

Bergen 12 of April 2019

To: Annual General Meeting Fjord1 ASA

From: Nomination committee

## **Proposals for election and remuneration to the board and the audit committee to the annual General meeting in Fjord1 ASA, 14 of May 2019**

The Nomination Committee refers to instructions for the Nomination committee's work, from 7 July 2017.

Through several meetings, physical and calls, mail exchanges and calls, the Nomination committee submits the following unanimous proposal:

### **Proposal for election of shareholder-elected board members and deputy members**

At this year's general meeting, 3 board members are up for election. Board member Per Sævik, board member Frederik Mohn, and board member Siri Beate Hatlen.

Siri Beate Halten is not set for re-election,

The Nomination committee proposes unanimous the following board members

Per Sævik, board member is re-elected for 2 years until 2021

Frederik Mohn, board member is re-elected for 2 years until 2021

Brita Eilertsen, board member is elected for 2 years until 2021

Brita Eilertsen, (b. 1962), has a master in economics and additional authorized financial analyst from NHH. Eilertsen has more than ten years of experience from investment banking, and experience from various business i.e. real estate, shipping & offshore, technology and consuming. She also various experience form strategic board work in listed companies and private companies. Eilertsen has also participated in audit committees and other sub-committees in boards she is or has participated in.

The Nomination Committee proposes that the scheme with one personal deputy for the shareholder-elected board members to be continued

Hege Rabben continues as personal deputy member for Vegard Sævik and Per Sævik.

Other board member is not for election in 2019.

### **Proposed fees for the board members**

The Nomination Committee proposes the following board fee from the annual general meeting 2018 till the Annual General Meeting 2019:

Board fee to Chairman of the board NOK 400.000

Board fee to other board members NOK 200.000

Board fee to observers NOK 75.000

Deputy members of employee representatives and shareholder-elected board members is paid NOK 5,000 per meeting

Audit committee:

Fee to the Audit committee's leader NOK 50 000

Fee to the Audit committee's member NOK 25 000

The Nomination Committee proposes the following board from the annual general meeting 2019 till the Annual General Meeting 2020:

Board fee to Chairman of the board NOK 425.000

Board fee to members of the board NOK 225.000

Board fee to observers NOK 80.000

Audit committee

Fee to the Audit committee's leader NOK 60 000

Fee to the audit committee's members NOK 30 000

### **Appointment of members of the Nomination Committee**

Both members of the Nomination Committee are up for election, leader of the Nomination Committee – Anders Tallerås and Nomination Committee member Nina Skage.

The Nomination Committee proposes re-election of

Anders Tallerås – leader of the Nomination committee, re-elected for 2 years until 2021

Nina Skage – member of the Nomination committee, re-elected for 2 years until 2021

### **Proposed fee for the Nomination committee**

The Nomination committee proposes the following fee

Fee to Nomination committee leader NOK 25 000

Fee to member of Nomination committee NOK 15 000