



NNIT A/S

Supplement to Offering Circular dated 23 February 2015

(a public limited company incorporated in Denmark registered under CVR no. 21 09 31 06)

Offer Price Range adjusted upwards from DKK 100 to DKK 120 to DKK 120 to DKK 130 per Offer Share

Date of early close updated

This supplement dated 2 March 2015 (the “Supplement”) should be read and construed in conjunction with, and as supplementing and, where relevant, superseding the Offering Circular dated 23 February 2015, and any reference to the Offering Circular shall include this Supplement. This Supplement is incorporated in and constitutes a part of the Offering Circular.

This Supplement contains information concerning an upwards adjustment of the Offer Price Range from DKK 100 to DKK 120 to DKK 120 to DKK 130 per Offer Share.

As a consequence of the publication of this Supplement, an early close of the Offering cannot take place prior to 5 March 2015 at 00:01 a.m. (CET). In all other respects, the timetable of the Offering remains unchanged.

Terms used in this Supplement shall have the same meaning as set out in the Offering Circular, unless the context requires otherwise.

Your decision with respect to an investment in the Offer Shares must be based on the Offering Circular, as supplemented by this Supplement, and not solely this Supplement.

This document has been prepared under Danish law in compliance with the requirements set out in the Consolidated Act no. 831 of 12 June 2014 on Securities Trading, as amended (the “Danish Securities Trading Act”), the Executive Order no. 1104 of 9 October 2014 on prospectuses for securities admitted to trading in a regulated market and for public listings of securities of at least EUR 5,000,000 (the “Danish Executive Order on Prospectuses”) as well as Commission Regulation (EC) no. 809/2004 of 29 April 2004, as amended (the “Prospectus Regulation”). This document does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any of the Offer Shares in any jurisdiction to any person to whom it would be unlawful to make such an offer in such a jurisdiction.

The Offer Shares have not been, and will not be, registered under the U.S. Securities Act or with any securities regulatory authority of any state of the United States, and may not be offered or sold except in certain transactions exempt from the registration requirements of the U.S. Securities Act. The Offer Shares are being offered and sold (i) in the United States only to persons who are QIBs in reliance on Rule 144A; and (ii) outside the United States in compliance with Regulation S. Prospective investors are hereby notified that sellers of the Offer Shares may be relying on the exemption from the registration requirements of Section 5 of the U.S. Securities Act provided by Rule 144A. For certain restrictions on transfer of the Offer Shares, see “*Transfer Restrictions*” in the Offering Circular. The distribution of this document and the offer of the Offer Shares in certain jurisdictions are restricted by law. Persons into whose possession this document comes are required by the Company, Novo Nordisk and the Managers to inform themselves about and to observe such restrictions. For a description of certain restrictions on offers of Offer Shares and on distribution of this document, see “*Plan of Distribution—Selling Restrictions*” in the Offering Circular.

Joint Global Coordinators and Joint Bookrunners

Danske Bank

Morgan Stanley

Co-Lead Manager

SEB

2 March 2015

Important Information to Investors

This Supplement has been prepared in accordance with Section 26 of the Danish Executive Order on Prospectuses.

As a consequence of the publication of this Supplement, investors who have submitted orders to purchase Offer Shares prior to the publication of this Supplement are entitled to withdraw or change their orders to purchase Offer Shares for a period of two business days after the publication of this Supplement, i.e. until 5 March 2015 at 00:01 a.m. (CET).

Investors wanting to withdraw or change their order to purchase Offer Shares should contact the bank to which they submitted their application form. If the order is not withdrawn or changed before 5 March 2015 at 00:01 a.m. (CET), the order will remain valid and binding.

An updated application form is attached to this Supplement.

Notice to Investors in the United States

The Offer Shares have not been recommended by any U.S. federal or state securities commission or regulatory authority. Furthermore, the foregoing authorities have not confirmed the accuracy or determined the adequacy of this Offering Circular. Any representation to the contrary is a criminal offense in the United States.

The Offer Shares have not been, and will not be, registered under the U.S. Securities Act or with any securities regulatory authority of any state of the United States, and may not be offered or sold except in certain transactions exempt from the registration requirements of the U.S. Securities Act. The Offer Shares are being offered and sold (i) in the United States only to persons who are QIBs in reliance on Rule 144A; and (ii) outside the United States in compliance with Regulation S. Prospective investors are hereby notified that sellers of the Offer Shares may be relying on the exemption from the registration requirements of Section 5 of the U.S. Securities Act provided by Rule 144A. For certain restrictions on transfer of the Offer Shares, see "*Transfer Restrictions*" in the Offering Circular.

In the United States, this Supplement and the Offering Circular are furnished on a confidential basis solely for the purpose of enabling a prospective investor to consider purchasing the particular securities described herein. The information contained in this Supplement and the Offering Circular has been provided by us and other sources identified in the Offering Circular. Distribution of this Supplement and the Offering Circular to any person other than the offeree specified by the Managers or their representatives, and those persons, if any, retained to advise such offeree with respect thereto, is unauthorised, and any disclosure of their contents, without our prior written consent, is prohibited. Any reproduction or distribution of this Supplement or the Offering Circular in the United States, in whole or in part, and any disclosure of their contents to any other person is prohibited. This Supplement and the Offering Circular are personal to each offeree and do not constitute an offer to any other person or to the public generally to subscribe for, or otherwise acquire, the Offer Shares.

NEITHER THE FACT THAT A REGISTRATION STATEMENT OR AN APPLICATION FOR A LICENSE HAS BEEN FILED UNDER CHAPTER 421-B OF THE NEW HAMPSHIRE REVISED STATUTES ("RSA") WITH THE STATE OF NEW HAMPSHIRE NOR THE FACT THAT A SECURITY IS EFFECTIVELY REGISTERED OR A PERSON IS LICENSED IN THE STATE OF NEW HAMPSHIRE CONSTITUTES A FINDING BY THE SECRETARY OF STATE OF NEW HAMPSHIRE THAT ANY DOCUMENT FILED UNDER RSA 421-B IS TRUE, COMPLETE AND NOT MISLEADING. NEITHER ANY SUCH FACT NOR THE FACT THAT AN EXEMPTION OR EXCEPTION IS AVAILABLE FOR A SECURITY OR A TRANSACTION MEANS THAT THE SECRETARY OF STATE HAS PASSED IN ANY WAY UPON THE MERITS OR QUALIFICATIONS OF, OR RECOMMENDED OR GIVEN APPROVAL TO, ANY PERSON, SECURITY OR TRANSACTION. IT IS UNLAWFUL TO MAKE, OR CAUSE TO BE MADE, TO ANY PROSPECTIVE PURCHASER, CUSTOMER OR CLIENT ANY REPRESENTATION INCONSISTENT WITH THE PROVISIONS OF THIS PARAGRAPH.

