

Nomination Committee BerGenBio ASA

BoD recommendation to the Annual General Meeting , March 2017

The Nomination Committee comprises Ann-Tove Kongsnes (Chair), Kåre Rommetveit and Masha P.N Le Gris Strømme. The nomination committee is responsible for nominating Board members for consideration and election by the shareholders voting at the AGM, also to make recommendation of members of the nomination committee, remuneration to the Board of Directors, Board subcommittee and nominations committee members.

Recommendations:

Remuneration to the Board of Directors for the period from the Annual General Meeting in 2017 to the Annual General Meeting in 2018

The Board of Directors comprises Stein Holst Annexstad (chairman), Susan Foden, Sveinung Hole, Jon Øyvind Eriksen, Hilde Furberg, Stener Kvinnsland and Kari Grønås.

The Nomination Committee has based its remuneration considerations on reviews of remuneration for comparable companies. Several sources have been consulted. Consistency with earlier practice combined with bridging to established normal practice for publicly listed companies is sought in the suggestion for board remuneration.

The Committee therefore believes that the proposal represents a competitive, but not leading, level of remuneration, corresponding to responsibilities, competence requirements and workload.

Chairman – NOK 300,000
Directors – NOK 160,000

Members and Remuneration of the Remuneration Committee for the period from the Annual General Meeting in 2017 to the Annual General Meeting in 2018

The members of the Remuneration Committee of the Board of Directors are Sveinung Hole (chairman), Stein Holst Annexstad and Hilde Furberg.

The Nomination Committee proposes that the Annual General Meeting 2017 resolves that the remuneration for the Chairman and the members of the Remuneration Committee for the period from the Annual General Meeting in 2017 to the Annual General Meeting in 2018 shall be:

Chairman – NOK 40,000
Members – NOK 20,000

Members and Remuneration of the Audit Committee for the period from the Annual General Meeting in 2017 to the Annual General Meeting in 2018

The members of the Audit Committee of the Board of Directors are Jon Øyvind Eriksen (chairman), Kari Grønås and Stein Holst Annexstad.

The Nomination Committee proposes that the Annual General Meeting 2017 resolves that the remuneration for the Chairman and the members of the Audit Committee for the period from the Annual General Meeting in 2017 to the Annual General Meeting in 2018 shall be:

Chairman – NOK 40,000
Members – NOK 20,000

Members and Remuneration of the Nomination Committee

The Nomination Committee proposes that Ann-Tove Kongsnes (Chair), Hans Peter Bøhn and Masha P.N Le Gris Strømme are elected for the period until the Annual General Meeting in 2019.

The Nomination Committee proposes that the Annual General Meeting 2017 resolves that the remuneration for the Chairman and the members of the Nomination Committee for the period from the Annual General Meeting in 2017 to the Annual General Meeting in 2018 shall be:

Chairman – NOK 40,000
Members – NOK 20,000

7 March 2017

Nomination Committee BerGenBio:
Ann-Tove Kongsnes (Chair)