



To the shareholders in Marine Harvest ASA

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given of an extraordinary general meeting in Marine Harvest ASA:

Date: 20 January 2014
Time: 14:00 CET
Venue: Sandviksbodene 77A/B, 5035 Bergen, Norway

The general meeting will be opened by the chairman of the board, Ole Eirik Lerøy.

Subsequent to the opening of the meeting a list of the shareholders and shareholder representatives present and the number of shares they represent will be made available to the meeting.

The following agenda for the general meeting is proposed:

- 1. Election of a chairperson and a person to sign the minutes together with the chairperson**
- 2. Approval of the notice and proposed agenda**
- 3. Share capital increase to facilitate consolidation of shares**

Reference is made to the proposal under section 4 below. In order to implement a consolidation of the Company's shares in the proportion 10:1, the number of shares in the Company must be divisible by 10 as the Public Limited Companies Act does not allow for fraction shares. The board therefore proposes that the Company's share capital is increased by NOK 6.75 through the issuance of 9 new shares. The purpose of the share capital increase implies that the shareholders' pre-emptive rights are set aside. For practical reasons, the intention is that the Company's major shareholder subscribes for the shares at par value, and that the new shares are used for rounding off purposes, cf. section 4 (ii) below.

The board thus proposes that the following resolution is passed:

- (i) *The share capital of the Company shall be increased by NOK 6.75 through the issuance of 9 new shares, each with a nominal value of NOK 0.75.*
- (ii) *The new shares are issued at a subscription price of NOK 0.75 per share.*
- (iii) *The new shares are issued to Geveran Trading Co. Ltd, address Deana Beach Apartments, Block 1, 4th Floor, Promachon Eleftherias Street, Ayios Athanasios, CY-4103 Limassol, Cyprus. The pre-emptive rights of the existing shareholders under § 10-4 of the Public Limited Companies Act are set aside.*
- (iv) *Subscription for the new shares shall be made no later than 20 January 2014 on a separate subscription form.*
- (v) *Payment of the subscription amount shall be made no later than 20 January 2014 to a special share issue account.*

- (vi) *The new shares shall carry rights to dividends from the date on which the capital increase is registered with the Register of Business Enterprises.*
- (vii) *The Company's estimated costs in connection with the capital increase are NOK 1,000.*

4. Consolidation of the Company's shares

In order to facilitate a future listing of the Company in the USA, the board wishes to implement a consolidation of the Company's shares in the proportion 10:1. For the Company to be listed in the USA, the shares must have a minimum value of USD 4. The proposed consolidation of shares will result in a fulfilment of this requirement and the shares will have a market value in line with US practice.

The board thus proposes that the following resolution is passed:

- (i) *A consolidation of the Company's shares shall be carried out whereby 10 existing shares with nominal value NOK 0.75 each shall be replaced by one new share with nominal value NOK 7.5 each.*
- (ii) *The right of each shareholder to receive new shares shall be rounded up to the nearest number of whole shares. The Company shall enter into agreements with one or more shareholders under which these will consent to a reduction in the number of new shares they will receive corresponding to what is necessary to effect the rounding-up described in the preceding sentence.*
- (iii) *Section 4 of the articles of association shall be amended to read as follows:*

"The share capital is NOK 3 077 833 192.5 divided into 410 377 759 shares at a nominal value of NOK 7.5 each.

The board's proposal to implement a consolidation of the Company's shares is conditional upon the general meeting approving the share capital increase in section 3. The consolidation will be implemented after the share capital increase in section 3 above has been registered and the new shares are issued in the VPS.



Marine Harvest ASA has a share capital of NOK 3,077,833,185.75 represented by 4,103,777,581 shares, each with a nominal value of NOK 0.75. Each share entitles its holder to one vote at the company's general meeting. As of today, the company has 409,698 own shares for which it is not entitled to vote. A shareholder has the right to vote for the number of shares which is held by him. The number of shares registered in such shareholders' name in the company's shareholders register in the Norwegian Central Securities Register ("**VPS**") at the time of the general meeting shall be accepted as documentation therefore. If the shareholder has acquired shares shortly before the general meeting, voting rights for such shares can only be exercised if the acquisition has been registered in the VPS, or if the acquisition has been reported to the VPS and is satisfactorily substantiated at the general meeting.

