



Proposal from the nomination committee of Aker ASA to the annual general meeting of the company to be held on 11 April 2014.

The nomination committee of Aker ASA comprises the following individuals:

Leif-Arne Langøy, chairman
Gerhard Heiberg
Kjetil Kristiansen

Since the 2013 annual general meeting, the nomination committee has held three (3) meetings. The committee has evaluated the board's performance and received input from shareholders as to the composition of the board.

In connection with the annual general meeting of Aker ASA to be held on 11 April 2014 the nomination committee submits the following unanimous proposal:

1. Election of members to the Board of directors.

Pursuant to the company's articles of association, the Board is to consist of six to twelve board members of which one third are to be elected by and amongst the employees. The Board now consists of ten board members of which six are shareholder-elected board members. Of the shareholder-elected board members Kjell Inge Røkke, Finn Berg Jacobsen and Leif O. Høegh are up for election this year. The committee proposes that all of these are re-elected in their positions for a period of two years.

The board will thus consist of the following shareholder-elected members: Kjell Inge Røkke (chairman), Finn Berg Jacobsen (deputy chairman), Stine Bosse, Kristin Krohn Devold, Leif O. Høegh and Karen Simon.

All directors are independent of the company's executive management and major business contacts, with the exception for Kjell Inge Røkke, who represent the main shareholder.

The nomination committee has emphasized that the company's board should have a diverse background in terms of experience, knowledge and competence. This provides for a balanced prioritizing of various considerations and good decisions for the development of the company. To secure such considerations, the Nomination committee proposes that the annual general meeting makes a joint vote over the entire proposed board composition.

2. Election of members to the nomination committee.

Of the three members of the nomination committee, Leif-Arne Langøy and Gerhard Heiberg are up for election this year. The committee proposes that both of them are re-elected in their positions for a period of two years.

The nomination committee will thus consist of: Leif-Arne Langøy (chairman), Gerhard Heiberg and Kjetil Kristiansen.

3. Proposed fees for the Board of directors and audit committee.

The Nomination committee proposes an increase of about 3 per cent in the remuneration. The following fees are proposed to the members of the Board and the Audit committee for the period from the annual general meeting 2013 until the annual general meeting 2014:

Board chairman:	NOK 555,000
Deputy chairman:	NOK 385,000
Board members:	NOK 335,000
Audit committee chairman:	NOK 170,000
Audit committee members:	NOK 115,000

The remuneration amounts for the board chairman and deputy chairman are higher than for other board members because of the additional responsibilities and obligations inherent in the former offices.

According to Aker policy leading personnel employed in Aker companies may not personally receive board remuneration from other Aker companies. Instead, board remuneration will be paid directly to the company in which the board member is employed.

4. Proposed fees for the members of the nomination committee

The nomination committee proposes an increase of about 3 per cent in the remuneration. The following fees are proposed to the members of the nomination committee for the period from the annual general meeting in 2013 until the annual general meeting 2014:

Chairman and members:	NOK 55,000
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Oslo, 21 March 2014

Leif-Arne Langøy
Chairman of the nomination committee