

# Notice of Annual General Meeting

## DnB NOR ASA

### Tuesday, 21 April 2009 in Oslo

Shareholders in DnB NOR ASA are invited to attend the Annual General Meeting to be held at 6.00 pm on Tuesday, 21 April 2009 at DnB NOR's premises in Kirkegt. 21, Oslo, Norway. The General Meeting will be opened and presided over by the chairman of the Supervisory Board, cf. Section 5-12 of the Norwegian Public Limited Companies Act, first subsection, and article 7-2 of the Articles of Association.

**Agenda:**

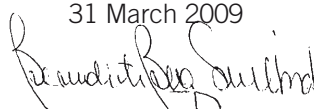
1. Approval of remuneration rates for members of the Supervisory Board, Control Committee and Election Committee.
2. Approval of the auditor's remuneration.
3. Approval of the 2008 annual report and accounts, including the distribution of dividends and group contributions.
4. Election of ten members and fifteen deputies to the Supervisory Board.
5. Election of four members and two deputies to the Control Committee, as well as the committee chairman and vice-chairman.
6. Statement from the Board of Directors in connection with remuneration to senior executives.

1 332 653 615 shares have been issued in DnB NOR ASA. Each share carries one vote at the General Meeting. All shareholders have a right to attend the General Meeting, either in person or by proxy. Shareholders, or their proxies, who wish to attend the Annual General Meeting must notify DnB NOR Bank ASA, ensuring that the bank receives notice no later than 4.00 pm on Friday, 17 April 2009. Mailing address: DnB NOR Bank ASA, Registrar's Department, NO-0021 Oslo, Norway. Attendance can also be registered by fax, no. +47 22 48 11 71. Please use the enclosed registration and proxy forms. Attendance or the appointment of a proxy can also be registered electronically through Investor Services or via DnB NOR's web page [www.dnbnor.com/agm](http://www.dnbnor.com/agm). Here you will also find the company's annual report.

Shareholders may submit their requests for the inclusion of individual items on the agenda for the Annual General Meeting via the company's web page [www.dnbnor.com/agm](http://www.dnbnor.com/agm), cf. Sections 5-11 and 5-14 of the Norwegian Public Limited Companies Act.

For administrative reasons, voting slips must be collected at the place of meeting no later than 6.00 pm.

31 March 2009



Benedicte Berg Schilbred

*Chairman of the Supervisory Board*

# Details on items on the agenda

## 1 Approval of remuneration rates for members of the Supervisory Board, Control Committee and Election Committee

Pursuant to article 7-3 of the company's Articles of Association, remuneration to the Supervisory Board, Control Committee and Election Committee must be approved by the Annual General Meeting, based on a proposal from the Election Committee, which consists of Eldbjørg Løwer, Per Otterdahl Møller, Benedicte Berg Schilbred (chairman), Arthur Sletteberg and Reier Ola Sjøberg.

The Election Committee has reviewed the remuneration rates. The chairman of the Election Committee did not participate in discussions regarding the remuneration to the chairman of the Supervisory Board. It has been proposed not to increase the remuneration to the Supervisory Board, Control Committee and Election Committee in DnB NOR ASA.

The committee bases its recommendation on the fact that the group chief executive has refrained from bonus payments for 2008 as well as nominal salary increases in 2009. In connection with the establishment of the State Finance Fund, the government has stipulated terms which restrict executive salaries and bonus payments in banks availing themselves of the offer to receive core capital. The Board of Directors of DnB NOR ASA has recommended no dividend distribution to shareholders for 2008. Nor will there be any general bonus allocation to the Group's employees for 2008.

### Remuneration to the Supervisory Board:

No changes have been proposed in remuneration rates for the chairman, members and deputy members of the Supervisory Board.

The vice-chairman and any other person selected to chair a Supervisory Board meeting or General Meeting will receive double the ordinary Supervisory Board remuneration per meeting.

