
INFRONT ASA

THE NOMINATION COMMITTEE'S RECOMMENDATIONS

ANNUAL GENERAL MEETING 2020

1. The composition and work of the Nomination Committee

The Nomination Committee of Infront ASA ("**Infront**" or the "**Company**") is governed by Infront's articles of association and the members of the Nomination Committee are elected by the general meeting.

The Nomination Committee currently consists of Benjamin Røer as chair and Morten Lindeman. The Nomination Committee prepares recommendations for (i) candidates to Infront's board of directors; (ii) remuneration to the board of directors; (iii) candidates to the Nomination Committee; and (iv) remuneration to the Nomination Committee.

According to the instructions for the Nomination Committee, the Nomination Committee may take the board of directors' annual self-assessment into account when preparing its recommendation. The Nomination Committee has had continuous contact in connection with rendering its recommendations to the general meeting.

2. The Nomination Committee's recommendation for candidates to Infront's board of directors

Two board members were elected with a term of two years in 2019 and two board members were elected with a term of one year in 2019. Consequently, two board members have their term of office expiring this year.

After due consideration of the composition of the board of directors, Infront's activities and business, discussions with shareholders, Infront's CEO and chair of the board, the nomination committee has found basis to propose amendments and additions to the board of directors' composition. After due consideration and a thorough search process, the nomination committee proposes the following new board members:

Bente Avnung Landsnes

Bente A. Landsnes has experience as CEO and President of Oslo Børs ASA and Oslo Børs VPS Holding ASA from 2006 to 2019. She started her career at Bankenes Betalingsentral and was the CEO of Bankenes Utredningsselskap and Senior Vice President at Bankenes Betalingsentral before joining Sparebanken NOR in 1996. From 2000 to 2003, Landsnes held the position of Group Executive Vice President in Gjensidige NOR Sparebank and she was Group Executive Vice president at DNB NOR (IT and operations) from 2003 to 2006. Landsnes has, amongst others, experience with change and reputation management, financial reporting, investor relations, corporate governance, ESG and digital transformation.

Bente holds a specialisation in accounting and language from Frogner Handelsskole.

Edoardo Jacucci

Edoardo Jacucci has built a career around software and analytics. Most recently he was General Manager EMEA at Arundo Analytics where he has worked on building and shipping machine learning powered data products. Before joining Arundo in 2017 he was Chief Product Officer at Bisnode, and VP Product for Data Analytics at Schibsted Media Group. He was also formerly Associate Partner at McKinsey & Co., where he was a leader in the Big Data practice in the banking sector.

Edoardo holds a PhD in Information Systems from the University of Oslo Norway and a MSc in Computer Science Engineering from the Polytechnic of Milan, Italy.

The Nomination Committee's proposed term of office for each new board member, or existing board member whose term is renewed, is as set out below:

Mark Ivin	Board member (2 years)
Bente A. Landsnes	Board member (2 years)
Edoardo Jacucci	Board member (2 years)

Following the election of new board members, the composition of Infront's board of directors will be as follows:

Gunnar Jacobsen (chair)
Beate Skjerven Nygårdshaug
Mark Ivin
Bente A. Landsnes
Edoardo Jacucci

The nomination committee would like to take the opportunity to thank Torun Reinhammar for her invaluable contributions during her two terms as board member of Infront ASA, especially within the News and Media business.

3. Determination of remuneration to the board of directors

The Nomination Committee's recommendations for remuneration to the board of directors are based on an overall assessment of the expected nature and extent of the board of directors' work. The Nomination Committee has consulted Infront's CEO and certain shareholders of Infront, as well as taking into account the level of remuneration which was approved by the general meeting for the period from the annual general meeting 2019 to the annual general meeting 2020.

It is the Nomination Committee's assessment that the remuneration of board members should be adjusted to correspond with an increased scope of work. The Nomination Committee's recommendation for remuneration to the board of directors for the period from the general meeting 2020 and up until the annual general meeting in 2021 is set out below. It is the opinion of the Nomination Committee that the below recommendations reflect the work related to the position as a board member in Infront, taking into account the board of directors' responsibilities, qualifications, expected workload, and the complexity of Infront's business:

Chair of the board	NOK 500,000
Board members	NOK 300,000

4. The Nomination Committee's recommendation for candidates to the Nomination Committee

All members of the Nomination Committee were elected with a term of two years in 2019. However, the Nomination Committee is of the opinion that it may be appropriate to reassess the composition of the committee due to the fact that Benjamin Røer has joined Infront ASA fulltime during 2020 and also wishes to resign from the nomination committee. After due consideration, the nomination committee proposes Karl-Christian Agerup as new chair of the nomination committee.

Karl-Christian Agerup

Karl-Christian Agerup is currently CEO of Oslotech AS. He was previously one of the co-founders and a general partner at Northzone, a leading Nordic venture capital firm. Karl-Christian Agerup has long experience from developing and creating growth in start-up companies in the media and technology industries. He has headed innovative organizations, been an investor in high technology companies and been a board member in both private and listed companies. Based on Karl-Christian's significant experience within the financial services and technology sectors and his professional network, it is our opinion that he will be a great addition to the nomination committee.

Following the Nomination committee's recommendation, the committee would consist of the following:

Karl-Christian Agerup	Chair (2 years, 2 years remaining)
Morten Lindeman	Member (2 years, 1 year remaining)

5. Determination of remuneration to the nomination committee

After consideration, the Nomination Committee has decided to propose resolutions regarding remuneration of the members of the Nomination Committee for the period from the annual general meeting 2020 to the annual general meeting in 2021:

Remuneration for committee work is proposed to be NOK 12 000 per meeting for the Chair and NOK 6 000 for any other committee member.

Oslo, 8 June 2020

Morten Lindeman
(sign)

Benjamin Røer
(sign)
