

Appendix to the stock exchange announcement by Orkla ASA ("Orkla", OSE ticker: "ORK") on 18 October 2012

About Borregaard

Borregaard is a bio-based specialty chemicals company with one of the world's most advanced biorefineries. From natural and renewable raw materials, Borregaard produces advanced and environmentally friendly biochemicals, biomaterials and bioethanol that can be used as substitutes for petrochemical-based products. Borregaard also holds strong positions within ingredients and fine chemicals. Borregaard has 1100 employees in plants and sales offices in 17 countries throughout Europe, the Americas, Asia and Africa. For further information on Borregaard, please see the Prospectus prepared in connection with the initial public offering dated 2 October 2012 (the "**Prospectus**").

The board of directors of Borregaard currently consists of Terje Andersen (chairman), Jan Anders Oksum and Veronica Skevik, but will from the first day of listing (i.e. 18 October 2012) consist of the following five shareholder elected members: Jan Anders Oksum, Terje Andersen, Jan Erik Korssjøen, Kristine Ryssdal and Kimberly Lein-Mathisen. Subject to the approval from the Norwegian Industrial Democracy Board (Nw: *Bedriftsdemokratnemda*) the board of directors will be supplemented by two employee representatives (Roar Linder and Ragnhild Anker Eide) and two observers (Bente Seljebakken Klausen and Roy Kåre Appelgren) elected by and among Borregaard's employees.

The management of Borregaard currently consists of Per Arthur Sørli (CEO), Per Bjarne Lyngstad (CFO), Dag Arthur Aasbø (SVP HR and Public Relations), Tuva Barnholt (SVP Purchasing and Strategic Sourcing), Morten Harlem (EVP Performance Chemicals (business area)), Tom Erik Foss-Jacobsen, (EVP Specialty Cellulose (business area)), Bjørn Erik Amundsen (EVP Ingredients and Fine Chemicals), Gisle Løhre Johansen (SVP Business Development and Research and Development), and Ole Gunnar Jakobsen (Plant Director Borregaard Fabrikker (Sarpsborg Plant)).

Key figures from Borregaard's income statement and balance sheet:

The following key figures have been derived from the selected interim condensed financial information as of, and for the six-month periods ended, 30 June 2012 and the selected combined financial information as of, and for the years ended, 31 December 2011 and 2010.

Summary Income statement	Consolidated six months ended 30 June	Combined year ended 31 December	
	2012 (unaudited)	2011 (audited)	2010 (audited)
<i>In NOK million</i>			
Operating revenues	2,017	3,854	3,461
Operating profit	236	530	305
Profit before taxes	213	455	260
Profit for the period	139	320	184

Summary Statement of financial position	Consolidated as of 30 June	Combined as of 31 December	
	2012 (unaudited)	2011 (audited)	2010 (audited)
<i>In NOK million</i>			
Assets			
Non-current assets	2,064	1,985	2,005
Current assets	1,769	1,719	1,556
Total assets	3,833	3,704	3,561
Equity and liabilities			
Equity	639	1,123	1,014
Non-current liabilities.....	2,594	1,988	2,083
Current liabilities	600	593	464
Equity and liabilities	3,833	3,704	3,561

The significance of the transaction for Orkla:

In 2011, Orkla announced a strategic decision to allocate capital to its branded goods business. The transaction enables realisation of values in form of a (for Orkla) significant cash consideration, providing financial flexibility for Orkla and enabling further strengthening of the brands portfolio (in line with the said strategy).

In Orkla's accounts, Borregaard will as from the third quarter of 2012 be considered as a discontinued operation and the historical numbers will no longer be reported as a part of Orkla's operations. The accounting profit will be included in Orkla's fourth quarter accounts.

Agreements to the benefit of senior employees or members of the board of directors relating to the Offering

Members of management have been granted stay-on bonuses equalling 12 months' salary in connection with the restructuring of Borregaard which was carried out prior to the transaction (and as further described in the Prospectus), which will be payable after the closing of the IPO of Borregaard. For more information, see Section 12.4 of the Prospectus.

The members of management and key employees (in total 19 persons) that currently are part of Orkla's share incentive programme will in the aggregate be offered 1,590,000 options for Shares in exchange for the options they currently hold under Orkla's share incentive programme. In addition, members of management will be offered 950,000 new options for Shares. For more information, see Section 12.5 of the Prospectus.

Currently, no bonus programme has been implemented for Borregaard for 2013. Following the listing, the Board of Directors will determine whether a bonus programme for 2013 shall be implemented and the terms of such programme.

Apart from certain primary insiders applying for Shares, as described in the stock exchange announcement by Borregaard dated 3 October 2012, no other agreements which benefits leading employees or members of the board of directors of Orkla have been entered in connection with the planned transaction.