Remuneration rates for the Supervisory Board – last changed in 2008:

Chairman (per annum):	NOK	55 000
Members/deputies (per meeting):	NOK	3 000

### Remuneration to the Control Committee:

No changes have been proposed in remuneration rates for the chairman, vice-chairman, members and deputy members of the Control Committee for 2009.

Remuneration rates (per annum) for the Control Committee – last changed in 2008:

Chairman:	NOK	305 000
Vice-chairman:	NOK	220 000
Members/deputies:	NOK	190 000

### Remuneration to the Election Committee:

No changes have been proposed in remuneration rates for the chairman and members of the Election Committee for 2009.

Remuneration rates for the Election Committee – last changed in 2004

Chairman/members (per meeting):	NOK	3 000
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Proposed resolution:

*The General Meeting hereby approves the Election Committee's proposal for remuneration rates for the Supervisory Board, Control Committee and Election Committee.*

## 2 Approval of the auditor's remuneration

Pursuant to Section 7-1 of the Norwegian Public Limited Companies Act, second subsection, and article 7-3 of the company's Articles of Association, remuneration to the auditor must be approved by the General Meeting. The Audit Committee has considered the remuneration and presented its recommendation to the Board of Directors. At its meeting on 16 March 2009, the Board of Directors agreed on the following proposal:

“The Board of Directors of DnB NOR ASA recommends that the Annual General Meeting approve the statutory auditor's remuneration for 2008 of NOK 575 000 for DnB NOR ASA.”

The remuneration for the statutory audit of DnB NOR ASA has increased by approximately 23 per cent compared with the remuneration for 2007, mainly due to changes in the audit model for the DnB NOR Group.

Proposed resolution:

*The General Meeting hereby approves the auditor's remuneration for 2008.*

### **3 Approval of the 2008 annual report and accounts, including the distribution of dividends and group contributions**

Reference is made to the 2008 annual report. In accordance with Section 6-37 of the Norwegian Public Limited Companies Act, third subsection, and article 4-4, items 3 and 4, of the company's Articles of Association, the Supervisory Board must submit a statement to the General Meeting regarding the approval of:

- the Board of Directors' proposal for the income statement and balance sheet, possibly also the consolidated income statement and balance sheet
- the Board of Directors' proposal for the allocation of the profit for the year, including the distribution of dividends and group contributions.

At its meeting on 25 March 2009, the Supervisory Board agreed on the following statement to the General Meeting:

"The Supervisory Board of DnB NOR ASA has examined the company's annual accounts, directors' report, auditor's report and Control Committee's report. The Supervisory Board decided to recommend that the General Meeting approve the Board of Directors' proposal for the 2008 annual report and accounts, as well as the proposal for the coverage of the loss for the year, including no dividend distribution to shareholders for 2008."

The Control Committee's annual statement will be available at the General Meeting. The statement concerning remuneration to senior executives, as described in note 52 in the annual report, will be voted on under item 6.

Proposed resolution:

*The General Meeting hereby approves the Board of Directors' proposal for the 2008 annual report and accounts, as well as the proposal for the coverage of the loss for the year, including no dividend distribution to shareholders for 2008.*

### **4 Election of ten members and fifteen deputies to the Supervisory Board**

The Election Committee, which consists of Eldbjørg Løwer, Per Otterdahl Møller, Benedicte Berg Schilbred (chairman), Arthur Sletteberg and Reier Ola Sjøberg, unanimously recommends the election of the following ten members to the Supervisory Board, with a term of office until the Annual General Meeting in 2011:

Anne Cathrine Frøstrup, Hønefoss (re-election)  
Elisabeth Grændsen, Lillehammer (re-election)  
Leif O. Høegh, London (former deputy)  
Knut Hartvig Johansson, Snarøya (re-election)  
Alf Kirkesæther, Hammerfest (new member)  
Thomas Leire, Kristiansand (re-election)  
Amund Skarholt, Oslo (new member)  
Merethe Smith, Oslo (re-election)  
Birger Solberg, Oslo (re-election)  
Gine Wang, Stavanger (re-election)

and the election of the following fifteen deputies to the Supervisory Board, with a term of office until the Annual General Meeting in 2011:

