

**NORWEGIAN ENERGY COMPANY ASA (“NORECO”) - PROPOSAL ON THE MEMBERS OF THE BOARD, NOMINATION COMMITTEE AND THEIR REMUNERATION**

The Nomination Committee has withdrawn its motion to make changes to the current board of directors and thus the board will remain unchanged. The Nomination Committee believes that the current board is competent and well-functioning, the board currently consists of:

Riulf Rustad (Chair)  
Lars Purlund (board member)  
Marianne Lie (board member)  
John Madden (board member)  
Tone Kristin Omsted (board member)

The Nomination Committee proposes that the remuneration of the Directors of the Board, for the period from the Annual General Meeting in 2017 until the Annual General Meeting in 2018:

Chairperson Noreco, NOK 450,000  
Board member, NOK 300,000  
Director of the Board elected by employees: NOK 150 000  
Deputy Director of the Board: NOK 5 000 per meeting.

The Nomination Committee proposes that the remuneration for members of the Nomination Committee for the upcoming period from the Annual General Meeting in 2017 until the Annual General Meeting in 2018 shall be kept at the same level as for the current period. Thus, each member will receive NOK 5,000 per meeting.

\*Lars Purlund was declared disqualified to participate in the Nomination Committee meeting.