



Marine Harvest ASA

## Registration Document

Joint Lead Managers:



**Nordea**



***Rabobank***



Bergen, 15 November 2018

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**Important information**

The Registration Document is based on sources such as annual reports and publicly available information and forward looking information based on current expectations, estimates and projections about global economic conditions, the economic conditions of the regions and industries that are major markets for the Company's (including its subsidiaries and affiliates) lines of business.

A prospective investor should consider carefully the factors set forth in chapter 1 Risk factors, and elsewhere in the Prospectus, and should consult his or her own expert advisers as to the suitability of an investment in the bonds.

This Registration Document is subject to the general business terms of the Joint Lead Managers, available at their respective websites ([www.abnamro.com](http://www.abnamro.com), [www.rabobank.com](http://www.rabobank.com), [www.danskebank.no](http://www.danskebank.no), [www.dnb.no](http://www.dnb.no), [www.nordea.no](http://www.nordea.no) and [www.seb.no](http://www.seb.no)).

The Joint Lead Managers and/or any of their affiliated companies and/or officers, directors and employees may be a market maker or hold a position in any instrument or related instrument discussed in this Registration Document, and may perform or seek to perform financial advisory or banking services related to such instruments. The Joint Lead Managers' corporate finance department may act as manager or co-manager for this Company in private and/or public placement and/or resale not publicly available or commonly known.

Copies of this Registration Document are not being mailed or otherwise distributed or sent in or into or made available in the United States. Persons receiving this document (including custodians, nominees and trustees) must not distribute or send such documents or any related documents in or into the United States.

Other than in compliance with applicable United States securities laws, no solicitations are being made or will be made, directly or indirectly, in the United States. Securities will not be registered under the United States Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

The distribution of the Registration Document may be limited by law also in other jurisdictions, for example in the United Kingdom. Approval of the Registration Document by Finanstilsynet (the Norwegian FSA) implies that the Registration Document may be used in any EEA country. No other measures have been taken to obtain authorisation to distribute the Registration Document in any jurisdiction where such action is required.

The Norwegian FSA has controlled and approved the Registration Document pursuant to the Norwegian Securities Trading Act, § 7-7. The Norwegian FSA has not controlled and approved the accuracy or completeness of the information given in the Registration Document. The control and approval performed by the Norwegian FSA relates solely to descriptions included by the Company according to a pre-defined list of content requirements. The Norwegian FSA has not undertaken any form of control or approval of corporate matters described in or otherwise covered by the Registration Document. The Registration Document was approved on 20 November 2018. The Registration Document is valid for 12 month from the approval date.

The Registration Document dated 15 November 2018 together with a Securities Note and any supplement to these documents constitutes the Prospectus.

The content of the Prospectus does not constitute legal, financial or tax advice and potential investors should seek legal, financial and/or tax advice.

Unless otherwise stated, the Prospectus is subject to Norwegian law. In the event of any dispute regarding the Prospectus, Norwegian law will apply.

**TABLE OF CONTENTS:**

1 RISK FACTORS .....	4
2 DEFINITIONS .....	8
3 PERSONS RESPONSIBLE .....	9
4 STATUTORY AUDITORS .....	10
5 INFORMATION ABOUT THE ISSUER.....	11
6 BUSINESS OVERVIEW .....	12
7 ORGANISATIONAL STRUCTURE .....	26
8 TREND INFORMATION .....	29
9 ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES .....	30
10 MAJOR SHAREHOLDERS .....	34
11 FINANCIAL INFORMATION CONCERNING THE COMPANY'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES.....	35
12 DOCUMENTS ON DISPLAY .....	36
CROSS REFERENCE LIST .....	37
JOINT LEAD MANAGERS' DISCLAIMER .....	38
ANNEX 1 ARTICLES OF ASSOCIATION OF THE COMPANY .....	39

# 1 Risk factors

Investing in bonds issued by Marine Harvest ASA involves inherent risks.

The risk factors for Marine Harvest ASA and the Group are deemed to be equivalent for the purpose of this Registration Document.

The risks and uncertainties described in the Prospectus are risks of which the Group is aware and that the Group considers to be material to its business. If any of these risks were to occur, the Group's business, financial position, operating results or cash flows could be materially adversely affected, and the Group could be unable to pay interest, principal or other amounts on or in connection with the bonds. Prospective investors should carefully consider, among other things, the risk factors set out in this Registration Document and in the Securities Note, before making an investment decision. The risk factors set out in the Registration Document and the Securities Note cover the Company and the bonds issued by the Company, respectively.

An investment in the bonds is suitable only for investors who understand the risk factors associated with this type of investment and who can afford a loss of all or part of their investment.

## **Risks related to the Group's business and industry**

### *Fluctuation in salmon prices*

A substantial portion of the Group's products sold are salmon products. The Group's results are therefore substantially dependent on (global and regional) salmon prices, which are subject to large short- and long-term fluctuations due to variations in supply and demand caused by factors such as smolt release, biological factors, quality, shifts in consumption, license changes, changes in customer preferences, changes in public attitude towards farmed salmon, relative pricing of substitute products, such as poultry, pork and beef, and general economic conditions, such as levels of employment, inflation, growth in gross domestic product, or GDP, disposable income and consumer confidence. Thus, fluctuation in salmon prices may have a material adverse effect on the Group's operations, earnings and financial position.

Further, the Group seek to hedge its exposure to short- and medium-term fluctuations in salmon prices. An inability to effectively hedge its exposure to salmon prices may have a material adverse effect on the Group's operations, earnings and financial position.

### *The food industry is highly competitive*

The Group faces competition from other producers of seafood as well as from other protein sources, such as pork, beef and poultry. The bases of competition include price, product quality, brand identification, customer service and competitors' promotional spending. Further, although the logistics and perishability of seafood historically has led to regionalized competition, the market for fresh and frozen seafood is becoming increasingly globalized as a result of improved delivery logistics and improved preservation of the products. As a consequence, the market demand for the Group's products may decrease. The Group may be unable to compete successfully on any or all of these bases in the future, which may have a material adverse effect on the Group's operations, earnings and financial position.

### *The (sea)food industry is exposed to legal and political risk*

Governmental regulations in the jurisdictions in which the Group operates, relating to inter alia food safety, aquaculture regulation, tax and environment, affects the Group's business. The fish farming and processing industries are subject to local, regional and national governmental regulations relating to inter alia the farming, processing, packaging, storage, distribution, advertising, labelling, quality and safety of food products and the environment. Further, some of the Group's sites are located close to protected areas or highly sensitive areas with respect to biodiversity, and the Group may not be permitted to continue to operate at those sites or to use certain fish feed and medication at those sites. Investments necessary to meet new regulatory requirements and penalties for failure to comply with such requirements could be significant. Likewise, an absence of or ineffective government regulation may lead to unsustainable farming practices, which can hinder the Group's industry's ability to implement sustainable and profitable practices. New laws and regulations, ineffective government, regulation stricter interpretations of existing laws or regulations, failure to comply with applicable laws, regulations or interpretations could have serious consequences for the Group's business and operations, including criminal, civil and administrative penalties, loss of production, injunctions, product recalls and negative publicity, and may have a material adverse effect on the Group's operations, earnings and financial position.

All of the jurisdictions in which the Group operates require licenses to operate each fish farm owned and operated in that jurisdiction. The Group has obtained and currently holds the licenses required for its farming operations. Acquisitions or construction of new farms may require additional licenses. Licenses, authorizations and permits in each jurisdiction are subject to certain requirements, and there are risks of penalties (including criminal charges), sanctions or even loss of license, authorizations and permits if the Group fail to comply with applicable requirements or related regulation, and in some jurisdictions, the authorities may revoke the licenses if the licenses have not been in use over a certain period. Further, the Group is exposed to dilution of its licenses where

## Registration Document

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a government issues new licenses to other fish farmers, thereby reducing the current value of the Group's fish farming licenses. Any penalty, sanction, inability to maintain or obtain new licenses or dilution of current licenses and/or loss of licence may have a material adverse effect on the Group's operations, earnings and financial position on the Group's business.

As the Group has operations in several countries and sell its products throughout the world, political instability and changes in foreign policy in areas or regions of the world where the Group operates or sell its products may have a material adverse effect on the Group's business, results of operations and financial condition.

Since many of the Group's production sites are located outside its principal markets, the Group is exposed to trade restrictions. Historically, trade restrictions have inhibited the optimal distribution of farmed salmon to the markets and impacted the price yield for farmed salmon producers in the countries affected by such restrictions. Trade restrictions resulting in suboptimal distribution of salmon may be intensified, creating a negative impact on price in some countries. Continuous effects of existing trade restrictions or introduction of new trade restrictions may have a significant impact on the Group's ability to sell in certain regions or its ability to charge competitive prices for its products in such regions.

### *Food safety*

As the Group's end products are for human consumption, compliance with food safety standards are of importance and any food safety issues (both actual and perceived) may have a negative impact on the reputation of and demand for the Group's products, such as the products containing food-borne pathogens (e.g. *Listeria monocytogenes*, *Clostridia*, *Salmonella*, *E. Coli*, *Staphylococcus aureus*, Noroviruses, parasites or contaminants), foreign bodies, contamination of the fish by pollutants (e.g. polychlorinated biphenyls, or PCBs, dioxins or heavy metals) or labeling errors related to allergens. Contamination of the products may be environmental, e.g. from fish feed raw materials (such as fishmeal, fish oil, mineral mixes and raw materials from crops) or polluted waters (e.g. from oil or petroleum products), or due to failure in surveillance and control systems, improper handling, poor processing hygiene or cross-contamination, the ultimate consumer or any intermediary. An inadvertent shipment of contaminated products may be a violation of law and may lead to product liability claims, product recalls (which may not entirely mitigate the risk of product liability claims), increased scrutiny and penalties, including injunctive relief and plant closings, by regulatory agencies, and adverse publicity. This may have a material adverse effect on the Group's business, financial condition, results of operations or cash flow.

### *Diseases*

The Group's operations are effected by existing and future fish diseases caused by viruses, bacteria and parasites which may have adverse effects on fish survival, health, growth and welfare, and result in reduced harvest weight and volume, downgrading of products and claims from customers. A significant outbreak of disease represents a cost, such as direct loss of fish, lost growth on biomass, accelerated harvesting, loss of quality of harvested fish and prevention and treatment costs, and may also be followed by a subsequent period of reduced production and loss of income. An excessive use of antibiotics by the industry could result in bacterial species developing antibiotic resistance and reviving diseases, which could result in increased costs for treatment. The most severe diseases may require the culling and disposal of the entire stock, disinfection of the farm and a long subsequent fallow period for preventative measures to stop the disease from spreading. Thus, fish diseases may have a material adverse effect on our business, financial condition, results of operations or cash flow.

The Group is required to maintain certain sea lice levels set by the government (trigger levels). Although the Group's ambition is to maintain the trigger levels, the Group may exceed such levels, which may result in a heightened need for treatment and/or regulatory actions. Costs associated with sea lice mitigation and treatment activities can be significant, and damage suffered by the fish due to sea lice infections or through treatment failures may reduce the harvests and can result in impairment charges. Where fish have already been substantially weakened by sea lice, additional treatment may result in fish mortality and further biomass loss. In addition, high levels of sea lice in any of the operations may result in lesions and affect the fish's health, welfare, growth and immunity to diseases, result in slower growth rates and increased mortality, each contributing to increased costs of operations.

### *Biological factors*

The Group's farming operations are subject to a number of biological risks which may have a material adverse effect on the Group's business, financial condition, results of operations or cash flow through adverse effects on growth, harvest weight, harvest volume, mortality, downgrading percentage, claims from customers and the Group's facilities. These biological factors includes fish escapes, predation, plankton (including algae), jelly fish, contaminants, low oxygen levels, fluctuating seawater temperatures, storms, extreme weather or other natural phenomena. Some of these factors may be caused by human errors and/or structural defects at production facilities.

### *Reputation*

The food industry in general experiences high levels of customer awareness with respect to food safety and product quality, information and traceability, and the farmed salmon industry has been, and may continue to be,

## Registration Document

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subject to negative publicity. Any negative publicity or criticism of the Group's operations, e.g. in relation to pollution, use of medicine products and/or wild caught fish, contamination of products, failure to comply with food safety standards and other laws and regulations, diseases, or sanctions or penalties from governments may affect the Group's reputation negatively, and may have a material adverse effect on the Group's business, financial condition, results of operations or cash flow.

### *Contractual risk*

The Group derives nearly all of its revenue from sales of and are heavily dependent on the market for Atlantic salmon, and is therefore heavily dependent on this market. If any of the Group's customers fail to fulfil their contractual responsibilities, the Group may suffer losses. The Group cannot guarantee that it will be able to recover losses from trade receivables from the credit insurance companies or that the Group credit evaluations of trading partners will be effective.