Lisbeth Berg-Hansen, Bindalseidet (re-election)  
Erik Buchmann, Oslo (re-election)  
Turid Dankertsen, Oslo (re-election)  
Rolf Domstein, Måløy (re-election)  
Harriet Hagan, Alta (re-election)  
Bente Hagem, Ås (re-election)  
Rolf Hodne, Stavanger (re-election)  
Liv Johansson, Oslo (re-election)  
Herman Mehren, Nevlunghavn (re-election)  
Gry Nilsen, Drammen (re-election)  
Einar Nistad, Rådal (re-election)  
Asbjørn Olsen, Skedsmo (re-election)

Oddbjørn Paulsen, Bodø (re-election)  
Anne Bjørg Thoen, Oslo (re-election)  
Lars Wenaas, Måndalen (re-election)

The Election Committee's recommendation is based on the wish for a certain renewal of the Supervisory Board as well as representation from all parts of Norway and from among the Group's shareholders. Together, the candidates have broad experience from Norwegian society and business operations as well as from sectors of key importance to the Group's activities. The representatives should not have other positions of trust in competing financial institutions. Gender balance has also been emphasised. As a large number of candidates are up for re-election, the need for continuity is ensured. A detailed presentation of the candidates is enclosed.

Proposed resolution:

*The General Meeting hereby approves the Election Committee's proposed election of ten members and fifteen deputies to the Supervisory Board, with a term of office until the Annual General Meeting in 2011.*

## **5 Election of four members and two deputies to the Control Committee, as well as the committee chairman and vice-chairman**

The Election Committee unanimously recommends the election of the following four members to the Control Committee, as well as the committee chairman and vice-chairman, with a term of office until the Annual General Meeting in 2011:

Frode Hassel, Trondheim (chairman) (re-election)  
Thorstein Øverland, Oslo (vice-chairman) (re-election)  
Karl Olav Hovden, Kolbotn (new member)  
Svein N. Eriksen, Oslo (re-election)

and the election of the following two deputies to the Control Committee, with a term of office until the Annual General Meeting in 2011:

Svein Brustad, Oslo (re-election)  
Merethe Smith, Oslo (re-election)

The basis for the recommendation is that the current members of the committee on the whole have the desired expertise and knowledge about the Group's operations. The need for continuity is considered vital. Nevertheless, it has been necessary to ensure a certain degree of renewal and to increase the committee's range of competencies. At least one of the members must meet the requirements for judges pursuant to Section 54, second subsection of the Act of 1915 relating to the Courts of Justice. Deputies attend all committee meetings. A detailed presentation of the candidates is enclosed.

Proposed resolution:

*The General Meeting hereby approves the Election Committee's proposed election of four members and two deputies to the Control Committee, as well as the committee chairman and vice-chairman, for the period until the Annual General Meeting in 2011.*

## **6 Statement from the Board of Directors in connection with remuneration to senior executives**

According to Section 6-16a of the Norwegian Public Limited Companies Act, the Board of Directors is required to present a statement on the stipulation of guidelines for salaries and other remunerations to the chief executive and other senior executives. Pursuant to Section 5-6, third subsection of the Public Limited Companies Act, such statement shall be presented at the Annual General Meeting.

