

PROXY

for William Demant Holding A/S's Annual General Meeting Wednesday, 13 April 2011 at 4.00 p.m.

The undersigned shareholder hereby gives the following proxy (please tick one box):

Authorises the Chairman of the Board of Directors of William Demant Holding A/S with full power of substitution to vote on my/our behalf at the General Meeting,
OR

Authorises named third person: _____
Name/address of the authorised person (please use capital letters)

to vote on my/our behalf at the General Meeting,

I request admission card for advisor: _____
Name/address of the advisor (please use capital letters)

OR

Authorises the Board of Directors to vote as stated below.

OR

Voting by post. In the table below, I have indicated how I wish to vote at the General Meeting. Please note that votes by post cannot be withdrawn, and that they will also be used in case of proposed amendments to the items on the agenda.

Please tick off the boxes below to indicate how you wish to cast your votes. If the proxy is given to the Board of Directors and you do not tick off any boxes, your proxy will be used to vote or omit to vote as the Board of Directors sees fit. If you do not indicate the type of proxy, it will be considered an authorisation to the Board of Directors. Please note, however, that this proxy will only be used if a motion to vote is put forward.

Items on the agenda for the Annual General Meeting on 13 April 2011 (shortened; please note that the complete agenda appears from the notice)	FOR	ABSTAIN	AGAINST
1. Report by the Board of Directors (this item is not subject to voting)			
2. Approval of audited Annual Report 2010			
3. Resolution on allocation of profits acc. to the adopted Annual Report			
4. <u>Election of Directors:</u>			
Re-election of Lars Nørby Johansen			
Re-election of Peter Foss			
Re-election of Niels B. Christiansen			
Re-election of Thomas Hofman-Bang			
5. <u>Election of auditors:</u>			
Re-election of Deloitte Statsautoriseret Revisionsaktieselskab			
6. <u>Resolutions proposed by the Board of Directors:</u>			
a) Amendment to Article 8.2 of the Articles of Association regarding the agenda for annual general meetings.			
b) Approval of remuneration to the Board of Directors for the current year.			
c) Amendment to Article 11.11 of the Articles of Association based on the proposal in agenda item 6a.....			
d) Renewal of the authority to increase the capital, cf. Articles 6.1 and 6.2 of the Articles of Association.....			
e) The Company's acquisition of own shares.....			
f) Authority to the chairman of the general meeting			
7. Any other business (this item is not subject to voting)			

If you do not indicate the type of proxy/voting by post, but otherwise properly completed the form, the form will be considered as a postal vote.

Name (please use capital letters)

Address

Securities account number

Date

Signature

Please note that neither the Company nor Computershare can be held responsible for any postal delays. If using this form as proxy it must be received by Computershare no later than **8 April 2011 at 11.59 p.m.**; if using it for postal voting it must be received no later than **12 April 2011 at noon** – both either by fax no. +45 4546 0998 or by letter to Computershare A/S, Kongevejen 418, DK-2840 Holte.