



To shareholders in Gjensidige Forsikring ASA

NOTICE OF GENERAL MEETING

27. April 2011, 3 P.M.
in
Konferansesenteret Felix, Bryggetorget 3, 0125 Oslo

AGENDA

Item 1 Opening of the General Meeting by the chair of the supervisory board

Item 2 Presentation of the list of share holders and proxies present

Item 3 Approval of the notice of the meeting and the agenda

Item 4 Election of two representatives to sign the minutes along with the chair of the meeting

Item 5 Approval of the Annual Report and Annual Accounts for 2010 – including allocation of dividends

The Board of Directors proposes that for 2010 a dividend of NOK 4.70 per share be paid. Dividends are paid to shareholders as of 27 April 2011, and are paid by 9 May 2011.

Item 6 Declaration of the Board of Directors on determining pay and other remuneration to the executive management

Pursuant to the Public Limited Liability Companies Act § 6-16a, the Board of Directors shall prepare a special declaration regarding the pay and other remuneration to the executive management. The content of the declaration is included in note 19 in Gjensidige Forsikring ASA's financial statement for 2010, prepared in accordance with Norwegian accounting principles NGAAG/IFRS. An advisory vote on the declaration shall be held at the AGM.

Item 7 Changes to the Articles of Association

The deputy member system

It is proposed that the system of having personal deputies for the Board members elected by the shareholders and deputies for the ordinary members of the election committee be discontinued.

Change of the name of the election committee

It is proposed that the name be changed to nomination committee, which better describes the committee's actual function.

On this basis, the following changes to the Articles of Associations of Gjensidige Forsikring ASA are proposed:

New § 2-4, nomination committee:

The nomination committee has four to six members. The chair of the supervisory board is a permanent member if he or she has not already been

elected by the general meeting. Members and the chairman are elected for one year.

Two representatives elected by and from among the employee members of the supervisory board shall take part in the nomination committee's work on preparations for the election of Chair of the Board and the chair and deputy chair of the supervisory board. The chair of the nomination committee may summon the employee representatives to the committee's discussions, among other things regarding the composition and evaluation of the Board of Directors.

The committee shall propose candidates for:

- the General Meeting's election of members and deputy members to the supervisory board,
- the General Meeting's proposals concerning the election of a chair and deputy chair,
- the supervisory board's election of a chair and deputy chair
- the supervisory board's election of members and deputy members to the Board of Directors and of the Chair of the Board of Directors,
- the General Meeting's election of members and deputy member to the control committee and of the chair of the committee,
- the General Meeting's election of members and deputy members to the nomination committee and of the chair of the committee and
- the supervisory board's choice of auditor.

The committee shall also propose remuneration for the aforementioned elected officers and auditor.

New § 2-8, roles of the supervisory board:

The supervisory board shall monitor the Board of Directors' administration of the company and ensure that the company's objects are promoted in accordance with legislation, Articles of Association and the decisions of the General Meeting and the supervisory board.

The supervisory board shall also:

- elect members of the Board of Directors and determine the remuneration for the Board of Directors. Only employee members of the supervisory board have the right to vote in elections for employee members and deputy members of the board of directors. Only the non-employee members of the supervisory board have the right to vote in elections for the non-employee members of the board of directors.
- elect the Chair of the Board of Directors,
- give an opinion to the General Meeting as to whether the Board of Directors' proposal for the annual accounts should be approved,
- give an opinion to the General Meeting as to whether the Board of Directors' proposal for the application of the profit or covering of the loss should be approved,
- elect the company's auditor and fix the auditor's remuneration,
- issue rules of procedure for the control committee and consider the committee's report and
- make decisions according to proposals from the Board of Directors on:
- investments of a significant size relative to the company's resources,
- rationalisation or restructuring of operations which would entail major redeployment of the workforce.

Minutes shall be kept of negotiations. The supervisory board elects two representatives to sign the minutes together with the chairman.

New § 2-9, Board of Directors:

The Board of Directors shall consist of ten members.

Three members with two deputies in order of priority shall be elected from among the employees of the company and the mutual fire insurers with which the company has strategic cooperative agreements. The members and deputy members shall be elected for two years at a time. At least one member and deputy are up for election each year.

Other board members are elected for one year at a time.