The Board of Directors' statement in note 52 to the annual accounts is based on former guidelines as presented in annual reports, reports on sound corporate governance and job descriptions. The guidelines are divided into two parts:

- A. Suggested guidelines for the coming accounting year (presented for a consultative vote)
- B. Binding guidelines for shares, subscription rights, options etc. for the coming accounting year (presented for approval)

Proposed resolution:

*The General Meeting hereby approves the binding guidelines for shares, subscription rights, options etc. for the coming accounting year.*

*The General Meeting carried out a consultative vote regarding the suggested guidelines for salaries and other remunerations to senior executives for the coming accounting year.*

# Presentation of the candidates – in alphabetical order

**Lisbeth Berg-Hansen** (born 1963). Berg-Hansen is part-owner of SinkaBerg-Hansen AS, a fish farming and processing company operating in Nordland and Nord-Trøndelag. She was state secretary at the Office of the Norwegian Prime Minister from 2000 to 2001 and political adviser in the Ministry of Fisheries from 1992 to 1996. She was a member of the Bindal municipal council and executive committee for four terms (16 years), including one term as deputy mayor. Berg-Hansen is a board member in Aker Seafoods ASA, vice-chairman of the board of the Institute of Marine Research, vice-chairman of the board at Bodø University College and a board member in Investinor AS. Moreover, Berg-Hansen is a member of the government expert committee for the northern regions.

**Svein Brustad** (born 1938). Brustad has a Master's degree in Economics from the University of Oslo in 1964 with international economy as his specialty. He has worked in the financial departments of Norske Esso (1965-1968) and R.S. Platou A/S (1968-1977). He was financial director in Det norske Veritas from 1977 to 1984 and assistant director of the financial department in Norges Brannkasse (later UNI) from 1984 to 1985. From 1985 to 1988 Brustad was a director in the Special Financing Division in Lefac. From 1988 to 2003 he was managing director of Tele-spar. Brustad is currently an independent financial consultant. He has held a number of board positions, e.g. chairman of the Norwegian Society of Financial Analysts, board member in the Economists' Association, Norgeskortet and Gjensidige NOR ASA, and a member of the Oslo Børs Arbitration Committee for the banking industry, funds and equities. He is currently a deputy board member in Fondsförvaltning AS and Pluss Aktiv Förvaltning ASA, and a member of the board of trustees in Sparebanken Nord-Norge.

**Erik Buchmann** (born 1947). Buchmann has a medical degree from Copenhagen in 1975. He worked at Stensby, Ullevål and Diakonhjemmet hospitals from 1978 to 1988 and as a medical officer for the National Insurance Administration and the social security offices in the various Oslo districts from 1989 to 2001. Since 1988, he has worked as an independent specialist in internal medicine. Buchmann has held various board positions.

**Turid Dankertsen** (born 1940). Dankertsen works as a teacher in commercial subjects and has a diploma in education. She previously worked at Treider College and Sogn upper secondary school as a teacher, adviser and inspector. From 1978 to 1979, she worked as a political adviser in the Ministry of Church Affairs and Education. Today, Dankertsen is a section head in the Vocational Rehabilitation Service in Oslo municipality. She has been a member of the Oslo City Council for five terms and holds board positions in Oslo Tekniske Ingeniørhøyskole, Oslo Sporveier og Kommunenes Filmcentral. Chairman in Oslo Kinematografer and vice-chairman in Kommunale Kinematografers Landsforbund.

**Rolf Domstein** (born 1957). Domstein has a business degree from the Norwegian School of Economics and Business Administration in 1980. Since 1980 he has held different positions in the Domstein Group and has been CEO in Domstein ASA from 1988. Domstein has held a number of board positions. He was chairman of Fjord Seafood and a board member in Fjordenes Tidene and Hotel Alexandra. From 1984 to 2000 he was a member of Vågsøy municipal council and executive committee. He was mayor in Vågsøy from 1984 to 1987, chairman of the

Måløy Port Authority from 1992 to 1995 and has been chairman of Måløy Vekst since 2006. He was chairman of Norges Ferskfiskomsetnings Landsforening from 1988 to 1990, chairman in Filetindustriens Arbeidsgiverforening from 1989 to 1990 and a member of the Central Board of NHO – Confederation of Norwegian Enterprise from 1988 to 2000. Since 2005, Domstein has been chairman of the Norwegian Seafood Export Council.