European Economic Area ("EEA") Restrictions

In any member state of the EEA other than Denmark that has implemented the Prospectus Directive, this Offering Circular is only addressed to, and is only directed at, investors in that EEA member state who fulfil the criteria for exemption from the obligation to publish a prospectus, including qualified investors, within the meaning of the Prospectus Directive as implemented in each such EEA member state.

The Offering Circular has been prepared on the basis that all offers of Offer Shares, other than the offer contemplated in Denmark, will be made pursuant to an exemption under the Prospectus Directive, as implemented in member states of the EEA, from the requirement to produce a prospectus for offers of Offer Shares. Accordingly, any person making or intending to make any offer within the EEA of Offer Shares which is the subject of the placement contemplated in the Offering Circular should only do so in circumstances in which no obligation arises for us, Novo

Nordisk or any of the Managers to produce a prospectus for such offer. Neither we, Novo Nordisk nor the Managers have authorised, nor do we, Novo Nordisk or the Managers authorise, the making of any offer of Offer Shares through any financial intermediary, other than offers made by Managers which constitute the final placement of Offer Shares contemplated in the Offering Circular.

The Offer Shares have not been, and will not be, offered to the public in any member state of the EEA that has implemented the Prospectus Directive, excluding Denmark (a “Relevant Member State”). Notwithstanding the foregoing, an offering of the Offer Shares may be made under the following exemptions under the Prospectus Directive as implemented in that Relevant Member State:

- to any qualified investor as defined in the Prospectus Directive;
- to fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus Directive) subject to obtaining the prior consent of the Joint Global Coordinators for any such offer; or
- in any other circumstances falling within Article 3(2) of the Prospectus Directive;

provided that no such offer of Offer Shares shall result in a requirement for the publication by the Company, Novo Nordisk or any Manager of a prospectus pursuant to Article 3 of the Prospectus Directive or a supplemental prospectus pursuant to Article 16 of the Prospectus Directive as supplemented by Commission Delegated Regulation (EC) no. 382/2014 of 7 March 2014.

For the purposes of this provision, the expression an “offer to the public” in relation to any Offer Shares in any Relevant Member State means the communication in any form and by any means of sufficient information on the terms of the Offering and the Offer Shares so as to enable an investor to decide to purchase Offer Shares, as that definition may be varied in that Relevant Member State by any measure implementing the Prospectus Directive in that Relevant Member State, the expression “Prospectus Directive” means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression “2010 PD Amending Directive” means Directive 2010/73/EU.

United Kingdom Restrictions

Offers of the Offer Shares pursuant to the Offering are only being made to persons in the United Kingdom who are “qualified investors” or otherwise in circumstances which do not require publication by the Company of a prospectus pursuant to section 85(1) of the UK Financial Services and Markets Act 2000. Any investment or investment activity to which the Offering Circular relates is available only to, and will be engaged in only with persons who: (i) are investment professionals falling within Article 19(5); or (ii) fall within Article 49(2)(a) to (d) (“high net worth companies, unincorporated associations, etc.”), of the UK Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 or other persons to whom such investment or investment activity may lawfully be made available (together, “relevant persons”). Persons who are not relevant persons should not take any action on the basis of the Offering Circular and should not act or rely on it.

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RESPONSIBILITY STATEMENT

The Company's Responsibility

NNIT A/S is responsible for the Offering Circular (including this Supplement) in accordance with Danish law.

The Company's Statement

We hereby declare that we, as the persons responsible for the Offering Circular (including this Supplement) on behalf of the Company, have taken all reasonable care to ensure that, to the best of our knowledge and belief, the information contained in the Offering Circular (including this Supplement) is in accordance with the facts and does not omit anything likely to affect the import of its contents.

Søborg, 2 March 2015

NNIT A/S

Board of Directors

Jesper Brandgaard
Chairman

Anne Broeng

Lars Fruergaard Jørgensen

René Stockner

Alex Steninge Jacobsen
Employee representative

Kenny Smidt
Employee representative

Jesper Brandgaard—Executive Vice President and Chief Financial Officer of Novo Nordisk A/S

Anne Broeng—Professional board member

Lars Fruergaard Jørgensen—Executive Vice President and Chief of Staff of Novo Nordisk A/S

René Stockner—Chief Executive Officer of Giritech A/S, Giritech US, Inc. and Excitor A/S

Alex Steninge Jacobsen—Associate Service Delivery Director at NNIT A/S

Kenny Smidt—Business Consultant at NNIT A/S

Executive Management

Per Kogut
CEO

Carsten Krogsgaard Thomsen
CFO

Jess Julin Ibsen
*Senior Vice President—
IT Operation Services*

SUPPLEMENT

The Offering Circular is hereby amended to reflect the increased Offer Price Range, as described on the cover page of this Supplement. Accordingly, the sections of the Offering Circular set out below have been amended and restated as indicated below. Please note that only the text included below has been amended and restated. The sections set out below should be read in conjunction with the Offering Circular. The text in bold in the column on the right below constitutes the amendments to the Offering Circular.

The Company has been informed that Novo A/S and Novo Nordisk have agreed that, subject to certain conditions, including the completion of the Offering, Novo A/S will purchase Shares from Novo Nordisk at a price per Share equal to the Offer Price, notwithstanding the increase in the Offer Price Range.

Reference to the Offering Circular dated 23 February 2015

Amended text in the Offering Circular

COVER PAGE

[...]

Our Existing and New Board of Directors (as defined herein) have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to 21,750 Offer Shares will be reserved for such purpose. In addition, up to 182,125 Offer Shares have been reserved for our Group Management (as defined herein) and certain other employees who participate in our launch incentive programme by investing in Offer Shares at the Offer Price in connection with the Offering.

[...]

OFFER PRICE RANGE: DKK 100 to DKK 120 PER OFFER SHARE

The offer price at which the Offer Shares will be sold (the "Offer Price") is expected to be between DKK 100 and DKK 120 per share (the "Offer Price Range") and will be determined through a book-building process. The Offer Price will be determined by Novo Nordisk, in consultation with our Board of Directors (the "Board of Directors") and the Joint Global Coordinators, and is expected to be announced through NASDAQ OMX Copenhagen A/S ("Nasdaq Copenhagen") no later than 8:00 a.m. (CET) on 6 March 2015. The Offer Price Range may be adjusted during the book-building process and the Offer Price may thus be outside of the Offer Price Range, subject to any requirement to supplement the Offering and this document.

