Remuneration Report 2018/19

Remuneration report cf. the Danish Companies Act section 139 (b) and Recommendations on Corporate Governance section 4.2.3 as issued by the Danish Committee on Corporate Governance



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1. Remuneration and Nomination Committee

Purpose of the Remuneration and Nomination Committee

The Remuneration and Nomination Committee of Coloplast operates in line with its charter which is available on the Group website at this address:

https://www.coloplast.com/investor-relations/corporate-governance/remuneration-and-nomination-committee-charter-for-coloplast-as/

The Committee is committed to ensure that the remuneration of the Board of Directors and the Executive Management is competitive and appropriate. This includes an evaluation of the balance between the interests of the Company's shareholders and at the same time motivate to pursue long-term growth without promoting short-term or risky behaviour.

In the interest of increasing transparency of remuneration offered to the Board of Directors and the Executive Management, the Remuneration and Nomination Committee is committed to provide the information needed to explain how the remuneration is linked to performance and the overall strategies of Coloplast. This information will be provided annually in the Remuneration report, covering the total remuneration from any undertaking of the Coloplast group, which is presented to the shareholders at the Annual General Meeting.

Main activities during 2018/19

During the past year, the Committee has engaged itself in a number of activities in addition to its normal tasks per the Committee Charter, including

- Assessment of the impact of amended Shareholder Rights Directive from the European Union which has now been implemented in Danish law
- Review and update of the existing Remuneration Policy
- Preparing a Remuneration report, which is issued separately from the Annual Report, with new and extended disclosures which increases transparency of executive remuneration in Coloplast

Revised remuneration policy with effect from 2019/20

At the Annual General Meeting in December 2019, a revised remuneration policy will be presented and submitted for approval. The central principles for remunerating management remain largely unchanged but the revised policy is worded more clearly and reflects the recent amendments to the Danish Companies Act regarding remuneration policies.

The Remuneration report 2018/19 is based on the existing policy for remuneration of the Board of Directors and the Executive Management which was adopted in 2016.

Advisory vote on the Remuneration Report at the Annual General Meeting

This Remuneration report is submitted for an advisory vote at the Annual General Meeting in December 2019.

2. Remuneration of the Board of Directors

General guidelines for the remuneration of the Board of Directors

Members of the Board of Directors receive a fixed annual fee. Fees are fixed on the basis of fees paid by other, similar companies and must be given final approval by the shareholders in general meeting. Members of the Board of Directors receive no incentive pay.

For further details, reference is made to the current policy for remuneration of the Board of Directors and the Executive Management which was adopted in 2016 and sets out the general guidelines for remunerating executives and directors. The policy is available on the Group website at this address: https://www.coloplast.com/management-remuneration/

Composition of board fees

Board members receive a base fee of DKK 450,000 each. The Chairman receives the base fee plus 200%, while the Deputy Chairman receives the base fee plus 75%. Ordinary members of the Audit Committee receive DKK 225,000 each and the chairman of the Audit Committee receives DKK 337,500. Ordinary members of the Remuneration and Nomination Committee receives DKK 100,000 each and the Chairman receives DKK 200,000.

Fees to board members in respect of the current financial year

Fees to board members make up DKK 6.6 million (2017/18: DKK 6.5m) of the total staff costs (see note 4 to the Annual Report 2018/19) and are specified as follows:

				2018/19	2017/18	2016/17
			Dł	(K thousands	DKK million	DKK million
	Ordinary Board member fee	Audit Committee	Remuneration & Nomination Committee ⁽²⁾	Total		
Lars Rasmussen, current Chairman	1,013	184	164	1.361	-	-
Michael Pram Rasmussen, former Chairman	337	61	_	398	1.7	1.7
Niels Peter Louis- Hansen, Deputy Chairman	787	41	82	910	1.0	1.0
Carsten Hellmann	450	184	-	634	0.4	-
Birgitte Nielsen	450	184	-	634	0.5	0.5
Jette Nygaard- Andersen	450	-	82	532	0.5	0.5
Jørgen Tang-Jensen	450	317	-	767	0.7	0.7
Per Magid	-	-	-	-	0.4	0.5
Brian Petersen	-	-	-	-	0.1	0.5
Thomas Barfod ⁽¹⁾	450	-	-	450	0.5	0.5
Roland Vendelbo Pedersen ⁽¹⁾	369	-	-	369	-	-
Nikolaj Gundersen ⁽¹⁾	369	-	-	369	-	-
Martin Giørtz Møller ⁽¹⁾	81	-	-	81	0.5	0.5
Torben Rasmussen ⁽¹⁾	81	-	-	81	0.5	0.5
Total	5,287	971	328	6,586	6.5	6.6

