

VP reference:

## REGISTRATION FORM

Extraordinary General Meeting in Danisco A/S on Friday 8 July 2011 at 4:00 pm at the company's registered office at Langebrogade 1, DK-1411 Copenhagen K, Denmark, in "Filmsalen" (admission from 3:30 pm)

### Ordering of admission cards:

Please tick or order directly at [www.danisco.com/egm2011](http://www.danisco.com/egm2011) or [www.uk.vp.dk/agm](http://www.uk.vp.dk/agm)

- I would like to order an admission card for the Extraordinary General Meeting on 8 July 2011 in Danisco A/S
- In addition, I would like to order an admission card for my companion/adviser

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Name of companion/adviser (please use CAPITAL LETTERS)

I am aware that Danisco A/S and VP Investor Services A/S are NOT responsible for any postal delays.

The form should not be signed on the reverse if only admission cards are being ordered.

If you wish to vote by proxy or postal vote, please fill in the back of this form. Please provide it with the relevant date and your signature. You may also submit your proxy vote electronically via [www.danisco.com/egm2011](http://www.danisco.com/egm2011) or [www.uk.vp.dk/agm](http://www.uk.vp.dk/agm).

The registration form must be received by VP Investor Services A/S no later than **Monday 4 July 2011 at 11:59 pm**. You may submit the form to VP Investor Services A/S, Weidekampsgade 14, DK-2300 Copenhagen S, Denmark, by mail, scan-to-email to [vpinvestor@vp.dk](mailto:vpinvestor@vp.dk) or fax +45 4358 8867. Registration can also be electronically via [www.danisco.com/egm2011](http://www.danisco.com/egm2011) or [www.uk.vp.dk/agm](http://www.uk.vp.dk/agm).

## PROXY FORM OR POSTAL VOTE

for the Extraordinary General Meeting in Danisco A/S on Friday 8 July 2011 at 4:00 pm at the company's registered office at Langebrogade 1, DK-1411 Copenhagen K, Denmark, in "Filmsalen" (admission from 3:30 pm).

VP reference:

Number of votes:

I hereby authorise the undersigned to attend and vote on my behalf at Danisco A/S' Extraordinary General Meeting to be held on Friday 8 July 2011 at 4:00 pm in accordance with the information set out below:

Please tick field A) or B) or C):

A)  Authorisation is given to a named third party: \_\_\_\_\_  
State the authorised agent's name and address (CAPITAL LETTERS)

or

B)  Authorisation is given to the Board of Directors (or order) to vote in accordance with what has been ticked below. Please tick the fields "FOR", "AGAINST" or "ABSTAIN" to indicate how you wish your votes to be cast.

or

C)  The postal vote is given in accordance with the voting directions given below. Please mark the box "FOR", "AGAINST" or "ABSTAIN" to indicate your directions. **The postal vote cannot be revoked.**

Agenda items	FOR	AGAINST	ABSTAIN
1. Resolution proposed by the Board of Directors: Ratification of the Board of Directors' resolution to approve the intragroup transfer of Danisco Holding USA, Inc. ....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The proxy/postal vote must be filled in by ticking the schedule above and providing date and signature to be valid.

The proxy shall apply to all subjects discussed at the Extraordinary General Meeting. If new proposals are presented and put to the vote, including proposals for amendments not appearing on the agenda, the proxy holder shall vote on your behalf in accordance with his or her own convictions.

The proxy/vote by correspondence applies to the number of shares in the possession of the undersigned on the date of registration on 1 July 2011. The shareholding is calculated on the basis of the entry in the Company's register of shareholders and notifications on ownership that the Company has received, but has not yet entered in the register of shareholders.

| | | | | 2 | 0 | 1 | 1 |  
Date

\_\_\_\_\_  
Signature

The filled-in, dated and signed proxy or postal vote form must be submitted to VP Investor Services A/S, no later than **Thursday 7 July 2011 at 11:59 am**. You may submit the form to VP Investor Services A/S, Weidekampsgade 14, P.O. Box 4040, DK-2300 Copenhagen S, Denmark, by mail, scan-to-email to [vpinvestor@vp.dk](mailto:vpinvestor@vp.dk) or fax +45 4358 8867. Proxy or postal vote may also be electronically via [www.danisco.com/egm2011](http://www.danisco.com/egm2011) or [www.uk.vp.dk/agm](http://www.uk.vp.dk/agm)