

OMX Nordic Exchange Copenhagen A/S
Nikolaj Plads 6
1007 Copenhagen K

Announcement no. 7 / 2008
14 April 2008

CVR nr. 15701315

Notice of Annual General Meeting in SP Group A/S on 29 April 2008

Enclosed please find notice of Annual General Meeting in SP Group A/S on 29 April 2008.

For further information please take contact to CEO Frank Gad.

Yours sincerely,

Niels K. Agner
Chairman

Frank Gad
Chief Executive Officer

Yderligere oplysninger:

Adm. direktør Frank Gad
Telefon: 70 23 23 79
www.sp-group.dk



Notice of Annual General Meeting in SP Group A/S

The Annual General Meeting will be held on:

Tuesday the 29 April 2008 at 12.00 p.m.

at:

Hotel Munkebjerg, Munkebjergvej 125, 7100 Vejle, Denmark with the following agenda:

1. The Directors' report on the activities of the Group in the past financial year
2. Presentation and adoption of the audited annual report
3. Resolution of discharge to the Board of Directors and the Executive Board
4. Resolution for the distribution of the profit or for the treatment of loss according to the adopted annual report
5. Any proposals from the Board of Directors or the shareholders.

Proposals by the Board of Directors:

a) Approval of general guidelines on incentive schemes for members of the Board of Directors and the Executive Board of SP Group A/S

As of 1 July 2007 Section 69b of the Danish Public Companies Act requires listed companies to define general guidelines for the company's incentive pay to members of its board of directors and executive board prior to making any specific agreements in the respect with any member of the company's board of directors or executive board. The guidelines must be considered and adopted by the company's shareholders at the annual general meeting. The proposal for such guidelines from the board of directors is attached as Appendix 1 to this agenda. If the guidelines are approved at the general meeting below context will be inserted in the Articles of Association after Article 5, item 2, and a new Article 5, item 3 with the following wording:

"The Board of Directors has made general guidelines on incentive schemes for members of the Board of Directors and the Executive Board. The guidelines have been approved at the annual general meeting on 29 April 2008 and have been posted on SP Group's website www.sp-group.dk"

b) Establishment of a warrant program on up to 80,000 warrants

Upon approval of above guidelines (item 5a) the board of directors recommends the general meeting to authorise the board of directors to establish a warrant program on up to 80,000 warrants. The authorisation will be given in a new Article 5, item 4, with the following wording:

"The board of directors is authorised to one or several times until 1 May 2011 to issue up to further 80,000 warrants (subscription rights) to SP Group A/S' executives and to complete the increase of the share capital related hereto with nominal up to DKK 8,000,000 without any pre-emption rights of the existing shareholders. The terms of the issued warrants will be determined by the board of directors in conjunction with the issue of shares."

Article 5, item 3 in the Articles of Association will hereafter be Article 5, item 5.

c) Københavns Fondsbørs A/S – new name

Københavns Fondsbørs has got a new name. Article 4, item 2, in the Articles of Association is suggested amended to:

" The company's shares are listed on OMX Nordic Exchange Copenhagen A/S and registered at The Danish Securities Centre."

6. Election of board members

All members elected by the general meeting are up for election. The Board of Directors suggests re-election of Niels Kristian Agner, Erik Preben Holm, Erik Christensen and Hans Wilhelm Schur. For a description of the candidates please look in the annual report.

7. Election of auditor.

The Board of Directors suggests re-election of Deloitte, Statsautoriseret Revisionsaktieselskab.

8. Any other business.

The agenda and the complete proposals to be presented to the general meeting and the annual report of the company including auditor's report and the company report signed by the board of directors and the executive board is available for examination at the premises of the company, Snavevej 6-10, 5471 Sønderød, as of 17 April 2008.

Admission cards and proxy for the Annual General Meeting may be requested by sending back the application form in the self-addressed envelope. Alternatively at AKTIEBOG DANMARK A/S, Kongevejen 118, 2840 Holte, fax no. 45 46 09 98 no later than 24 April 2008 stating name and VP account no. or at the premises of the company, Snavevej 6-10, 5471 Sønderød.

Shareholders' status is proved either by a registration of the shareholder's title in the company's register of shareholders or by presentation of documentation of the shareholder's account controller. This documentation must at the time of request of admission card no be older than 14 days.

Sønderød, 14 April 2008

The Board of Directors of SP Group A/S

In case of any discrepancies the Danish version shall prevail.