The offer period (the "Offer Period") will commence on 25 February 2015 and will close no later than 5 March 2015 at 4:00 p.m. (CET).

The Offer Period may be closed prior to 5 March 2015; however, the Offer Period will not be closed, in whole or in part, before 4 March 2015 at 00:01 a.m. (CET). If the Offering is closed before 5 March 2015, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly. The Offer Period in respect of applications for purchases of amounts up to, and including, DKK 3 million may be closed before

[...]

Our Existing and New Board of Directors (as defined herein) have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to **18,125** Offer Shares will be reserved for such purpose. In addition, up to **151,771** Offer Shares have been reserved for our Group Management (as defined herein) and certain other employees who participate in our launch incentive programme by investing in Offer Shares at the Offer Price in connection with the Offering.

[...]

OFFER PRICE RANGE: DKK 120 to DKK 130 PER OFFER SHARE

The offer price at which the Offer Shares will be sold (the "Offer Price") is expected to be between DKK **120** and DKK **130** per share (the "Offer Price Range") and will be determined through a book-building process. The Offer Price will be determined by Novo Nordisk, in consultation with our Board of Directors (the "Board of Directors") and the Joint Global Coordinators, and is expected to be announced through NASDAQ OMX Copenhagen A/S ("Nasdaq Copenhagen") no later than 8:00 a.m. (CET) on 6 March 2015. The Offer Price Range may be adjusted during the book-building process and the Offer Price may thus be outside of the Offer Price Range, subject to any requirement to supplement the Offering and this document.

The offer period (the "Offer Period") will commence on 25 February 2015 and will close no later than 5 March 2015 at 4:00 p.m. (CET).

The Offer Period may be closed prior to 5 March 2015 **at 4:00 p.m. (CET)**; however, the Offer Period will not be closed, in whole or in part, before 5 March 2015 at 00:01 a.m. (CET). If the Offering is closed before 5 March 2015 **at 4:00 p.m. (CET)**, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly. The Offer Period in respect of applications for purchases of amounts up to, and

Reference to the Offering Circular dated 23 February 2015

Amended text in the Offering Circular

the remainder of the Offering is closed. Any such early closing, in whole or in part, will be announced through Nasdaq Copenhagen.

including, DKK 3 million may be closed before the remainder of the Offering is closed. Any such early closing, in whole or in part, will be announced through Nasdaq Copenhagen.

Page 9 – RESUMÉ (C.6)

Første handels- og officielle noteringsdag for de Udbudte Aktier på Nasdaq Copenhagen forventes at være den 6. marts 2015. Hvis Udbuddet lukkes før den 5. marts 2015, kan første handels- og officielle noteringsdag samt datoen for betaling og afvikling blive fremrykket tilsvarende.

Første handels- og officielle noteringsdag for de Udbudte Aktier på Nasdaq Copenhagen forventes at være den 6. marts 2015. Hvis Udbuddet lukkes før den 5. marts 2015 **kl. 16.00 (dansk tid)**, kan første handels- og officielle noteringsdag samt datoen for betaling og afvikling blive fremrykket tilsvarende.

Pages 14-15 – RESUMÉ (E.3)

[...]

[...]

Udbudskursen forventes at ligge mellem DKK 100 og DKK 120 og fastlægges ved bookbuilding. Udbudskursen fastlægges af Novo Nordisk i samråd med Bestyrelsen og Joint Global Coordinators og forventes offentliggjort via Nasdaq Copenhagen senest den 6. marts 2015 kl. 8.00 (dansk tid). Udbudskursintervallet kan ændres i forbindelse med bookbuilding-processen, og Udbudskursen kan således ligge uden for Udbudskursintervallet.

Udbudskursen forventes at ligge mellem DKK **120** og DKK **130** og fastlægges ved bookbuilding. Udbudskursen fastlægges af Novo Nordisk i samråd med Bestyrelsen og Joint Global Coordinators og forventes offentliggjort via Nasdaq Copenhagen senest den 6. marts 2015 kl. 8.00 (dansk tid). Udbudskursintervallet kan ændres i forbindelse med bookbuilding-processen, og Udbudskursen kan således ligge uden for Udbudskursintervallet.

Hvis Udbudskursintervallet ændres, vil Selskabet meddele dette via Nasdaq Copenhagen og offentliggøre et tillæg til dette Prospekt. Efter offentliggørelsen af et sådant tillæg har investorer, der har indleveret ordrer på Udbudte Aktier i Udbuddet, to handelsdage til at tilbagekalde deres købsordre. I dette tilfælde vil meddelelsen om Udbudskursen først blive offentliggjort, når fristen for udnyttelse af retten til tilbagekaldelse er udløbet.

Hvis Udbudskursintervallet ændres, vil Selskabet meddele dette via Nasdaq Copenhagen og offentliggøre et tillæg til dette Prospekt. Efter offentliggørelsen af et sådant tillæg har investorer, der har indleveret ordrer på Udbudte Aktier i Udbuddet, to handelsdage til at tilbagekalde deres købsordre. I dette tilfælde vil meddelelsen om Udbudskursen først blive offentliggjort, når fristen for udnyttelse af retten til tilbagekaldelse er udløbet.

Udbudsperioden løber fra og med den 25. februar 2015 og til og med senest den 5. marts 2015 kl. 16.00 (dansk tid).

Udbudsperioden løber fra og med den 25. februar 2015 og til og med senest den 5. marts 2015 kl. 16.00 (dansk tid).

Udbudsperioden kan lukkes før den 5. marts 2015, men hel eller delvis lukning af Udbudsperioden vil dog tidligst finde sted den 4. marts 2015 kl. 00.01 (dansk tid). Hvis Udbuddet lukkes før den 5. marts 2015, kan første handels- og officielle noteringsdag samt datoen for betaling og afvikling blive fremrykket tilsvarende. Udbudsperioden for ordrer til og med en kursværdi på DKK 3 mio. kan lukkes før resten af Udbuddet. En sådan tidligere hel eller delvis lukning offentliggøres i givet fald via Nasdaq Copenhagen.

