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## APPENDIX TO ITEM 9 ON THE AGENDA

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### RECOMMENDATION FROM THE NOMINATION COMMITTEE

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The nomination committee has discussed the composition of the supervisory board, the nomination committee and the control committee in five meetings. Letters were sent to the twenty largest shareholders regarding their view on the nomination procedure. The nomination committee received suggestions from three of the shareholders, which has been taken into consideration. Furthermore, the nomination committee had conversations with representatives of the two largest shareholders.

With regard to the supervisory board, a certain renewal that reflects the listing of Gjensidige Forsikring ASA and the now broader shareholder structure, has been emphasized. The nomination committee has also placed emphasis on a composition of expertise that it considers as suitable, a balanced gender and age-related representation, an adequate composition of competence and representation from different parts of Norway. The nomination committee has in connection with the upcoming election, also emphasized continuity.

Based on this the nomination committee recommends the following:

#### **Ordinary election to the supervisory board**

Gjensidige Forsikring ASA was established in June 2010 in connection with the conversion of Gjensidige Forsikring BA. At the time of the establishing of the company, the following members of the supervisory board were elected. They were elected for a period starting at the time of establishment and until the company's first ordinary general meeting in 2011.

Bjørn Iversen	Chair
Kirsten I. Værdal	Deputy chair/Member
Trond Bakke	Member
Benedikte Bettina Bjørn	Member
Torstein Indrebø	Member
Arne G Krog	Member
Jens Eghøy Nielsen	Member
John Ove Ottestad	Member
Mette Rostad	Member
Margrete Ruud Skjeseth	Member
Marthe Sondov	Member
Lilly T. Stakkeland	Member
Even Søfteland	Member
Inger Tone Ødegård	Member
Ivar Kvinlaug	1. Deputy
Randi Dille	2. Deputy
Haldor Lillebø	3. Deputy
Kari Stavne Reitan	4. Deputy

All of the members are up for election for a functional period of one year, cf articles of association § 2-6.

The nomination committee recommends the re-election of:

Bjørn Iversen	Chair
Kirsten I. Værdal	Deputy chair/Member
Benedikte Bettina Bjørn	Member
Arne G Krog	Member
Jens Eghøy Nielsen	Member
John Ove Ottestad	Member
Lilly T. Stakkeland	Member
Even Søfteland	Member
Randi Dille	Member (prev. 2. Deputy)
Ivar Kvinlaug	1. Deputy
Inger Tone Ødegård	2. Deputy (prev. Member)

The nomination committee recommends Bjørn Iversen as the general assembly's proposition for chair in the supervisory board and Kirsten I. Værdal as the general assembly's proposition for deputy chair.

As new members of the supervisory board the nomination committee recommends:

Marit Frogner	Member
Geir Holtet	Member
Knud Daugaard	Member
Christina Stray	Member
Hilde Myrberg	Member
Wenche Teigland	3. Deputy
Terje Wold	4. Deputy

Information regarding the recommended candidates is attached.

### **Ordinary election to the nomination committee**

At the time of the establishing of Gjensidige Forsikring ASA in June 2011, the following members of the nomination committee was elected:

Bjørn Iversen	Chair
Benedikte Bettina Bjørn	Member
Jan Eyolf Brustad	Member
John Ove Ottestad	Member
Kirsten I. Værdal	Member
Clara Eline Faraasen	1. Deputy
Inger Tone Ødegård	2. Deputy

All of the members are up for election for a functional period of one year, cf articles of association § 2-4.

It is proposed that the arrangement with electing deputy members shall be omitted.

The nomination committee recommends the re-election of:

Bjørn Iversen	Chair
Benedikte Bettina Bjørn	Member
Jan Eyolf Brustad	Member
John Ove Ottestad	Member
Kirsten I. Værdal	Member

Information regarding the recommended candidates is attached.

## Ordinary election to the control committee

At the time of the establishing of Gjensidige Forsikring ASA in June 2011, the following members of the control committee was elected:

Sven Iver Steen	Chair
Hallvar Strømme	Member
Liselotte Aune Lee	Member
Vigdis Myhre Næsseth	Deputy

All members are up for election for a functional period of one year, cf the articles of association, jf vedtektenes § 2-5.

The nomination committee recommends the re-election of all elected members.

Information regarding the recommended candidates is attached.

