

# TO THE ANNUAL GENERAL MEETING OF EQUINOR ASA

## NOMINATION OF MEMBERS TO THE CORPORATE ASSEMBLY AND NOMINATION COMMITTEE OF EQUINOR ASA

19 APRIL 2022

### 1. PURPOSE AND BACKGROUND

As set forth in section 11 of the company's articles of association, one of the tasks assigned to the nomination committee is to nominate to the general meeting members to the corporate assembly and nomination committee.

Equinor's nomination committee nominates six new candidates to the corporate assembly (three members and three deputy members) as well as nomination of one existing deputy member as a new member. Other members of the corporate assembly are nominated for re-election. The nomination committee further nominates two new members whereas one of the members also is nominated to the corporate assembly. The election will be held at the company's annual general meeting 11 May 2022, where the chair of the nomination committee will present the nomination.

### 2. ELECTION OF MEMBERS TO THE CORPORATE ASSEMBLY

Pursuant to section 7 of the company's articles of association, the company shall have a corporate assembly consisting of 18 members and deputy members. The annual general meeting shall elect 12 members and four deputy members for these 12 members. The period of service for all shareholder-elected members of the corporate assembly will expire this year. Tone Lunde Bakker (chair), Greger Mannsverk (member), Terje Venold (member), Kjersti Kleven (member) and Knut Nesse (deputy member) will resign from the corporate assembly. Furthermore, Brynjar Forbergskog resigned as member in June 2021 and was replaced by deputy member Trond Straume.

The nomination committee has emphasised several criteria for the composition of the corporate assembly, including diversity in expertise and background, a balanced gender representation and the need for renewal combined with the need for continuity. Based on this, the nomination committee has unanimously nominated the following candidates:

- a) Jarle Roth (nominated as chair for the corporate assembly's election), Nils Bastiansen, Finn Kinserdal, Kari Skeidsvoll Moe, Kjerstin Rasmussen Braathen, Kjerstin Fyllingen, Mari Rege and Trond Straume to be re-elected as members of the corporate assembly of Equinor ASA.
- b) Martin Wien Fjell, existing deputy member, to be elected as a new member of the corporate assembly in Equinor ASA. Reference is made to the description of the candidate in [Appendix A](#) below.
- c) Merete Hverven, Helge Aasen and Liv B. Ulriksen to be elected as new members of the corporate assembly of Equinor ASA. Reference is made to the description of the candidates in [Appendix A](#) below.

- d) Nina Kivijervi Jonassen to be re-elected as deputy member of the corporate assembly of Equinor ASA (4th deputy member).
- e) Per Axel Koch, Catherine Kristiseter Marti and Nils Morten Huseby to be elected as new deputy members to the corporate assembly of Equinor ASA (1st, 2nd and 3rd deputy members respectively). Reference is made to the description of the candidates in [Appendix A](#) below.
- f) The terms of office for both newly elected and re-elected members and deputy members will run until the annual general meeting in 2024.

For further information about the candidates nominated for re-election, reference is made to the calls for the general meetings of shareholders of Equinor ASA on 14 May 2014, 11 May 2016, 15 May 2018 and 14 May 2020.

### **3. ELECTION OF MEMBERS TO THE NOMINATION COMMITTEE**

Pursuant to section 11 of the company's articles of association, the nomination committee must consist of four members and the chair and one other member must be elected among the shareholder-elected members of the corporate assembly. The members of the nomination committee shall be independent of the board of directors and the company's management.

The period of service for all members of the nomination committee will expire this year.

Tone Lunde Bakker (chair) will resign from the nomination committee. As of 1 January 2022, the State's ownership of 67 % of Equinor ASA shares has been transferred from the Ministry of Petroleum and Energy (MPE) to the Ministry of Trade, Industry and Fisheries (MTIF). Hence the state's representative in the nomination committee, Bjørn Ståle Haavik, from the MPE, and his personal deputy, will be replaced with a representative from the MTIF.

The nomination committee has emphasised several criteria for the composition of the nomination committee, including diversity in expertise and background, a balanced gender representation, the need for shareholder representation and the need for renewal combined with the need for continuity. Based on this, the nomination committee has unanimously nominated the following candidates:

- a) Jarle Roth (nominated as chair) and Berit L. Henriksen to be re-elected as members of the nomination committee.
- b) Merete Hverven and Jan Tore Føsund to be elected as new members of the nomination committee. Reference is made to the description of the candidates in [Appendix A](#) below.
- c) The terms of office for both the newly elected members and re-elected members will run until the annual general meeting in 2024.

For further information about the candidates nominated for re-election, reference is made to the calls for the general meetings of shareholders of Equinor ASA on 11 May 2016 and 15 May 2018.

