

RECOMMENDATION

FROM

THE NOMINATING COMMITTEE - KONGSBERG GRUPPEN ASA 2011

Since the General Meeting in 2010, the Nominating Committee for Kongsberg Gruppen ASA has consisted of Knut J. Utvik, Sverre Valvik (Chair) and Alexandra Morris. The Committee has had six meetings and telephone conferences, in addition to correspondence by e-mail.

The Nominating Committee has held meetings with all of the Board's shareholder-elected representatives as well as with CEO Walter Qvam in connection with this year's election. The Committee has also been in touch with the largest shareholders to get their input as regards the Committee's work. Pursuant to the Norwegian Code of Practice for Corporate Governance, KONGSBERG has also made it possible for shareholders to nominate candidates for seats on the Board using the company's Internet portal. Two nominations were made through this channel in 2011.

Election of Directors

Since the Annual General Meeting in 2009, the shareholder-elected part of Kongsberg Gruppen ASA's Board of Directors has consisted of:

Chair of the Board of Directors:	Finn Jebsen
Deputy Chair:	Benedicte Berg Schilbred
Director:	Anne-Lise Aukner
Director:	Erik Must
Director:	John Giverholt

All directors are standing for election at the Annual General Meeting in 2011. Finn Jebsen, Erik Must and John Giverholt have all served on the Board for three terms of office. Anne-Lise Aukner and Benedicte Berg Schilbred have one and five terms of office to their credit, respectively.

It is the Nominating Committee's opinion that Kongsberg Gruppen ASA has continued to make satisfactory progress over the past two years and that the current Board is well composed. The Nominating Committee considers it desirable to ensure continuity in respect of Board work. At the same time, the replacement of more than one or two Board members should be avoided, if possible. Benedicte Berg Schilbred has informed the Committee that she will not be standing for re-election. Based on the above-mentioned, the Nominating Committee recommends the election of a new director to replace Berg Schilbred. The Nominating Committee recommends the re-election of the other shareholder-elected directors. Based on an overall assessment, the Nominating Committee recommends [Irene Waage Basili] for election as a new director. The Nominating Committee is of the opinion that the election of these nominees will result in an overall composition that is well-suited for protecting the shareholders' interests. The Nominating Committee also considers the individual nominees' expertise and capacities to constitute a collective body of expertise that is well suited for meeting the company's needs. The Nominating Committee recommends that the Board elects Finn Jebsen as Chair of the Board of Directors.

The Nominating Committee recommends that the Annual General Meeting elects the following nominees to the new Board of Directors for 2011 - 2013:

1. Finn Jebsen, Oslo (re-election)
2. Erik Must, Oslo (re-election)
3. John Giverholt, Oslo (re-election)
4. Anne-Lise Aukner, Oslo (re-election)
5. Irene Waage Basili, Bergen (new)

The nominees' CVs are attached to the recommendation.

Remuneration to the Board and the Board Committees

The Nominating Committee's mandate also includes proposing remuneration for the Board of Directors. The Nominating Committee moves that the General Meeting approves the following adjustment in remuneration to the directors and for the work of the Board committees:

The Board of Directors:

Chair of the Board:	NOK 377 000 per year (Up NOK 13 000, most recently adjusted in 2010)
Deputy chair:	NOK 207 000 per year (Up NOK 7 000, most recently adjusted in 2010)
Directors:	NOK 189 000 per year (Up NOK 7 000, most recently adjusted in 2010)
Deputy director:	NOK 9 470 per meeting (Up NOK 320, most recently adjusted in 2010)

The Audit Committee:

Chair:	NOK 9 600 per meeting (Up NOK 300, most recently adjusted in 2010), maximum NOK 48 000 per year
Member:	NOK 8 400 per meeting (Up NOK 250, most recently adjusted in 2010), maximum NOK 42 000 per year

The Compensation Committee:

Chair:	NOK 7 200 per meeting (Up NOK 250, most recently adjusted in 2010), maximum NOK 36 000 per year
Member:	NOK 6 000 per meeting (Up NOK 200, most recently adjusted in 2010), maximum NOK 30 000 per year

The Nominating Committee's motion is unanimous.

Oslo, 14 April 2011

Sverre Valvik (sign.)

Knut J. Utvik (sign.)

Alexandra Morris (sign.)

CVs OF THE NOMINEES TO THE BOARD OF DIRECTORS OF KONGSBERG GRUPPEN ASA

Finn Jebsen (61)

Position: Self-employed

Education: Economist, Norwegian School of Economics and Business Administration in Bergen (1974), master's in Business Administration from University of California, Los Angeles (1976).

Other: Former CEO of Orkla ASA

Number of years on the Board: 6

Number of shares in Kongsberg Gruppen ASA: 20 000 through the wholly-owned enterprise Fateburet AS.

Directorships outside KONGSBERG: Chair of the Board of Kavli Holding AS. Deputy Chair of the Board for KLP Forsikring. Director of Berner Gruppen AS, Awilhelmsen Management AS and Norsk Hydro ASA.

Erik Must (68)

Education: Economist, Copenhagen School of Economics (1967)

Number of years on the Board: 6

Number of shares in Kongsberg Gruppen ASA: 400 000 (through Must Invest), 124 600 (personally).

Directorships outside KONGSBERG: Chair of Fondsfians ASA, Fondsfians Kapitalforvaltning Holding AS, Arendals Fossekompani ASA, Gyldendal ASA and Erik Must AS. Director of Norges Handels- og Sjøfartstidende AS, the Norwegian Museum of Cultural History, the Arenzt Legacy and the Biotechnology Centre at the University of Oslo.

John Giverholt (58)

Position: CFO, Ferd AS

Education: Economist, University of Manchester (1976), Registered auditors' examination, the Norwegian School of Economics and Business Administration (1979).

Other: Managerial positions in Orkla ASA, Den norske Bank ASA and Norsk Hydro ASA

Number of years on the Board: 6

Number of shares in Kongsberg Gruppen ASA: 3 200

Directorships outside KONGSBERG: Director of Telenor ASA.

Anne-Lise Aukner (54)

Position: CEO and Country Manager, Nexans Norway AS

Education: Law degree from the University of Oslo (1980)

Number of years on the Board: 2

Number of shares in Kongsberg Gruppen ASA: 0

Directorships outside KONGSBERG: Director of EDB Business Partner ASA, the Federation of Norwegian Industries, Europacable Norge AS, INTPOW, Nexans Norway AS, Aukner Holding AS and NHO's Ethics Committee.

Irene Waage Basili (43)

Position: Chief Executive Officer, GC Rieber Shipping AS

Education: Degree in Business Administration from Boston University, School of Management, specialising in International Management

Number of years on the Board: New

Number of shares in Kongsberg Gruppen ASA: 0

Directorships outside KONGSBERG: Board member of Odfjell SE and North Sea Drilling Group