Oslo, 23. mars 2011

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Bjørn Iversen

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Benedikte Bettina Bjørn

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Jan Eyolf Brustad

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John Ove Ottestad

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Kirsten I. Værdal

## The Supervisory Board of Gjensidige Forsikring ASA

Name	Office	Born	Domicile	Occupation	Education/Background	Experience
Bjørn Iversen	Chairman	1938	Reinsvoll	Farmer	Agricultural economics from Norges Landbrukshøgskole 1972. Central Agricultural Association 1972-1974, Norges Kjøtt- og Fleskesentral 1974-1981, State secretary at the Ministry of Agriculture 1989-1990	Leader Oppland Bondelag 1986-1989, leader Norges Bondelag 1991-1997, Chair of the supervisory board in Hedmar-Oppland 1985-89, chair of the board/boardmember in several companies.  Chair of the supervisory board and the nomination committee in Gjensidige Forsikring ASA
Kirsten I. Værdal	Deputy chair	1957	Inderøy	Director of Agriculture in Nord-Trøndelag	Agronomist, additional education in organization and management, business and social economics	Member, first deputy chair and chair at Norges Bondelag 1991-2002. Prev.member of the supervisory board and nomination committee at Det Kgl. Selskap for Norges Vel. Broad experience from several offices in several Agricultural organizations, public committees and counsils.  Chair of the Board -Norges Bondelag 1997-2022  Boardmember at Gjensidige Forsikring 2002-2004, Statnett 2008-, NOFIMA 2005-, Tine Meierier 1988-1998  Boardmember and vice president in Norges Bondelag 1991-1997 and in Innovasjon Norge 2004-2008.  Chair of the nomination committee in Gjensidige Forsikring 2006-2010  Chair of the supervisory board at Gjensidige Forsikring 2008-2010
Randi Dille	Member	1962	Namsos	Self employed person and general manager at Namdal Bomveiselskap	Case handler/Advisor in The Department of Agriculture at the County Governor in Nord-Trøndelag, Project manager - recruitment on national bases at Norges Pelsdyrslag, Manager at Nye Pelsberederiet AS and NTN AS	Chair of the board at Namsskogan Familiepark, Nesset fiskemottak and Namdal Skogselskap, board member in several companies, offices in local governments.

Benedikte Bettina Bjørn	Member	1963	Krokkeleiva (danish) ASA	Company secretary and lawyer at Statoil ASA	Cand.jur. at University of Copenhagen, danish and norwegian lawyer, previously employed at the legal department in Norsk Hydro ASA, as company secretary and assistant director. Previous employed at the Ministry of Energy in Denmark, at the University of Copenhagen and in a danish lawfirm.	Boardmember at Oslo Børs VPS Holding ASA og deputy board member at Oslo Børs ASA, deputy member of the supervisory board at Orkla ASA, and represents The Confederation of Norwegian Enterprise in The Business Enterprises Committe of equity markets. Previous board member at BioMar Holding AS (listed at the at Copenhagen Stock Exchange).
Christina Stray	Member	1968	Oslo	Head of legal at Folketrygdfondet	Ex.phil and mathematics ( MA 001) at University of Oslo, law degree, Master of Laws- Master studies at London School of Economical and Political Science with major in EU -law	2001-2003 Staff representative at the Board in Oslo Børs Holding ASA, 2004 - board member at Finansmarkedsfondet, 2008-2003 Secretary for The Norwegian Comittee for Corporate Governance.
Arne G. Krog	Member	1961	Ørje	Farmer	Agricultural economist	Leader in Norsvin østfold
Jens Eghøj Nielsen	Member	1962	Kirke Såby, Denmark	Farmer and agricultural economist	Agricultural economics at Næsgaard school of agriculture, Operation manager at Eghøj gård, acquired his own farm in 1988	Vice chair and board member in Nykredit Forsikring A/S, vice chair and board member in Østifterne, previous vice chair at Roskilde og Købehavn Amts Landboforening and board member at Lanbocentrum
John Ove Ottestad	Member	1949	Lierskogen	Norsk Hydro: Senior Advisor .	Graduate engineer at NTH, Group managing director in Norsk Hydro with responsibility for finance (CFO) from 2002 to 2009	Broad leadership experience at Norsk Hydro. Previous board appointments in the following listed companies: Securus Industrier ASA, Dyno Industrier ASA, GTB Invest ASA, Meridien Technologies Inc. (Toronto) , Adubos Trevo SA (Rio de Janeiro), Biomar A/S (Copenhagen)/chair of the board, Terra Mining AB ( Stockholm) /chair of the board. Other previous board appointments : SINTEF /styreleder, Norsk Industri