Udbudsperioden kan lukkes før den 5. marts 2015 **kl. 16.00 (dansk tid)**, men hel eller delvis lukning af Udbudsperioden vil dog tidligst finde sted den **5. marts 2015 kl. 00.01 (dansk tid)**. Hvis Udbuddet lukkes før den 5. marts 2015 **kl. 16.00 (dansk tid)**, kan første handels- og officielle noteringsdag samt datoen for betaling og afvikling blive fremrykket tilsvarende. Udbudsperioden for ordrer til og med en kursværdi på DKK 3 mio. kan lukkes før resten af Udbuddet. En sådan tidligere hel eller delvis lukning offentliggøres i givet fald via Nasdaq Copenhagen.

[...]

[...]

• Den Eksisterende og den Nye Bestyrelse har fået tilbudt at deltage i Udbuddet ved at investere i Aktier til Udbudskursen. Der vil blive reserveret op til 21.750 stk.

• Den Eksisterende og den Nye Bestyrelse har fået tilbudt at deltage i Udbuddet ved at investere i Aktier til Udbudskursen. Der vil blive reserveret op til **18.125** stk.

Reference to the Offering Circular dated 23 February 2015

Udbudte Aktier til dette formål. Jesper Brandgaard og Lars Fruergaard Jørgensen må ikke deltage i Udbuddet på grund af Novo Nordisks interne politik vedrørende investering i Novo Nordisk porteføljeselskaber,

• Der vil blive reserveret op til 182.125 stk. Udbudte Aktier til Koncernledelsen og visse andre medarbejdere, der deltager i Selskabets incitamentsprogram i forbindelse med børsnoteringen ("LIP") ved at investere i Udbudte Aktier til Udbudskursen i forbindelse med Udbuddet.

Amended text in the Offering Circular

Udbudte Aktier til dette formål. Jesper Brandgaard og Lars Fruergaard Jørgensen må ikke deltage i Udbuddet på grund af Novo Nordisks interne politik vedrørende investering i Novo Nordisk porteføljeselskaber,

• Der vil blive reserveret op til **151.771** stk. Udbudte Aktier til Koncernledelsen og visse andre medarbejdere, der deltager i Selskabets incitamentsprogram i forbindelse med børsnoteringen ("LIP") ved at investere i Udbudte Aktier til Udbudskursen i forbindelse med Udbuddet.

Page 26 – SUMMARY (C.6)

The first day of trading in, and official listing of, the Offer Shares on Nasdaq Copenhagen is expected to be on 6 March 2015. If the Offering is closed prior to 5 March 2015, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly.

The first day of trading in, and official listing of, the Offer Shares on Nasdaq Copenhagen is expected to be on 6 March 2015. If the Offering is closed prior to 5 March 2015 **at 4:00 p.m. (CET)**, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly.

Pages 30-32 – SUMMARY (E.3)

[...]

The Offer Price is expected to be between DKK 100 and DKK 120 and will be determined through a book-building process. The Offer Price will be determined by Novo Nordisk, in consultation with our Board of Directors and the Joint Global Coordinators, and is expected to be announced through Nasdaq Copenhagen no later than 8:00 a.m. (CET) on 6 March 2015. The Offer Price Range may be adjusted during the book-building process and the Offer Price may thus be outside of the Offer Price Range.

If the Offer Price Range is adjusted, the Company will make an announcement through Nasdaq Copenhagen and publish a supplement to this Offering Circular. Following publication of such supplement, investors who have submitted orders to purchase Offer Shares in the Offering will have two trading days to withdraw their purchase offer. In such an event, the announcement of the Offer Price will not be published until the period for exercising such withdrawal rights has ended.

The Offer Period will commence on 25 February 2015 and will close no later than 5 March 2015 at 4:00 p.m. (CET).

The Offer Period may be closed prior to 5 March 2015; however, the Offer Period will not be closed, in whole or in part, before 4 March 2015 at 00:01 a.m. (CET). If the Offering is closed before 5 March 2015, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly. The Offer Period in respect of applications for purchases of amounts up to, and including, DKK 3 million may be closed before the remainder of the Offering is closed. Any such early

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The Offer Price is expected to be between DKK **120** and DKK **130** and will be determined through a book-building process. The Offer Price will be determined by Novo Nordisk, in consultation with our Board of Directors and the Joint Global Coordinators, and is expected to be announced through Nasdaq Copenhagen no later than 8:00 a.m. (CET) on 6 March 2015. The Offer Price Range may be adjusted during the book-building process and the Offer Price may thus be outside of the Offer Price Range.

If the Offer Price Range is adjusted, the Company will make an announcement through Nasdaq Copenhagen and publish a supplement to this Offering Circular. Following publication of such supplement, investors who have submitted orders to purchase Offer Shares in the Offering will have two trading days to withdraw their purchase offer. In such an event, the announcement of the Offer Price will not be published until the period for exercising such withdrawal rights has ended.

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Reference to the Offering Circular dated 23 February 2015

closing, in whole or in part, will be announced through Nasdaq Copenhagen.

[...]

- Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to 21,750 Offer Shares will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies.

- Up to 182,125 Offer Shares will be reserved for our Group Management and certain other employees who participate in our launch incentive programme (“LIP”) by investing in Offer Shares at the Offer Price in connection with the Offering.

Amended text in the Offering Circular

remainder of the Offering is closed. Any such early closing, in whole or in part, will be announced through Nasdaq Copenhagen.

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- Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to **18,125** Offer Shares will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies.

- Up to **151,771** Offer Shares will be reserved for our Group Management and certain other employees who participate in our launch incentive programme (“LIP”) by investing in Offer Shares at the Offer Price in connection with the Offering.

BOARD OF DIRECTORS AND GROUP MANAGEMENT

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In connection with the admission of our Shares to trading and official listing on Nasdaq Copenhagen and the Offering, an extraordinary general meeting is expected to be held on 6 March 2015 at no later than 7:00 a.m. (CET) after expiry of the Offer Period but before announcement of the result of the Offering and allocation of Shares to investors and admission to trading and official listing of the Shares on Nasdaq Copenhagen. It is expected that Wilbert A.M. Kieboom, Eivind Kolding and John Beck, who have all agreed to become members of our Board of Directors will be elected to our Board of Directors at such extraordinary general meeting and Wilbert A.M. Kieboom is expected to be elected as Deputy Chairman. Lars Fruergaard Jørgensen, who is a member of our Existing Board of Directors, has indicated that he will resign at such extraordinary general meeting. Our Board of Directors will, after the election of Wilbert A.M. Kieboom as Deputy Chairman, the elections of Eivind Kolding and John Beck and the resignation of Lars Fruergaard Jørgensen, comprise six members elected by our general meeting and two employee representatives (the “New Board of Directors”). If the IPO Share Sale is not completed, Lars Fruergaard Jørgensen will not resign at the extraordinary general meeting expected to be held on 6 March 2015. In such case Lars Fruergaard Jørgensen will be a member of our New Board of Directors, and Eivind Kolding will not be elected as a member of our New Board of Directors. If the Offering is closed before 5 March 2015, the day of the extraordinary general meeting may be moved forward accordingly. The result of the extraordinary general meeting regarding election of the new board members will be published through Nasdaq Copenhagen and be made available on our website, www.nnit.com. Information on our website does not form part of and is not incorporated by reference into this