### *Contractors and suppliers*

The Group depends on a limited number of contractors for key industry supplies, such as fish feed and well boats (for transportation and sometimes to harvest fish). If these suppliers go out of business, fail to deliver the agreed upon amount or quality of products (included contaminated fish feed), do not renew existing contracts or materially increase their prices, it may have a material adverse effect on the Group's business, financial condition, results of operation and cash flow.

Further, the Group sources and transports its products over long distances. The products are often perishable and can only be stored for a limited amount of time. Disruptions to the Group's transport suppliers could impair the Group's ability to bring its products to the market (timely or at all).

In addition, the Group purchases seafood from third parties as an input in some of its secondary processing activities. This seafood may be contaminated or in other ways not be at a satisfactory quality, and thus may be a violation of law and may lead to product liability claims, product recalls, increased scrutiny and penalties, including injunctive relief and plant closings, by regulatory agencies, and adverse publicity. This may have a material adverse effect on the Group's business, financial condition, results of operations or cash flow.

### *The Group relies on the services of key employees*

The Group relies on skilled employees and personnel to render its services and conduct its business. An inability to retain and attract skilled employees when needed could have a material adverse impact on the Group's operations, earnings and financial position.

### *Risks related to insurances*

The Group maintains several types of insurances to safeguard it against various types of liability. Although the Group deems that it has a sufficient insurance coverage, there are certain limitations as to compensation as well as some events it is not possible to obtain insurance coverage at all or at premiums that are consider to be commercially viable, and hence there is a risk that the Group would not be fully compensated for damages suffered by the Group or which the Group is liable to compensate, which could have a material negative impact on the Group's operations, earnings and financial position.

## **Risk factors related to the Group's financial position**

### *The Group may not be able to obtain sufficient funding*

The current sources of financing available to the Group may not be sufficient to operate the Group's business. The Group has applied certain assumptions in determining its future funding requirements and sources of capital, and such assumptions may turn out to be incorrect. Consequently, further financing may be required. Further, the construction and development of the Group's projects will require additional external financing in the future. There is however a risk that such further financing may not be available or sufficient. Any failure to obtain any further required funding could materially and adversely affect the Group's business, results of operations and financial condition or prospects and the Group's ability to make payments could be impaired, and further, failure to obtain such financing could result in the delay or indefinite postponement of exploration, development or production on any or all of the Group's projects. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financing will be favourable.

### *Fulfilment of requirements and conditions precedent for financing*

The Group's financing includes terms and conditions to be satisfied in order for the Group to access amounts thereunder and no assurance can be made that such terms and conditions will be capable of being satisfied in the future. If the Group is unable to draw down or access the funds from such financing, it may have a material adverse effect upon the Group's business and the Group may have to seek other debt and equity financing options, which may not be available at that time. In addition, it should be noted that no assurance can be given that the Group will be able to successfully reach final binding agreement(s) in respect of such debt and equity financing options or that such agreement(s) will be finalized in a timely manner. The materialization of this risk could materially and adversely affect the Group's business.

Registration Document

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*Liquidity risk and insolvency*

Liquidity risk encompasses the risk that the Group may not be able to meet its financial obligations as they fall due. Insolvency risk is the risk that as a consequence of not being able to meet its financial obligations as they fall due, the Group or a member of the Group may be placed into insolvency. There is no guarantee that the Group will in the future have sufficient amounts available to meet claims of creditors, including the Bondholders. The proceeds which could be raised from a sale of the Group's assets or business in an insolvency situation may be considerably less than the current value of such assets and business. There can be no assurance that the Group's assets would be protected from any actions by its creditors, whether under insolvency law, by agreements or otherwise.

*Currency risk*

The Group is exposed to changes in currency exchange rates as a part of its business operations. Fluctuations in value of the Group's currency exchange rates may adversely impact its operating results, including between EUR and NOK, USD, GBP and JPY, which is the Group's main financing and revenue currencies beyond EUR. Although the Group seeks to hedge its exposure to fluctuations in these currencies, such hedging arrangements may not be effective. Failure to adequately hedge the Group's exposure may have a material adverse effect on its business, financial condition, results of operations or cash flow.

## 2 Definitions

Annual Report 2016	Marine Harvest ASA annual report for 2016
Annual Report 2017	Marine Harvest ASA annual report for 2017
Articles of Association	The articles of association of the Company, as amended and currently in effect
Board of Directors	The board of directors of the Company
CAGR	Compound annual growth rate
Company/Issuer/	Marine Harvest ASA, a Norwegian public limited liability company existing under the laws of Norway, with company registration number 964 118 191
Group/Marine Harvest Group	The Company and its subsidiaries
GWT	Gutted weight equivalent
IFRS	International Financial Reporting Standards
ISIN	International Securities Identification Number
Joint Lead Managers	ABN AMRO Bank N.V., Coöperatieve Rabobank U.A., Danske Bank A/S Norwegian branch, DNB Bank ASA, Nordea Bank AB (publ) Norwegian branch and Skandinaviska Enskilda Banken AB (publ)
Management	The management of the Company
NOK	Norwegian kroner
Prospectus	The Registration Document and a Securities Note.
Registration Document	This document dated 15 November 2018
Securities Note	Document to be prepared for each new issue of bonds under the Prospectus
VPS or VPS System	The Norwegian Central Securities Depository, Verdipapirsentralen



### **3 Persons responsible**

#### ***3.1 Persons responsible for the information***

Persons responsible for the information given in the Registration Document are as follows:

Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway

#### ***3.2 Declaration by persons responsible***

Marine Harvest ASA accepts responsibility for the information contained in the Registration Document. The Issuer confirms that, after having taken all reasonable care to ensure that such is the case, the information contained in the Registration Document is, to the best of its knowledge, in accordance with the facts and contains no omissions likely to affect its import.

Bergen, 15 November 2018

Marine Harvest ASA

## **4 Statutory Auditors**

### ***4.1 Names and addresses***

The Company's auditor for 2016 and 2017 has been Ernst & Young AS, P.O. Box 6163, N-5892 Bergen, Norway.

Ernst & Young AS is member of The Norwegian Institute of Public Accountants.

## **5 Information about the Issuer**

### ***5.1 History and development of the Issuer***

#### **5.1.1 Legal and commercial name**

The legal name of the Issuer is Marine Harvest ASA, the commercial name is Marine Harvest.

#### **5.1.2 Place of registration and registration number**

The Company is registered in the Norwegian Companies Registry with registration number 964 118 191.

#### **5.1.3 Date of incorporation**

Marine Harvest ASA was incorporated on 18 May 1992.

#### **5.1.4 Domicile and legal form**

The Company is a public limited liability company organized under the laws of Norway, including the Public Limited Companies Act. See also section 7.1 Description of Group that Issuer is part of.

The Company's registered address is Sandviksbodene 77 A/B, N-5035 Bergen, Norway. The Company's telephone number is +47 21 56 23 00.

#### **5.1.5 Recent events material to the evaluation of the Issuer's solvency**

##### **Acquisition of Northern Harvest**

In the beginning of the third quarter 2018, the acquisition of Northern Harvest on the East Coast of Canada was completed. The shares were acquired for CAD 315 million (approximately EUR 210 million). Northern Harvest is fully integrated with its own broodstock, smolt/hatchery, farming sites and processing operations, and is expected to harvest 18 500 GWT of salmon in 2018, of which 8 000 GWT in the second half of the year. The company has 45 farming licenses in Newfoundland and New Brunswick, and has additional 13 farming licenses in application mode. Northern Harvest will be consolidated in Marine Harvest's financial statements starting in July.

##### **Salmon farming licence auction in Norway**

In June 2018, the Company spent NOK 427.6 million on four smaller allocations across different areas, totalling 2,697 tonnes.

## 6 Business overview

Information provided by Kontali Analyse has been sourced from the Marine Harvest Salmon Farming Industry Handbook 2018, available at [http://marineharvest.com/about/news-and-media/news\\_new2/marine-harvest-osmhg-2018-salmon-industry-handbook-/](http://marineharvest.com/about/news-and-media/news_new2/marine-harvest-osmhg-2018-salmon-industry-handbook-/). Most of the information is prepared upon order from Marine Harvest and is not publicly available.

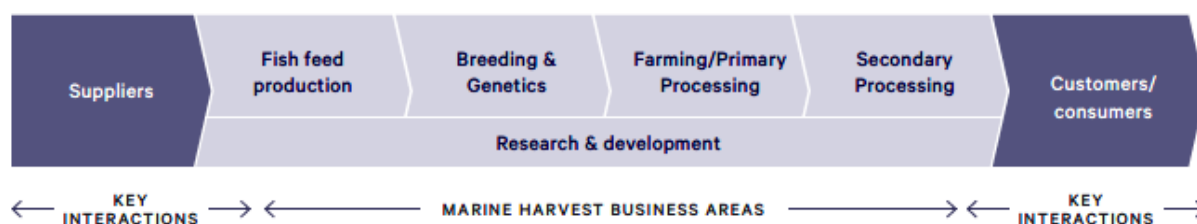
Marine Harvest ASA is one of the largest seafood companies in the world (source: Kontali Analyse), and the world's largest producer of Atlantic salmon (source: Kontali Analyse). The company employs 13 233 people, and is represented in 24 countries.

Marine Harvest supplies healthy, delicious and sustainably farmed salmon and processed seafood to more than 70 markets worldwide. The company is present and trusted in all major salmon farming regions in the world. In 2017 harvest volumes of salmon was 370 346 tonnes (GWT).

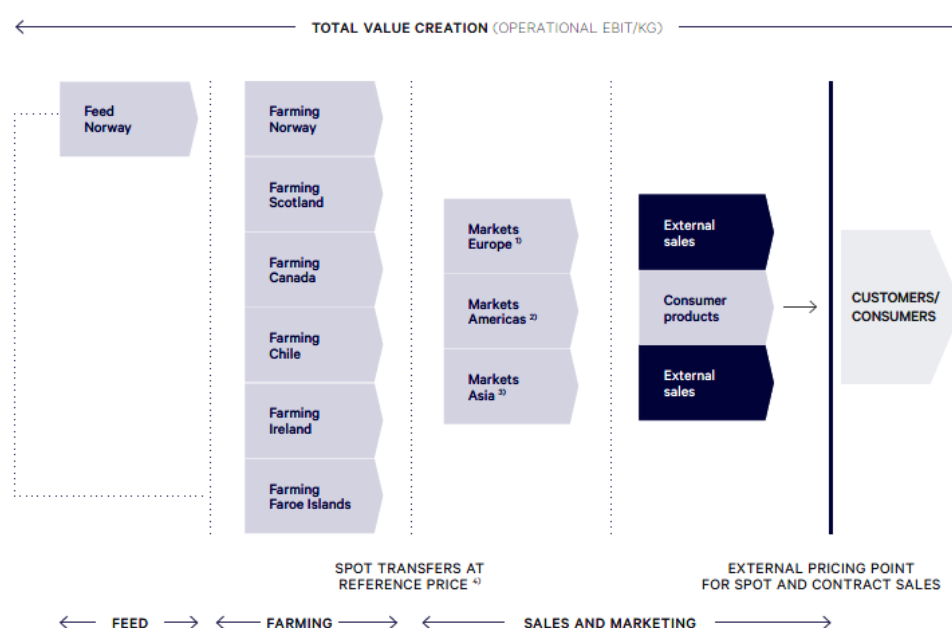
### 6.1 Strategy

The Farming business is engaged in the production, harvesting and primary (and some secondary) processing of fish. Where Markets enter into medium or short-term contracts with third parties, salmon is sold from Farming to Markets. The Markets segment resells the primary processed salmon to (i) third parties or (ii) Consumer Products for further processing. Consumer Products secondary process salmon purchased from Markets, together with salmon and other seafood purchased from third parties, and sells these products to third parties. Third-party purchases comprised approximately 35% of Consumer Products total fish purchases by value in 2017.

The Marine Harvest value chain is shown below:



Value creation by country of origin:



<sup>1)</sup> Includes secondary processing operations in the Czech Republic.

<sup>2)</sup> Includes secondary processing operations in the USA and Chile.

<sup>3)</sup> Includes secondary processing operations in Japan, China, Taiwan, South Korea and Vietnam.

<sup>4)</sup> Where Markets enters into medium or short term sales contracts with third parties, salmon is sold from Farming to Markets at prices reflected in such contracts.