Knud Peder Daugaard	Member	1950	Ålgård, Danmark	Senior advisor within business development and portefoliercompanies in Nortura	MBA with masters at Handelshøjskolen in Århus, Business management developments programme at Solstrand, internal courses and development programs in Gilde Norsk Kjøtt	Chair of the board or boardmember in several companies in Norway, Denmark, England and Namibia fully or partially owned by Nortura. Previously Executive Director and Vice executive director at Nortura, Managing director at Agro Fellesslakteri/Gilde Vest and several appointments within meat cooperations
Marit Frogner	Member	1957	Oslo	Manager of HR at Oslo Universitetssykehus	Radiograph, business economist, labour legislation at UiO, Master in Management at BI	Employee Representative at Norsk Radiografforbund, leader of HSH's company sports team, deputy board member at Gjensidigestiftelsen, member of The owners committee and liason group Øst
Geir Holtet	Member	1957	Hurdal	Managing owner at Flaen sag og høvlteri AS	VG - Economics, accounting, organizations, Norwegian College of Banking, various courses in management	Chair of the board at Orbit Arena AS, Ullensaker Industrier AS, Norgeshusgruppen AS, various offices in associations and organizations.
Lilly Tønnevoold Stakkeland	Member	1955	Grimstad	Chair of the Board at and owner of Olaf Tønnevoold & Sønner AS	Master of Management BI 2003, cand.mag. Psychologi, sosisologi and jurisprudence at UiO 2000. Prevoius co-owner in one of Norways oldest shipping companies, experience in management, operating shopping centers, marketing, financial management and investments	Chair of the board at Grimstad Næringsråd. Previously 1. Deputy member at the Norwegian Parliament, boardmember at Grimstad Høyre, board member Styreakademiet Agder og Grimstad handelsstands forening, deputy member at Grimstad Havnestyre and Grimstad Adressetidene, vice chair at Grimstad min By AS.
Even Sjøfteland	Member	1965	Nesttun	Managing director at CapMare AS	College for economics and administration, basic and intermediate subject - sport, and human ecology	Board member at several companies within the fish-farming and fishprocessing business, advisory services and real estate
Hilde Myrberg	Member	1957	Oslo	Director - Corporate governance Orkla ASA	MBA Insead, Law degree	Chair of the board at Orkla Asia Holding AS, Vice president in Petoro AS, board member at Renewable Energy Corporation ASA, Deputu member at Stålhammar Pro Logo AS, Vice leader at Chr. Salvesen & Chr Thams's Communications Aktieselskap, board member at Industriinvesteringer AS, board member at Orkla Brands AS
Deputy Members						

Ivar Kvinlaug	1. Deputy	1956	Kvinesdal	Farmer	Agronom	Chair of the board at Bondevennen, boardmember at Kvinesdal Auto AS, Norilia, Norsk Hundefor AS, Kvinesdal Vekst BA, chair of the liason committee at Vest-Agder /Dalane and member of the company group council at Nortura, chair of the nomination committee at AT-skog, previously local politician
Inger Tone Ødegård	2. Deputy	1960	Stavanger	Chief of administration at Næringsrådet for Stavangerregionen	University Teacher College 1984, education within insurance, economics and management 1984-2001	Present offices in Gjensidige, Det norske Handelskammer and Stiftelsen Stavanger Forum
Wenche Teigland	3. Deputy	1966	Paradis	Group Managing Director - Energi at BKK Produksjon AS	Graduate Engineer -Bergen Ingeniørhøyskole & SDSM&T , USA, previously managing director at Naturgass Vest AS, chief of production and operations at Gasnor AS, Project and department manager at ABB Offshore Systems, Process engineer at Aker Engineering and tube engineer at Solbos AS	Boardmember at Energi21, Hordaland Olje and Gass, NPF lokallag Bergen and Energi Norge
Terje Wold	4. Deputy	1963	Tromsø	Managing Director at Invenia AS	Master of Management BI 2000, Cand. Scient UiTø 1990.	Chair of the board at Vineani AS, boardmember Posten Norge AS and Invenia AS