New § 2-10, Meetings of the Board of Directors:

The Board of Directors is called regularly for meetings by the Chair of the Board of Directors. A member of the Board of Directors and the CEO can require that the board be convened.

The Board has a quorum when more than half of its members are present or take part in the discussions on a matter. The Board of Directors can nevertheless not make decisions unless all members of the Board of Directors have as far as possible been given the opportunity to take part in the discussions on the matter.

Item 8 Changes in instructions

Pursuant to § 2-2 of the Articles of Association, the General Meeting sets the instructions to the election committee.

Due to the proposal to discontinue the system of deputies and to change the name of the election committee to "nomination committee", the Board proposes the following changes to the instructions of the election committee/nomination committee:

New § 1 Scope:

The nomination committee shall contribute to the election of competent and involved elected officers with a focus on the creation of value. The objective is that together the elected officers shall be capable of challenging and inspiring the day-to-day management in the company's business areas.

New § 2 Composition, term of office and remuneration:

The nomination committee has four to six members. The members should reflect the interests of the shareholder community. The Gjensidige Foundation should be represented by two members.

Two employee representatives attend as regular members at discussions and in connection with recommendations for the positions of chair and deputy chair of the supervisory board and the Chair of the Board of Directors.

The term of office is one year, counting from the ordinary General Meeting to the next ordinary General Meeting.

New § 3 Tasks of the nomination committee:

3.1 The nomination committee shall propose to the General Meeting the election of

- a) members and deputy members of the supervisory board,
- b) the General Meeting's nominations for candidates to the offices of chair and deputy chair of the supervisory board,
- c) members, deputy member and chair of the control committee,
- d) members and chair of the nomination committee

and remuneration to members of the supervisory board, the control committee and the nomination committee.

3.2 The nomination committee shall propose to the supervisory board the election of

- a) chairman and deputy chairman of the Supervisory Board,
- b) members of the Board of Directors,
- c) the chairman of the Board of Directors
- d) the auditor,

and remuneration to the members of the Board of Directors, and to make a recommendation as to whether the proposed remuneration for the auditor should be approved.

New § 4 Meetings of the nomination committee:

The nomination committee is convened by the committee chair and meets as often as is necessary. Each member can require that a meeting be convened.

The committee is convened for the first meeting after the ordinary General Meeting to prepare the committee's proposals for candidates for the members of the supervisory board, the Chair of the Board of Directors and the chair and deputy chairman of the supervisory board. The proposals should be prepared by the retiring nomination committee.

New §5 The nomination committee's evaluations:

The nomination committee shall emphasise that all of the proposed candidates should have the necessary experience, qualifications and capacity to satisfactorily discharge the offices in question. The goal is for both genders to be represented by at least 40 per cent of the members of all bodies in the company. Cf. also Section 6-11 a of the Public Limited Companies Act.

Proposals for members of the nomination committee should be made in accordance with the principles of good corporate governance, with emphasis on safeguarding the interests of the shareholder community and reflecting the shareholder composition. Members should be independent of the Board of Directors and the company's day-to-day management.

Proposals for members of the Board of Directors should be made in accordance with the principles of good corporate governance, with emphasis on safeguarding the interests of the shareholder community. The members of the Board of Directors should be independent of the company's day-to-day management.

The committee should base its proposals for remuneration on information regarding the size of remuneration for elected officers in companies with which it is natural to make comparisons.

New § 6 The work of the nomination committee:

The nomination committee shall gather the information that the committee regards as relevant. The committee shall be open to contributions and base its recommendation on the major shareholders.

The nomination committee may draw on the resources in the company and obtain advice and recommendations from sources outside the company. The committee may contact and use external advisers.

The nomination committee should have contact with members of the supervisory board, the Board of Directors and the day-to-day management. The Board of Directors' self-assessment of its operations and expertise shall be submitted to the committee. The Chair of the Board shall meet with the committee and present the evaluation.

The nomination committee shall make the necessary assessment of the appropriateness of all proposed candidates prior to the nominations. In addition the nomination committee shall ask candidates whom it is proposed re-electing whether there are any changes in the information that previously formed the basis for the assessment of their appropriateness.

New § 7 The nomination committee's recommendations:

The nomination committee's recommendations shall contain information about the candidates, including the time they have available to discharge their offices and their independence. The information shall also include age, education and occupational experience. Information shall be provided about how long they have been elected officers in the company, if relevant, of any assignments for the company, and of any significant assignments for other companies and organisations.

Recommendations to the General Meeting shall be made available to the shareholders along with the summons to the General Meeting. Recommendations to the supervisory board shall be appended to the summons to the meeting of the supervisory board at which the recommendations are to be deliberated.

Item 9 Elections

The election committee proposes the following persons as member of the supervisory board :

Gjensidige Forsikring ASA was established in June 2010. All members were elected at the time of the establishment, and are up for election this year.

Bjørn, Benedikte Bettina.....	Member	Re-election
Daugaard, Knud	Member	New
Randi Dille	Member	Re-election
Frogner, Marit	Member	New
Holtet, Geir	Member	New
Iversen, Bjørn	Member	Re-election
Krog, Arne G.	Member	New
Myrberg, Hilde.....	Member	New
Nielsen, Jens Eghøy	Member	Re-election
Ottestad, John Ove	Member	Re-election
Stakkeland, Lilly T.	Member	Re-election
Stray, Christina	Member	New

Søfteland, Even	Member	Re-election
Værdal, Kirsten	Member	Re-election
Kvinlaug, Ivar	1. Deputy	(previous member)
Ødegård, Inger Tone	2. Deputy member	(previous member)
Teigland, Wenche	3. Deputy member	New
Wold, Terje	4. Deputy member	New

The election committee proposes that the General Meeting nominates Bjørn Iversen for re-election as the chair of the supervisory board and Kirsten I. Værdal for re-election as the deputy chair of the supervisory board.

The election committee proposes the following persons as members of the control committee:

Steen, Sven Iver	Chair	Re-election
Lee, Liselotte Aune	Member	Re-election
Strømme, Hallvar	Member	Re-election
Næsseth, Vigdis Myhre	Deputy member	Re-election

The election committee proposes the following persons as members of the election committee (nomination committee).

Iversen, Bjørn	Chair	Re-election
Bjørn, Benedikte Bettina	Member	Re-election
Brustad, Jan Eyolf	Member	Re-election
Ottestad, John Ove	Member	Re-election
Værdal, Kirsten	Member	Re-election

For further information about the candidates, see the election committee nominations on www.gjensidige.com

Item 10 Determination of remuneration to representatives elected by the General Meeting

Item 11 Authority for the acquisition of own shares

a) Authority for the acquisition of own shares in the market for the implementation of the employee share ownership programme.

The Board plans to implement an employee share ownership programme in 2011. The goal of the programme is to strengthen our good business culture and loyalty by having employees become part owners in the company. It is proposed that the General Meeting give the Board the authority to acquire shares in the market in order to implement the employee share ownership programme.

Proposal for decisions:

The Board of Directors is granted the authority to acquire Gjensidige shares in the market on behalf of the Company. This authority can be utilised to acquire own shares with an aggregate nominal value of up to NOK 3,000,000.

Shares acquired in accordance with this authority can only be utilised for sale and transfer to employees in the Gjensidige Group as part of the Group's share ownership programme approved by the Board of Directors. The minimum and maximum amounts that may be paid per share shall be NOK 20 and NOK 200 respectively.

This authority applies up to the next ordinary General Meeting, but no later than 30 June 2012.

b) Authority for the acquisition of shares in the market either for subsequent deletion or that can be used as compensation in the purchase of businesses.

The Board asks the General Meeting for the authority for the buyback of up to 25.000.000 own shares (equivalent to 5% of the company's share capital) pursuant to the Public Limited Liability Companies Act § 9-4. This type of authority is common in many large, listed companies. The buyback of own shares benefits the shareholders because the remaining shares will have a greater ownership percentage in the company.

The background for the request for such authority is to give the Board of Gjensidige Forsikring ASA the opportunity to use those mechanisms that the Public Limited Liability Companies Act provides with regards to the distribution of capital to the company shareholders. The buyback of the Company's own shares will also be an important measure for achieving a continuous adjustment to an appropriate capital structure, which is conveyed through the dividend policy set by the Board.

It is a prerequisite that the buyback shares that are not used as remuneration in the acquisition of businesses later be deleted by a decision on capital reduction by a new General Meeting. It is also a prerequisite for the buyback and deletion of own shares that the Gjensidige Foundation's percentage ownership of Gjensidige Forsikring ASA remain unchanged.

Proposal for decision:

"The Board of Directors of Gjensidige Forsikring ASA is hereby granted authority to acquire Gjensidige shares in the market on behalf of the Company at a nominal value of up to NOK 50,000,000. The minimum and maximum amounts that may be paid per share shall be NOK 20 and NOK 200 respectively. Within these limits, the Board of Directors decides the prices and the time at which the acquisition will take place.

Own shares acquired pursuant to this authority shall only be used for deletion through capital reduction, cf. Public Limited Liability Companies Act § 12-1, or prior to this date as remuneration in the acquisition of businesses.

The authority is valid up to the next ordinary general meeting, but no later than to 30 June 2012."

Item 12 Merger between Tennant Försäkringsaktiebolag and Gjensidige Forsikring ASA

Tennant Försäkringsaktiebolag is a wholly owned subsidiary registered in Sweden. To simplify the company structure and make operations more efficient, the Board proposes a mother/daughter merger. The merger is transnational and must therefore be approved by the General Meeting.

Proposal for decision:

The General Meeting approves the Board's merger plan and report.

Registration

Participation in the General Meeting, either in person or through a proxy, must be registered **by 12:00 CET on 26 April** either to the address: DnbNor Bank ASA, Verdipapirservice, 0021 Oslo, to fax number 22 48 11 71, or electronically through Investortjenester. Registration may also be completed on our home page www.gjensidige.com. The registration form has been distributed to the shareholders.

Shareholders who are unable to attend the General Meeting themselves, may attend through a proxy. The form for designating a proxy, including further instructions for the use of the proxy form, has been distributed to the shareholders. The proxy form may be sent electronically through Investortjenester, or to DnB Nor Bank ASA, Verdipapirservice, by the above deadline. Documentation of the identity of the proxy and the proxy-giver, and the Certificate of Registration if the shareholder is a legal entity, must be included with the proxy form.

If the shares are registered in VPS with a manager, cf. the Public Limited Liability Companies Act § 4-10, and the actual shareholder wish to vote for their shares, the actual shareholder must re-register the shares in a separate VPS account in the name of the actual shareholder. This must be done prior to the General Meeting.

If the owner can demonstrate that he took these steps and that he has a real shareholder interest in the company, the company is of the opinion that he may vote for the shares. Decisions on voter eligibility and proxies are made by the person opening the meeting. The decision may be reversed by the General Meeting using a simple majority vote.

Gjensidige Forsikring ASA is a Norwegian Public Limited Company subject to Norwegian law, including the Public Limited Liability Companies Act and the Securities Trading Act. On the date of this notice the company has issued 500,000,000 shares, and each share has one vote in the General Meeting. The shares all have the same rights. On the date of this notice the company has holdings of 26,983 own shares that cannot be voted for.

The notification of the General Meeting and related documents are available on the company home page: www.gjensidige.com. By contacting the company shareholders may receive the documents through the mail at no cost.

Oslo, 25 March 2011

The Board of Directors of Gjensidige Forsikring BA

Overview of appendixes to this notice:

- Appendix 1: Financial statement, annual report and the auditor's report for the 2010 financial year (available on www.gjensidige.com)
- Appendix 2: Registration form and proxy form for the General Meeting (has been distributed to the shareholders)
- Appendix 3: Nominations from the election committee (available on www.gjensidige.com)



GJENSIDIGE

Melding om fusjon av morselskapet Gjensidige forsikring ASA med det heleide datterselskapet Tennant Försäkringsaktiebolag

Som aksjeeier i selskapet Gjensidige Forsikring ASA orienteres De med dette om at styrene i selskapene Gjensidige Forsikring ASA og i det heleide datterselskapet Tennant Försäkringsaktiebolag har utarbeidet en fusjonsplan. Fusjonsplanen omhandler fusjonen av Tennant Försäkringsaktiebolag inn i Gjensidige Forsikring ASA etter reglene om forenklede fusjoner over landegrensene.

Ved å fusjonere selskapene vil man forenkle selskapsstrukturen og på den måte tilrettelegge forholdene best mulig for en rasjonell og effektiv drift. Det legges til grunn at den nye konsernmodellen vil skape en klarere arbeidsfordeling, forenklede rutiner samt gi konsernet en mer oversiktlig eier- og styringsstruktur. På denne måten vil det bli lagt til rette for et aktivt eierskap og en bedre utnyttelse av konsernets økonomiske og menneskelige ressurser.

Vedtakelsen av fusjonsplanen skal opp til behandling i generalforsamlingsmøte i Gjensidige Forsikring ASA den 27. april 2011, mens styret i Tennant Försäkringsaktiebolag planlegger å vedta sammenslåingen (fusjonen) av selskapene på styremøte den 17. mars 2011.

Notice regarding a merger between Gjensidige Forsikring ASA, as the parent company, and Tennant Försäkringsaktiebolag, a wholly-owned subsidiary

As a shareholder in Gjensidige Forsikring ASA, you are hereby informed that the Boards of directors in Gjensidige Forsikring ASA and its wholly-owned subsidiary, Tennant Försäkringsaktiebolag, have prepared a joint Mergerplan regarding a merger of the two companies. According to the mergerplan, Tennant Försäkringsaktiebolag, will be merged into Gjensidige Forsikring ASA in accordance with the simplified regulation regarding Merger between parent-companies and wholly-owned subsidiaries across national borders.

The merger will lead to a simplification of the company structure, making it possible for a more rational and effective operations. The new company structure is believed to clarify the distribution of work, simplify processes and create a clearer ownership and management structure. This will help facilitate an active ownership and a better utilization of the Group's financial and human resources.

The mergerplan will be subject for approval by the General Meeting in Gjensidige Forsikring ASA on 27. April 2011, while the approval will be made by the Board of Directors in Tennant Försäkringsaktiebolag on 17. March 2011.

Det legges til grunn at fusjonen ikke vil påvirke selskapets økonomiske stilling, den får ingen resultateffekt og ingen effekt på egenkapitalen.

Ved utløpet av 2010 var det 2020 ansatte i Gjensidige Forsikring ASA. I Tennant Försäkringsaktiebolag er det 45 ansatte.

Fusjonsplanen og øvrige saksdokumenter er gjort tilgjengelige på Gjensidige Forsikring ASA's nettsider "gjensidige.com". Dokumentene er også lagt ut på selskapets forretningskontor.

Aksjeeierne kan kreve å få tilsendt dokumentene vederlagsfritt.

It is expected that the company's financial position, result and equity will remain unchanged and not be effected by the merger,

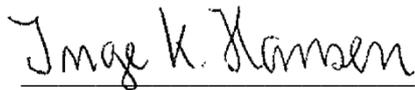
By the end of 2010 there were 2020 employees in Gjensidige Forsikring ASA. In Tennant Försäkringsaktiebolag, there are 45 employees.

The mergeplan with all attachments are made available at "gjensidige.com". The documents are also made available at the premises of the company.

Any shareholder has the right to demand that the documents are sent him by ordinary mail and without any charges.

Oslo, den 25. mars 2011

Med vennlig hilsen



Inge K. Hansen

Styreleder

På vegne av styret i Gjensidige Forsikring ASA

PIN code: Ref no: »

Notice of Annual General Meeting

Annual General Meeting in Gjensidige Forsikring ASA will be held 27. april 2011 at 15:00 CET at Konferansesenteret Felix, Bryggetorget 3, 0125 Oslo Norway

In the event the shareholder is a legal entity it will be represented by: _____

Name of representative
(To grant proxy, use the proxy form below)

Attendance form

If you wish to attend the annual general meeting, we kindly ask you to send this form to Gjensidige Forsikring ASA c/o DnB NOR Bank ASA, Verdipapirservice, N-0021 Oslo, Norway, or fax to +47 22 48 11 71. Attendance may also be registered on Gjensidige Forsikring ASA's homepage on www.gjensidige.com or through "Investortjenester", a service provided by most Norwegian registrars. The pin code and the reference number are required for registration.

The form must be registered by DnB NOR Bank Verdipapirservice no later than **26. april 2011 12:00 CET**.

The undersigned will attend at Gjensidige Forsikring ASA's Annual General Meeting on 27. April 2011 and vote for

_____ own shares
_____ other shares in accordance with enclosed proxy
In total _____ shares

Place Date Shareholder's signature
(If attending personally. To grant proxy, use the form below)

**Proxy (without voting instructions)**

PIN code:

Ref no: «

If you are not able to attend the Annual General Meeting, a nominated proxy holder can be granted your voting authority. Any proxy not naming proxy holder will be deemed given to the Chairman of the Board or a person designated by him. The present proxy form relates to proxies without instructions. To grant proxy with voting instructions, please go to page 2 of this form.

We kindly ask you to send the proxy form to Gjensidige Forsikring ASA c/o DNB NOR Bank ASA, Verdipapirservice, N-0021 Oslo, Norway, or fax to +47 22 48 11 71. Web-based registration of the proxy is available through "Investortjenester", a service provided by most Norwegian registrars. The pin code and the reference number are required for registration.

The proxy must reach DnB NOR Bank Verdipapirservice no later than **26. april 12:00 CET**.

The undersigned :
hereby grants : The Chairman of the Board (or a person designated by him)
or :

Name of nominated proxy holder (Please use capital letters)

proxy to attend and vote at the Annual General Meeting of Gjensidige Forsikring ASA on 26.april 2011 for my/our shares

Place Date Shareholder's signature
(Signature only when granting proxy)

With regard to rights of attendance and voting we refer you to The Norwegian Public Limited Liability Companies Act, in particular Chapter 5. A written power of attorney dated and signed by the beneficial owner giving such proxy must be presented at the meeting.

Proxy (with voting instructions)
PIN code:
Ref no:

If you wish to give voting instruction to the proxy holder, please use the present proxy form. The items in the detailed proxy below refer to the items in the Annual General Meeting agenda. A detailed proxy with voting instructions may be granted a nominated proxy holder. A proxy not naming a proxy holder will be deemed given to the Chairman of the Board or any person designated by him.

We kindly ask you to send the proxy with voting instructions by mail or fax to Gjensidige Forsikring ASA c/o DnB NOR Bank ASA, Verdipapirservice, NO-0021 Oslo, Norway, or faxed to +47 22 48 11 71. Online registration is not available for registrations of voting instructions.

The proxy must reach DnB NOR Bank Verdipapirservice no later than **26. april 12:00 CET**.

The undersigned:

hereby grants (check-off):

The Chairman of the Board (or a person designated by him), or:

Name of nominated proxy holder (please use capital letters)

proxy to attend and vote at the Annual General Meeting of Gjensidige Forsikring ASA on 27. april 2011 for my/our shares.

The votes shall be submitted in accordance with the instructions below. Please note that **any items below not voted for (not ticked off), will be deemed as an instruction to vote "in favour" of the proposals in the notice.** Any motion from the floor, amendments or replacement to the proposals in the agenda, will be determined at the proxy holder's discretion. In case the contents of the voting instructions are ambiguous, the proxy holder will base his/her understanding on a reasonable understanding of the wording of the proxy. Where no such reasonable understanding can be found, the proxy may at his/her discretion refrain from voting.

Agenda AGM 2011	In favour	Against	Abstention
1. Opening of the General meeting by the chair of the supervisory board			
2. Presentation of the list of share holders and proxies present			
3. Approval of the notice of the meeting and the agenda			
4. Election of two representatives to sign the minutes along with the Chairman of the Supervisory board			
5. Approval of the Annual Report and Annual accounts for 2010 including allocation of dividends	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Declaration of the Board of Directors on determining pay and other remuneration to the executive management			
7. Changes to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Changes in instructions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Elections			
• Members of supervisory board as nominated	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
• Members of control committee as nominated	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
• Members of election committee as nominated	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Determination of remuneration to representatives elected by the General meeting			
• To members of the supervisory board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
• To members of control committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
• To members of the election committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Authority for the acquisition of own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Merger between Tennant Försäkringsaktiebolag and Gjensidige Forsikring ASA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The abovementioned proxy holder has been granted power to attend and to vote for my/our shares at the Annual General Meeting in Gjensidige Forsikring ASA to be held 27. April 2011.

Place

Date

Shareholder's signature

(Only for granting proxy with voting instructions)

With regard to rights of attendance and voting we refer you to The Norwegian Public Limited Liability Companies Act, in particular Chapter 5. A written power of attorney dated and signed by the beneficial owner giving such proxy must be presented at the meeting.

If the shareholder is a company, please attach the shareholder's certificate of registration to the proxy.