## 6.2 Principal activities

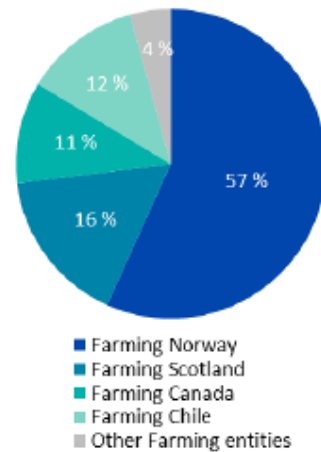
### 6.2.1 Feed

The Feed Business Area consist of the production of fish feed in Norway and a new plant in Scotland is under construction. Feed is an integrated part of Marine Harvest business model.

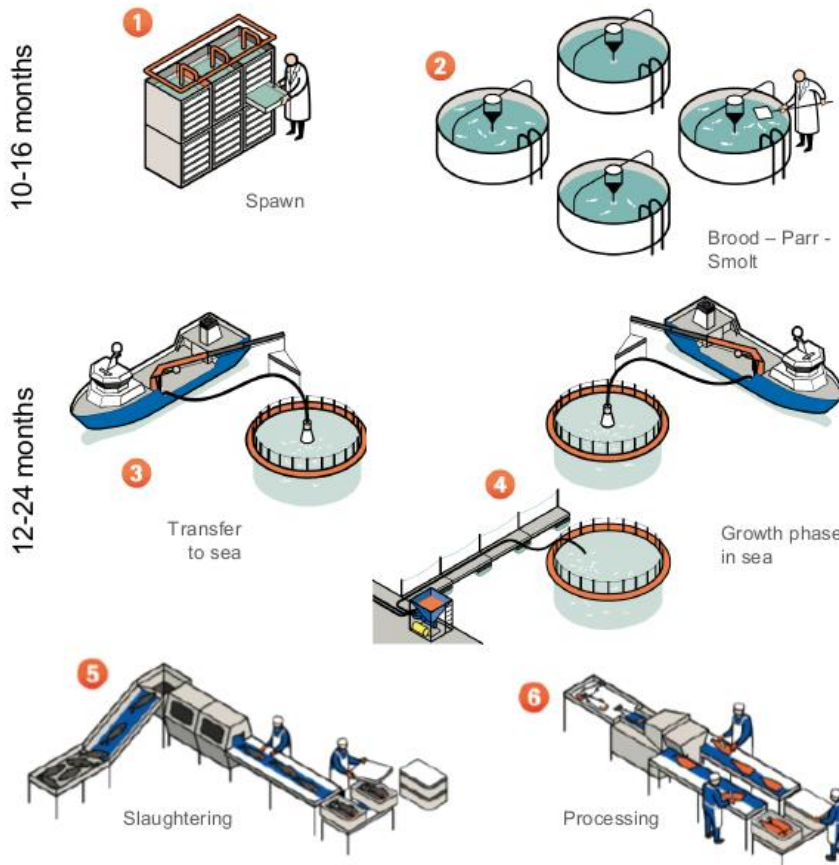
### 6.2.2 Farming

The Farming Business Area consists of the farming and primary processing operations in Norway, Scotland, Canada, Chile, Ireland and the Faroe Islands. The Farming operations are, due to similar production processes, aggregated into one business segment.

In 2017 the harvest quantity of Atlantic salmon was 370,346 tonnes (gwt). The diagram to the right shows the origin of the harvested salmon.



The production cycle in detail is shown below:



## Registration Document

### (1) EGGS

Fertilised eggs are kept in incubation tanks in fresh water. There are approximately 5,000 eggs per litre. The eggs hatch into tiny fish (alevins), which have a yolk sac that provides nutrition until they are large enough to feed themselves.

### (2) PARR

Once they weigh about six grams, the fish are moved to larger freshwater tanks or to an open net cage in a lake. The fish now develop into parr and once they weigh about 60–80 grams they're ready to move on to the smolt stage.

### (3) SMOLT

This stage is when the fish undergo a physiological change that enables them to move from fresh water to seawater and become young adult salmon. The smolts are kept in net pens in the sea until they mature into adult salmon.

### (4) HARVEST

After just over a year in the sea the fish will have reached market weight (4.5 to 5.5kg) and are then harvested – in a variety of ways depending on the region.

### (5) and (6) SLAUGHTERING and PROCESSING

Marine Harvest processing activities take place in their own specialised facilities around the world.

### DISTRIBUTION

Marine Harvest logistics managers use a combination of road, rail, ship and airfreight. Their priority through all stages of distribution is to maintain the freshness and quality of the fish and fish products and to minimise the amount of time and miles it travels.

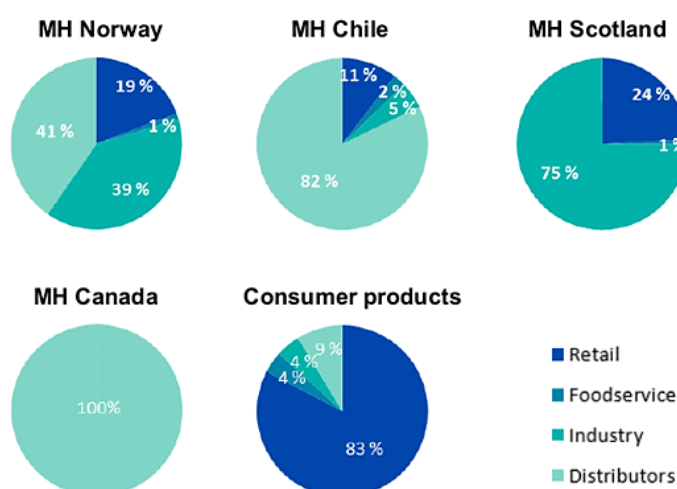
## 6.2.3 Sales and marketing

The Sales and Marketing Business Area consists of the Markets operations in Europe, the Americas and Asia-and, as well as Consumer Products.

The Markets segment comprises activities relating to sales of Marine Harvest's primary processed products obtained from the Farming business and, to a lesser extent, purchased from third parties. It also includes logistics and delivery of Marine Harvest's products to third-party customers, as well as to its internal secondary processing operations (including Consumer Products).

The Consumer Products segment includes Marine Harvest's value-added operations in Europe, Americas and Asia.

Marine Harvest sells its products to several categories of purchasers. They are divided into: Retail, Food Service (Horeca - Hotel, restaurants and café (or establishments which prepare and serve food and beverages)), Industry, Distributors and others. Each business unit has their own sales profile as shown below.

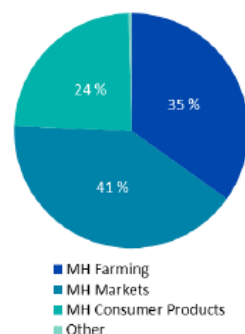


MH Canada sells all the salmon they produce to distributors, and MH Chile sells most of their salmon to distributors. In Norway and Scotland, most of the salmon produced is head-on-gutted (HOG, equivalent to gwt) and is therefore sold to industrial customers, who further process the salmon into other products such as fillets, portions, smoked salmon or ready-meal products.

The Consumer Products segment processes fish from raw material to value-added products and sells 87% of their products to final sales points met by end consumer (retail + food service).

Horeca = Hotel, restaurants and café (or establishments which prepare and serve food and beverages)

Total revenue for Marine Harvest in 2017 was MEUR 3,649.4. See diagram to the right for distribution of the revenue from business areas/segments.



## 6.3 Salmon markets, demand and supply

The below presentation is an extract from the “Salmon Farming Industry Handbook 2018” published by Marine Harvest.

Salmon is the common name for several species of fish of the family Salmonidae (e.g. Atlantic salmon, Pacific salmon), while other species in the family are called trout (e.g. brown trout, seawater trout). Although several of these species are available from both wild and farmed sources, most commercially available Atlantic salmon is farmed. Salmon live in the Atlantic Ocean and the Pacific, as well as the Great Lakes (North America) and other land locked lakes.

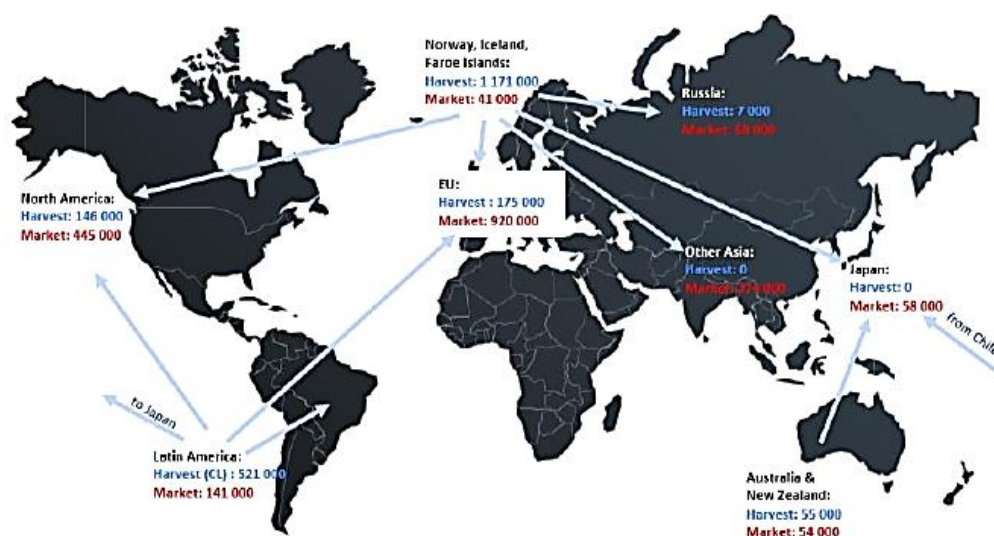
Typically, salmon are anadromous: they are born in fresh water, migrate to the ocean, then return to fresh water to reproduce.

About 73% of the world’s salmon production is farmed. Farming takes place in large nets in sheltered waters such as fjords or bays. Most farmed salmon come from Norway, Chile, Scotland and Canada.

Salmon is a popular food. Salmon consumption is considered to be healthy due to its high content of protein and Omega-3 fatty acids and it is also a good source of minerals and vitamins.

### 6.3.1 Markets

#### Global trade flow of farmed Atlantic salmon



Figures are from 2017 and in thousand tonnes gwt.

Historically, the main market for each production origin has been:

- Norway – EU, Russia and Asia
- Chile – USA, South America and Asia
- Canada – USA (west coast)

## Registration Document

- Scotland – mainly domestic/within the UK (limited export)

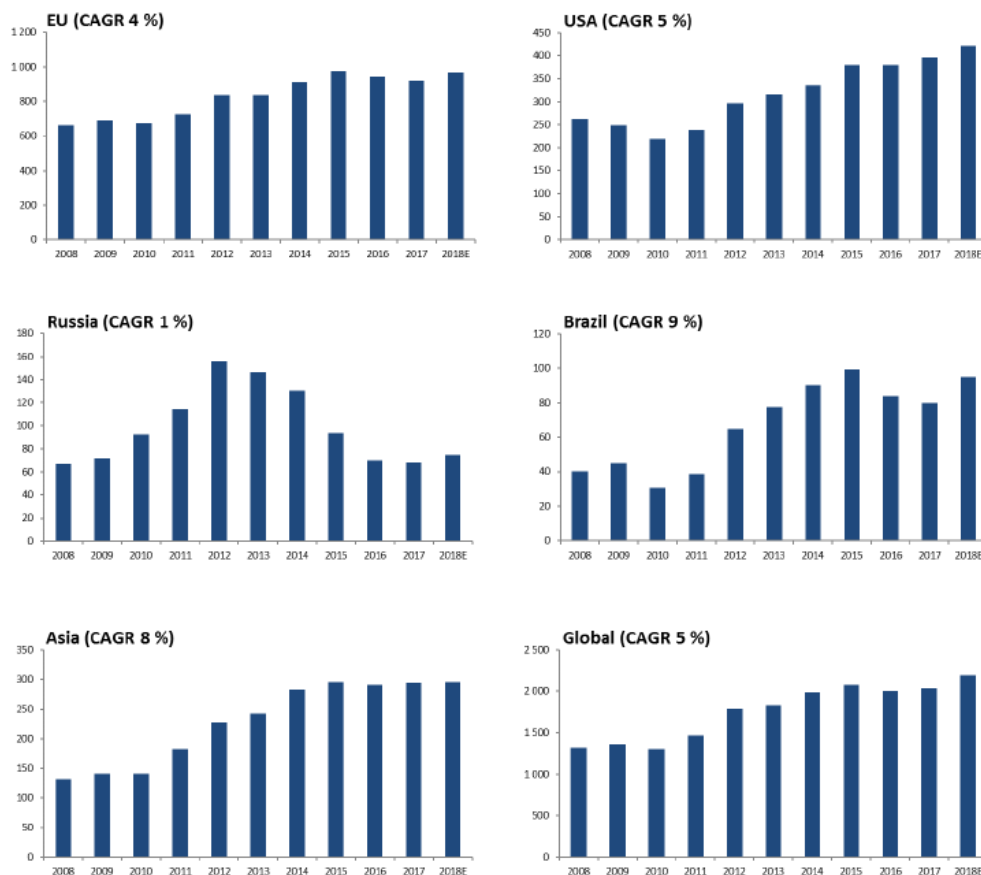
Each producing region has historically focused on developing the nearby markets. As salmon is primarily marketed as a fresh product, time and cost of transportation has driven this trend.