 ${}^{\scriptscriptstyle (1)}$ Elected by the employees

⁽²⁾ The Remuneration and Nomination Committee was established during the 2018/19 financial year.

3. Remuneration of Executive Management

General guidelines for the remuneration of Executive Management

The remuneration paid to members of Executive Management consists of a fixed and a variable part. The fixed remuneration consists of a net salary, pension contribution and other benefits. The Chairman and Deputy Chairman perform an annual review of the remuneration paid to members of Executive Management relative to the managements of relevant peers.

For further details, reference is made to the current policy for remuneration of the Board of Directors and the Executive Management which was adopted in 2016 and sets out the general guidelines for remunerating executives and directors. The policy is available on the Group website at this address: https://www.coloplast.com/management-remuneration/

Composition of remuneration to members of Executive Management

The remuneration package to each member of Executive Management is established on the basis of, and is in compliance with, the General Guidelines for the Company's Remuneration of Members of the Board of Directors and Executive Management (the current policy for remuneration of Executive Management). This entails that the fixed remuneration consists of a fixed net salary, pension contribution and other benefits. The variable remuneration consists of a cash bonus subject to a maximum of 25% of the annual remuneration and of a share option plan the fair value of which is subject to a maximum of 40% of the annual remuneration. The purpose of the cash bonus is to incentivise management to achieving certain short-term financial targets. The purpose of the share option plan is to align Executive Management's incentive with the creation of long-term shareholder value.

For each member of Executive Management, the criteria for achieving the cash bonus is based on a weighted average of financial targets for organic revenue growth and profitability, which are linked to the financial guidance. The actual bonus cannot exceed 100% of the bonus potential, even if the targets are exceeded. If the targets are not reached, bonus will not be paid. The actual bonus for 2018/19 amounted to 97% of the maximum achievable bonus for each member of Executive Management, as the financial guidance for 2018/19 was met.

The value of the share option plan is calculated in accordance with the Black-Scholes formula. Options are awarded at an exercise price which is 5% higher than the market price at the award date. They are awarded as unconditional allocations at the date of grant, but vest over a three-year period. The options expire after five years and are exercisable after three years. As the options are granted on an annual basis at an exercise price higher than the market price at the award date, and because the exercise window is limited, they contribute to aligning Executive Management's incentive with the creation of long-term shareholder value.

If a member of Executive Management is given notice of termination by the company and such termination is not due to breach on the part of the member of Executive Management, such member is entitled to compensation corresponding to a maximum of two years' salary and pension contribution.

3. Remuneration of Executive Management

Remuneration of members of Executive Management in respect of the current financial year

Remuneration of members of Executive Management make up DKK 51.8 million (2017/18: 47.2 million) of the total staff costs (see note 4 to the Annual Report 2018/19) and are specified as follows:

DKK million				(4)	Total, excl. value of	(1)	(2)	
2018/19	Net salaries	Pension	Other benefits	Cash bonus	share options	Share	Contin. bonus	Total
Kristian Villumsen, CEO	10.1	1.5	0.3	2.8	14.7	2.8	-	17.5
Anders Lonning-Skovgaard, CFO	5.1	0.8	0.2	1.6	7.7	2.2	-	9.9
Allan Rasmussen	4.8	0.7	0.2	1.5	7.2	2.3	-	9.5
Paul Marcun	4.1	0.6	0.4	0.7	5.8	-	3.1	8.9
Lars Rasmussen, former CEO ⁽³⁾	2.8	0.4	0.1	1.4	4.7	1.3	-	6.0
Total	26.9	4.0	1.2	8.0	40.1	8.6	3.1	51.8

