NOTICE OF EXTRAORDINARY GENERAL MEETING OF AGASTI HOLDING ASA

The shareholders of Agasti Holding ASA are hereby invited to the extraordinary general meeting on **Friday 29 November 2013 at 10:00 AM at the company's premises on Bolette brygge 1, 0252 Oslo**. This notice and attached documents are also accessible on the company's homepage, www.agasti.no/en.

Items on the agenda:

1. **Opening of the annual general meeting by the Chairman of the Board, Merete Haugli**

2. **Registration of attending shareholders**

3. **Election of person to chair the meeting**
   The Chairman of the Board will suggest a person to chair the meeting after the general meeting has been duly opened.

4. **Election of a person to co-sign the minutes together with the chairperson of the meeting**
   A person to co-sign the minutes with the chairperson of the meeting will be suggested during the general meeting.

5. **Approval of notice and agenda**

6. **Election of new Board members**
   Agasti Holding ASA currently has the following Board of Directors:
   - Merete Haugli (Chairman)
   - Stein Aukner (Vice Chairman)
   - Pia Gideon
   - Sissel Knutsen Hegdal
   - Erling Meinich-Bache
   - Paal E. Johnsen

The nomination committee's proposal for new board members is not available at the time for the printing of this notice, but will be made available on the company's website **www.agasti.no** and on the website of Oslo Stock Exchange **www.ose.no** as soon as it is available and in any case prior to the general meeting.

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Votes and the right to vote
At the time of this notice the company has issued a total of 293,025,194 shares, each with a par value of NOK 0.18, and each share has one vote. The Company owns no shares in the company that shall not be voted for. There are therefore 293,025,194 voting shares in the company.

The shareholders in the company are entitled to attend the general meeting, either in person or through a proxy of their own choice. The shareholders are entitled to bring an advisor and may give the right to speak to one advisor. The shareholders may demand that, at the general meeting, members of the Board and the CEO provide available information on factors that may influence the assessment of matters submitted to the shareholders for decision. The same applies to information about the company's financial position and other matters on the agenda, unless the requested information cannot be provided without undue harm to the company. Shareholders are entitled to provide an alternative to the Board's proposals for the issues on the agenda, provided that the alternative proposal is within the scope of the matter under consideration.

For shares that are registered in a special investor/nominee account (manager-registered), the manager may not attend or vote at the general meeting for these shares. The company maintains that, in order to attend and vote at the general meeting, shareholders must transfer the shares from the investor account to an account in the shareholder's name. Such re-registration must be stated in VPS records no later than the deadline for registration to attend the general meeting.

Each and every shareholder has the right to participate and vote at the company's general meeting for shares the shareholder is listed with in the shareholder register (VPS) as at **22 November 2013**, the fifth workday prior to the general meeting, cf. Section 8 of the prevailing Articles of Association.

Registration and proxy
This notice is sent to shareholders by post together with the nomination committee's proposal, attendance slip and proxy form.

Shareholders wishing to participate in the general meeting are requested to notify Agasti Holding ASA of this by **no later than 10:00 AM (Oslo time) 25 November 2013**, by returning the enclosed attendance slip. The attendance slip is attached as **Appendix 1**. Shareholders wishing to attend by proxy must send written notification of this to Agasti Holding ASA by **no later than 10:00 AM (Oslo time) 25 November 2013**. The proxy form is attached as **Appendix 2**.

Oslo, 8 November 2013
On behalf of the Board of Directors

Merete Haugli
Chairman of the board of Directors

To Agasti Holding ASA
Attn.: Jo-Inge Fisketjøn
P.O. Box 120
NO-4001 Stavanger, NORWAY
Email: agm@agasti.no

ATTENDANCE SLIP

The undersigned will attend the extraordinary general meeting in Agasti Holding ASA Friday 29 November 2013 at 10:00 AM at the company's premises on Bolette brygge 1, 0252 Oslo, and vote for:

_____________ personal shares
(number)

and

_____________ other´s shares according to enclosed proxy.
(number)

The undersigned will represent a total of ____________ shares.
(number)

___________________________ , ___________ 2013
(place) *(date)*

____
(signature)

____
(name in capitalized letters)

Any proxy to meet and to vote for others to be enclosed in copies and presented in original at the extraordinary general meeting.

AGASTI HOLDING

To Agasti Holding ASA
Attn.: Jo-Inge Fisketjøn
P.O. Box 120
NO-4001 Stavanger, NORWAY
Email: agm@agasti.no

PROXY

The undersigned herewith authories

☐ Chairman of the Board Merete Haugli

☐ Deputy CEO Jørgen Pleym Ulvness

☐ ____

Name of proxy, or without name (in blanco)

to attend and vote for all of my/our shares in Agasti Holding ASA at the extraordinary general meeting of Agasti Holding ASA on my/our behalf, on Friday 29 November 2013. Voting shall be made in accordance with the instructions issued below. If no instructions are given below (by crossing or in another way), this will be regarded as the owner has issued an instruction to vote "In favour" of the motions set out in the notice to the general meeting, however, the proxy has a right to amend the voting if and to the extent that this is as part of the suggestions indicated in the calling notice or as part of changes that are made or if certain matters are withdrawn on or prior to the extraordinary general meeting.

	Items	In favor	Against	Absention
1.	Opening of the annual general meeting (no voting)	------	------	------
2.	Registration of attending shareholders (no voting)	------	------	------
3.	Election of person to chair the meeting			
4.	Election of a person to co-sign the minutes together with the chairperson of the meeting			
5.	Approval of notice and agenda			
6.	Election of new Board members			

__________________________ , __________ 2013
(place) *(date)*

____
(signature)

____
(name in capitalized letters)

AGASTI HOLDING