

# **CARASENT ASA**

## **GUIDELINES FOR THE NOMINATION COMMITTEE**

(resolved by the General Assembly on April 28, 2022)

1. The Nomination Committee is to propose candidates for election to the Board of Directors and to propose fees to the paid members of the Board. The Committee shall adhere to these guidelines, which are resolved by the Carasent ASA General Assembly.
2. The Nomination Committee shall consist of at least three members elected for a 2 year term. The members shall be selected to take into account the interest of the shareholders in general. The majority of the committee shall be independent of the Board and the executive personnel. The committee should normally not include any executive personnel or any member of the Board.
3. The Nomination Committee is elected by the General Assembly and the remuneration to the committee's members are determined by the General Assembly. The General Assembly will also elect the Chairman of the Committee.
4. The Nomination Committee shall justify its proposal for each candidate separately. The proposal for Directors to the Board shall include an assessment of the candidate where competence, capacity, independence and other relevant factors are included.
5. The Nomination Committee shall report its work and its recommendations to the General Assembly.

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