In connection with the admission of our Shares to trading and official listing on Nasdaq Copenhagen and the Offering, an extraordinary general meeting is expected to be held on 6 March 2015 at no later than 7:00 a.m. (CET) after expiry of the Offer Period but before announcement of the result of the Offering and allocation of Shares to investors and admission to trading and official listing of the Shares on Nasdaq Copenhagen. It is expected that Wilbert A.M. Kieboom, Eivind Kolding and John Beck, who have all agreed to become members of our Board of Directors will be elected to our Board of Directors at such extraordinary general meeting and Wilbert A.M. Kieboom is expected to be elected as Deputy Chairman. Lars Fruergaard Jørgensen, who is a member of our Existing Board of Directors, has indicated that he will resign at such extraordinary general meeting. Our Board of Directors will, after the election of Wilbert A.M. Kieboom as Deputy Chairman, the elections of Eivind Kolding and John Beck and the resignation of Lars Fruergaard Jørgensen, comprise six members elected by our general meeting and two employee representatives (the “New Board of Directors”). If the IPO Share Sale is not completed, Lars Fruergaard Jørgensen will not resign at the extraordinary general meeting expected to be held on 6 March 2015. In such case Lars Fruergaard Jørgensen will be a member of our New Board of Directors, and Eivind Kolding will not be elected as a member of our New Board of Directors. If the Offering is closed before 5 March 2015 **at 4:00 p.m. (CET)**, the day of the extraordinary general meeting may be moved forward accordingly. The result of the extraordinary general meeting regarding election of the new board members will be published through Nasdaq Copenhagen and be made available on our website, www.nnit.com. Information on our website does not form part of and is

Reference to the Offering Circular dated 23 February 2015

Offering Circular.

Amended text in the Offering Circular

not incorporated by reference into this Offering Circular.

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In connection with the Offering, the members of our Existing and New Board of Directors have been offered the possibility to acquire Offer Shares at the Offer Price for an amount equal to the relevant member's fixed annual fee. Up to 21,750 Offer Shares will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies.

In connection with the Offering, the members of our Existing and New Board of Directors have been offered the possibility to acquire Offer Shares at the Offer Price for an amount equal to the relevant member's fixed annual fee. Up to **18,125** Offer Shares will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies.

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Up to 182,125 Offer Shares will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering. See "*Incentive Programmes*".

Up to **151,771** Offer Shares will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering. See "*Incentive Programmes*".

OWNERSHIP STRUCTURE AND SELLING SHAREHOLDER

Page 159

Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to 21,750 Offer Shares will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies.

Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to **18,125** Offer Shares will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies.

Up to 182,125 Offer Shares will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering.

Up to **151,771** Offer Shares will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering.

Pages 159-160 – The Table of Shareholders is amended as follows:

	Shares owned immediately following the Offering and completion of the IPO Share Sale, assuming full exercise of the Overallotment Option ⁽¹⁾							
	Shares owned immediately prior to the Offering		At an Offer Price at the bottom end of the Offer Price Range		At an Offer Price at the mid-point of the Offer Price Range		At an Offer Price at the top end of the Offer Price Range	
	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%
Shareholders								
Novo Nordisk ⁽²⁾	25,000,000	100	6,375,000	25.5	6,375,000	25.5	6,375,000	25.5
Novo A/S ⁽³⁾	—	—	6,375,000	25.5	6,375,000	25.5	6,375,000	25.5
New shareholders ⁽⁴⁾	—	—	11,382,267	45.5	11,386,977	45.5	11,391,324	45.5
The Company (treasury shares) ⁽⁵⁾	—	—	750,000	3.0	750,000	3.0	750,000	3.0
Existing Board of Directors⁽⁶⁾								
Jesper Brandgaard (see below)	—	—	—	—	—	—	—	—
Anne Broeng (see below)	—	—	—	—	—	—	—	—
Lars Fruergaard Jørgensen	—	—	—	—	—	—	—	—
René Stockner (see below)	—	—	—	—	—	—	—	—
Alex Steninge Jacobsen (see below)	—	—	—	—	—	—	—	—
Kenny Smidt	—	—	2,083	0.0	2,000	0.0	1,923	0.0
New Board of Directors⁽⁶⁾								
Jesper Brandgaard	—	—	0	0.0	0	0.0	0	0.0
Wilbert A.M. Kieboom	—	—	1,250	0.0	1,200	0.0	1,154	0.0
Eivind Kolding	—	—	2,500	0.0	2,400	0.0	2,308	0.0
Anne Broeng	—	—	3,750	0.0	3,600	0.0	3,462	0.0
John Beck	—	—	3,125	0.0	3,000	0.0	2,885	0.0
René Stockner	—	—	2,500	0.0	2,400	0.0	2,308	0.0
Alex Steninge Jacobsen	—	—	1,667	0.0	1,600	0.0	1,538	0.0
Anders Vidstrup	—	—	1,250	0.0	1,200	0.0	1,154	0.0
Total Existing and New Board of Directors	—	—	18,125	0.1	17,400	0.1	16,731	0.1
Executive Management⁽⁶⁾								
Per Kogut	—	—	34,025	0.1	32,664	0.1	31,408	0.1
Carsten Krogsgaard Thomsen	—	—	20,050	0.1	19,248	0.1	18,508	0.1
Jess Julin Ibsen	—	—	22,713	0.1	21,804	0.1	20,965	0.1
Total Executive Management	—	—	76,788	0.3	73,716	0.3	70,881	0.3
Other members of Group Management⁽⁶⁾⁽⁷⁾								
Brit Kannegaard Johannessen	—	—	6,705	0.0	6,436	0.0	6,189	0.0
Michael Bjerregaard	—	—	8,058	0.0	7,735	0.0	7,438	0.0
Søren Luplau-Pagh	—	—	8,058	0.0	7,735	0.0	7,438	0.0
Total other members of Group Management	—	—	22,820	0.1	21,907	0.1	21,064	0.1