## The Control Committee of Gjensidige Forsikring ASA

Name	Office	Born	Domicile	Occupation	Education/Background	Experience
Sven Iver Steen	Chair	1959	Oslo	Managing director at Fellesordningen for AFP and sluttvederlagsordningen, temporarily leave of absence as Partner in the Law firm Arntzen de Besche	Lawyer admitted to the Supreme court, previously principal secretary for the Banking Law Commission, secretary for the Commission of Inquiry of Kongsberg Våpenfabrikk appointed by the Norwegian government and inquirer appointed by the District court according to the Norwegian Public Company Act. Participated in working out the report regarding a National Register for Pension Rights, and has been the leader of The Norwegian Bar Association commission regarding banking, funding and foreign currency and leader of the Norwegian Bar Association Group against Money Laundering.	Chair of the control committees in Gjensidige.
Liselotte Aune Lee	Vice chair	1967	Tønsberg	Lawyer at Vestfold County authority	Advisor -Samferdselsdepartementets Trafikksikkerhetsseksjon, teacher at upper secondary school, senior executive officer -Administrative head of department, teacher at University College-electronics/external examiner at Høgskolen i Vestfold	Member of the owners committee in Gjensidigestiftelsen  Vice chair and several other offices at Norges Juristforbund, member of Trafikksikkerhetsrådet, member of the Transportation Board in Vestfold, Boardmember at Vestfold Ap
Hallvard Strømme	Member	1949	Trondheim	Selfemployed business advisor	Master in Business and Economics and authorized auditor degree at NHH. Previous Partner at KPMG with responsibility for larger financial company groups	chair of the board and boardmember in several companies
<b>Deputy members</b>						
Vigdis Myhre Næsseth	Deputy member	1967	Lillehammer	Business company advisor/Partner at Fossefall AS	Business Economics - BI, Graduate-/ expert economist-NMH Oslo- Tyskland, regional project manager FRAM - Innovasjon Norges program for leadership and strategic developments, certified MERKUR-advisor in commodity trade.	Chair of the board and owner of Fossefall AS, boardmember in several offices within commerce and industry  Deputy member at the control committee at Gjensidige Pensjonsforsikring AS, Gjensidige Pensjon og Sparing Holding AS, and Gjensidige Bank Holding AS



## The nomination committee of Gjensidige Forsikring ASA

Name	Office	Born	Domicile	Occupation	Education/Background	Experience
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Benedikte Bettina Bjørn	Member	1963	Krokkleiva (danish)	Company secretary and lawyer at Statoil ASA	Cand.jur. at University of Copenhagen, danish and norwegian lawyer, previously employed at the legal department in Norsk Hydro ASA, as company secretary and assistant director. Previous employed at the Ministry of Energy in Denmark, at the University of Copenhagen and in a danish lawfirm.	Boardmember at Oslo Børs VPS Holding ASA og deputy board member at Oslo Børs ASA, deputy member of the supervisory board at Orkla ASA, and represents The Confederation of Norwegian Enterprise in The Business Enterprises Committe of equity markets. Previous board member at BioMar Holding AS (listed at the at Copenhagen Stock Exchange).
Jan Eyolf Brustad	Member	1948	Asker	Project Manager IKT in Aker Solutions	Regional college, Business Manager School NKI	Group leader at Snarøen Sjøspeidergruppe, several offices in NAF, board member at Norsk Retrieverklubb and Norsk Kennel Klub. Broad organizational experience.  Leader of the nomination committee in Gjensidigestiftelsen  Medlem i generalforsamlingen til Gjensidigestiftelsen, Eierutvalg Øst og leder i eierutvalgets valgkomite.
John Ove Ottestad	Member	1949	Lierskogen	Norsk Hydro: Senior Advisor .	Graduate engineer at NTH, Group managing director in Norsk Hydro with responsibility for finance (CFO) from 2002 to 2009	Broad leadership experience at Norsk Hydro. Previous board appointments in the following listed companies: Securus Industrier ASA, Dyno Industrier ASA, GTB Invest ASA, Meridien Technologies Inc. (Toronto) , Adubos Trevo SA (Rio de Janeiro), Biomar A/S (Copenhagen)/chair of the board, Terra Mining AB ( Stockholm ) /chair of the board. Other previous board appointments : SINTEF /styreleder, Norsk Industri

Kirsten I. Værdal	Deputy chair	1957	Inderøy	Director of Agriculture in Nord-Trøndelag	Agronomist, additional training in organization and management, business and social economics	<p>Member, first deputy chair and chair at Norges Bondelag 1991-2002. Prev.member of the supervisory board and nomination committee at Det Kgl. Selskap for Norges Vel. Broad experience from several offices in several Agricultural organizations, public committees and councils.</p> <p>Chair of the Board -Norges Bondelag 1997-2022</p> <p>Boardmember at Gjensidige Forsikring 2002-2004, Statnett 2008-, NOFIMA 2005-, Tine Meierier 1988-1998</p> <p>Boardmember and vice leader in Norges Bondelag 1991-1997 and in Innovasjon Norge 2004-2008.</p> <p>Leader of the nomination committee in Gjensidige Forsikring 2006-2010</p> <p>Chair of the supervisory board at Gjensidige Forsikring 2008-2010</p>
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