
Appendix to notice of General Meeting to be held on Thursday 14 April 2005 at 3 p.m.

1. Re item 6 of the agenda: «Election of members and deputy members to the Corporate Assembly»

The recommendation of the Election Committee:

«To the General Meeting of Orkla ASA

Election of members and deputy members to the Corporate Assembly

At Orkla's Annual General Meeting in 2004, Idar Kreutzer and Elisabeth Grieg were elected as members of the Election Committee while, in accordance with the company's Articles of Association, Harald Arnkvern as Chairman of the Corporate Assembly is a member of the Election Committee. This Election Committee makes the following recommendation:

At Orkla's Annual General Meeting in spring 2003, the following members of the Corporate Assembly were elected for a term of two years. These members are therefore up for election at the Annual General Meeting in 2005.

<u>Members:</u>	<u>Elected in:</u>
Harald Arnkvern	2001
Elisabeth Grieg	2001
Marianne Lie	2001
Johan H. Andresen jr.	2001
Svein Aaser	2001
Idar Kreutzer	2001
Astrid E. Sørgaard	2003 (2001 deputy)

The Election Committee recommends that the following members be re-elected:

<u>Number of shares owned personally/company affiliation and company shareholding</u>	
Harald Arnkvern (2,658)	Advokatfirma Haavind Vislie AS (5,642)
Elisabeth Grieg (900)	Grieg International AS (7,235)
Marianne Lie (0)	Norges Rederiforbund (0)
Johan H. Andresen jr. (0)	Ferd AS (930,000)
Svein Aaser (2,285)	DnB NOR ASA (4,358,925)
Idar Kreutzer (0)	Storebrand ASA (11,025,949)

Astrid E. Sørgaard will not stand for re-election.

The Election Committee proposes Arthur Sletteberg (0), who is Finance Director of Oslo Pensjonsforsikring (4,011,550), as a new member of the Corporate Assembly.

Pursuant to Article 8, fourth paragraph, of the Articles of Association, it is proposed that the term of office be set at two years.

At Orkla's Annual General Meeting in spring 2003, the deputy members of the Corporate Assembly were elected for a term of two years. In 2004, Maalfrid Brath was elected for a term of one year. These members are therefore up for election:

<u>Deputy members:</u>	<u>Elected in:</u>
Terje Venold	2001
Atle Eide	2001
Anne Birgitte Fossum	2003
Scilla Treschow Hokholt	2003
Christine Rødsæther	2003
Maalfrid Brath	2004

The Election Committee recommends that the following deputy members be re-elected:

<u>Number of shares owned personally/company affiliation and company shareholding</u>	
Terje Venold (0)	Veidekke ASA (0)
Anne Birgitte Fossum (1,300)	Foinco AS (0)
Scilla Treschow Hokholt (14,393)	
Christine Rødsæther (0)	Advokatfirma Vogt & Wiig AS (0)

Atle Eide and Maalfrid Brath will not stand for re-election. The Election Committee recommends that the following persons be elected as new deputy members:

Westye Høegh (87,724)	Advokat og styreformann Leif Høegh Ltd (0)
Ida Espolin Johnson (0)	KLP (1,143,266)

Pursuant to Article 8, fourth paragraph, of the Articles of Association, it is proposed that the term of office for the deputy members be set at two years.

The Election Committee's recommendation and the grounds for its recommendation will be explained at the Annual General Meeting.

Oslo, 10 March 2005

Idar Kreutzer

Harald Arnkværn

Elisabeth Grieg»

2. Re item 7 of the agenda: «Election of members to the Election Committee of the General Meeting»

The recommendation of the Election Committee:

«To the General Meeting of Orkla ASA

Election of members to the Election Committee of the General Meeting

If the General Meeting in spring 2005 adopts the proposed amendments to Article 18 of the Articles of Association, the Election Committee recommends that the current Election Committee, which is to serve until 2006, be supplemented by Rune Selmar, Managing Director of the National Insurance Scheme Fund, and Leiv Askvig, CEO of Sundt AS/proposed by Mutual Series Fund, Inc./Franklin Mutual Advisers.

Following adoption of the amendments to Article 18 of the Articles of Association, it is proposed that the term of office be set at one year.

Oslo, 10 March 2005

Idar Kreutzer

Harald Arnkværn

Elisabeth Grieg»