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To The Copenhagen Stock Exchange
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9 May 2005

ROCKWOOL INTERNATIONAL A/S
VAT-No. 54879415

An extraordinary general meeting is hereby convened to be held on

Tuesday, 24 May 2005, at 4.30 p.m.

at the company office, Hovedgaden 584, 2640 Hedehusene, Entrance C

with the following agenda:

1. Amendments of the company's Articles of Association, § 20:

from: The audit shall be performed by two auditors, both state authorised public accountants (Denmark). The auditors shall be appointed by the general meeting. They shall be appointed for one year. Retiring auditors shall be eligible for re-election. A firm of public accountants may be elected as auditors.

to: The annual report of the company is audited by one or more state authorised public accountants (Denmark). The auditor is elected for one year.

2. Election of auditor.

As Danish legislation opens up the possibility to only appoint one auditor, the board of directors proposes that the firm of public accountants, Ernst & Young, continues as the only auditor until next ordinary general meeting.

Pursuant to section 78 of the Danish Companies Act, adoption of the amendment of the articles referred to under item 1 requires votes in favour of the proposal from at least two thirds of the votes cast and of the share capital represented at the general meeting and entitled to vote.

Admission cards to the extraordinary general meeting can be requested at the company's office, in the period from 13 May 2005 to 20 May 2005, both days inclusive.

The Board of Directors
Rockwool International A/S