**Svein N. Eriksen** (born 1943). Eriksen is educated as a gardener and worked in this field from 1958 to 1962. He started within auditing in 1964 and became a state authorised public accountant in 1976. He worked in the auditing firm Stabbursvik in Harstad from 1964 to 1968 and in the internal audit in Kværner Bruk in Oslo from 1968 to 1970. In 1970, he started working in the auditing firm Forenede Revisorer, later KPMG AS, where he became partner in 1977. He started working as an auditor for banks and finance companies in 1970 and was involved in this field for more than 20 years. He was chief auditor for DnC (1979-1990), Fokus Bank (1987-1992), Sparebanken Nord-Norge (1980-1991) and a number of small commercial and savings banks, as well as pension funds. He has published a number of reports on auditing and internal control in finance companies and written a textbook for Bankakademiet about risk management in banking. After 1993, Eriksen was also involved in auditing several large manufacturing companies and was auditor for, among others, Tine Meierier (1993-2005), Kongsberg Offshore AS (1990-2005) and FMC Biopolymer AS (1990-2005). In 2005, he stepped down as partner in KPMG and is currently working as a special adviser in the company.

**Anne Cathrine Frøstrup** (born 1954). Frøstrup has a law degree from 1981. She worked in the Ministry of Justice from 1981 to 1983 and from 1984 to 1993. From 1983 to 1984 she served as an assistant judge in Eiker, Modum and Sigdal Municipal Court. She has been an acting judge in Agder Court of Appeal and a senior judge in Oslo Probate Court. From 2000, she has been a senior judge in Oslo Probate Court and City Clerk Office. She was head of registration at the Norwegian Mapping Authority from 2003 to 2008 and has been head of the Authority since 2008. Frøstrup is a specially appointed mediator at the State Mediator's office. She is vice-chairman of the executive committee of the Association for the Promotion of Skiing and has previously been chairman of the board in the Southern Norway Regional Health Authority, head of Advokatbevillingsnemnden, vice-chairman and a board member in the Association for the Promotion of Skiing, vice-chairman of the recommendation committee for the appointment of judges, head of the Media Committee in the Association of Judges, a member of the Supervisory Board of the Central Securities Depository (VPS) and of several government committees.

**Elisabeth Grændsen** (born 1957). Grændsen has a business degree from the Norwegian School of Economics and Business Administration in 1981. She has worked as an executive officer in the Price Directorate (now the Norwegian Competition Authority) and the Ministry of Local Government and as a manager in Industribanken. From 1989, she worked as a corporate adviser in Christiania Bank in Lillehammer and became a credit officer in the Hedmark/Opland district bank in 1996. Since 2000, she has been in charge of finances and administration at Maihaugen, Lillehammer. Grændsen holds a number of board positions.

**Harriet Hagan** (born 1956). Hagan has a business degree from the Norwegian School of Economics and Business Administration in 1983. She previously worked as a purchasing officer in Kjell Arnesen AS, department head in Statoil ASA, assistant director in Borregaard Industries Ltd, ChemCell, corporate adviser in Noodt & Reiding AS and managing director of Ishavskraft AS. She has also been a member of the Supervisory Board of Storebrand ASA. She is currently deputy director general in Origo Nord AS with responsibility for investment management. She is board chairman in Odin AS, Amie AS, Polyfemos AS and K2Solutions, and a board member in North Energy AS, Hammerfest Strøm, Destinasjon 71 Grader Nord AS and Nordlysbadet AS.

**Bente Hagem** (born 1953). Hagem has an industrial economic degree from the Norwegian University of Life Sciences. She has been managing director of Fellesslakteriet and assistant marketing director in Gilde Norsk Kjøtt AB. She was employed in Statoil in 1993 and became head of gas sales and gas refining in 1998. Since 2001, she has been executive vice president of the Commercial Division of Statnett with responsibility for marketing. Hagem has held a number of board positions and is currently a board member in NSB AS, the Institute for Energy Technology, Nord Pool Spot and Nord Pool ASA.

