



Proposal from the nomination committee of Aker ASA to the annual general meeting of the company to be held on 21 April 2017

The nomination committee of Aker ASA comprises the following individuals:

Kjell Inge Røkke, chairman
Leif-Arne Langøy
Gerhard Heiberg

Since the annual general meeting in April 2016, the nomination committee has held three 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 21 April 2017 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 shall 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 elected by the shareholders. Of the shareholder-elected board members, Anne Marie Cannon, Karen Simon and Kristin Krohn Devold are up for election this year. The committee proposes that all of them are re-elected 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), Kristin Krohn Devold, Kristian Røkke, Karen Simon and Anne Marie Cannon.

All board members are independent of the company's executive management, major business contacts and the company's majority shareholder, with the exception of Kjell Inge Røkke, whom is the company's majority shareholder, and Kristian Røkke, who is the son of Kjell Inge Røkke.

The nomination committee has emphasised that the company's board should have a diverse background in terms of experience, knowledge and competence. This provides for a balanced prioritising 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, Kjell Inge Røkke and Leif-Arne Langøy 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: Kjell Inge Røkke (chairman), Gerhard Heiberg and Leif-Arne Langøy.

3. Proposed fees for the members of the board of directors and audit committee

The nomination committee proposes a minor change in the remuneration from last year. The following fees are proposed for the period from the annual general meeting 2016 until the annual general meeting 2017:

Chairman:	NOK 575,000
Deputy chairman:	NOK 400,000
Board members:	NOK 350,000
Audit committee chairman:	NOK 175,000
Audit committee members:	NOK 125,000

According to Aker's 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 following fees are proposed to the members of the nomination committee for the period from the annual general meeting in 2016 until the annual general meeting 2017:

Chairman and members:	NOK 50,000
-----------------------	------------

Oslo, 23 March 2017

On behalf of the nomination committee

Leif-Arne Langøy