- (1) Number of Shares held by the Company, our Board of Directors and our Group Management after completion of the Offering will not be affected by the exercise of the Overallotment Option in full or in part.
- (2) Assuming no exercise of the Overallotment Option, Novo Nordisk will own 7,875,000 Shares, equivalent to 31.5% of our share capital after the Offering. If the IPO Share Sale is not completed, Novo Nordisk will own 12,750,000 Shares after the Offering, equivalent to 51% of our share capital, assuming full exercise of the Overallotment Option, and 14,250,000 Shares after the Offering, equivalent to 57% of our share capital, assuming no exercise of the Overallotment Option.
- (3) If the IPO Share Sale is not completed, Novo A/S will not acquire any Shares in the Company in connection with the Offering.
- (4) New shareholders do not include Novo A/S, the members of our Board of Directors, our Group Management and treasury shares held by the Company, all listed separately in the table above.
- (5) Reflects Shares to be acquired by the Company at the Offer Price from Novo Nordisk in connection with the Offering. See “Description of the Shares and Share Capital—Authorisation to Acquire Treasury Shares”.
- (6) Other than as set out in the table above, no other member of our Existing Board of Directors, or New Board of Directors or our Group Management directly holds Shares before the Offering. The table above does not reflect any indirect economic interest in the Company of members of our Existing Board of Directors, New Board of Directors and/or Group Management through any minority shareholdings in Novo Nordisk. Furthermore, it is assumed in the table above that the members of our Existing and New Board of Directors participate in the Offering by acquiring Offer Shares for an amount equal to the interest indications to participate in the Offering provided by each relevant board member prior to the Offering.
- (7) Assuming participation in the Offering under the LIP.

Reference to the Offering Circular dated 23 February 2015

Amended text in the Offering Circular

Pages 177-179 – THE OFFERING

The Offering

[...]

Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to 21,750 Offer Shares will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies.

Up to 182,125 Offer Shares will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering.

Offer Price

The Offer Price will be determined through a book-building process. Book-building is a process in which the Joint Global Coordinators, prior to the final pricing of the Offering, determine the Offer Price by collecting expressions of interest in the Offer Shares from potential institutional investors. The Offer Price is free of brokerage charges and is expected to be between DKK 100 and DKK 120 per Offer Share. This indicative price range has been set by Novo Nordisk following consultation with our Board of Directors and the Joint Global Coordinators taking into account, among other things, our historic and projected revenues and earnings, our objective to establish an orderly after-market in the Offer Shares and prevailing market conditions. Following the book-building process, the Offer Price will be determined by Novo Nordisk in consultation with our Board of Directors and the Joint Global Coordinators and the Offer Price is expected to be announced through Nasdaq Copenhagen no later than 8:00 a.m. (CET) on 6 March 2015.

Offer Period

[...]

The Offer Period may be closed prior to 5 March 2015; however, the Offer Period will not be closed, in whole or in part, before 4 March 2015 at 00:01 a.m. (CET). If the Offering is closed before 5 March 2015, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly. The Offer Period in respect of applications for purchases of amounts up to, and including, DKK 3 million may be closed before the remainder of the Offering is closed. Any such early closing, in whole or in part, will be announced through Nasdaq Copenhagen.

The Offering

[...]

Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to **18,125** Offer Shares will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies.

Up to **151,771** Offer Shares will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering.

Offer Price

The Offer Price will be determined through a book-building process. Book-building is a process in which the Joint Global Coordinators, prior to the final pricing of the Offering, determine the Offer Price by collecting expressions of interest in the Offer Shares from potential institutional investors. The Offer Price is free of brokerage charges and is expected to be between DKK **120** and DKK **130** per Offer Share. This indicative price range has been set by Novo Nordisk following consultation with our Board of Directors and the Joint Global Coordinators taking into account, among other things, our historic and projected revenues and earnings, our objective to establish an orderly after-market in the Offer Shares and prevailing market conditions. Following the book-building process, the Offer Price will be determined by Novo Nordisk in consultation with our Board of Directors and the Joint Global Coordinators and the Offer Price is expected to be announced through Nasdaq Copenhagen no later than 8:00 a.m. (CET) on 6 March 2015.

Offer Period

[...]

The Offer Period may be closed prior to 5 March 2015 **at 4:00 p.m. (CET)**; however, the Offer Period will not be closed, in whole or in part, before **5** March 2015 at 00:01 a.m. (CET). If the Offering is closed before 5 March 2015 **at 4:00 p.m. (CET)**, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly. The Offer Period in respect of applications for purchases of amounts up to, and including, DKK 3 million may be closed before the remainder of the Offering is closed. Any such early closing, in whole or in part, will be announced through Nasdaq Copenhagen.

Reference to the Offering Circular dated 23 February 2015

Allocation and Reduction

[...]

• Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to 21,750 Offer Shares (corresponding to 0.2% of the Offer Shares) will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies. See “*Ownership Structure and Selling Shareholder*”.

• Up to 182,125 Offer Shares (corresponding to 1.6% of the Offer Shares) will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering. See “*Board of Directors and Group Management—Incentive Programmes*” and “*Ownership Structure and Selling Shareholder*”.

[...]

It is expected that the result of the Offering, the Offer Price and the basis of the allocation will be announced through Nasdaq Copenhagen no later than 8:00 a.m. (CET) on 6 March 2015. If the Offer Period is closed before 5 March 2015, announcement of the Offer Price and allocation will be brought forward accordingly.

Trading and Official Listing on Nasdaq Copenhagen

Application has been made for the Shares to be admitted to trading and official listing on Nasdaq Copenhagen. Subject to approval of Nasdaq Copenhagen, the first day of trading in, and official listing of, the Shares registered in the permanent ISIN on Nasdaq Copenhagen is expected to be on 6 March 2015. The trading and official listing of the Shares is subject to, among other things, Nasdaq Copenhagen’s approval of both the distribution of the Offer Shares and the composition of our New Board of Directors. If the Offering is closed prior to 5 March 2015, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly.

Pages 187-188 – PLAN OF DISTRIBUTION

Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to 21,750 Offer Shares (corresponding to 0.2% of the Offer Shares) will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies. See

Amended text in the Offering Circular

Allocation and Reduction

[...]