Neither a beneficial shareholder nor a nominee is entitled to vote for shares that are registered in a VPS account belonging to a nominee, cf. section 4-10 of the Public Limited Liability Companies Act. In order to vote for the shares held through a nominee, such shares need to be re-registered from the nominee to the beneficial shareholder prior to the general meeting. Shares which are still registered on a nominee account at the date of the general meeting will not have the right to cast votes.

The shareholders have the following rights in a general meeting:

- the right to be present, either personally or by proxy;
- the right to speak at the general meeting, to bring an advisor and give one advisor the right to speak;
- the right to require information from the board and the company's managing director pursuant to the provisions of section 5-15 of the Public Limited Companies Act;
- the right to have matters considered at the general meeting provided the shareholder in question has submitted to the board in writing together with a proposal for a resolution or reasons why the issue is brought on the agenda no later than seven days before the deadline for giving notice of the general meeting;
- the right to provide an alternative to the Board and the nomination committee's proposals under the matters to be considered by the general meeting based on their proposals;
- the right to receive documents pertaining to matters being dealt with at the general meeting and which have only been made available on the company's internet homepage.

Shareholders who wish to attend the general meeting are requested to notify the company of this. The notice of attendance must be received by DNB Bank ASA no later than 15 January 2014 1600 CET. Notice of attendance may be sent electronically through the Company's website www.marineharvest.com or through VPS Investor Services. To access the electronic system for notification of attendance or to submit your proxy, through the Company's website, the reference number and PIN code must be stated. It may also be sent by e-mail: genf@dnb.no, regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway or fax to +47 22 48 11 71.

Shareholders who do not wish to attend the general meeting personally have the right to be represented by proxy. If so, a written and dated power of attorney must be presented by the proxy at the general meeting. The enclosed proxy form may be used. The power of attorney may contain voting instructions.

If the proposed consolidation is approved, the shares will be traded ex consolidation on Oslo Børs from and including day after registration of capital increase in Brønnøysund. In the VPS, the consolidation will be implemented three trading days thereafter, as trades made on the day prior to ex consolidation must be settled before the amendments are registered in the VPS.

In accordance with section 9 of the company's articles of association, the appendices to the notice will not be sent by post to the shareholders. A shareholder may nonetheless demand to be sent the appendices by post free of charge. If a shareholder wishes to have the documents sent to him, such request can be addressed to the company by way of telephone: +47 21 56 20 07 or by email to stefania.lombardi@marineharvest.com.

This notice together with the enclosures referred to herein is available on the Company's web site www.marineharvest.no.

Bergen, 27 December 2013

for the board of directors in Marine Harvest ASA

Ole Eirik Lerøy
Chairman of the Board



"etternavn + fornavn"
 "navn 3"
 "adresse 1"
 "adresse 2"
 "postnr + poststed"
 "land"

PIN CODE: **XXXXXX**

REF. NO: **XXXXX**

Notice of extraordinary general meeting

An extraordinary general meeting of Marine Harvest ASA will be held on 20 January 2014 at 14:00 CET in Sandviksbodene 77A/B, 5035 Bergen, Norway

If the shareholder is a legal entity, please name the person who will represent the entity:

 Name of person representing the entity
 (To grant proxy, use the proxy form below)

ALTERNATIVE A

ATTENDANCE FORM

Notice of attendance may be sent electronically through the Company's website www.marineharvest.com or through VPS Investor Services. To access the electronic system for notification of attendance or to submit your proxy, through the Company's website, the above-mentioned reference number and PIN code must be stated. It may also be sent by e-mail: genf@dnb.no, regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway or fax to +47 22 48 11 71.

The form must be registered by DnB Bank Verdipapirservise no later than 15 January 2014 1600 CET.