A relatively high price differential is therefore required to justify cross Atlantic trade as this requires the cost of airfreight. Such trade varies from period to period and depends on arbitrage opportunities arising from short term shortage and excess volume from the various producing countries.

The Asian market is generally shared as the transportation costs are broadly similar from all producing regions.

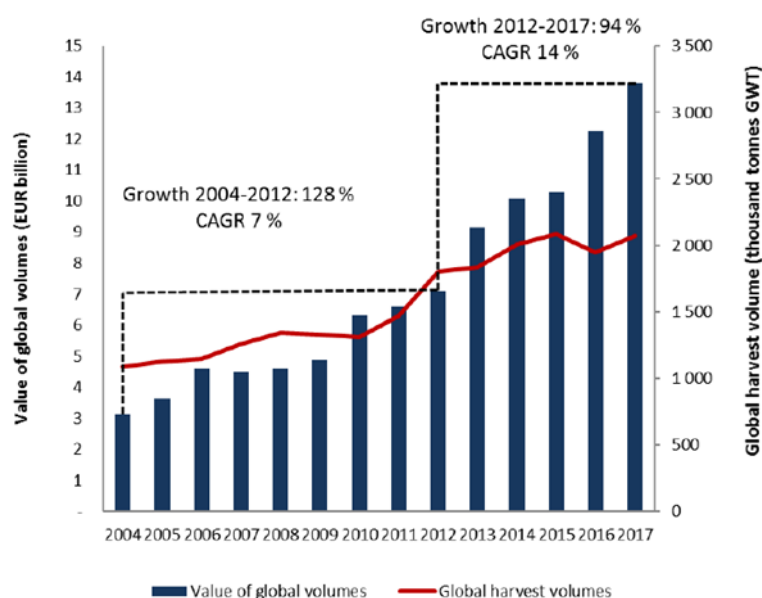
Distribution of frozen salmon is much more straightforward but this category is decreasing.

### Farmed Atlantic salmon by market

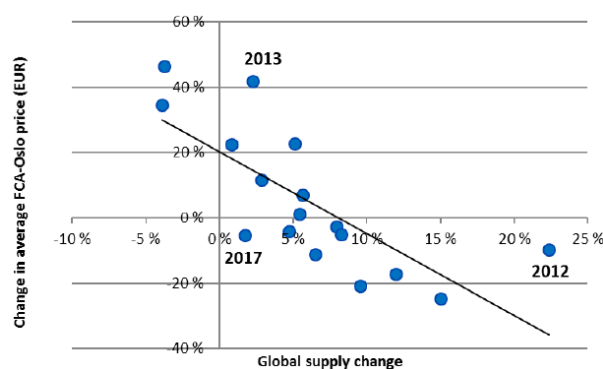


Europe (incl. Russia) and North America are by far the largest markets for Atlantic salmon. However, emerging markets are growing at significantly higher rates than these traditional markets. As all harvested fish is sold and consumed in the market, the demand beyond 2017 is assumed equal to supply (estimated by Kontali Analyse). The market for Atlantic salmon has on average increased by 5.2% in all markets over the last 10 years and by 6.6% over the last 20 years.



**Development of value vs. volume**

When analysing an average of the reference prices, the value of salmon sold in 2017 is 4.4 times higher than in 2004. During the same period the underlying volume has only grown by 91% (CAGR 5%). This is a good illustration for the strong underlying demand for the product.

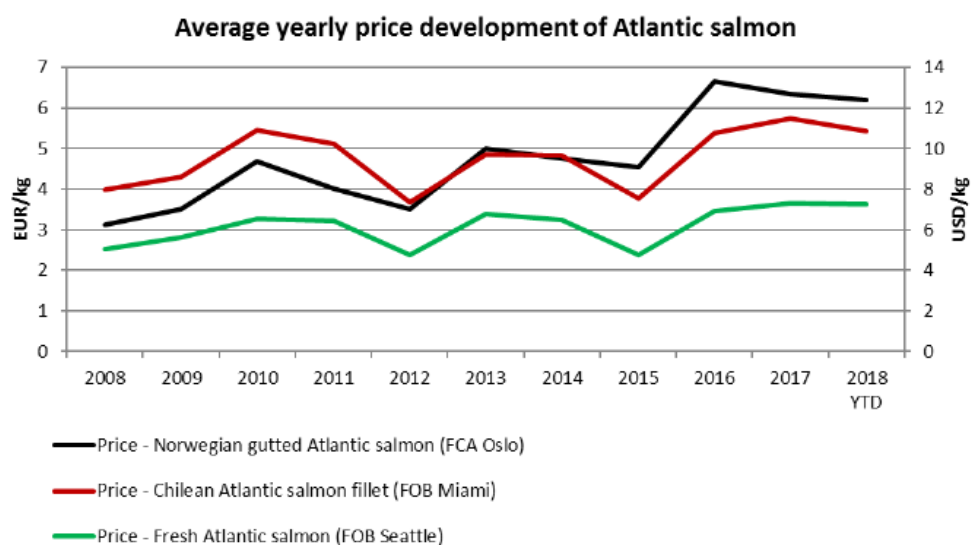
**Price neutral demand growth – historically 6-8 %**

	Global supply growth	Change in avg. price FCA Oslo
2001	15 %	-25 %
2002	8 %	-3 %
2003	7 %	-11 %
2004	6 %	7 %
2005	5 %	23 %
2006	1 %	23 %
2007	10 %	-21 %
2008	5 %	1 %
2009	3 %	12 %
2010	-4 %	35 %
2011	12 %	-17 %
2012	22 %	-10 %
2013	2 %	42 %
2014	8 %	-5 %
2015	5 %	-4 %
2016	-4 %	46 %
2017	2 %	-5 %

Analysing the data results in a linear correlation between global supply and change in the Nasdaq price from Norway. This accounted for 84% of the annual price development between 2000 and 2011. In 2012 and 2013 demand for salmon significantly overperformed.

The price correlation across regional markets is generally strong for Atlantic salmon.

Growth in global supply of Atlantic salmon is estimated at 163% in the period 2000-2017 (annual CAGR 6%), varying between -4% and 22% annually. Variation in growth rates has been the main determinant for the variation in prices.

**Historic price development (as of May 2018)**

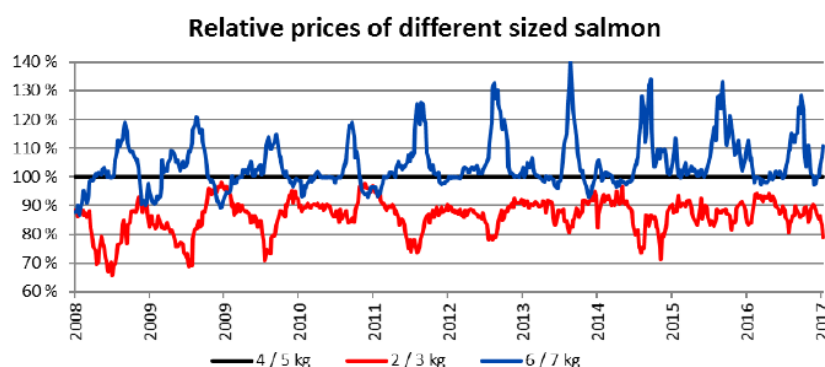
Due to the long production cycle and the short shelf life of the fresh product (about 3 weeks), the spot price clears on the basis of the overall price/quantity preference of customers.

As salmon is perishable and marketed fresh, all production in one period has to be consumed in the same period. In the short term, the production level is difficult and expensive to adjust as the planning/production cycle is three years long. Therefore, the supplied quantity is very inelastic in the short term, while demand also shifts according to the season. This has a large effect on the price volatility in the market.

Key factors affecting market price for Atlantic salmon are:

- Supply (absolute and seasonal variations)
- Demand (absolute and seasonal variations)
- Globalisation of the market (arbitrage opportunities between regional markets)
- Presence of sales contracts reducing quantity availability for the spot market
- Flexibility of market channels
- Quality
- Disease outbreaks
- Food scares

Comparing FCA Oslo, FOB Miami and FOB Seattle, there are clear indications of a global market as the prices correlate to a high degree.

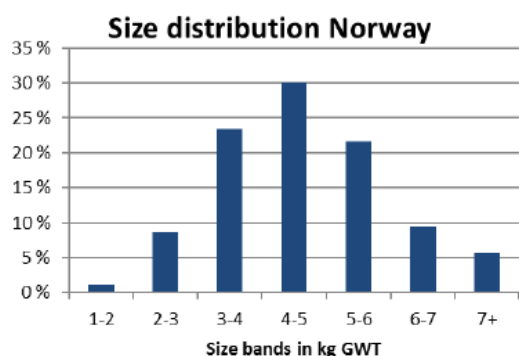
**Different sizes – different prices (Norway)**

The most normal market size for a salmon is 4/5 kg gwt. The reason for the different sized fish is mainly because salmon farming is a biological production process, where the fish has different growth cycles and the biomass represents a normal distributed size variation.

The markets for the different sizes vary, as can be seen in the above graph. The processing industry in Europe mainly uses 3-6 kg gwt but there are niche markets for small and large fish. As these markets are minor

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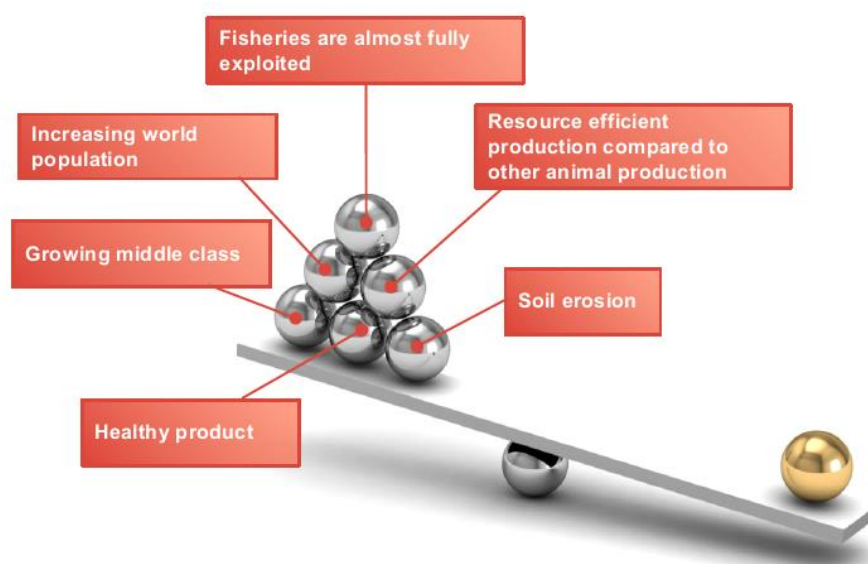
compared to the main market, they are easily disrupted if quantities become too high. Generally, small fish sizes are discounted and large sized fish are sold at premium.



In Norway over the past 5 years, we have seen a normal distribution on harvest size around the mean of 4-5 kg (gwt), where market risk and biological risk are balanced out. Drivers behind a smaller size can for instance be disease, early harvest when there is a need for cash flow or early harvest to realise ongoing capacity. Larger fish (6-7kg +) may be a result of economies of scale/lower production costs, production for niche markets or other market requirements.

## 6.3.2 Demand

### Macro demand trends



The global population is growing, resulting in an increased global demand for food. As the middle class is growing in large emerging markets, we especially expect consumption of high quality proteins to increase.

The health benefits of seafood are increasingly being promoted by global health authorities, and aquaculture is more resource efficient than agriculture.

The supply of wild fish has limited potential to meet this demand growth, and soil erosion means we need to investigate new ways of thinking about how to feed the world.

Atlantic salmon as a healthy, resource efficient and climate friendly product from the ocean fits well with these global trends.

