NOTICE CONVENING EXTRAORDINARY GENERAL MEETING OF DFDS A/S

DFDS A/S
Sundkrogsgade 11
2100 Copenhagen
Denmark
CVR. 14 19 47 11

www.dfds.com

DFDS A/S (company no. 14194711) holds an extraordinary general meeting

Monday, 14 May 2018 at 10:30am

at DFDS House, Sundkrogsgade 11, 2100 Copenhagen, DK

Agenda

1. Authorisation to the Board of Directors to increase the Company's share capital without pre-emption rights of the shareholders of the Company

   The Board of Directors proposes that the shareholders authorise the Board of Directors up and until 30 June 2019 to increase the Company's share capital with up to nominally DKK 100,000,000 at market price by issuing new shares through a capital increase without pre-emption rights of the Company's shareholders.

   The Board of Directors proposes that the following authorisation is inserted as a new item 3.7 in the Company's Articles of Association:

   "Up and until 30 June 2019 the Board of Directors is authorised to one or more times to increase the Company's share capital by up to nominally DKK 100,000,000 at at least market price by issuing new shares without pre-emption rights of the shareholders of the Company. There will be no possibility of making partial payments. The new shares will be negotiable instruments and registered in the holder's name. Moreover, the shares will in all aspects be equal to already existing shares also as regards redemption and restrictions in transferability."

   The proposal is a consequence of the Company's acquisition of 98.8% of the shares in U.N. Ro-Ro from Actera, and Esas Holdings. Please refer to Company Announcement No. 30 of 12 April 2018 for further information.

2. Authorisation to the chairman

   The Board of Directors proposes that the general meeting authorises the chairman with the right of substitution to register the approved proposal in the IT-system of the Danish Business Authority and to make the corresponding changes required or recommended by the Danish Business Authority or other authorities with a view to registering or approving the proposals approved.

3. Other business

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Majority requirements and share capital

The item under 1. must be adopted by at least 2/3 of the votes cast and of the share capital represented at the general meeting. The item under 2. is adopted by a simple majority vote.

The share capital of the Company is DKK 1,120,000,000 divided into 56,000,000 shares of DKK 20 each. Each share of DKK 20 carries one vote.

Record date, participation and voting right

The record date is Monday, 7 May 2018.

Shareholders who possess shares in the Company on the record date are entitled to participate in and vote at the general meeting. In addition, participation is conditional on the shareholder having obtained an admission card in due time as described below.

Requesting admission cards

Access to the general meeting is conditional on the shareholder applying for admission card no later than Wednesday, 9 May, 2018.

DFDS A/S will, to the extent possible, send out admission cards by email. This requires that the shareholder's email address is registered on the Investor Portal. If this is not the case, it will be possible for the shareholder to enter his or her email address when applying for admission. After having applied, the shareholder will receive by email an admission card as a PDF file. The admission card may be presented as a print-out or on a smart phone or tablet. If the shareholder forgets to bring his or her admission card to the general meeting, it can be reprinted against presentation of appropriate proof of identification. Voting forms will be handed out at the entry to the general meeting.

If the shareholder does not have an email address, it is still possible to request to receive admission card by ordinary mail.

Admission cards may be requested at VP Investor Services A/S by phone +45 4358 8893, on VP Investor Services A/S' website www.vp.dk/en/agm or the Company's website www.dfds.com.

Proxy

A proxy may be submitted either through VP Investor Services A/S' website www.vp.dk/en/agm or the Company's website www.dfds.com.

The proxy form may be downloaded on www.dfds.com, printed and sent by email to vpinvestor@vp.dk or by ordinary mail to VP Investor Services A/S, Weidekampsgade 14, 2300 Copenhagen, DK.

The proxy must be received by VP Investor Services A/S no later than Wednesday, 9 May 2018 unless the proxy is submitted on the basis of an admission card requested within the time stated.

Vote by correspondence

Shareholders may vote by correspondence either through VP Investor Services A/S' website www.vp.dk/en/agm or the Company's website www.dfds.com.

The form for voting by correspondence may be downloaded on www.dfds.com, printed and sent by email to vpinvestor@vp.dk or by ordinary mail to VP Investor Services A/S, Weidekampsgade 14, 2300 Copenhagen, Denmark.

The vote by correspondence must be received by VP Investor Services A/S no later than Friday, 11 May 2018 at 12.00pm.

Additional information

The following information is available at the Company's website www.dfds.com:

- Notice convening the extraordinary general meeting including agenda and complete proposals
- The aggregate number of shares and voting rights as of the date of the notice convening the extraordinary general meeting
- Registration form
- Proxy and vote by correspondence form

Shareholders may in writing ask questions to the Company regarding the agenda and/or the documents prepared for the extraordinary general meeting.

Practical information

The doors to the extraordinary general meeting will open at 10:00am.

Copenhagen, 18 April 2018
The Board of Directors

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