• Our Existing and New Board of Directors have been offered the opportunity to participate in the Offering by investing in Shares at the Offer Price. Up to **18,125** Offer Shares (corresponding to 0.2% of the Offer Shares) will be reserved for such purpose. Jesper Brandgaard and Lars Fruergaard Jørgensen are restricted from participating in the Offering due to internal Novo Nordisk policies on investments in Novo Nordisk portfolio companies. See “*Ownership Structure and Selling Shareholder*”.

• Up to **151,771** Offer Shares (corresponding to **1.3%** of the Offer Shares) will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering. See “*Board of Directors and Group Management—Incentive Programmes*” and “*Ownership Structure and Selling Shareholder*”.

[...]

It is expected that the result of the Offering, the Offer Price and the basis of the allocation will be announced through Nasdaq Copenhagen no later than 8:00 a.m. (CET) on 6 March 2015. If the Offer Period is closed before 5 March 2015 **at 4:00 p.m. (CET)**, announcement of the Offer Price and allocation will be brought forward accordingly.

Trading and Official Listing on Nasdaq Copenhagen

Application has been made for the Shares to be admitted to trading and official listing on Nasdaq Copenhagen. Subject to approval of Nasdaq Copenhagen, the first day of trading in, and official listing of, the Shares registered in the permanent ISIN on Nasdaq Copenhagen is expected to be on 6 March 2015. The trading and official listing of the Shares is subject to, among other things, Nasdaq Copenhagen’s approval of both the distribution of the Offer Shares and the composition of our New Board of Directors. If the Offering is closed prior to 5 March 2015 **at 4:00 p.m. (CET)**, the first day of trading and official listing and the date of payment and settlement may be moved forward accordingly.

**Reference to the Offering Circular
dated 23 February 2015****Amended text in the Offering Circular**

“Ownership Structure and Selling Shareholder”.

Up to 182,125 Offer Shares (corresponding to 1.6% of the Offer Shares) will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering.

“Ownership Structure and Selling Shareholder”.

Up to **151,771** Offer Shares (corresponding to **1.3%** of the Offer Shares) will be reserved for our Group Management and certain other employees who participate in our LIP by investing in Offer Shares at the Offer Price in connection with the Offering.

Page 200 – GLOSSARY

“Offer Price Range” the Offer Price is expected to be between DKK 100 and DKK 120 per Offer Share

“Offer Price Range” the Offer Price is expected to be between DKK **120** and DKK **130** per Offer Share

APPLICATION FORM

Application form (Only one form per custody account)	Offering of 10,000,000 Offer Shares of DKK 10 nominal value each
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Application for purchase of Offer Shares in NNIT A/S, CVR-no. 21 09 31 06

Selling agent:	Danske Bank A/S CVR no. 61 12 62 28 Corporate Actions Holmens Kanal 2-12 DK-1092 Copenhagen K Denmark
Joint Global Coordinators and Joint Bookrunners:	Danske Bank A/S, Morgan Stanley & Co. International plc
Co-Lead Manager:	Skandinaviska Enskilda Banken, Danmark, filial af Skandinaviska Enskilda Banken AB (publ), Sverige (together with the Joint Global Coordinators, the "Managers")
Offer Period:	25 February 2015 to 5 March 2015 at 4:00 p.m. (CET) unless the Offering is closed earlier in whole or in part. The Offer Period for order applications up to and including DKK 3 million may be closed before the remainder of the Offering. The Offering will not be closed before 5 March 2015 at 00:01 a.m. (CET).
Offer Price Range:	DKK 120 to DKK 130 per Offer Share
ISIN	Permanent ISIN: DK0060580512

The English Language Offering Circular dated 23 February 2015 includes *inter alia* the Articles of Association of NNIT A/S, the consolidated financial statements for NNIT A/S as at and for the year ended 31 December 2014 with comparative figures as at and for the years ended 31 December 2013 and 2012 and the terms and conditions for the purchase of Offer Shares.

Both binding order applications and expressions of interest can be submitted with specification of a maximum price. If the Offer Price is determined at a higher level than the stated maximum price no Offer Shares will be allocated to the purchaser.

For binding orders up to and including DKK 3 million the application form is submitted to the purchaser's own account holding institution duly filled in and signed.

The application form shall be submitted in due time for the account holding institution to process and forward the application form in order for the application form to be received by Danske Bank A/S, Corporate Actions no later than 5 March 2015 at 4:00 p.m. CET or such earlier time as the Offering may be closed in whole or in part.

Expressions of interest to purchase Offer Shares for more than DKK 3 million can be submitted to one of the Managers, e.g. by using this application form.

On the terms and conditions stated in the English Language Offering Circular dated 23 February 2015, including in "Risk Factors" and "Selling Restrictions", I/we hereby submit an order application to purchase Offer Shares in NNIT A/S and simultaneously declare to have received a copy of the English Language Offering Circular and that I/we have solely based my/our investment decision on the contents of the English Language Offering Circular. The Offer Price will be fixed upon closing of the Offering through a bookbuilding process. See the "Terms and Conditions of the Offering". Only one application form per custody account with VP SECURITIES A/S (VP) will be accepted.

Application submitted as a binding application (for orders up to and including DKK 3 million)

I/we accept that the Managers may demand information about my/our name(s), address(es) and application and are entitled to pass on such information to the selling shareholder, NNIT A/S and the Managers. I/we undertake to pay the equivalent of the Offer Shares allocated at the offer price fixed.

Field (1) or (2) only should be completed

(1) For Danish kroner (DKK):	(2) Number of Offer Shares:	(3) Maximum price per Offer Share if any:

Expression of interest submitted pursuant to the book-building process (for orders above DKK 3 million)

I/we accept that the application form and information about my/our name(s) and address(es) are entitled to be passed on to the selling shareholder, NNIT A/S and the Managers. I/we accept that I/we during the Offer Period can amend or revoke this expression of interest but that this expression of interest automatically will be converted into a binding purchase order upon expiry of the Offer Period.

Field (1) or (2) only should be completed

(1) For Danish kroner (DKK):	(2) Number of Offer Shares:	(3) Maximum price per Offer Share if any:

If the aggregate applications to purchase and expressions of interest exceeds the total number of Offer Shares a reduction will be completed as further described in the English Language Offering Circular see "Plan of Distribution". Neither submission of application orders nor submission of expressions of interest entitles to any Offer Shares. Settlement of the Offering will be effected by way of registration of the allocated number of Offer Shares on your custody account with VP SECURITIES A/S (VP) against payment in DKK, which is expected to take place on or before 10 March 2015.