					Total, excl. value of	(1)		
2017/18	Net salaries	Pension	Other benefits	Cash bonus	share	Share	Contin. bonus	Total
Lars Rasmussen, CEO	11.2	1.7	0.3	1.4	14.6	5.2	-	19.8
Anders Lonning-Skovgaard, CFO	5.1	0.7	0.2	0.6	6.6	2.0	-	8.6
Allan Rasmussen	4.7	0.7	0.2	0.6	6.2	2.2	-	8.4
Kristian Villumsen	5.9	0.9	0.2	0.7	7.7	2.7	-	10.4
Total	26.9	4.0	0.9	3.3	35.1	12.1	-	47.2

_2016/17	Net salaries	Pension	Other benefits	Cash bonus	Total, excl. value of share options	(1) Share options	Contin. bonus	Total
Lars Rasmussen, CEO	10.9	1.6	0.3	2.0	14.8	5.0	-	19.8
Anders Lonning-Skovgaard, CFO	4.5	0.7	0.2	0.9	6.3	1.4	-	7.7
Allan Rasmussen	4.5	0.7	0.2	0.9	6.3	2.0	-	8.3
Kristian Villumsen	5.7	0.8	0.2	1.1	7.8	2.6	-	10.4
Total	25.6	3.8	0.9	4.9	35.2	11.0	-	46.2

⁽¹⁾ The value of share options, which is calculated as the fair value of share options at the grant date using the Black-Scholes Formula in line with IFRS 2, comprises the annual accounting cost of share options awarded in the current and in prior years in accordance with the accounting policies applies. Consequently, it does not represent the fair value of share options awarded or exercised in the current financial year.

⁽²⁾ When Paul Marcun joined Executive Management in 2018/19, he was offered a contingent cash bonus as compensation for waiving long-term incentive schemes offered by his previous employer. The cash bonus is contingent on continued employment and is payable in two instalments in December 2020 and in December 2021. The cash bonus is expensed in the income statement over the vesting period. The remuneration of Paul Marcun will subsequently be aligned with the general principles for long-term incentives offered to members of Executive Management.

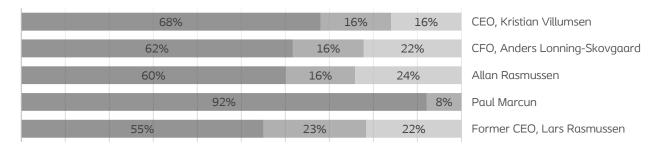
⁽³⁾ The former CEO, Lars Rasmussen, stepped down as CEO in late 2018 and was concurrently nominated to assume the role as Chairman of the Board of Directors. The remuneration presented in the above table include only the remuneration paid to him in during his term as CEO which ended in December 2018.

⁽⁴⁾ The cash bonus expense of DKK 8.0 million in 2018/19 comprise a carry-over from 2017/18 of DKK 1.7 million related to a change in the estimated bonus pay-out for 2017/18. The adjusted cash bonus expense for 2018/19 is DKK 6.3 million (2017/18: DKK 5.0 million).

3. Remuneration of Executive Management

Proportion of fixed and variable salaries

The table below shows the composition of the remuneration of members of Executive Management included in staff costs (see note 4 to the Annual Report 2018/19) by category, i.e. the fixed remuneration (net salary, pension and other benefits), variable remuneration (cash bonus) and the value of share options.



■ Fixed remuneration ■ Variable remuneration ■ Share options

In 2018/19, the proportion of fixed and variable salaries for Paul Marcun was different from the remaining members of Executive Management, mainly because he was not granted share options when he joined Executive Management in January 2019. Conversely, he was offered a contingent cash bonus as compensation for waiving long-term incentive schemes offered by his previous employer. The cash bonus is contingent only on continued employment and is, for the purpose of the above illustration, considered as a fixed salary component. From next financial year, the remuneration of Paul Marcun will be aligned with the general principles for long-term incentives offered to members of Executive Management.

4. Changes in Executive Management's and the Board of Directors' remuneration

Annual changes in Executive Management's and the Board of Directors' remuneration

The tables below show changes in received remuneration and company performance. The percentage-wise development is based solely on published financial information which is available within this report and, for this reason, they are not adjusted for promotions, changes in responsibilities, etc.

			Change	e in net salary, other benefit:	
DKK million	2018/19	2017/18	2016/17	2015/16	2014/15
Kristian Villumsen, CEO ⁽⁴⁾	70%	4%	3%	10%	n/a ⁽¹⁾
Anders Lonning-Skovgaard, CFO	2%	11%	13%	30%	n/a ⁽¹⁾
Allan Rasmussen	2%	4%	2%	10%	n/a ⁽¹⁾
Paul Marcun	n/a ⁽³⁾	n/a	n/a	n/a	n/a
Lars Rasmussen, former CEO	n/a ⁽²⁾	3%	2%	6%	31%
Total, Executive Management	1%	5%	4%	11%	52% ⁽¹⁾
Fixed base fee to members of the Board of Directors ⁽⁵⁾	0%	0%	13%	0%	7%

			Change in total remuneration, inclu cash bonus and value of share opt				
2018/19	2017/18	2016/17	2015/16	2014/15			
68%	0%	6%	20%	n/a ⁽¹⁾			
15%	12%	20%	49%	n/a ⁽¹⁾			
13%	1%	5%	22%	n/a ⁽¹⁾			
n/a ⁽³⁾	n/a	n/a	n/a	n/a			
n/a ⁽²⁾	0%	5%	16%	12%			
8%	2%	8%	22%	12% ⁽¹⁾			
0%	0%	13%	0%	7%			
8%	8%	7%	7%	7%			
				9%			
9%	-6%	-4%	2%	-2%			
6%	2%	1%	1%	5%			
10%	2%	6%	7%	14%			
8%	-5%	28%	286%	-61%			
13%	5%	8%	1%	0%			
	68% 15% 13% n/a ⁽³⁾ n/a ⁽²⁾ 8% 0% 8% 9% 6% 6% 10% 8%	68% 0% 15% 12% 13% 1% n/a ⁽³⁾ n/a n/a ⁽²⁾ 0% 8% 2% 0% 0% 8% 2% 1% 1% 10% 2% 8% -6% 6% 2% 10% 2% 8% -5%	2018/19 2017/18 2016/17 68% 0% 6% 15% 12% 20% 13% 1% 5% n/a ⁽³⁾ n/a n/a n/a ⁽²⁾ 0% 5% 8% 2% 8% 0% 0% 13% 10% 2% 6% 10% 2% 6% 8% -5% 28%	cash bonus and value of sl 2018/19 2017/18 2016/17 2015/16 68% 0% 6% 20% 15% 12% 20% 49% 13% 1% 5% 22% n/a ⁽³⁾ n/a n/a n/a n/a ⁽²⁾ 0% 5% 16% 8% 2% 8% 22% 0% 0% 13% 0% 13% 1% 4% 7% 9% -6% -4% 2% 6% 2% 1% 1% 10% 2% 6% 7% 8% -5% 28% 286%			

(1) Kristian Villumsen, Anders Lonning-Skovgaard and Allan Rasmussen joined Executive Management in 2013/14 and,

consequently, the 2014/15 financial year was the first reporting period that included remuneration for a full 12-month period. At the same time, the Executive Management was expanded from two to four members.

⁽²⁾ Lars Rasmussen resigned from Executive Management during 2018/19. Consequently, the current reporting period did not include remuneration for a full 12-month period.

⁽³⁾ Paul Marcun joined Executive Management during 2018/19.

⁽⁴⁾ Kristian Villumsen was appointed to CEO during 2018/19 but has been part of Executive Management since 2013/14.

⁽⁵⁾ Change in board member fees is broken down by board member in a separate table.