**Resource efficient production**

Protein Retention	31 %	21 %	18 %	15 %
Energy Retention	23 %	10 %	14 %	27 %
Edible Yield	68 %	46 %	52 %	41 %
Feed Conversion Ratio (FCR)	1.1	2.2	3.0	4-10
Edible Meat pr 100 kg fed	61 kg	21 kg	17 kg	4-10 kg

To optimize resource utilization it is vital to produce animal proteins in the most efficient way. Protein resource efficiency is expressed as “Protein retention”, which is a measure of how much animal food protein is produced per unit feed protein fed to the animal. Salmon has a protein retention of 31%, which is the most efficient in comparison with chicken, pork, and cattle (see table above).

Energy retention is measured by dividing energy in edible parts by gross energy fed. Both cattle and Atlantic salmon has a high energy retention compared to pork and chicken.

The main reason why salmon convert protein and energy to body muscle and weight so efficiently is because they are cold-blooded and therefore do not have to use energy to heat their bodies. They also do not use energy standing up like land animals.

- Edible yield is calculated by dividing edible meat by total body weight. As much as 68% of Atlantic salmon is edible meat, while other protein sources have a higher level of waste or non-edible meat.
- Feed conversion ratios measure how productive the different animal protein productions are. In short, this tells us the kilograms of feed needed to increase the animal's bodyweight by one kg. Feed for Atlantic salmon is high in protein and energy which accounts for the feed conversion ratio being even more favourable for Atlantic salmon than protein and energy retention when compared with land animal protein productions.
- Edible meat per 100kg of feed fed: The combination of the FCR ratio and edible yield, gives salmon a favourably high quantity of edible meat per kg of feed fed.

**Climate friendly production**

In addition to its resource efficient production, farmed fish is also a climate friendly protein source. It is expected to become an important solution to providing the world with vitally important proteins while limiting the negative effect on the environment. There is for example less environmental impact in salmon production compared to other protein producers.

When comparing the environmental impact of farmed salmon to traditional meat production, the carbon footprint for the farmed salmon is 2.9 carbon equivalents per kilogram of edible product whilst corresponding figures are 2.7kg and 5.9kg of edible product for chicken and pork, respectively. Cattle's carbon footprint is as much as 30 carbon equivalents per kilogram of edible product.

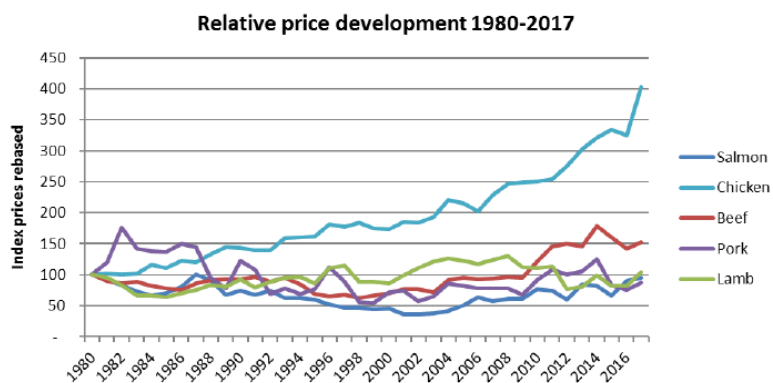
Freshwater is a renewable but limited natural resource, and human activities can cause serious damage to the surrounding environment. In Norway, farmed Atlantic salmon requires 2,000 litres per kg of fresh water in production which is significantly less than other proteins.



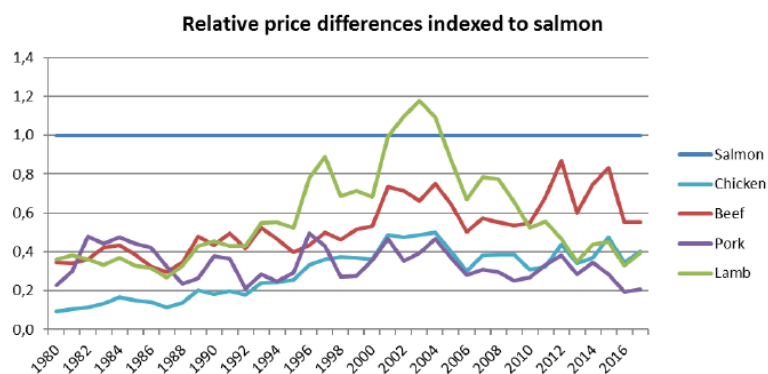
Carbon Footprint kg CO <sub>2</sub> /kg edible meat	2.9 kg	2.7 kg	5.9 kg	30 kg
Water Consumption litre/kg edible meat	2,000 litre (1)	4,300 litre	6,000 litre	15,400 litre

1) The figure reflects total water footprint for farmed salmonid fillets in Scotland, in relation to weight and content of calories, protein and fat.

## Relative price development of protein products



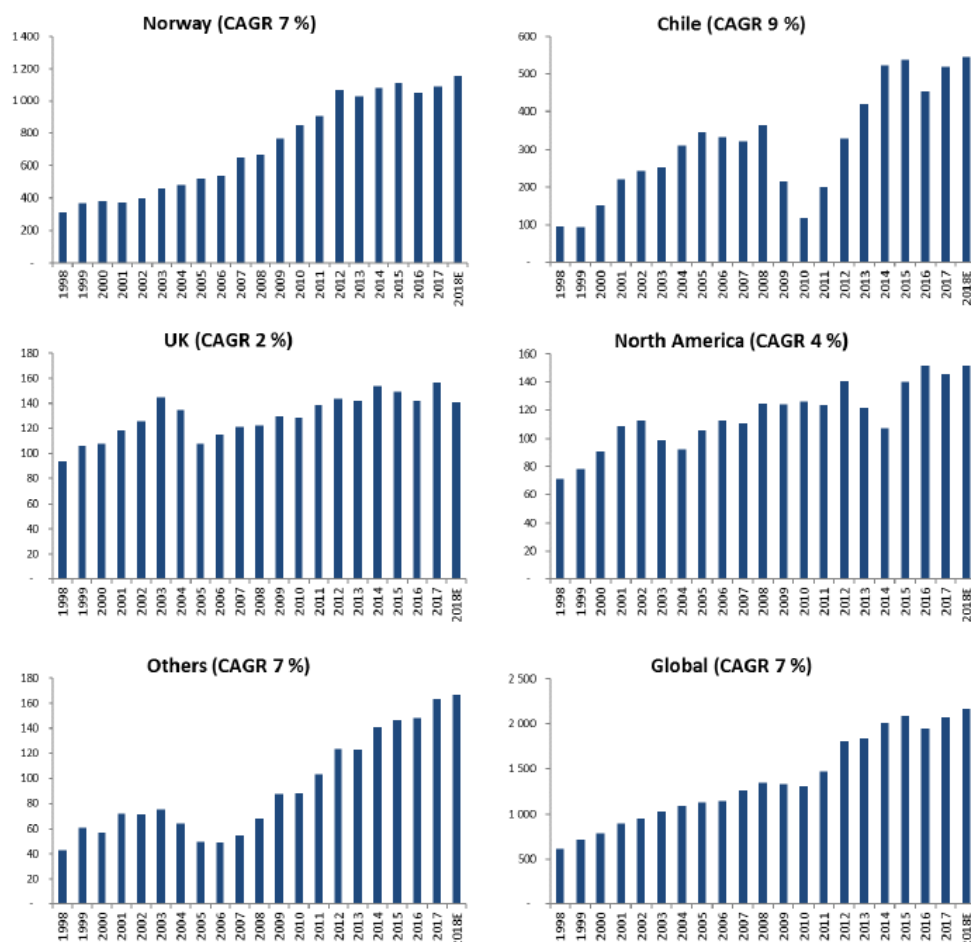
Along with some other major food sources containing animal protein, like pork and lamb, salmon has become relatively cheaper over the past few decades.



Salmon has historically always been a rather expensive product in the shelves. Only lamb has had a higher relative price.

### 6.3.3 Supply

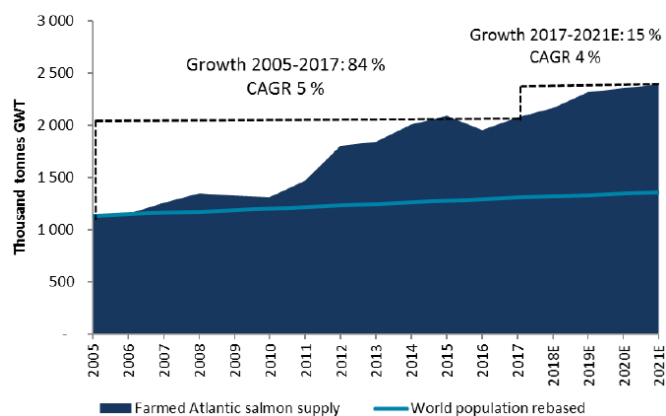
#### Total harvest of Atlantic salmon 1998-2018E



CAGR	Norway	Chile	UK	North America	Others	Total
1998-2018E	7 %	9 %	2 %	4 %	7 %	7 %
2008-2018E	6 %	4 %	1 %	2 %	9 %	5 %
2018-2021E	4 %	1 %	7 %	1 %	6 %	3 %

Figures are in thousand tonnes gwt and "Others" includes the Faroe Islands, Ireland, Tasmania, Iceland and Russia.

#### Diminishing growth expected going forward



Source: Kontali Analyse

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Supply of Atlantic salmon has increased by 417% since 1995 (annual growth of 8%). The annual growth has diminished in recent years with 5% growth in the period 2005-2017. Kontali Analyse expects growth to diminish further going forward and has projected a 4% annual growth from 2017 to 2021.

The background for this trend is that the industry has reached a production level where biological boundaries are being pushed. It is therefore expected that future growth can no longer be driven only by the industry and regulators as measures are implemented to reduce its biological footprint. This requires progress in technology, the development of improved pharmaceutical products, implementation of non-pharmaceutical techniques, improved industry regulations and intercompany cooperation.

Too rapid growth without these measures in place adversely impacts biological indicators, costs, and in turn output.

### **Few coastlines feasible for salmon farming**



The main coastal areas adopted for salmon farming are depicted on the above map. The coastlines are within certain latitude bands on the Northern and Southern Hemisphere.

A key condition is a temperature range between above zero and 18-20° C. The optimal temperature range for salmon is between 8 and 14° C.

Salmon farming also requires a certain current to allow a flow of water through the farm. The current must however be below a certain level to allow the fish to move freely around in the sites. Such conditions are typically found in waters protected by archipelagos and fjords and rule out several coastlines.

Certain biological parameters are also required to allow efficient production. The biological conditions vary significantly within the adopted areas and are prohibitive for certain other areas.

Political willingness to permit salmon farming and to regulate the industry is also required. Licence systems have been adopted in all areas where salmon farming is carried out.

## 6.4 Industry structure

The below presentation is an extract from the "Salmon Farming Industry Handbook 2018" published by Marine Harvest.

### Top 5-10 players of farmed Atlantic salmon

	Top 10 - Norway	H.Q.	Top 5 - United Kingdom	H.Q.	Top 5 - North America	H.Q.	Top 10 - Chile	H.Q.
1	Marine Harvest	210 200	Marine Harvest	60 200	Cooke Aquaculture	57 000	Salmones Multiexport	58 700
2	Salmar	135 200	Scottish Seafoods	31 000	Marine Harvest	39 400	Cermaq**	54 000
3	Lerøy Seafood	132 000	The Scottish Salmon Co.	25 300	Cermaq**	21 000	Marine Harvest	44 900
4	Cermaq**	48 000	Cooke Aquaculture	20 000	Northern Harvest	12 500	Empresas Aquachile	43 300
5	Grieg Seafood	40 900	Grieg Seafood	12 100	Grieg Seafood	9 600	Pesquera Los Fiordos	41 000
6	Nova Sea	40 700					Australis Seafood	39 100
7	Nordlaks	40 000					Camanchaca	30 800
8	Norway Royal Salmon	31 900					Blumar	27 000
9	Alsaker Fjordbruk	25 000					Nova Austral	24 500
10	Bremnes Seashore	24 000					Invermar	23 200
	Top 10	727 900	Top 5	148 600	Top 5	139 500	Top 10	386 500
	Total	1 087 000	Total	156 900	Total	145 500	Total	521 200
	Share of total	67 %	Share of total	95 %	Share of total	96 %	Share of total	74 %

Note: All figures in tonnes GWT for 2017

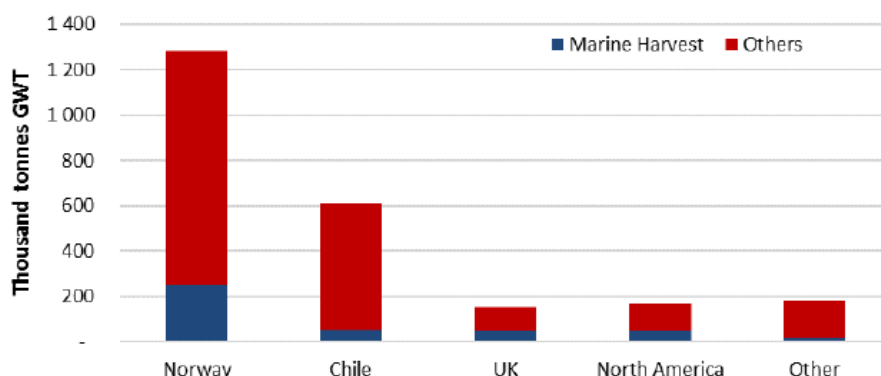
\* UK and North American industry are best described by top 5 producers.

\*\* Cermaq is a fully owned subsidiary of Mitsubishi Corporation

The Marine Harvest Group represents the largest total production and produces around one fifth of the salmon produced in Norway, and about one third of the total produced in North America and the UK.

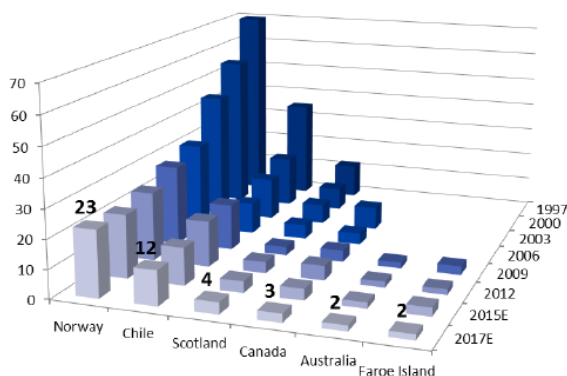
In Norway and Chile there are several other producers of a significant quantity of Atlantic salmon. In Chile, several of the companies also produce other salmonids, such as coho and large trout.

### Harvest of Atlantic salmon 2018E



2018E volumes are Marine Harvest's guiding figures

### Number of players in producing countries



The graph shows the number of players producing 80% of the farmed salmon and trout in each major producing country.

During the last decade the salmon farming industry has been through a period of consolidation in all regions and this is expected to continue.

Historically, the salmon industry has been made up by many small firms. As illustrated, this has been the case in Norway, and to some degree in Scotland and Chile.



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The higher level of fragmentation in Norway compared to Chile is the result of the Norwegian government's priority for decentralised structures and local ownership. In Chile the government place fewer demands on ownership structures in order to grow the industry faster.

There is approx. 160 companies who own commercial licenses for salmon and trout in Norway, however some of these are controlled by other companies. The total supply is produced by around 100 companies (through themselves or subsidiaries).

There are approximately 1,320 commercial licenses for the on-growing of Atlantic salmon, trout and coho in Chile. Around 90% of these are held by 20 companies with the 10 largest firms accounting for 70% of the total licenses. Only between 300-350 licenses are in operation.

## 7 Organisational structure

### 7.1 Description of group

Marine Harvest ASA is the parent company in the Marine Harvest Group and consists of corporate management.

Marine Harvest ASA is responsible for external financing of the Marine Harvest Group.

#### Marine Harvest ASA – shares in subsidiaries

COMPANY (EUR MILLION)	BUSINESS ADDRESS	DATE OF PURCHASE	OWNER- SHIP %	NUMBER OF SHARES
Marine Harvest NV	Amersfoort, Netherlands	29.12.2006	100%	225 000
Marine Harvest Holding AS	Oslo, Norway	07.04.2006	100%	590 452 360
Marine Harvest Faroes	Kollafjordur, Faroes	01.11.1999	100%	10
Morpol ASA	Oslo, Norway	30.09.2013	100%	168 009 099
Marine Harvest Kritsen SAS	Pollauouen, France	11.04.1997	100%	7 005 366
<b>Total</b>				

#### Marine Harvest Group – consolidated entities

SUBSIDIARIES - NORWAY	COUNTRY	OWNERSHIP %
Marine Harvest Fish Feed AS	Norway	100.00%
Marine Harvest Holding AS	Norway	100.00%
Marine Harvest Minority Holding AS	Norway	100.00%
Marine Harvest Norway AS	Norway	100.00%
Marine Harvest Markets Norway AS	Norway	100.00%
Marine Harvest FOU AS	Norway	100.00%
Morpol ASA	Norway	100.00%
Waynor Trading AS	Norway	100.00%
Center for Aquaculture Competence AS	Norway	33.30%

SUBSIDIARIES - AMERICAS	COUNTRY	OWNERSHIP %
Marine Harvest North America Inc.	Canada	100.00%
Marine Harvest Canada Inc.	Canada	100.00%
Marine Harvest Atlantic Canada Inc.	Canada	100.00%
Englewood Packing Company Ltd.	Canada	100.00%
Marine Harvest Chile S.A.	Chile	100.00%
Salmones Tecmar S.A.	Chile	100.00%
Procesadora De Productos Marinos Delifish S.A.	Chile	100.00%
Aquamérica International Holdings S.A.	Panama	100.00%
Panamérica International Holdings S.A.	Panama	100.00%
Salmoamérica Corp.	Panama	100.00%
Ducktrap River of Maine LLC	USA	100.00%
Marine Harvest USA Holding LLC	USA	100.00%
Marine Harvest USA LLC	USA	100.00%

SUBSIDIARIES - ASIA	COUNTRY	OWNERSHIP %
Marine Harvest China Co. Ltd.	China	100.00%
Marine Harvest Hong Kong Ltd	Hong Kong	100.00%
Marine Harvest Japan Inc	Japan	100.00%
Marine Harvest Food Service Inc	Japan	100.00%
Marine Harvest Korea Co. Ltd	Korea	100.00%
Marine Harvest Singapore Pte Ltd	Singapore	100.00%
Morpol Holdings Singapore Pte Ltd	Singapore	100.00%
Marine Harvest Taiwan Co. Ltd	Taiwan	100.00%
Amanda Foods Vietnam Ltd	Vietnam	100.00%

## Registration Document

SUBSIDIARIES - EUROPE	COUNTRY	OWNERSHIP %
Marine Harvest Pieters NV	Belgium	100.00%
Marine Harvest Central and Eastern Europe s.r.o.	Czech Republic	100.00%
Marine Harvest Faroes P/F	Faroes	100.00%
Marine Harvest VAP France SAS	France	100.00%
Marine Harvest Appétit Marine SAS	France	100.00%
Marine Harvest Boulogne SAS	France	100.00%
Marine Harvest Lorient SAS	France	100.00%
Marine Harvest Kritsen SAS	France	100.00%
Marine Harvest Rennes SAS	France	100.00%
Morpol France SAS	France	100.00%
Laschinger Seafood GmbH	Germany	100.00%
Marine Harvest DACH GmbH	Germany	100.00%
Belisco Ehf	Iceland	100.00%
Cornhlucht Iascaireachta Fanad Teoranta	Ireland	100.00%
Bradán (Maol Rua) Teoranta	Ireland	100.00%
Bradán Fanad Teoranta	Ireland	100.00%
Fanad Pettigo Teoranta	Ireland	100.00%
Feirm Farraige Oilean Chliara Teoranta	Ireland	92.03%
Silverking Seafoods Ltd	Ireland	100.00%
Marine Harvest Italia S.R.L.	Italy	100.00%
Marine Harvest NV	Netherlands	100.00%
Marine Harvest International BV	Netherlands	100.00%
Marine Harvest Holland BV	Netherlands	100.00%
Marine Harvest Sterk Holding BV	Netherlands	100.00%
Marine Harvest Sterk BV	Netherlands	100.00%
Marine Harvest Polska SA	Poland	100.00%
Morpol S.A.	Poland	100.00%
Morpol Laurin Sp. z o.o.	Poland	100.00%
Morpol Services Sp. z o.o.	Poland	100.00%
Morpol Specialities Sp. z o.o.	Poland	100.00%
Morpol Technology Sp. z o.o.	Poland	100.00%
Marine Harvest Türkiye su Ürünleri Ticaret A.Ş.	Turkey	100.00%
Marine Harvest (Scotland) Ltd	UK	100.00%
Meridian Salmon Group Ltd	UK	100.00%
Meridian Salmon Processing Ltd	UK	100.00%
Meridian Salmon Farms (Argyll) Ltd	UK	100.00%
Lakeland Smolt Ltd	UK	100.00%
Marine Harvest VAP UK Ltd	UK	100.00%
Dorseth Cleanerfish Ltd	UK	100.00%
Anglesey Aquaculture Ltd.	UK	100.00%
Marine Harvest Spain, S.L.	Spain	100.00%
Marine Harvest Sweden AB	Sweden	100.00%

**Marine Harvest Group – Investments in associated companies**

Associated companies are companies where Marine Harvest Group has a significant ownership interest, ranging from 20-50%, and where Marine Harvest Group is able to exercise significant influence.

ASSOCIATED COMPANIES (EUR MILLION)	HEAD OFFICE	OWNER-SHIP	OWNED BY
Nova Sea AS <sup>1)</sup>	Lovund	48%	Marine Harvest Holding AS
Finnøy Fisk AS	Finnøy	45%	Marine Harvest Norway AS
Vågafossen Settefisk AS <sup>2)</sup>	Vikedal	48%	Marine Harvest Norway AS
Others			
<b>Total</b>			

<sup>1)</sup> Other changes relates to foreign currency adjustments.

<sup>2)</sup> Marine Harvest purchased all shares in Vågafossen Settefisk AS during 2017. Vågafossen Settefisk AS was then merged with Marine Harvest Norway AS.

**Marine Harvest Group – Interest in joint ventures**

The Marine Harvest Group has a 50% interest in DESS Aquaculture Shipping AS, a joint venture that going forward will provide shipping services to the aquaculture industry.

## 7.2 Dependence upon other entities

As a parent company of the Group and a holding company, the Company is dependent upon the companies listed in clause 7.1. Therefore, the profit of the Company makes it dependent on the results of the operations of the Company's subsidiaries, as well as the Group's investments in associated companies and joint arrangements.

### Marine Harvest ASA – intercompany transactions

<b>INTERCOMPANY TRANSACTIONS</b> (EUR MILLION)	<b>2017</b>	<b>2016</b>	<b>2015</b>
<i>Intercompany receivables and liabilities</i>			
Intercompany non-current receivables	413.7	470.2	465.8
<b>Net intercompany non-current receivables</b>	<b>413.7</b>	<b>470.2</b>	<b>465.8</b>
Intercompany current receivables	760.6	856.2	832.3
Intercompany current liabilities	-520.9	-449.3	-260.3
<b>Net intercompany current receivables</b>	<b>239.7</b>	<b>406.8</b>	<b>572.0</b>
<b>Total net intercompany balances</b>	<b>653.4</b>	<b>877.1</b>	<b>1 037.8</b>
<b>Management fee, net invoiced subsidiaries</b>	<b>20.1</b>	<b>18.1</b>	<b>12.9</b>
<i>Group internal financial income and expense</i>			
Dividend from subsidiaries	—	54.7	20.7
Interest income group companies	26.4	28.2	27.0
Interest expense group companies	-0.6	-0.3	-0.6
Group contribution <sup>1)</sup>	316.0	383.1	268.1

1) The Group contribution mainly comes from Marine Harvest Norway AS.

### Marine Harvest ASA – assets pledged as security and guarantee liabilities

<b>ASSETS PLEDGED AS SECURITY AND GUARANTEE LIABILITIES</b> (EUR MILLION)	<b>2017</b>	<b>2016</b>	<b>2015</b>
<b>Secured Group debt</b>	<b>469.6</b>	<b>217.4</b>	<b>326.0</b>
<i>Carrying amount of assets pledged as security</i>			
Receivables	1 040.5	1 263.8	1 178.0
Other (shares in subsidiaries)	2 396.6	2 432.6	2 432.5
<b>Total carrying amount of assets pledged as security</b>	<b>3 437.1</b>	<b>3 696.4</b>	<b>3 610.5</b>
Guarantee liabilities <sup>1)</sup>	9.5	16.5	14.5
<b>Nominal value of guarantee liabilities</b>	<b>9.5</b>	<b>16.5</b>	<b>14.5</b>

1) In addition Marine Harvest ASA has provided an ultimate parent company guarantee for commitments that may arise under the contract with the main supplier to the construction of the new feed factory in Scotland.

## **8 Trend information**

### ***8.1 Statement of no material adverse change***

There has been no material adverse change in the prospects of the Issuer since the date of their last published audited financial statements. See clause 11.6.

