

Appendix

Recommendation of the Nomination Committee to the General Shareholders' Meeting of Lerøy Seafood Group ASA, 23 May 2019

Item 1 Composition of the Board of Directors and recommendations for election of the Board of Directors in 2019

The annual general meeting shall elect the Chairman of the Board and the other shareholder-elected board members. The Board of Directors shall be elected according to the recommendations of the nomination committee, the members of which have been Helge Møgster (Chairman), Benedicte Schilbred Fasmer and Aksel J. Linchausen.

The Board of Directors currently has the following shareholder-elected board members:

	<u>Elected:</u>
Helge Singelstad (Chairman)	2018
Arne Møgster	2018
Britt Kathrine Drivenes	2017
Didrik Munch	2017
Karoline Møgster	2017
Siri Lill Mannes	2018

The board members Britt Kathrine Drivenes, Didrik Munch and Karoline Møgster are up for election and have stated that they are willing to accept re-election.

The nomination committee has carried out an assessment of the experience and expertise of all the board members, and the total composition of the Board of Directors. The nomination committee has also received information on the Board of Directors' own assessment.

The nomination committee recommends that Britt Kathrine Drivenes, Didrik Munch and Karoline Møgster are re-elected for a new period of two years. For information on the background and expertise of the board members, please refer to the information given in the annual report and on the company's website.

The Board of Directors will thus have the following shareholder-elected board members:

	<u>Elected until:</u>
Helge Singelstad (Chairman)	2020
Arne Møgster	2020
Siri Lill Mannes	2020
Britt Kathrine Drivenes	2021
Didrik Munch	2021
Karoline Møgster	2021

The new Board of Directors will comprise six shareholder-elected members, of which 50 percent are men and 50 percent are women.

Item 2 The nomination committee

At the General Shareholders' Meeting 23 May 2018 all the members of the Nomination Committee were re-elected for a period of two years

Item 3 Remuneration of the Chairman of the Board and other board members

The nomination committee recommends the following fees to be paid to the board members:

Chairman of the Board	NOK	400,000 (375,000)
The other board members	NOK	250,000 (200,000)

Item 4 Remuneration of the audit committee

The nomination committee recommends the following fees to be paid to the members of the audit committee:

The Chairman and other members	NOK	50,000 (40,000)
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Item 5 Remuneration of the nomination committee

The nomination committee recommends the following fees to be paid to the members of the nomination committee:

The Chairman and other members	NOK	35,000 (no change)
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All decisions were unanimous.

There were no other items on the agenda, and the meeting was closed.

Bergen 12 April 2019.

Helge Møgster

Benedicte Schilbred Fasmer

Aksel J. Linchausen