4. Changes in Executive Management's and the Board of Directors' remuneration

			Change in total board fees, including committee fees			
DKK million	2018/19	2017/18	2016/17	2015/16		
Lars Rasmussen, current Chairman ⁽⁷⁾	n/a	n/a	n/a	n/a	n/a	
Michael Pram Rasmussen, former Chairman ⁽⁶⁾	n/a	0%	13%	0%	14%	
Niels Peter Louis-Hansen, Deputy Chairman ⁽⁴⁾	-10%	0%	13%	0%	7%	
Carsten Hellmann ⁽²⁾	73%	n/a	n/a	n/a	n/a	
Birgitte Nielsen ⁽²⁾	41%	0%	13%	n/a	n/a	
Jette Nygaard-Andersen ⁽³⁾	18%	0%	13%	n/a	n/a	
Jørgen Tang-Jensen ⁽⁵⁾	14%	0%	13%	0%	7%	
Thomas Barfod ⁽¹⁾	0%	0%	13%	0%	7%	
Roland Vendelbo Pedersen ^{(1), (7)}	n/a	n/a	n/a	n/a	n/a	
Nikolaj Gundersen ^{(1), (7)}	n/a	n/a	n/a	n/a	n/a	
Martin Giørtz Møller ^{(1), (6)}	n/a	0%	13%	0%	n/a	
Torben Rasmussen ^{(1), (6)}	n/a	0%	13%	0%	n/a	
Total, Board of Directors	1%	-1%	9%	12%	9%	

Annual changes in Executive Management's and the Board of Directors' remuneration, continued

⁽¹⁾ Elected by the employees

⁽²⁾ In 2018/19, Carsten Hellmann and Birgitte Nielsen were appointed to be members of the Audit Committee.

 ⁽³⁾ In 2018/19, Jette Nygaard-Andersen was appointed to be member of the Remuneration and Nomination Committee.
 ⁽⁴⁾ In 2018/19, Niels Peter Louis-Hansen stepped down from the Audit Committee and, at the same time, he was appointed to be member of the Remuneration and Nomination Committee.

⁽⁵⁾ In 2018/19, Jørgen Tang-Jensen was appointed to be Chairman of the Audit Committee. Until then, Jørgen Tang-Jensen was an ordinary member of the Audit Committee.

⁽⁶⁾ In 2018/19, Michael Pram Rasmussen, Martin Giørtz Møller and Torben Rasmussen resigned from the Board of Directors. Consequently, the current reporting period did not include remuneration for a full 12-month period.

⁽⁷⁾ Lars Rasmussen, Roland Vendelbo Pedersen and Nikolaj Gundersen joined the Board of Directors in 2018/19.

5. Share options held by members of the Board of Directors and Executive Management

Share options held by members of the Board of Directors

In line with the Recommendations on Corporate Governance issued by the Danish Committee on Corporate Governance, share option programmes are not open for participation by members of the Board of Directors.

The former CEO, Lars Rasmussen, stepped down as CEO in late 2018 and was concurrently nominated to assume the role as Chairman of the Board of Directors to succeed the former chairman who had decided to not stand for re-election for another term. While the former CEO, now chairman of the Board of Directors, has not received share options in the capacity of his new role, he continues to hold those share options which was granted to him in his capacity as CEO. Lars Rasmussen is therefore the only member of the Board of Directors holding share options.

The accounting cost of not-yet-vested share options held by the Chairman amounted to DKK 4.1 million in 2018/19 of the total staff costs (see note 4 to the Annual Report 2018/19). The accounting cost is calculated in line with IFRS 2 and covers the period in which Lars Rasmussen has held the position as Chairman of the Board of Directors.

The table below shows the share options held by members of the Board of Directors:

2018/19	Options held at beginning of year	Exercised during the year	Granted during the year	Options held at end of year	Market value ⁽¹⁾ (DKK million)
Lars Rasmussen, Chairman	468,749	137,161	76,849	408,437	101
Total	468,749	137,161	76,849	408,437	101

⁽¹⁾ The market value of the share options is calculated using the Black-Scholes formula with the volatility, risk-free interest rate, duration and official share price prevailing at 30 September 2019. The calculated market value of the share options is thus different from the intrinsic value.