## 9 Administrative, management and supervisory bodies

### 9.1 Information about persons

#### Board of Directors

Name	Position	Business address
<b>Ole-Eirik Lerøy</b>	Chairman	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Lisbet K. Nærø</b>	Deputy Chair	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Cecilie Fredriksen</b>	Board member	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Kristian Melhuus</b>	Board member	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Paul Mulligan</b>	Board member	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Jean-Pierre Bienfait</b>	Board member	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Birgitte Ringstad Vartdal</b>	Board member	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Unni Sværen</b>	Board member	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Jørgen Wenggaard</b>	Board member	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Anders Sæther</b>	Board member	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway

#### **Ole-Eirik Lerøy**

*Born:* 1959

*Education:* Educated at the Norwegian School of Management 1980-84. AFF management program 1992.

*Background:* Former CEO in Lerøy Seafood Group ASA 1991-2008, former Chairman of the Norwegian Seafood Federation (FHL) and former chairman of the board of the Norwegian Seafood Export Council (NSEC). Mr. Lerøy has broad experience from the seafood industry. He is member of the board of the International Groundfish Forum.

#### **Lisbet K. Nærø**

*Born:* 1963

*Position:* CEO Fana Sparebank

*Education:* MBA from UCF Florida (2000), Master of Science in Business Norwegian School of Economics (1988) AMP from Harvard Business School (2008)

*Background:* Former CEO in Tide ASA and BN Bank ASA. Wide comprehensive experience from banking and financial services as CFO in SpareBank 1 SR-Bank, Fjordline/BNR ASA and Sparebanken Vest.

#### **Cecilie Fredriksen**

*Born:* 1983

*Position:* Frontline Corporate Services Ltd

*Education:* Bachelor of Business and Science from London Metropolitan University

*Background:* Fredriksen is member of the board of Aktiv Kapital ASA.

#### **Kristian Melhuus**

*Born:* 1981

*Position:* Director of Seatankers Management Norway AS

*Education:* MSc in Industrial Economics and technology Management from the Norwegian University of Science and Technology (NTNU), and has also studied Finance, Derivatives and Econometrics at the University of Karlsruhe.

*Background:* Before working in Seatankers he has among other things held the position as Investment Director in HitecVision (2013-2016), CFO/COO of Liquid Barcodes (2008-2013) and analyst at ABG Sundal Collier (2006-2008).

#### **Paul Mulligan**

*Born:* 1969

*Position:* President Coca-Cola Refreshments

*Education:* Degree in Economics (University College Dublin, Ireland), a Masters in Accounting and Finance (Dublin City University) and completed the chartered accounting exams while with KPMG in Ireland.

## Registration Document

**Background:** More than 20 years of experience in the Coca-Cola Company. Before taking the position as President of Coca-Cola Refreshments, he was most recently Region Director responsible for The Coca-Cola Company Bottling Investments Group's (BIG) operations in Japan and Latin America, serving on the Board of Directors of the Tokyo Coca-Cola Bottling Company, the Tone Coca-Cola Bottling Company (Japan) and Solar Coca-Cola Bottling Company (Brazil) with operational accountability for six Coca-Cola Franchises across Japan and Latin America. Prior to his Coca-Cola experience, Paul worked in audit and tax with KPMG in Ireland and USA.

### **Jean-Pierre Bienfait**

**Born:** 1963

**Position:** COO MAKRO Thailand

**Education:** Master of Law degree from Utrecht University, the Netherlands, and a Master of Business Administration from Columbia University, New York. He participated in the Advanced Management Program at the Harvard Business School during 2013.

**Background:** From 1991 to 2013 he worked in Food Retail and Food Service at SHV MAKRO and METRO GROUP where he assumed increasingly senior international management positions, mostly in Asia. He worked as Operations Director MAKRO Indonesia, CEO MAKRO China, VP Operations METRO China and CEO METRO Egypt and the Netherlands. After a period at Unilever he returned to Food Retail as COO MAKRO Thailand responsible for Asian expansion.

### **Birgitte Ringstad Vartdal**

**Born:** 1977

**Position:** CEO Golden Ocean Management

**Education:** Degree of Siv.Ing. (MSc) in Physics and Mathematics from the Norwegian University of Science and Technology (NTNU) and an MSc in Financial Mathematics from Heriot-Watt University, Scotland.

**Background:** CFO Golden Ocean Management 2010-2016. Before that, Birgitte held various positions in the Torvald Klaveness Group and Hydro Energy.

### **Unni Sværen**

**Born:** 1971

**Position:** Long-term planner, Marine Harvest Markets

**Education:** Master of Science in Business, specialized in internationalization, from Bodø Graduate School of Business

**Background:** She has worked in the company since 1996. Started in Hydro Seafood Sales and later Marine Harvest with logistics, planning and sales. Unni has also held the position of Value Chain Manager within the company, including responsibility for all spot sales within Marine Harvest Norway, planning and logistics.

### **Jørgen Wenggaard**

**Born:** 1991

**Position:** Fish farmer at seawater site Haverøy and employee representative for all fish farmers in Region South.

**Education:** Tekniske- og allmenne fag (TAF Marin) at Fusa Vgs (2007-2011), Certificate of completion as a fish farmer in 2011, currently finishing the part-time course in Aquaculture Operations and Management at the MH University.

**Background:** Started his career at a freshwater site as an apprentice in 2007 and has also worked with Sea bass and Sea Bream for a short period during his apprenticeship. Joined Marine Harvest in 2013 as a fish farmer at Haverøy. Holds various Board positions in Fellesforbundet and the Vocational Training Office for Fisheries.

### **Anders Sæther**

**Born:** 1971

**Position:** Quality Manager, Marine Harvest Norway AS, Region Mid

**Education:** Degree of Siv.Ing. (MSc) in Mechanical Engineering from the Norwegian University of Science and Technology (NTNU), Department of Production and Quality Engineering.

**Background:** He has worked in the company since 1999, and has held various positions in both Marine Harvest and Hydro Seafood: Quality & Technical Manager (2014-2017), Quality & HSE Manager (2005-2014), Quality Manager (2002-2005), Site Manager at the seafarm Ilsøya (1999-2002). Has also experience from various technical projects and trials; new cage systems, new wellboats, new deloucing systems etc.

## Management

Name	Position	Business address
<b>Alf-Helge Aarskog</b>	Chief Executive Officer	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Ivan Vindheim</b>	Chief Financial Officer	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Per-Roar Gjerde</b>	Chief Operating Officer Farming	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway

Registration Document

<b>Ola Brattvoll</b>	Chief Operating Officer Sales and Marketing	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Ben Hadfield</b>	Chief Operating Officer Fish Feed	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Øyvind Oaland</b>	Global Director R&D	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Glenn Flanders</b>	Chief Strategy Officer	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Anne Lorgen Riise</b>	Group Director HR	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway
<b>Kristine Gramstad Wedler</b>	Chief Communications Officer	Marine Harvest ASA, Sandviksbodene 77 A/B, N-5035 Bergen, Norway

**Alf-Helge Aarskog**

*Born:* 1967

*Education:* Mr. Aarskog holds a master degree in Aquaculture from the Norwegian University of Life Sciences.

*Background:* Mr. Aarskog has broad experience in the seafood industry:

- CEO of Lerøy Seafood Group ASA, 2009 - 2010
- Executive Vice President of Lerøy Seafood Group ASA, 2007 - 2009
- Managing Director of Lerøy Midnor AS, 2004 - 2007
- Head of Production at Fjord Seafood ASA, 2002 - 2004
- Various positions at Felleskjøpet Fiskefôr AS, Frøya Holding, Hydro Seafood and Atlantic Salmon of Maine, until 2002

**Ivan Vindheim**

*Born:* 1971

*Education:* Mr. Vindheim has a MSc in Business and an MBA from the Norwegian School of Economics. He is also a State Authorized Public Accountant and Certified European Financial Analyst.

*Background:* Mr. Vindheim has experience from various executive positions:

- CFO of Lerøy Seafood Group, 2008 - 2012
- Vice President of Finance at Rolls-Royce, 2005 - 2008
- Senior Manager within auditing and corporate finance at Deloitte, 1996 - 2005

**Per-Roar Gjerde**

*Born:* 1967

*Education:* Mr. Gjerde is a graduate of the Norwegian School of Economics and Business Administration.

*Background:* Mr. Gjerde has extensive experience within salmon farming and sales:

- Managing Director of Marine Harvest Chile, 2016 - 2017
- Director of Region West in Marine Harvest Norway AS, 2007 - 2016
- Controller at Fjord Seafood Norway, 2002 - 2007
- Financial adviser at Sparebanken Vest, 1996 - 2002
- Sales at Domstein Salmon, 1994 - 1996

**Ola Brattvoll**

*Born:* 1967

*Education:* Mr. Brattvoll holds a degree in fisheries from the Norwegian College of Fishery Science, University of Tromsø.

*Background:* Mr. Brattvoll has comprehensive experience within marketing and sales:

- Vice President at Hallvard Lerøy AS, 2010
- Market Director at Hallvard Lerøy AS, 2008 - 2010
- Market Director Japan at Hallvard Lerøy AS, 2006 - 2008
- Head of the Norwegian Seafood Export Council's Tokyo office, 2002 - 2006
- Market manager at the Norwegian Seafood Export Council's head office, 1995 - 2002

**Ben Hadfield**

*Born:* 1976

*Education:* Mr. Hadfield holds a BSc in Environmental Geoscience from the University of Sheffield and an MSc in Pollution Control and Environmental Management from the University of Manchester.

*Background:* Mr. Hadfield has considerable experience within farming:

- Technical Chair of the Scottish Salmon Producers' Organization, 2012 - 2013
- Production Manager at Marine Harvest Scotland, 2007 - 2013
- Technical & HSEQ Manager at Marine Harvest Scotland, 2004 - 2007
- Environmental Manager at Marine Harvest Scotland, 2000 - 2004



**Øyvind Oaland**

*Born:* 1970

*Education:* Mr. Oaland holds a degree in veterinary medicine from the Norwegian School of Veterinary Science.

*Background:* Mr. Oaland has held various positions within fish health, food safety and quality within Marine Harvest and also holds various board positions in the industry:

- Chair of the Board of the Centre for Aquaculture Competence (CAC), since 2014
- Deputy Board Member of the Norwegian Seafood Research Fund (FHF), since 2014
- Vice President Food Safety & Quality at Marine Harvest ASA, 2005 - 2008
- Fish Health and Quality Manager at Marine Harvest Norway 2002 - 2005
- Fish Health Manager at Marine Harvest Norway, 2000 - 2002

**Glenn Flanders**

*Born:* 1970

*Education:* Mr. Flanders holds a BSc in Accounting from University of Southern Maine.

*Background:* Mr. Flanders has 20 years of business experience including consultancy, finance and executive management in aquaculture:

- Co-Managing Partner of Cuna del Mar LP, 2010 - 2016
- President of Compass Consulting Inc., 2004 - 2010
- Manager of Finance in Fjord Seafood USA, 2001 - 2004
- Assistant Controller and Senior Financial Analyst at Atlantic Salmon of Maine and ContiSea LLC, 1998 - 2001

**Anne Lorgen Riise**

*Born:* 1971

*Education:* Ms. Riise holds a master's degree in law from the University of Bergen and Oxford Brookes University.

*Background:* Ms. Riise has held various HR positions and also practiced as a lawyer:

- VP HR Europe and General Counsel for Ceragon (Nera) Networks, 2007 - 2012
- Lawyer at Lawfirm Alfheim & Hansen, 2004 - 2007
- Advisor at the Norwegian Ministry of Foreign Affairs, 2000 - 2002

**Kristine Gramstad Wedler**

*Born:* 1978

*Education:* Ms. Gramstad holds a master's degree in change management from the University of Stavanger and a bachelor's degree in European studies from the University of Oslo.

*Background:* Ms. Gramstad has various political experience:

- State Secretary in the Norwegian Ministry of Fisheries and Coastal Affairs, 2011 - 2013
- Labor Party Group Leader on Rogaland County Council, 2007 - 2011

## ***9.2 Administrative, management and supervisory bodies conflicts of interest***

There are no potential conflicts of interest between any duties to the Issuer of the persons referred to in item 9.1 and their private interests and or other duties.

## 10 Major shareholders

### 10.1 Ownership

The share capital of Marine Harvest ASA is NOK 3,746,598,577.50 divided into 499,546,477 shares at a nominal value of NOK 7.50 each.

