

ATTACHMENT TO AGENDA ITEMS 7 AND 8
RECOMMENDATION OF THE NOMINATION COMMITTEE

The nomination committee comprises the following members:

Terje Venold (Chair)

Mette I. Wikborg

Susanne Munch Thore

Berit Ledel Henriksen

The nomination committee makes its recommendation to the General Meeting regarding the shareholders' election of members and deputy members to the Corporate Assembly, and regarding remuneration to the members of the Corporate Assembly. The nomination committee makes its recommendation to the General Meeting regarding the election of members and chair of the nomination committee, and regarding remuneration to its members. The nomination committee makes its recommendation to the Corporate Assembly regarding the election of the shareholder-elected members of the board, and regarding remuneration to the members of the board.

The guidelines for the nomination committee were last updated by the General Meeting in 2017. The guidelines are available at www.hydro.com.

Since the previous General Meeting, the nomination committee has held 17 meetings, including meetings with the board chair, the individual board members and the CEO. The nomination committee received and considered the board's self-evaluation. The committee obtained information it considered relevant for its work from the administration and other persons. The nomination committee undertook a review of its own performance and mandate.

The shareholder-elected members and deputy members of the Corporate Assembly are not up for election.

At the General Meeting of Norsk Hydro ASA on 07 May 2019, the nomination committee recommends the following:

By-election to the nomination committee

Pursuant to Section 5A of the Articles of Association, the nomination committee shall consist of a minimum of three and a maximum of four members who are shareholders or representatives of shareholders. The members of the nomination committee, including its chair, are elected by the General

Meeting. The chair of the nomination committee and at least one other member shall be elected from among the shareholder-elected members of the Corporate Assembly. The members of the nomination committee are elected for terms of up to two years at a time.

At the General Meeting in 2018, the following were elected as members of the nomination committee:

Member	Member of nomination committee since:
Terje Venold	2012
Mette I. Wikborg	2008
Susanne Munch Thore	2014
Berit Ledel Henriksen	2015

Terje Venold was elected chair of the nomination committee at the General Meeting in 2016, and was re-elected in 2018. The committee's members are not up for election.

Mette I. Wikborg has informed the committee that she will resign at this year's General Meeting on the basis that she became Secretary General of the Ministry of Trade, Industry and Fisheries in the fall of 2018 and that, in view of the need for rotation, she finds it natural to resign after 11 years as member of the committee.

The nomination committee recommends that the following be elected as a new member of the nomination committee:

Morten Strømgren

Background information on Morten Strømgren is attached. Election to the nomination committee is for a term of up to two years, pursuant to Section 5A of the company's Articles of Association. It is recommended that Morten Strømgren be elected for the remaining part of the nomination committee's term of two years from 7 May 2018.

Recommendation on remuneration

The nomination committee has, in its recommendation to increase the remuneration of the members of the Corporate Assembly and the nomination committee, taken into account information on remuneration for members in comparable companies, the scope of work and the efforts that the members are expected to invest in their positions in the coming period as well as the wage trend in society in general in 2018. It is recommended that remuneration for the chair and members of the Corporate Assembly and the nomination committee be increased by 2.8%, rounded off appropriately.

On this basis, the nomination committee unanimously presents the following recommendation:

	To (NOK)	From (NOK)
<i>Corporate Assembly</i>		
Chair: *	114 100	111 000
Chair, Vice Chair, member and deputy (per meeting):	8 200	8 000

Nomination committee

Chair (per meeting):	8 200	8 000
Member (per meeting):	6 550	6 350

(* plus attendance allowance)

Oslo, 04 April 2019

Terje Venold

Berit L. Henriksen

Susanne Munch Thore

Mette I. Wikborg

APPENDIX TO THE NOMINATION COMMITTEE'S RECOMMENDATION

The following information is presented on the proposed new member of the nomination committee:

Morten Strømgren has been director of the Ownership Department at the Ministry of Trade, Industry and Fisheries since 2007. He previously worked in the consulting company Arkwright and in the Ministry of Government Administration and Reform, among others. He has nomination committee experience from Cermaq ASA and Kongsberg Gruppen ASA. Strømgren holds an MSc in industrial economics from the Norwegian University of Science and Technology (NTNU) and an MBA in finance from the Norwegian School of Economics and Business Administration (NHH).

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