Share options held by members of Executive Management

Share options are granted to each member of Executive Management for the purpose of motivating and retaining a qualified management group and in order to align the interests of Executive Management with those of the shareholders. Options are awarded as unconditional allocations at the date of grant, but vest over a three-year period. There are no conditions attached to the exercise of the share options apart from the continued the employment with Coloplast. 'Good leavers may be entitled to keep their share options in certain situations, for example if their resignation is due to retirement, health, succession planning or redundancy.

The table below shows the share options held by Executive Management:

2018/19	Options held at beginning of year	Exercised during the year	Granted during the year	Options held at end of year	Market value ⁽¹⁾ (DKK million)
Kristian Villumsen, CEO	173,617	0	40,228	213,845	53
Anders Lonning-Skovgaard, CFO	169,547	40,054	34,039	163,532	40
Allan Rasmussen	138,980	55,334	32,230	115,876	31
Paul Marcun	12,282	12,282	0	0	-
Total	494,426	107,670	106,497	493,253	124

⁽¹⁾ The market value of the share options is calculated using the Black-Scholes formula with the volatility, risk-free interest rate, duration and official share price prevailing at 30 September 2019. The calculated market value of the share options is thus different from the intrinsic value.

5. Share options held by members of the Board of Directors and Executive Management

Conditions and terms for exercising share options

The table below shows the number of share options held by members of the Board of Directors and Executive Management as well as the most relevant terms and conditions for exercising these:

		Share options by scheme (year of issue)					
DKK million	2018	2017	2016	2015	2014		
Conditions and terms for everying							
Conditions and terms for exercising share options:							
Granted during financial year	2018/19	2017/18	2016/17	2015/16	2014/15		
Vesting period	3 years	3 years	3 years	3 years	3 years		
Vesting date	31/12/21	31/12/20	31/12/19	31/12/18	31/12/17		
Expiration date	31/12/23	31/12/22	31/12/21	31/12/20	31/12/19		
Exercise price ⁽¹⁾	630.08	507.64	482.67	613.74	566.74		
Hurdle rate ⁽²⁾	5%	5%	5%	15%	15%		
Number of share options held by Executive Management and the Board of Directors:							
Kristian Villumsen, CEO	40,228	49,106	55,344	69,167	-		
Anders Lonning-Skovgaard, CFO	34,039	38,939	40,250	50,304	-		
Allan Rasmussen	32,230	39,371	44,275	-	-		
Paul Marcun	-	-	-	-	-		
Lars Rasmussen, chairman and former CEO	76,849	93,885	105,656	132,047	-		

⁽¹⁾ The exercise prices are adjusted for payment of dividend. In 2018/19, the adjustment of the exercise price was DKK 6.76.

⁽²⁾ The hurdle rates were decreased for the 2016-scheme, as well as future schemes, to further improve the usefulness of share options as a retention tool for key employees, including Executive Management.

6. Shares held by members of the Board of Directors and Executive Management

Overview of shareholdings

Coloplast's in-house rules permit members of the Board of Directors and Executive Management to trade in Coloplast A/S shares during the four-week periods following the announcement of interim financial statements and during the six-week periods following the announcement of full-year financial statements.

Number of shares in Coloplast A/S held by members of the Board of Directors and Executive Management:

