëga Hansen, attorney, or any person authorised by him to notify the Commerce and Companies Agency of the resolution adopted for registration and to make any such amendments, corrections or additions to the resolution as may be required by the Commerce and Companies Agency for registration thereof.

The general meeting was closed.

Fritz H. Schur
Chairman of the Supervisory Board

Anders Zoëga Hansen
Chairman of the meeting