

AKVA GROUP ASA

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby provided of the extraordinary general meeting of AKVA group ASA to be held on Monday 24 November 2014 at 10:00 (CET) at the Company's premises in Nordlysveien 4, Bryne, Norway. Ballots will be distributed at the meeting venue from 09:00 h to 10:00 h on the day of the general meeting.

The extraordinary general meeting will consider the following matters:

- 1. Opening of the general meeting by the Chairman of the board**
- 2. Election of chair of the meeting and of a person to co-sign the meeting minutes along with meeting chair**
- 3. Approval of the notice to the meeting and the agenda**
- 4. Approval of distribution of extraordinary dividend**

The Company's main objective is to maximize the return on the investment made by its shareholders through both increased share prices and dividend payments. Based on the financial performance and outlook for the company the board wishes to implement an active dividend policy for AKVA group ASA. The policy is based on two criteria:

- 1) the dividend level shall reflect the present and expected future cash generating potential/dividend potential of AKVA group. AKVA group will target that the net interest-bearing debt shall not exceed 50 % of the Group's equity.
- 2) When said debt/equity target level is met, at least 60% of the annual free cash flow after operational and financial commitments is intended to be distributed as dividend

The policy applies as far as permitted under applicable law, including the Public Limited Liability Companies Act, sections 3-4 and 8-1.

The Company will aim to pay out dividend twice a year in the second and fourth quarter.

Based on the dividend policy described above the board proposes that the General Meeting approves an extraordinary dividend of NOK 1.00 per share. It is furthermore proposed that the dividend shall accrue to the shareholders of the Company as of the date of the extraordinary general meeting on 24 November 2014, and that payment of the dividend shall be made no later than 4 December 2014. The shares in the Company will be traded "ex dividend" as from 25 November 2014.

The basis for determining the dividend is the Company's annual accounts for 2013 and the expected cash available at the proposed time of payment of the dividend. In the opinion of the board, the proposed dividend complies with the Public Limited Liability Companies Act, section 8-1, including that the company after the distribution of the dividend will have sufficient equity and available cash in light of the risk and scope of the company's business.

The shares of the company and the right to vote for shares

The company's share capital is NOK 25,834,303 divided into 25,834,303 shares. Each share is entitled to one vote.

Each shareholder has the right to vote for the number of shares owned by the shareholder and registered on an account in the Norwegian Central Securities Depository (VPS) belonging to the shareholder at the time of the Extraordinary General Meeting. If a shareholder has acquired shares and the share acquisition has not been registered with the Norwegian Central Securities Depository (VPS) at the time of the Extraordinary General Meeting, voting rights for the acquired shares may only be exercised if the acquisition is reported to VPS and proven at the Extraordinary General Meeting. In case of ownership transfer, the parties may agree that the seller can exercise the shareholder rights until the rights have been assumed by the acquirer.

Voting rights on shares registered in VPS accounts belonging to custodians, cf. the Public Limited Liability Companies Act § 4-10, may, from the company's point of view, not be exercised either by the beneficial owner or the custodian. However, the beneficial owner of the shares may exercise voting rights if he proves that he has taken the necessary actions to terminate the custodianship of the shares and that the shares will be transferred to an ordinary VPS account in the name of the owner. If the owner can prove that he has initiated such measures and that he has a real shareholder interest in the company, he may, in the opinion of the company, vote for the shares even if they are not yet registered in an ordinary VPS account.

The shareholders' rights

A shareholder cannot demand that new items are added to the agenda when the deadline for such request has expired, cf. § 5-11 second sentence of the Public Limited Liability Companies Act.

A shareholder has the right to make proposals for a resolution regarding the items which will be considered by the General Meeting.

A shareholder has the right to require the members of the Board of Directors and the General Manager to provide necessary information to the General Meeting that may influence the approval of the extraordinary accounts and the extraordinary report, items which have been presented to the shareholders for decision, the company's financial position, including information on other companies in which the company participates, and other items to be considered at the Extraordinary General Meeting, unless the information requested may not be disclosed without causing disproportionate damage to the company.

If additional information is necessary, and an answer cannot be given at the Extraordinary General Meeting, a written answer shall be prepared within two weeks from the date of the Extraordinary General Meeting. Such answer shall be available to the shareholders at the company's premises and be sent to shareholders requesting the information. If the answer is considered material for evaluation of the circumstances mentioned in the previous paragraph, the answer should be sent to all shareholders with known address.

Registration of attendance to the Extraordinary General Meeting

Shareholders who wish to participate at the Extraordinary General Meeting, either in person or by proxy, must complete and submit the attached attendance form or the attached form of proxy, to AKVA group ASA, v/ Rita Irene Hansen-Våland, Post box 271, Nordlysveien 4, 4349 Bryne and by fax (+47) 51 77 85 01. In case the shareholder is a legal entity, a certificate of registration must accompany the attendance form. Otherwise, the shareholder must bring a certificate of registration to the General Meeting. We kindly request that the attendance form is received by AKVA group ASA no later than Friday 21 November 2014, at 12:00 h local time at Bryne.

Proxy

A shareholder, who is not present at the general meeting in person, may grant proxy to a nominated proxy holder. Any proxy form not naming any particular proxy holder will be deemed given to the chairman of the board or a person designated by him. Enclosed with the Notice of extraordinary general meeting is a form for granting proxy. We kindly ask you to send the proxy by post to AKVA group ASA, v/ Rita Irene Hansen-Våland, Post box 271, Nordlysveien 4, 4349 Bryne and by fax (+47) 51 77 85 01. In case the shareholder is a legal entity, a certificate of registration must be enclosed to the form of proxy. Online registration of proxy with voting instructions is not possible.

