



KONGSBERG

CHARTER FOR THE BOARD'S COMPENSATION COMMITTEE
(Adopted by the Board of Kongsberg Gruppen ASA, 24 October 2005)

1. ROLE AND AUTHORITY

The Board's Compensation Committee is a subcommittee of the Board of Directors of Kongsberg Gruppen ASA. Its role is to make preparations for the Board's discussions of questions involving compensation. The Committee is responsible only to the full corporate Board and its authority is limited to making recommendations to the Board.

2. RESPONSIBILITIES

The Committee's main responsibilities are:

- a) to prepare the Board's treatment of items related to the CEO's salary and conditions of employment, and adjustment of same
- b) to prepare the Board's treatment of questions of principle related to wage level, the bonus system, the pension system/terms, employment contracts, etc. for KONGSBERG executive officers, as well as other matters related to compensation which the Committee considers to be of particular importance to the Group's competitive position, image, recruiting ability, reputation, etc.

Minutes from the meetings are sent to KONGSBERG's Board of Directors.

3. COMPOSITION

The Committee is composed of the chair of the Board as well as two other directors appointed by KONGSBERG's Board of Directors. The administration will provide information, technical assessments and suggestions, where natural. The Executive Vice President, Human Resources, is secretary of the Committee. The CEO is entitled to participate in the Committee's meetings if he so desires, except when his own situation is under discussion.

4. MEETINGS

The Compensation Committee meets as needed and when a member calls for a meeting, and at least twice a year. A work and meeting plan is drawn up for submission to KONGSBERG's Board of Directors each year.