An overview of the Company's 20 largest shareholders as of 29 October 2018 is set out in the table below:

Investor	Number of shares	% of top 20	% of total	Type	Country
GEVERAN TRADING CO LTD	71,607,531	28.31%	14.33%	Comp.	CYP
FOLKETRYGDFONDET	31,918,686	12.62%	6.39%	Comp.	NOR
CLEARSTREAM BANKING S.A.	26,047,140	10.30%	5.21%	Nom.	LUX
JUPITER EUROPEAN FUND	11,795,670	4.66%	2.36%	Comp.	GBR
STATE STREET BANK AND TRUST COMP	11,373,445	4.50%	2.28%	Nom.	USA
STATE STREET BANK AND TRUST COMP	10,804,086	4.27%	2.16%	Nom.	CAN
STATE STREET BANK AND TRUST COMP	9,585,289	3.79%	1.92%	Nom.	USA
CITIBANK, N.A.	8,564,911	3.39%	1.71%	Nom.	USA
STATE STREET BANK AND TRUST COMP	8,265,623	3.27%	1.65%	Nom.	USA
STATE STREET BANK AND TRUST COMP	8,200,737	3.24%	1.64%	Nom.	USA
JPMORGAN CHASE BANK, N.A., LONDON	7,404,469	2.93%	1.48%	Nom.	GBR
UBS SWITZERLAND AG	6,900,462	2.73%	1.38%	Nom.	CHE
JPMORGAN CHASE BANK, N.A., LONDON	5,986,400	2.37%	1.20%	Nom.	USA
THE BANK OF NEW YORK MELLON SA/NV	5,825,392	2.30%	1.17%	Nom.	NLD
GEVERAN TRADING CO LTD	5,444,072	2.15%	1.09%	Comp.	CYP
THE NORTHERN TRUST COMP, LONDON BR	5,048,678	2.00%	1.01%	Nom.	GBR
JPMORGAN CHASE BANK, N.A., LONDON	4,594,811	1.82%	0.92%	Nom.	GBR
J.P. MORGAN BANK LUXEMBOURG S.A.	4,553,481	1.80%	0.91%	Nom.	LUX
EUROCLEAR BANK S.A./N.V.	4,502,025	1.78%	0.90%	Nom.	BEL
JPMORGAN CHASE BANK, N.A., LONDON	4,491,513	1.78%	0.90%	Nom.	GBR
<b>Total number owned by top 20</b>	<b>252,914,421</b>	<b>100%</b>	<b>50.63%</b>		
<b>Total number of shares</b>	<b>499,546,477</b>		<b>100%</b>		

### 10.2 Change in control of the issuer

There are no arrangements, known to the Issuer, the operation of which may at a subsequent date result in a change in control of the Issuer.

# 11 Financial information concerning the Company's assets and liabilities, financial position and profits and losses

## 11.1 Historical Financial Information

The separate financial statements of Marine Harvest ASA have been prepared in accordance with the Norwegian Accounting Act from 1988 and Generally Accepted Accounting Principles in Norway.

The financial statements for Marine Harvest Group have been prepared in accordance with International Financial Reporting Standards and interpretations issued by the International Accounting Standards Board (IASB) as adopted by the EU (EU-IFRS).

The accounting policies of the Company and the Group are shown in the Annual Report 2017, page 212 note 1 and page 152 note 2, respectively.

According to the Commission Regulation (EC) No 809/2004 of 29 April 2004 implementing Directive 2003/71/EC of the European Parliament and of the Council, information in a prospectus may be incorporated by reference. Because of the complexity in the historical financial information and financial statements this information is incorporated by reference to the [Annual Report 2017](#) and the [Annual Report 2016](#), available at the webpage of the Company (<http://marineharvest.no/investor/annual-reports/>). Please see Cross Reference List for complete references.

Historical financial information is available on the pages shown below.

	Annual Report	
	2017*)	2016*)
<b>Marine Harvest ASA</b>	Page(s)	Page(s)
Statement of profit and loss	208	217
Statement of financial position	209	218
Statement of cash flow	211	220
Notes	212 - 223	221 - 232
<b>Group</b>		
Statement of comprehensive income	146	159
Statement of financial position	147	160
Statement of cash flows	151	164
Notes	152 - 206	165 - 215

\*) including comparative figures for previous year

## 11.2 Financial statements

See section 11.1 Historical Financial Information.

## 11.3 Auditing of historical annual financial information

### 11.3.1 Statement of audited historical financial information

The historical financial information for 2016 and 2017 has been audited.

A statement of audited historical financial information is given in the Annual Report 2017 page 225 and Annual Report 2016 page 234, available at the [webpage of the Company](#) (<http://marineharvest.no/investor/annual-reports/>). Please see Cross Reference List for complete references.

### **11.4 Legal and arbitration proceedings**

After having approved the takeover of Morpol ASA by Marine Harvest ASA on September 30, 2013, the European Commission informed Marine Harvest ASA that it was investigating whether Marine Harvest ASA has committed an infringement of the suspension obligation and of the notification requirement under the EU Merger Regulation by acquiring an initial shareholding in Morpol ASA, before the related acquisition was notified to and approved by the European Commission. On March 31, 2014 the European Commission issued a statement of objections, informing Marine Harvest ASA of the objections that have been raised. On July 23, Marine Harvest ASA was advised that the Commission had decided to impose a fine in the amount of EUR 20 million as a consequence of an alleged breach of the provisions of the EU Merger Regulations. Marine Harvest ASA decided to appeal the European Commission's decision to fine the Company. The judgment of the general court was received October 26, 2017. The initial decision to fine Marine Harvest of EUR 20 million was maintained by the European Commission. The judgment of the General Court has been appealed to the EU Court of Justice, which issues a final non-appealable judgment/decision. A final judgment from the EU Court of Justice is expected at the end of 2020. Following the decision by the EU General Court in October 2017, Marine Harvest has paid the fine of EUR 20 million. The amount will be refunded if the final decision by the EU Court of Justice is in Marine Harvest's favor.

Other than the above, there has not been any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), during a period covering at least the previous 12 months which may have, or have had in the recent past a significant effect on the Issuer and/or the Group's financial position or profitability.

### **11.5 Significant change in the financial or trading position**

There has been no significant change in the financial or trading position of the Group which has occurred since the end of the last financial period for which either audited financial information or interim financial information have been published.

## **12 Documents on display**

The following documents (or copies thereof) may be inspected for the life of the Registration Document at the headquarters of the Company, Sandviksbodene 77 A/B, N-5035 Bergen, Norway:

- (a) articles of association of the Company;
- (b) all reports, letters, and other documents, historical financial information, valuations and statements prepared by any expert at the Company's request, any part of which is included or referred to in the Registration Document;
- (c) the historical financial information of the Company and its subsidiaries, for each of the two financial years preceding the publication of the Registration Document.

## Cross Reference List

Reference in Registration Document	Refers to	Details
11.1 Historical Financial Information	Annual Report 2017, available at <a href="http://marineharvest.no/investor/annual-reports/">http://marineharvest.no/investor/annual-reports/</a>	Accounting policies, page 152 note 2 (the Group) and page 212 note 1 (the Company)
	Annual Report 2017, available at <a href="http://marineharvest.no/investor/annual-reports/">http://marineharvest.no/investor/annual-reports/</a>	Marine Harvest ASA: Statement of profit and loss, page 208 Statement of financial position, page 209 Statement of cash flow, page 211 Notes, pages 212-223  Group: Statement of comprehensive income, page 146 Statement of financial position, page 147 Statement of cash flows, page 151 Notes, pages 152-206
	Annual Report 2016, available at <a href="http://marineharvest.no/investor/annual-reports/">http://marineharvest.no/investor/annual-reports/</a>	Marine Harvest ASA: Statement of profit and loss, page 217 Statement of financial position, page 218 Statement of cash flow, page 220 Notes, pages 221-232  Group: Statement of comprehensive income, page 159 Statement of financial position, page 160 Statement of cash flows, page 164 Notes, pages 165-215
11.3.1 Statement of audited historical financial information	Annual Report 2017, available at <a href="http://marineharvest.no/investor/annual-reports/">http://marineharvest.no/investor/annual-reports/</a>	Auditor's report, page 225
	Annual Report 2016, available at <a href="http://marineharvest.no/investor/annual-reports/">http://marineharvest.no/investor/annual-reports/</a>	Auditor's report, page 234

References to the above mentioned documents are limited to information given in "Details", e.g. that the non-incorporated parts are either not relevant for the investor or covered elsewhere in the prospectus.

## Joint Lead Managers' disclaimer

ABN AMRO Bank N.V., Coöperatieve Rabobank U.A., Danske Bank A/S Norwegian branch, DNB Bank ASA, Nordea Bank AB (publ) Norwegian branch and Skandinaviska Enskilda Banken AB (publ), the Joint Lead Managers, have assisted the Company in preparing the Registration Document. The Joint Lead Managers have not verified the information contained herein. Accordingly, no representation, warranty or undertaking, express or implied, is made and the Joint Lead Managers expressly disclaim any legal or financial liability as to the accuracy or completeness of the information contained in this Registration Document or any other information supplied in connection with the issuance or distribution of bonds by Marine Harvest ASA.

This Registration Document is subject to the general business terms of the Joint Lead Managers, available at their respective websites. Confidentiality rules and internal rules restricting the exchange of information between different parts of the Joint Lead Managers may prevent employees of the Joint Lead Managers who are preparing this Registration Document from utilizing or being aware of information available to the Joint Lead Managers and/or any of their affiliated companies and which may be relevant to the recipient's decisions.

Each person receiving this Registration Document acknowledges that such person has not relied on the Joint Lead Managers, nor on any person affiliated with it in connection with its investigation of the accuracy of such information or its investment decision.

Amsterdam / Utrecht / Oslo, 15 November 2018

ABN AMRO Bank N.V.  
([www.abnamro.com](http://www.abnamro.com))

Coöperatieve Rabobank U.A.  
([www.rabobank.com](http://www.rabobank.com))

Danske Bank A/S, Norwegian  
branch  
([www.danskebank.no](http://www.danskebank.no))

DNB Bank ASA  
([www.dnb.no](http://www.dnb.no))

Nordea Bank AB (publ), Norwegian  
branch  
([www.nordea.no](http://www.nordea.no))

Skandinaviska Enskilda Banken AB  
(publ)  
([www.seb.no](http://www.seb.no))

## **Annex 1 Articles of Association of the Company**

## **Articles of Association Marine Harvest ASA**

*Last amended 19 November 2018*

### **§ 1**

The name of the company is Marine Harvest ASA. The company is a public limited company.

### **§ 2**

The registered office of the company shall be in Bergen municipality.

### **§ 3**

The object of the company is production, refinement, sale and distribution of seafood and goods used in seafood production, either directly or through participation in other companies and hereto-related activities.

### **§ 4**

The share capital is NOK 3,749,039,490 divided into 499,871,932 shares at a nominal value of NOK 7.5 each.

### **§ 5**

The board of directors shall consist of 6 to 12 members. The board members shall be elected for a period of two years. The chairman and the vice chairman of the board shall be elected by the shareholders' meeting.

### **§ 6**

The company shall have a nominating committee consisting of three members which shall be elected by the shareholders' meeting. The Chairman of the nomination committee shall be elected by the shareholders' meeting. The nominating committee shall be elected for a period of two years. The nominating committee shall submit its recommendations to the shareholders' meeting. The nominating committee's recommendation shall also include recommendations regarding remuneration to the members of the board. The shareholders' meeting may resolve directives for the nominating committee's work.

### **§ 7**

The signature of the company is held by the CEO and chairman of the board jointly or by two board members jointly.

The board may grant power of procuration.

### **§ 8**

The agenda of an ordinary shareholders' meeting shall include:



1. The board's annual report.
2. Approval of financial statement and balance sheet.
3. Allocation of profit or coverage of deficit in accordance with the declared dividend and balance sheet.
4. Other matters which according to law or the company's articles of association shall be decided by the shareholders' meeting and are mentioned in the summons

Shareholders may cast their votes in writing prior to the Company's general meetings. Such votes can also be cast by use of electronic communication. The permission to cast an advance vote requires the presence of an adequate method for authenticating the sender. The board determines whether an adequate method is present prior to each general meeting. The board may adopt more detailed guidelines for advance voting. It must be stated in the notice of each general meeting whether advance voting is permitted and which guidelines, if any, are resolved for such voting.

## **§ 9**

When documents concerning matters to be discussed at the general meeting are made available to the shareholders on the Company's website, the requirement in the Public Companies Act that such documents shall be sent to the shareholders shall not apply. This also applies to documents which, according to law, shall be included or enclosed to the notice of the general meeting. A shareholder may nonetheless request hard copies of such documents to be sent to him. The Company cannot claim any form of compensation for sending the documents to the shareholders.

## **§ 10**

The provisions of the Companies Act, as they may from time to time be amended, shall apply.