2018/19	Holdings at beginning of year	Bought during the year	Sold during the year	Holdings at end of the year	Market value ⁽¹⁾ (DKK million)
Kristian Villumsen, CEO	90,691	0	0	90,691	75
Anders Lonning-Skovgaard, CFO	0	40,054	40,054	0	-
Allan Rasmussen	310	55,334	55,334	310	0
Paul Marcun	0	12,282	12,282	0	-
Executive Board, total	90,830	107,670	107,670	90,830	75
Lars Rasmussen, Chairman ⁽⁴⁾	207,392	137,161	137,161	207,392	171
Michael Pram Rasmussen, former Chairman ⁽³⁾	17,500	0	0	17,500	14
Niels Peter Louis-Hansen, Dep. Chairman (A-shares)	12,285,000	0	0	12,285,000	10,135
Niels Peter Louis-Hansen, Dep. Chairman (B-shares)	33,620,115	32,600	0	33,652,715	27,764
Carsten Hellmann	6,000	0	0	6,000	5
Birgitte Nielsen	165	0	0	165	0
Jette Nygaard-Andersen	0	0	0	0	-
Jørgen Tang-Jensen	9,761	0	2,453	7,308	6
Thomas Barfod ⁽²⁾	3,960	0	0	3,960	3
Roland Vendelbo Pedersen ^{(2), (4)}	1,490	0	0	1,490	1
Nikolaj Gundersen ^{(2), (4)}	230	0	85	145	0
Martin Giørtz Møller ^{(2), (3)}	545	0	95	450	0
Torben Rasmussen ^{(2), (3)}	2,672	0	350	2,322	2
Board of Directors, total	46,154,830	169,761	140,144	46,184,447	38,102
Total	46,245,660	277,431	247,814	46,275,277	38,177

⁽¹⁾ The end-of-year market values are based on the official share prices prevailing at 30 September. Members of Executive Management hold only B shares in Coloplast A/S.

⁽²⁾ Elected by the employees

⁽³⁾ Michael Pram Rasmussen, Martin Giørtz Møller and Torben Rasmussen resigned from the Board of Directors in 2018/19.

⁽⁴⁾ Lars Rasmussen, Roland Vendelbo Pedersen and Nikolaj Gundersen joined the Board of Directors in 2018/19.

⁽⁵⁾ Holdings at beginning of year for Kristian Villumsen was corrected with a total of 171 shares.

7. Independent Auditor's Statement on Remuneration report

Independent Auditor's Statement on Remuneration report

To the Shareholders of Coloplast A/S

According to section 139 b of the Danish Companies Act, Management is responsible for preparing a remuneration report in accordance with the remuneration policy adopted at the General Meeting.

Our opinion on the audit of the Consolidated Financial Statements and the Parent Company Financial Statements does not include the remuneration report, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements and the Parent Company Financial Statements for 2018/19, it is, however, our responsibility pursuant to section 147 of the Danish Companies Act to verify that all disclosures required under section 139 b(3) of the Danish Companies Act are included in the Company's remuneration report for 2018/19.

We found no reason to point out any omissions with respect to the disclosures included in the remuneration report for 2018/19.

Hellerup, 5 November 2019 PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab CVR No 3377 1231

Mogens Nørgaard Mogensen State Authorised Public Accountant mne21404 Kim Tromholt State Authorised Public Accountant Mne33251 The Coloplast story begins back in 1954. Elise Sørensen is a nurse. Her sister Thora has just had an ostomy operation and is afraid to go out in public, fearing that her stoma might leak. Listening to her sister's problems, Elise conceives the idea of the world's first adhesive ostomy bag.

Based on Elise's idea, Aage Louis-Hansen, a civil engineer and plastics manufacturer, and his wife Johanne Louis-Hansen, a trained nurse, created the ostomy bag. A bag that does not leak, giving Thora – and thousands of people like her – the chance to live the life they want.

A simple solution that makes a difference.

Today, our business includes Ostomy Care, Continence Care, Wound & Skin Care and Interventional Urology. We operate globally and employ about 12,000 employees.

Our mission

Making life easier for people with intimate healthcare needs

Our values

Closeness... to better understand Passion... to make a difference Respect and responsibility... to guide us

Our vision

Setting the global standard for listening and responding



Ostomy Care / Continence Care / Wound & Skin Care / Interventional Urology

Coloplast develops products and services that make life easier for people with very personal and private medical conditions. Working closely with the people who use our products, we create solutions that are sensitive to their special needs. We call this intimate healthcare. Our business includes ostomy care, continence care, wound and skin care and interventional urology. We operate globally and employ about 12,000 employees. The Coloplast logo is a registered trademark of Coloplast A/S. © 2019-11.

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