**Frode Hassel** (born 1948). Hassel has an MBA degree from the University of Arizona in 1973. He worked as a credit consultant in Forretningsbanken AS Trondheim from 1973 to 1975 and was employed in BNbank in 1975, where he was managing director from 1984 to 2001. He is currently managing director of Stiftelsen Nordenfjeldske Bykreditt. He has previously been board chairman in the Association of Norwegian Mortgage Companies and BNkreditt, vice-chairman of the board in the Norwegian Bankers' Association and a board member at Oslo Børs. Hassel works as an adviser for Trondheim municipality in managing the local energy fund.

**Rolf Hodne** (born 1955). Hodne is a graduate of Norsk Hotellhøgskole in 1982 and has Bachelor & Master's degrees in Hospitality Management from Florida International University in 1986. From 1975 to 1982, Hodne was employed at the Victoria Hotel and from 1982 to 1983 at the Hotel Norge Hamburg. From 1986 to 2006, he was managing director at the Victoria Hotel. Today he is managing director of Hodne Holding AS. Hodne holds different board membership, among others in the Victoria Hotel in Stavanger, Consult Supply, Pizzabakeren Invest, Smart Hotel Holding and Hotell Norge in Kristiansand.

**Karl Olav Hovden** (born 1944). Hovden has a law degree from the University of Oslo. Between 1974 and 2004, he held a number of positions in the Gjensidige NOR Group and served on various credit committees. He was group executive vice president in Union Bank of Norway from 1987 and throughout the last banking crisis. From 1999 to 2004, he was deputy CEO with responsibility for, among other things, group finance and strategy. After the DnB NOR merger, he was deputy CEO with responsibility for strategy, development and corporate communications until he retired in 2005. He played a key role in all merger processes in the Gjensidige NOR system, up to the merger between Gjensidige NOR and DnB. He is a board member in Dextra Musica.

**Leif O. Høegh** (born 1963). Høegh has an MA in economics from the University of Cambridge and an MBA from Harvard Business School. He has previously worked for McKinsey & Company and for the Royal Bank of Canada Group. Høegh is vice-chairman of the Board of Directors of Leif Høegh & Co, investment director in

Høegh Capital Partners and a member of the Board of Directors of Høegh Eiendom AS. He holds board positions in Norwegian Hull Club, NeoMed Management and Hector Rail.

**Knut Hartvig Johannson** (born 1937). Johannson has a business degree from the Norwegian School of Economics and Business Administration. He is managing director of Joh. Johannson. He has previously been board chairman of Norges Colonialgrossisters Forbund, a board member in Storebrand and Storebrand-Norden, president of the Federation of Norwegian Commercial and Service Enterprises and a member of the Supervisory Board in Christiania Bank. Johannson is board chairman in NorgesGruppen ASA.

**Liv Johannson** (born 1940). Johannson is trained as a special educationist and has worked in the school system and as an expert witness in the legal system. She also works as a mediator at the Oslo Conciliation Board. Arranges various courses for parents, children and teachers. She has been a member of the Oslo City Council and School Council for many years and a member and deputy member of the board of directors in Gjensidige NOR Sparebank ASA.

**Alf Kirkesæther** (born 1971). Kirkesæther has a law degree from the University of Tromsø in 1997 and has had a licence to practise law since 2001. From 1997 to 1998, he worked as an assistant professor at the Legal Faculty at the University of Tromsø. From 1998 to 2001, he worked as an associate and lawyer at the legal firm Wikborg, Rein & Co. in Oslo, and as a lawyer at Group Legal in DnB NOR Bank ASA from 2001 to 2005, the last year as head of the Group Secretariat. Since 2005, he has worked as a senior lawyer at Advokatfirmaet Steenstrup Stordrange DA in Hammerfest. Kirkesæther represents Sparebankstiftelsen DnB NOR (the Savings Bank Association).