Shareholders may also grant proxy with voting instructions. A separate proxy form for such detailed voting instructions is enclosed with the Notice of extraordinary general meeting. Proxy with voting instructions should be sent by post AKVA group ASA, v/ Rita Irene Hansen-Våland, Post box 271, Nordlysveien 4, 4349 Bryne and by fax (+47) 51 77 85 01.

We kindly request that all proxies, with and without instructions, are received by AKVA group ASA no later than Friday 21 November 2014, at 12:00 h local time at Bryne. Proxies not received by the company within the deadline, must be presented at the general meeting in original (**accompanied** by a certificate of registration if the shareholder is a legal entity).

Documents and proposals for resolutions

In accordance with the article 8 of Articles of Association, documents which shall be considered at the general meeting are displayed on the company's website at <http://ir.akvagroup.com/investor-relations/general-meeting>, and are consequently not distributed together with the notice. Nevertheless, each shareholder has the right to have the documents sent to him or her free of charge, upon request to the company. Shareholders may request the documents from the company by e-mail rihvaaland@akvagroup.com or by post to AKVA group ASA, v/ Rita Irene Hansen-Våland, Post box 271, Nordlysveien 4, 4349 Bryne.

In accordance with section 5-12 (1) of the Norwegian Public Limited Liability Companies Act, the Chairman of the board, Hans Kristian Mong, will open the general meeting.

The Notice of the general meeting and additional information related to the general meeting is also available at the Company's website www.akvagroup.no.

30 October 2014
AKVA group ASA
The Board of Directors

Enclosures:
Notice of Attendance/Proxy form

ATTENDANCE FORM, EXTRAORDINARY GENERAL MEETING

Shareholders who wish to attend the extraordinary general meeting of AKVA group ASA to be held 24 November 2014 at Bryne, must send this form by post to AKVA group ASA, v/ Rita Irene Hansen-Våland, Post box 271, Nordlysveien 4, 4349 Bryne and by fax (+47) 51 77 85 01. The attendance form should be received by AKVA group ASA no later than 21 November 2014 at 12:00 h local time, Bryne. In case the shareholder is a legal entity, a certificate of registration must accompany the attendance form.

In case the shareholder is a legal entity, it will be represented by: _____
Person who represents the entity
(to grant proxy, please use the form of proxy below)

_____ (shareholders name in capital letters) will attend at AKVA group ASA's extraordinary general meeting, 24 November 2014 at 10:00, and vote for:

- own shares
- other shares in accordance with enclosed proxy

A total of **shares.**

Place/date

Shareholder's signature
(Sign only by own attendance. To grant proxy, please use the form of proxy below.)

PROXY FORM (WITHOUT VOTING INSTRUCTIONS)

This form of proxy is for proxy without voting instructions. A shareholder who wish to grant proxy with voting instructions, shall use the form on the next page. If you are not able to attend the extraordinary general meeting, a nominated proxy holder can be granted your voting authority. Any proxy not naming proxy holder will be deemed given to the chairman of the board or a person designated by him. In case the shareholder is a legal entity, a certificate of registration must accompany the form of proxy.

We kindly ask you to send the proxy form by post to AKVA group ASA, v/ Rita Irene Hansen-Våland, Post box 271, Nordlysveien 4, 4349 Bryne and by fax (+47) 51 77 85 01. The proxy should be received by AKVA group ASA no later than 21 November 2014 at 12:00 h.

_____ (shareholders name in capital letters) hereby grants (tick of the right box, and fill out name of proxy, if applicable)

- The chairman (or a person designated by him).
- _____
Name of self-nominated proxy holder (Please use capital letters)

proxy to attend and vote at the AKVA group ASA's extraordinary general meeting 24 November 2014 at 10:00 for my/our shares

Place/date

Shareholder's signature

PROXY WITH VOTING INSTRUCTIONS

This form of proxy is for proxy with voting instructions. If you are not able to attend the extraordinary general meeting, a nominated proxy holder can be granted your voting authority. Any proxy not naming proxy holder will be deemed given to the chairman of the board or a person designated by him. In case the shareholder is a legal entity, a certificate of registration must accompany the form of proxy.

We kindly ask you to send the proxy form by post to AKVA group ASA, v/ Rita Irene Hansen-Våland, Post box 271, Nordlysveien 4, 4349 Bryne and by fax (+47) 51 77 85 01. The proxy should be received by AKVA group ASA no later than 21 November 2014 at 12:00 h.

_____ (shareholders name in capital letters) hereby grants (tick of the right box, and fill out name of proxy if applicable)

- The chairman (or a person designated by him).
- _____
Name of self-nominated proxy holder (*Please use capital letters*)

proxy to attend and vote at the AKVA group ASA's extraordinary general meeting 24 November 2014 at 10:00 for my/our shares. The votes shall be submitted in accordance with the instructions below. Please note that **any items below not voted for (not ticked off), will be deemed as an instruction to vote "in favour" of the proposals in the notice.** Any motion from the floor, amendments or replacement to the proposals in the agenda, will be determined by the proxy holder's discretion. In case the contents of the voting instructions are ambiguous, the proxy holder will base his/her understanding on a reasonable understanding of the wording of the proxy. Where no such reasonable understanding can be found, the proxy may in his/her discretion refrain from voting.

Agenda EGM 24 November 2014	In favour	Against	Abstention
2 Election of chair of the meeting and of a person to co-sign the meeting minutes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Approval of the notice to the meeting and the agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Approval of distribution of extraordinary dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place/date _____ (Shareholder's signature)

With regard to rights of attendance and voting we refer to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. A written power of attorney dated and signed by the beneficial owner giving such proxy must be presented at the meeting.