Information and signature

Name: VP custody account no.:
Address: Settlement account no.:
Postal code and city: Custodian bank:
Tel.:
Date:

This application form was submitted to (to be completed by account holding institution):

Reg. No.: Participant ID-no. (CD-ident.):
Date: Tel.:

Signature

Company stamp and signature

Please complete the form below when opening a new VP custody account.

Opening of new VP custody account (This box should be filled in when opening a new VP custody account and any related settlement account)
Civil registration (CPR) no./company registration (CVR) no.:
Name:
Address:
Postal code and city:
Tel.:
Position:
Existing account no. for settlement, if any:

Ordreblanket (Kun én blanket pr. depot)	Udbud af 10.000.000 Udbudte Aktier à nom. DKK 10
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Ordre om køb af Udbudte Aktier i NNIT A/S, CVR-nr. 21 09 31 06

Salgssteder:	Danske Bank A/S CVR nr. 61 12 62 28 Corporate Actions Holmens Kanal 2-12 1092 København K
Joint Global Coordinators og Joint Bookrunners:	Danske Bank A/S, Morgan Stanley & Co. International plc
Co-Lead Manager:	Skandinaviske Enskilda Banken, Danmark, filial af Skandinaviske Enskilda Banken AB (publ), Sverige (Joint Global Coordinators og Co-Lead Manager er samlet benævnt "Emissionsbankerne")
Udbudsperiode:	25. februar til 5. marts 2015 kl. 16.00 dansk tid, medmindre Udbuddet helt eller delvist lukkes tidligere. Udbudsperioden for ordrer op til og med DKK 3 mio. kan lukkes før resten af Udbuddet. Udbuddet vil tidligst blive lukket den 5. marts 2015 kl. 00.01 dansk tid.
Udbudskursinterval:	DKK 120 til DKK 130 pr. Udbudt Aktie
ISIN koder:	Permanent ISIN kode: DK0060580512

Det Engelsksprogede Prospekt dateret den 23. februar 2015 indeholder blandt andet vedtægter for NNIT A/S, det konsoliderede årsregnskab for NNIT A/S pr. 31. december 2014 med sammenligningstal pr. 31. december 2013 og pr. 31. december 2012 samt vilkårene for køb af Udbudte Aktier.

Både bindende ordrer og interessetilkendegivelser kan afgives med angivelse af en eventuel maksimumkurs. Fastsættes Udbudskursen højere end den anførte maksimumkurs, vil ordregiver ikke blive tildelt nogen Udbudte Aktier.

For bindende ordrer til og med DKK 3 mio. indleveres ordreblanketten til ordregivers eget kontoførende institut i udfyldt og underskrevet stand.

Ordreblanketten skal indleveres i så god tid, at det kontoførende institut har mulighed for at behandle og videresende ordren, således at den er Danske Bank A/S, Corporate Actions, i hænde senest den 5. marts 2015 kl. 16:00 dansk tid eller et sådant tidligere tidspunkt, hvor Udbuddet måtte blive lukket helt eller delvist.

Interessetilkendegivelser på mere end DKK 3 mio. skal afgives til en af Emissionsbankerne evt. ved brug af denne ordreblanket.

På vilkår som anført i det Engelsksprogede Prospekt dateret den 23. februar 2015, herunder afsnittene "Risikofaktorer" og "Salgsbegrænsninger", afgiver jeg/vi hermed tilbud om køb af Udbudte Aktier i NNIT A/S og bekræfter samtidig at have fået udleveret et eksemplar af det Engelsksprogede Prospekt, og at jeg/vi alene har baseret min/vores investeringsbeslutning på indholdet af det Engelsksprogede Prospekt. Udbudskursen fastsættes efter lukning af Udbuddet via bookbuilding-metoden, jf. afsnittet "Udbudsbetingelser". Der kan kun afgives én ordreblanket pr. depot hos VP SECURITIES A/S (VP).

Ordre afgivet som bindende ordre (for ordrebeløb til og med DKK 3 mio.)

Jeg/vi accepterer, at Emissionsbankerne kan kræve oplysninger om mit/vort navn, adresse og ordre, og er berettiget til at videregive denne information til den sælgende aktionær, NNIT A/S og Emissionsbankerne. Jeg/vi forpligter mig/os hermed til at betale modværdien af tildelte Udbudte Aktier til den fastsatte udbudskurs.

Felt 1) eller 2) skal udfyldes

1) For kroner (DKK):	2) Antal Udbudte Aktier (stk.):	3) Evt. maksimumkurs pr. Udbudt Aktie:

Interessetilkendegivelse afgivet efter bookbuilding-metoden (for ordrebeløb større end DKK 3 mio.)

Jeg/vi accepterer, at ordreblanketten samt navn og adresse videregives til den sælgende aktionær, NNIT A/S og Emissionsbankerne. Jeg/vi accepterer, at jeg/vi i Udbudsperioden løbende kan ændre eller tilbagekalde interessetilkendegivelsen, men at denne bliver til en bindende ordre ved lukning af Udbuddet.

Felt 1) eller 2) skal udfyldes

1) For kroner (DKK):	2) Antal Udbudte Aktier (stk.):	3) Evt. maksimumkurs pr. Udbudt Aktie:

Overstiger de samlede ordrer og interessetilkendegivelser det samlede antal Udbudte Aktier, vil der ske reduktion som anført i det Engelsksprogede Prospekt, jf. afsnittet "Udbudsbetingelserne – Tildeling og reduktion". Afgivelse af ordrer eller interessetilkendegivelser medfører ingen sikkerhed for hel eller delvis tildeling af Udbudte Aktier. Afvikling af Udbuddet sker ved registrering af antal tildelte Udbudte Aktier på Deres depot i VP SECURITIES A/S (VP) mod kontant betaling i DKK, hvilket forventes at finde sted senest den 10. marts 2015.

Oplysninger og underskrift

Navn: _____
 Adresse: _____
 Postnr. og by: _____
 Telefon: _____
 Dato: _____

VP-depotnr.: _____
 Kontr. til afregning: _____
 Kontoførende institut: _____

Ordren er indleveret hos (udfyldes af kontoførende institut):
 Reg.nr.: _____
 Dato: _____

CD-ident: _____
 Telefon: _____

Underskrift

Firmastempel og underskrift

Udfyld nedenfor ved oprettelse af et nyt VP-depot.

Oprettelse af nyt VP-depot (Denne rubrik udfyldes i forbindelse med oprettelse af nyt VP-depot og evt. tilhørende afregningskonto)
CPR/CVR-nr.:
Navn:
Adresse:
Postnr. og by:
Telefon:
Stilling:
Evt. eksisterende kontr. til afregning: