

R E C O M M E N D A T I O N

FROM

THE NOMINATING COMMITTEE - KONGSBERG GRUPPEN ASA 2014

Since the General Meeting in 2010, the Nominating Committee for Kongsberg Gruppen ASA has consisted of Sverre Valvik (chair), Knut J. Utvik and Alexandra Morris. The Committee has since General Meeting in 2013 had four meetings and telephone conferences, as well as correspondence by e-mail.

The Nominating Committee has held meetings with the Chair of the Board Finn Jebsen and CEO Walter Qvam, and the Nominating Committee have reviewed the Board's self-evaluation. In addition, the Committee has been in touch with the largest shareholders in order to have input into the Committee's work. KONGSBERG has also, according to the Norwegian recommendation for corporate governance, facilitated that shareholders could bolster suggestions via the company's website. One proposal was promoted through this channel in 2014.

Election of members to the Nominating Committee

Since the General Meeting in 2010, the Nominating Committee for Kongsberg Gruppen ASA has consisted of CEO Sverre Valvik, Arendal, Senior Portfolio Manager Alexandra Morris, Oslo and Deputy Director General Knut J. Utvik, Oslo. Valvik has served on the Committee for 10 years, while Utvik was elected at the General Meeting in 2006 and Morris was elected at the General Meeting in 2010.

The Nominating Committee finds it natural that the State of Norway, as represented by the Ministry of Trade, Industry and Fisheries which owns more than half the shares in Kongsberg Gruppen ASA, and Arendal Fossekompagni, as the largest private shareholder, each nominate a representative to the Nominating Committee. The Ministry of Trade, Industry and Fisheries recommends the election of Deputy Director General Morten Strømgren. Strømgren is employed in the Ministry of Trade, Industry and Fisheries' Ownership Department and are well acquainted with the operations of Kongsberg Gruppen ASA. Arendal Fossekompagni nominates the CEO of Havfonn AS, Morten S. Bergesen for election. Through various unit trusts, ODIN Forvaltning owns 2.93 per cent of the shares and nominates Alexandra Morris for re-election. Morris is Senior Portfolio Manager in ODIN Forvaltning.

Based on comments received from the company's shareholders, the proposed composition of the Nominating Committee is considered well-suited for looking after the interests of the body of shareholders as a whole.

Accordingly, the Nominating Committee's roster of nominees for next two-year term of office is:

Alexandra Morris (chair)	ODIN Forvaltning	Re-election
Morten Strømgren	Ministry of Trade, Industry and Fisheries	New
Morten S. Bergesen	Havfonn AS	New

Directors' fees

The Nominating Committee's mandate also includes proposing compensation for the Board of Directors. The Nominating Committee proposes that the General Meeting ratify the following adjustment in compensation for the directors and for the work of the Board committees:

Board:

Chair of the Board:	NOK 419 000 per year (Up NOK 15 000, most recently adjusted in 2013)
Deputy Chair:	NOK 230 000 per year (Up NOK 8 000, most recently adjusted in 2013)
Directors:	NOK 209 500 per year (Up NOK 7 500, most recently adjusted in 2013)
Not permanent oncoming Deputy Directors:	NOK 10 600 per meeting (Up NOK 400, most recently adjusted in 2013)

Audit Committee:

Chair:	NOK 10 600 per meeting (Up NOK 400, most recently adjusted in 2013), maximum NOK 53 000 per year
Member:	NOK 9 300 per meeting (Up NOK 300, most recently adjusted in 2013), maximum NOK 46 500 per year

Compensation Committee:

Chair:	NOK 9 800 per meeting (Up NOK 600, most recently adjusted in 2013), maximum NOK 49 000 per year
Member:	NOK 8 600 per meeting (Up NOK 600, most recently adjusted in 2013), maximum NOK 43 000 per year

Oslo, 25 March 2014

Sverre Valvik (sign.)

Knut J. Utvik (sign.)

Alexandra Morris (sign.)

CV OF THE NOMINEES TO THE ELECTION COMMITTEE OF KONGSBERG GRUPPEN ASA

Morten Strømgren (40)

Position: Deputy Director General of the Ministry of Trade, Industry and Fisheries' Ownership Department

Education: Civil engineer (industrial finance) at NTNU 1998, Master's degree in finance, at NHH and authorized financial analyst

Other: Work experience at the consultancy company Arcwright, the Directorate of Financial Management and the Norwegian Ministry of Reform

Number of years on the Committee: New

Number of shares in Kongsberg Gruppen ASA: 0

Directorships outside KONGSBERG: Member of the Election Committee of Cermaq

Morten S. Bergesen (39)

Position: Managing Director of the family company Havfonn AS

Education: Civil Economist (BI 2000)

Other: Work experience at ECON, Center for economic analysis

Number of years on the Committee: New

Number of shares in Kongsberg Gruppen ASA: 0

Directorships outside KONGSBERG: Board member of Arendals Fossekompagni ASA, as well as the Chairman of the Board of the Cogen AS. Of the other current directorships include Agrinos AS and IFM Immiobillien AG. Previous directorships in amongst others Jøtul ASA and Sonans AS.