

## RECOMMENDATIONS OF THE NOMINATION COMMITTEE

OF

### NORWEGIAN AIR SHUTTLE ASA

ATTACHMENT TO THE NOTICE OF ANNUAL GENERAL MEETING 25 MAY 2022

ITEM 7, 8, 9 AND 10

Reference is made to the annual general meeting of Norwegian Air Shuttle ASA to be held on Wednesday 25 May 2022 at 14:00 CEST.

Since the annual general meeting in 2021 the Nomination Committee has had meetings with the largest shareholders, board members and the company's management. As part of their considerations the Nomination Committee has emphasized that the board members have relevant competence and experience and ensuring continuity among the board members.

*Proposals for resolution:*

#### **ITEM 7: ELECTION OF BOARD MEMBERS**

The Board currently has the following shareholder-elected members:

- Mr Svein Harald Øygard (Chair of the Board)
- Ms Ingrid Elvira Leisner
- Mr Lars R Boilesen
- Mr Sondre Gravir
- Ms Chris Browne

Mr Sondre Gravir and Ms Chris Browne are up for re-election.

The Nomination Committee recommends that Mr Sondre Gravir and Ms Chris Browne are re-elected as board members and that the general meeting adopt the following resolution:

*“Mr Sondre Gravir and Ms Chris Browne are re-elected as members of the Board of Directors for a period of two years.”*

Following the recommendation of the Nomination Committee the Board will comprise of the following shareholder-elected members:

- Mr Svein Harald Øygard (Chair of the Board)
- Ms Ingrid Elvira Leisner
- Mr Lars R Boilesen
- Mr Sondre Gravir
- Ms Chris Browne

**ITEM 8: ELECTION OF MEMBERS OF THE NOMINATION COMMITTEE**

The Nomination Committee currently has the following members:

- Mr Nils A. Foldal (Chair of the Nomination Committee)
- Mr Jakob Iqbal
- Mr Tor Svelland
- Mr Nils Bastiansen

Mr Nils Bastiansen is up for re-election, and the Nomination Committee recommends that Mr Nils Bastiansen be re-elected as member of the Nomination Committee and that the general meeting adopt the following resolution:

*“Mr. Nils Bastiansen is re-elected as member of the Nomination Committee for a period of two years.”*

Following the recommendation of the Nomination Committee the Nomination Committee will comprise the following members:

- Mr Nils A. Foldal (Chair of the Nomination Committee)
- Mr Jakob Iqbal
- Mr Tor Svelland
- Mr Nils Bastiansen

**ITEM 9: DETERMINATION OF COMPENSATION TO THE MEMBERS OF THE BOARD**

The Nomination Committee has reviewed the current fees and proposes the following remuneration for the period from the annual general meeting in 2022 to the annual general meeting in 2023:

<b>Position</b>	<b>Compensation</b>
Chair of the Board	<p><i>Annual fee of total NOK 1,100,000 whereof:</i></p> <ul style="list-style-type: none"> <li>a. NOK 750,000 in cash, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023), and</li> <li>b. NOK 350,000 in cash, to be resolved in advance and paid after the annual general meeting the same year (2022). It is assumed that the amount, subtracted tax, is invested in shares in the company and that the shares are purchased at market price within 6 months after the date of the annual general meeting. The shares cannot be sold until the shares have a value corresponding to an annual board fee (total NOK 1,100,000) or before resignation from the Board.</li> </ul>

<b>Position</b>	<b>Compensation</b>
Directors elected by the shareholders	<i>Annual fee of total NOK 500,000 whereof:</i> a. NOK 400,000 in cash, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023), and b. NOK 100,000 in cash, to be resolved in advance and paid after the annual general meeting the same year (2022). It is assumed that the amount, subtracted tax, is invested in shares in the company and that the shares are purchased at market price within 6 months after the date of the annual general meeting. The shares cannot be sold until the shares have a value corresponding to an annual board fee (total NOK 500,000) or before resignation from the Board.
Directors elected by and amongst the employees	<i>Annual fee of total NOK 150,000 in cash, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023).</i>
Chair of the Audit Committee	<i>Annual fee of NOK 175,000 in cash, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023).</i>
Other members of the Audit Committee	<i>Annual fee of NOK 125,000 in cash, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023).</i>
Chair of the Remuneration Committee	<i>Annual fee of NOK 75,000 in cash, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023).</i>
Other members of the Remuneration Committee	<i>Annual fee of NOK 30,000 in cash, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023).</i>

Further, the Nomination Committee proposes an extraordinary fee for the Chair of the Remuneration Committee for the period from the annual general meeting in 2021 to the annual general meeting in 2022:

<b>Position</b>	<b>Extraordinary fee</b>
Chair of the Remuneration Committee	<i>NOK 75,000 in cash, to be paid after the annual general meeting 2022.</i>

#### **ITEM 10: DETERMINATION OF COMPENSATION TO THE MEMBERS OF THE NOMINATION COMMITTEE**

The Nomination Committee recommends that the compensation to the members of the Nomination Committee remains the same. This implies that the members will receive the following remuneration for the period from the annual general meeting in 2022 to the annual general meeting in 2023:

<b>Position</b>	<b>Compensation</b>
Chair of the Nomination Committee	<i>NOK 10,000 per meeting, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023).</i>
Other members of the Nomination Committee	<i>NOK 7,500 per meeting, to be resolved in advance but paid in arrears after the annual general meeting the following year (2023).</i>

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Lysaker, 11th of May 2022

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Nils A. Foldal

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Nils Bastiansen

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Tor Svelland

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Jakob Iqbal