**Tomas Leire** (born 1948). Leire is a graduate of the Stavanger College of Engineering. He has worked for Kruse Smith Gruppen AS since 1970 and was CEO for a period of ten years. Since 2005, he has been chairman of the Board of Directors of Kruse Smith. In the period 1987-1990, he was a member of the Board of Directors of Sørlandsbanken AS. Tomas Leire has also been vice-president of NHO – Confederation of Norwegian Enterprise.

**Herman Mehren** (born 1939). Mehren is a graduate of the Oslo School of Business and Economics, Borås Tekstilinstitut and the University of Wisconsin in 1962. He has worked as a merchant. Former board positions in a range of Norwegian companies, including Komplet Data AS (Norkom) and O.H. Melings Rederier, Stavanger. Vice-chairman of the board of directors in Tromsø Sparebank, Oslo division. Member of the supervisory boards in Arendal Forsikring and Scandinavian Brokers.

**Gry Nilsen** (born 1959). Nilsen has a law degree from the University of Oslo. She has worked for the Norwegian Directorate of Taxes, Buskerud County Tax Office, the Norwegian Farmers' Union and Huldt & Lillevik. Since 1999, she has worked for the Norwegian Taxpayers' Association, first as a lawyer and later as department manager. She is editor of the tax magazine Skattenytt.

**Einar Nistad** (born 1932). Nistad is a graduate of the Bergen School of Business and Economics in 1950. He has since worked as a merchant in the grocery business, affiliated with the Mekka chain from 1967 and the Hakon Group from 1992. He is a member of the board of trustees in Sparebanken Vest.

**Asbjørn Olsen** (born 1944). Olsen has an engineering degree from GTI Gothenburg, a degree in civil engineering from 1968 and

additional education in environmental protection and planning at the Norwegian University of Technology in Trondheim in 1974. He worked in Taugbøl & Øverland from 1972 to 1980 with responsibility for projects in Tanzania and at the International Confederation of Free Trade Unions, Brussels, Belgium from 1980 to 1982. He has held various positions at Norwegian People's Aid, NORAD and CARE International. From 1991 to 1995 he worked as a senior engineer/operations manager at Avløpssambandet Nordre Øyeren and at Romerike Avfallsforedling from 1995 to 1999. Since 1999, Olsen has been secretary general in Oslo og Omland Friluftsråd. Board member in CARE and a member of the building committee, environmental protection committee, municipal council and head of the committee on cultural affairs in Skedsmo municipality. He is first deputy to Akershus county council and a member of the Skedsmo municipal council.

**Oddbjørn Paulsen** (born 1940). Paulsen has an engineering degree from the Norwegian University of Science and Technology (NTNU) in 1963. He has been a city engineer and surveyor, urban development officer and director general in Bodø municipality and director general in Nordland county authority. He was project manager in Byggcon AS (the Norwegian Aviation Museum) from 1988 to 1993 and a director in Interkommunalt Renovasjonsselskap in Salten DA from 1993 to 2002. From 2002 to 2005, Paulsen was managing director of Salten Forvaltning IKS. He has been chairman of the Supervisory Board in Nordlandsbanken. He is chairman of the Board of Directors in Løvold AS, Nordlandsforskning AS, Stiftelsen Nordlandsforskning, Mæln Eiendom AS, Elektro AS, Elektro Bodø AS, Nymo Bil AS, Bodø Energi Nett AS and Nymo Eiendommer AS.

**Amund Skarholt** (born 1948). Skarholt has broad international experience. He has previously worked in IBM, including three years in Paris (1987-1990). He was deputy CEO in Securitas from 1991 to 2003, including six years in Stockholm and three years in the US. From 2003 to 2005, Skarholt was CEO in Bravida and has been CEO of Tomra ASA since 2005. He has been vice-chairman of the board of Tandberg ASA and a board member in Relacom AB.