The undersigned:

will attend the Extraordinary General Meeting on 20 January 2014 and vote for:

A total of _____
 own shares
 other shares in accordance with enclosed Power of Attorney
 shares

Place: _____ Date: 2014 Shareholder's signature
 (To be signed only by a shareholder who will attend the AGM in person. To grant proxy, use the form below)

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ALTERNATIVE B (NOT APPLICABLE IF ALTERNATIVE A HAS BEEN SELECTED)

This proxy form is to be used for a proxy without voting instructions. To grant a proxy with voting instructions, please go to page 2.

POWER OF ATTORNEY WITHOUT VOTING INSTRUCTIONS: PIN CODE: XXXXXX REF. NO: XXXXX

EXTRAORDINARY GENERAL MEETING OF MARINE HARVEST ASA, 20 JANUARY 2014

If you are unable to attend the Extraordinary General Meeting in person, this proxy may be used by a person authorised by you, or you may send the proxy without naming the proxy holder. In such case, the proxy will be deemed to be given to the Chair of the Board of Directors or a person authorised by him.

The proxy form should be received by DNB Bank ASA, Registrar's Department no later than on 15 January 2014 1600 CET. **The proxy may be sent electronically through the Company's website www.marineharvest.com or through VPS Investor Services.** It may also be sent by e-mail: genf@dnb.no, regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway..

The undersigned:

hereby grants (tick one of the two):

- the Chair of the Board of Directors (or a person authorised by him), or
- _____
 (Name of proxy holder in capital letters)

a proxy to attend and vote my/our shares at the Extraordinary General Meeting of Marine Harvest ASA on 20 January 2014.

Place: _____ Date: 2014 Shareholder's signature
 (Signature only when granting a proxy)

With regard to rights of attendance and voting, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.



ALTERNATIVE C (NOT APPLICABLE IF ALTERNATIVE A OR B HAS BEEN SELECTED)

This proxy form is to be used for a proxy with voting instructions.

POWER OF ATTORNEY WITH VOTING INSTRUCTIONS: PIN CODE: XXXXXX REF. NO: XXXXX
EXTRAORDINARY GENERAL MEETING OF MARINE HARVEST ASA ON 20 JANUARY 2014

If you are unable to attend the Extraordinary General Meeting in person, you may use this proxy form to give voting instructions. You may grant a proxy with voting instructions to a person authorised by you, or you may send the proxy without naming the proxy holder, in which case the proxy will be deemed to have been given to the Chair of the Board of Directors or a person authorised by him.

The proxy form must be received by DNB Bank ASA, Registrar's Department, no later than 15 January 2014 1600 CET. It may be sent by e-mail: genf@dnb.no, regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway..

The undersigned:

hereby grants (tick one of the two):

- the Chair of the Board of Directors (or a person authorised by him), or
- _____
(Name of proxy holder in capital letters)

a proxy to attend and vote my/our shares at the Extraordinary General Meeting of Marine Harvest ASA on 20 January 2014.

The votes shall be exercised in accordance with the instructions below. Please note that if any items below are not voted on (not ticked off), this will be deemed to be an instruction to vote "for" the proposals in the notice. However, if any motions are made from the floor in addition to or replacement of the proposals in the notice, the proxy holder may vote or abstain from voting at his discretion. In such case, the proxy holder will vote on the basis of his reasonable understanding of the motion. The same applies if there is any doubt as to how the instructions should be understood. Where no such reasonable interpretation is possible, the proxy holder may abstain from voting. As for item 1 on the agenda, the proxy holder shall decide the voting.

Voting instructions for Extraordinary General Meeting 20 January 2014	For	Against	Abstention
1. Election of a chairperson and a person to sign the minutes together with the chairperson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of the notice and proposed agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Share capital increase to facilitate consolidation of shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Consolidation of the Company's shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place: Date: 2014 Shareholder's signature
(Signature only when granting a proxy with voting instructions)

With regard to rights of attendance and voting, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.