## RECOMMENDATION BY THE NOMINATION COMMITTEE OF NEXT

## BIOMETRICS GROUP ASA TO AN EXTRAORDINARY GENERAL MEETING

## 1. PRESENTATION OF THE WORK OF THE NOMINATION COMMITTEE

The nomination committee of Next Biometrics Group ASA (the "**Company**") was elected at an extraordinary general meeting on 2 November 2015 and consists of Chairman Mr. Odd Harald Hauge and Mr. Haakon Sæter. The nomination committee has continued to review the composition of the board of directors with a view to ensure that the board of directors at all times has an optimal composition.

In addition to meetings held within the nomination committee, the committee has been in contact with the Company's management, the chairperson of the board, board members and some of the largest shareholders in the Company.

There has been a broad consensus amongst the parties that the nomination committee has been in contact with, that each of the current board members has contributed in a good way to the business of the Company. However, some of the major shareholders have expressed a wish to have a stronger shareholder representation on the board. These views seem to be supported by a majority of the shareholders.

On this basis, two shareholders representing more than 10 per cent of the voting stock of the Company has asked the board to call for an extraordinary general meeting. They propose to elect a new board member, Emine Lundkvist.

## 2. PROPOSAL

The nomination committee proposes that the extraordinary general meeting resolves to elect a board consisting of the following five members for a period until the annual general meeting in 2017.

Brita Eilertsen (chairperson)

Svenn-Tore Larsen

Ketil Fridheim

**Emanuel Lang** 

Emine Lundkvist

Four of the five proposed directors are already members of the board, reference is made to the Company's annual report for 2015 and the prospectus published on 1 July 2016 for a presentation.

Emine Lundkvist has been interviewed by the nomination committee at her office in Stockholm. Lundkvist is a lawyer and a long time partner at Swedish law firm Setterwalls. Her principal fields of practice are tax legislation with special fields as mergers and acquisitions, restructurings, establishments abroad, taxation of employees and close companies and international taxation.

The nomination committee finds that Emine Lundkvist is very well qualified as board member of NEXT Biometrics.

Oslo 27 December 2016

Haakon Sæter Odd Harald Hauge