**Merethe Smith** (born 1960). Smith has a law degree from 1987. She has worked as an associate in the law firm Wikborg, Rein & Co, as an assistant judge at the Asker and Bærum municipal court, held various positions at the Ministry of Justice and has been an acting judge at the Borgarting Court of Appeal. Since 2003, she has been secretary-general of the Norwegian Bar Association. Smith is a specially appointed mediator at the State Mediator's office and a board member in the Further Education Centre for Lawyers and Juristenes Hus.

**Birger Solberg** (born 1960). Solberg has a degree in mechanical engineering from the Norwegian University of Technology and has completed the Advanced Management Program at INSEAD, France. He has previously worked in Usinor (France), Eletoila S.A. (Brazil) and Det Norske Veritas. He has been managing director of Ila and Lilleby Smelteverker and managing director in Fesil Sales AS. Solberg was managing director in North Cape Minerals from 1999 to 2008 and is currently managing director of Sibelco Nordic. He holds various board memberships and is board chairman in North Cape Minerals and the other Nordic Sibelco companies and a board member in Northland Resources Inc.

**Anne Bjørg Thoen** (born 1952). Thoen is a trained children's nurse and has legal and administrative education from Oslo University College in 1995. She was chief employee representative in the Norwegian Union of Municipal Employees from 1981 to 1988 and held a number of managerial positions in Romsås district from 1988 to 1993. From 1993 to 1998, she was in charge of human resources at the Norwegian Polar Institute and worked as a senior consultant at the National Veterinary Institute from 1998 to 1999 and at the Police Academy from 1999 to 2000. From 2000 to 2005 she worked as an adviser in the Norwegian Post and Telecommunication Authority. She is currently working as head of Human Resources at the National Police Immigration Service. She has held board positions in Oslo School Council and City Council. Currently vice-chairman of the board at the Oslo School of Business and Economics. Actively engaged in trade union and political activity for 17 years, Thoen has served on a number of committees.

**Gine Wang** (born 1971). Wang has a Master of Arts degree in international politics and additional studies in business administration. She worked in the Ministry of Trade and Industry from 1997 to 2000, as a communications adviser in Helland & Partnere AS from 2000 to 2002 and as vice president for industrial affairs and communication in the Federation of Norwegian Construction Industries from 2003 to 2005. She started working as a public affairs manager HS&E in Statoil in 2005. Today, Wang is vice president in StatoilHydro with responsibility for media relations within Technology and New Energy. Wang has held a number of honorary positions and was a member of the Hedmark county council and the board of the Hedmark University College, as well as president of the Norwegian School Students' Union.

**Lars Wenaas** (born 1951). Wenaas is trained within ready-made clothing technology and has additional business education. He has worked in Wenaas AS since 1973, as managing director since 1974. Wenaas AS was listed on Oslo Børs from 1996 to 1999, when the company merged with Kansas AS in Denmark. After the merger, Wenaas became deputy managing director in Kansas Wenaas AS. Today, he is managing director in Wenaasgruppen AS.

**Thorstein Øverland** (born 1943). Øverland has a business degree from the Norwegian School of Economics and Business Administration in 1966. From 1966 to 1968, he helped start and subsequently headed a company for the production and sale of dog food. From 1968 to 1979 he worked for Denofa Lilleborg as a marketing manager and subsequently as managing director for Goma Fabrikker/Ello AS. From 1979 to 1992, Øverland held a number of managerial positions in Uni Forsikring, later UNI Storebrand, including managing director for UNI Storebrand Liv. From 1992 to 1995 he was group executive vice president in Gjensidige, responsible for the Group's life insurance operations. From 1995 to 2001, he was deputy CEO in Christiania Bank. Since 2001, Øverland has worked as an independent corporate adviser. He is board chairman in Drammen Municipal Pension Fund.