#### 4. PROPOSED RESOLUTION

It is proposed that the general meeting adopt the following resolution regarding election of members to the corporate assembly:

*"The following persons are elected as members of Equinor ASA's corporate assembly effective as of 12 May 2022 and until the annual general meeting in 2024:*

1. Jarle Roth (re-election, nominated as chair for the corporate assembly's election)
2. Nils Bastiansen (re-election, nominated as deputy chair for the corporate assembly's election)
3. Finn Kinserdal (re-election)
4. Kari Skeidsvoll Moe (re-election)
5. Kjerstin Rasmussen Braathen (re-election)
6. Kjerstin Fyllingen (re-election)
7. Mari Rege (re-election)
8. Trond Straume (re-election)
9. Martin Wien Fjell (new election, existing deputy member)
10. Merete Hverven (new election)
11. Helge Aasen (new election)
12. Liv B. Ulriksen (new election)

*The following persons are elected as deputy members of Equinor ASA's corporate assembly effective as of 12 May 2022 and until the annual general meeting in 2024:*

- 1st deputy member: Per Axel Koch (new election)  
2nd deputy member: Catrine Kristiseter Marti (new election)  
3rd deputy member: Nils Morten Huseby (new election)  
4th deputy member: Nina Kivijervi Jonassen (re-election)"

*It is proposed that the general meeting adopt the following resolution regarding election of members to the nomination committee:*

*"The following persons are elected as members of Equinor ASA's nomination committee effective as of 12 May 2022 and until the annual general meeting in 2024:*

1. Jarle Roth (re-election, nominated as chair)
2. Berit L. Henriksen (re-election)
3. Merete Hverven (new election)
4. Jan Tore Føsund (new election)"

Kind regards,  
Tone Lunde Bakker  
Chair/on behalf of the nomination committee in Equinor ASA

## APPENDIX A - INFORMATION ABOUT THE PROPOSED NEW MEMBERS

Information about the proposed new members and deputy members of the corporate assembly and the new members of the nomination committee follows below.

**Merete Hverven** (born 1977) – CEO of Visma since April 2020. Hverven joined Visma in 2011 as HR Director and joined the executive team as Chief Human Resources Officer (CHRO) in 2013. From 2018 she also held the role as Deputy CEO. Hverven holds a Master in Economics and Business Administration from the Norwegian School of Economics (NHH) as well as CEMS Master from St. Gallen.

**Helge Aasen** (born 1963) – CEO of Elkem ASA since 2021, as well as during the period from 2009-2019. He has held a range of leadership positions in Elkem since 1990. Aasen holds a Master of Science degree in Metallurgy from the Norwegian University of Science and Technology (NTNU) in Trondheim and has participated in an executive leadership development programme at Institute for Management Development IMD, Switzerland.

**Liv B. Ulriksen** (born 1960) – CEO of Sparebank 1 Nord-Norge since 2020 with previous 13 years of experience in the same bank, including as deputy CEO and director for risk management and credit. She is a former bank manager at Fokus Bank/Dansk Bank. Ulriksen holds a Bachelor degree in fisheries and aquaculture with specialisation in economics from the University in Tromsø.

**Martin Wien Fjell** (born 1980) – Executive Vice President Global Customer Support at Kongsberg Maritime and has been employed by Kongsberg Gruppen since 2013. Fjell has had various positions in Umoe, including CFO for Umoe Maritime in the period 2008-2013. Fjell holds a Master of Science degree (“Siviløkonom”) from the Norwegian School of Economics and Business Administration (NHH).

**Per Axel Koch** (born 1961) – CEO of Polaris Media ASA since 2008. He was CEO of Adresseavisen Group ASA in the periods 2007-2008 and 1996-2006. Koch has considerable board experience. Koch holds a Master of Science degree (“Siviløkonom”) from the Norwegian School of Economics and Business Administration (NHH) where he also has a higher degree (“Siviløkonom høyere avdeling”).

**Cathrine Kristiseter Marti** (born 1975) – CEO of Ulstein Gruppen ASA since 2020. She was CFO in the company from 2014-2020. Throughout her whole career, she has been working in the maritime industry, and has previously held leading positions with Höegh Autoliners and DNB Shipping & Offshore. Marti holds a Master degree in Economics from the Université Toulouse 1 Capitole.

**Nils Morten Huseby** (born 1966) – President of the Institute for Energy Technology (IFE) since 2016. Prior to joining IFE, he was CEO for Rainpower ASA. Huseby has broad international experience from the energy business, with more than 20 years in top management positions. Huseby holds a Master of Science degree in Mechanical Engineering from the Norwegian University of Science and Technology (NTNU) in Trondheim.

**Jan Tore Føsum** (born 1964) – Føsum is Director General at the Ministry of Trade, Industry and Fisheries. He has previously held positions as CEO of ArcusGruppen AS and CEO of NMD Grossisthandel AS. He also has considerable board experience. Føsum holds a Master of Science degree (“Siviløkonom”) from the Norwegian School of Economics and Business Administration (NHH).

The proposed candidates are independent of the board of directors and the management of Equinor ASA.