



To the shareholders of
Atea ASA

Oslo, 8 April 2014

NOTICE OF ANNUAL GENERAL MEETING

The Annual General Meeting will be held on Tuesday 29 April 2014 at 10:00 a.m. at the company's offices in Brynsalléen 2, Oslo. The General Meeting will be opened by the Board Chairman Ib Kunøe.

The following items are on the agenda:

- 1. Election of chairperson for the meeting**
- 2. Election of an individual to sign the minutes jointly with the chairperson**
- 3. Approval of the notice of the meeting and agenda**
- 4. Report from the CEO**
- 5. Approval of the financial statements and annual report for 2013 for the parent company and the Group, including year-end allocations**

In the General Meeting information will be provided with respect to the annual accounts for the parent company and the Group, hereunder the annual report.

The Board of Directors proposes that the General Meeting makes the following resolution:

“The financial statements and the Board of Director’s annual report for 2013 are approved. Profit for the year is transferred to other (free) equity according to the Board of Directors’ proposal.”

6. Resolution regarding distribution of dividend

The Board of Directors has resolved to propose to the General Meeting that a dividend of NOK 620,548,116 shall be distributed for the accounting year 2013, which, based on the fact that the company has 103,424,686 shares, provides a dividend of NOK 6.00 per share.

NOK 310,274,058 of the dividend (corresponding to NOK 3.00 per share) shall be distributed to the shareholders of the company as of the date of the General Meeting. The shares shall be traded exclusive of dividend as of 30 April 2014. Payment of the dividend will take place within 12 May 2014.

NOK 310,274,058 of the dividend (corresponding to NOK 3.00 per share based on the current number of shares in the company) will be distributed to the shareholders of the company as of 16 October 2014. The shares shall be traded exclusive of dividend as of 17 October 2014. Payment of the dividend will take place within 28 October 2014.

Consequently, the Board of Directors proposes that the General Meeting makes the following resolution:

“In accordance with the proposal of the Board of Directors it was resolved to distribute as dividend for the accounting year 2013 NOK 620,548,116, which provides a dividend of NOK 6.00 for each of the company’s 103,424,686 shares. NOK 310,274,058 of the dividend shall be distributed to the shareholders of the company as of the date of the General Meeting (corresponding to NOK 3.00 per share). The shares shall be traded exclusive of dividend as of 30 April 2014. Payment of the dividend will take place within 12 May 2014.

NOK 310,274,058 of the dividend (corresponding to NOK 3.00 per share, based on the current number of shares in the company) shall be distributed to the shareholders of the company as of 16 October 2014. The shares shall be traded exclusive of dividend as of 17 October 2014. Payment of the dividend will take place within 28 October 2014.”

7. Approval of the auditor's fees

In the General Meeting information will be provided with respect to the auditor’s assignment and remuneration for 2013.

The Board of Directors proposes that the General Meeting makes the following resolution:

“The auditor’s fees for 2013 shall be covered on a reimbursement basis”

8. Adoption of the remuneration to be paid to board members

The Nomination Committee has, according to the enclosed recommendation, proposed the following remuneration to the Board of Directors:

Board Chairman:	NOK 300,000
Shareholder-elected members:	NOK 150,000
Employee-elected board members:	NOK 100,000

Consequently, the Board of Directors proposes that the General Meeting makes the following resolution:

*“Remuneration to the Chairman of the Board for 2013 is set to NOK 300,000.
Remuneration to shareholder elected board members for 2013 is set to NOK 150,000 each.
Remuneration to employee elected board members for 2013 is set to NOK 100,000 each.”*

9. Election of a new Board of Directors

All members of the Board of Directors were elected in 2012. The term of office is 2 years. The Nomination Committee’s recommendation with respect to election of a new Board of Directors is enclosed to this summons.

10. The Board of Director's declaration and guidelines in accordance with Section 6-16a of the Public Limited Liability Companies Act

Pursuant to Section 5-6 of the Public Limited Liability Companies Act, the General Meeting shall consider the Board of Directors' declaration regarding salaries and remuneration to the executive management. The General Meeting shall conduct a consultative vote on the Board of Director’s proposal for guidelines for salaries and remuneration to the executive management.



The guidelines for benefits as mentioned in Section 6-16a, first paragraph, item 3 of the Public Limited Liability Companies Act, (allotment of shares, options etc.) shall be approved by the General Meeting.

The Board of Directors has given the following declaration:

1. Salaries and other remuneration to the executive management in the previous financial year

The Company has a separate Compensation Committee that provides the Board of Directors with recommendations regarding salary and other benefits to the company's executive management. In accordance with the guidelines established by the company's Board of Directors, the salary and other remuneration payable to the President and CEO is determined by the Board of Directors, while salaries and other remunerations payable to other members of the executive management (the Group's senior managers) are determined by the President and CEO in consultation with the Board Chairman.

In order to ensure the management that the Board of Directors finds to be satisfactory, salaries and other remunerations are determined based on the principle that the overall compensation package for each individual shall be competitive and adapted to market terms. The variations that exist in the various countries and the size and complexity of the businesses are taken into account when establishing the terms.

Compensation of the executive management is based on a fixed salary with the addition of a performance based bonus which is subject to limitation. In addition members of the executive management receive certain benefits in kind, including company car, telephone/internet and journals/newspapers. The executive management participate in the pension scheme of the company they are employed in. The terms of employment for the executive management vary with regard to their entitlement to severance or termination payments. All members of the executive management have previously received share options.

A more detailed description of compensations paid in 2013 is provided in Note 19 in the Group's annual accounts.

The Board of Directors is of the opinion that the impact for the company and the shareholders of the compensation agreements that were entered into or amended in accordance with the description above in the previous financial year, has been positive due to the fact that the company has been able to hold on to and attract the human resources that are required to fulfil the company's objectives.

2. Guidelines for salaries and other remuneration to the executive management in the coming financial year

The Board of Directors shall, pursuant to the Remuneration Committee's recommendation, determine the salary and other remuneration payable to the President and CEO.

Salaries and remunerations payable to other members of the executive management shall be determined by the President and CEO in consultation with the Board Chairman and based on the Remuneration Committee's recommendation. The combined salary and other remuneration payable to each individual shall be competitive and adapted to market terms.

Beyond salary (with the addition of ordinary benefits in kind such as company car, telephony/IT, journals, etc.) and pension scheme, which in general shall be in accordance with

what has been paid previous years, it shall be possible to award bonuses and share options. It has been prepared for that the incentives to the executive management shall be derived from the bonus scheme (which is subject to limitations) and options to acquire shares in the company. By such means the incentives of the executive management are more aligned with the interests of the shareholders.

Share options shall be allotted based on the following principles:

- i) Share options shall be used in connection with recruitment and in order to keep key managers and employees. The allotment shall be made by the President and CEO in consultation with the Board Chairman.*
- ii) Unless the Board Chairman consents otherwise in special circumstances, a vesting period shall be established for the share options. As a main principle the total number of options that are allotted to individual employees shall be earned over a period of three years, with one-third of the options being earned each year.*
- iii) The exercise price shall equal the shares' market value at the time of allotment reduced each year by the amount paid as dividend per share.*

The procedure for allotment of share options is that the President and CEO, in consultation with the Board Chairman, determines a number of options for Atea ASA and each of the Group companies. The managing directors are requested to give their proposal with respect to whom the options shall be allotted and how many options each of the employees should receive. The number of options to executives will only in special circumstances exceed 50,000. The purpose of the option scheme is that it shall have the necessary width to comprise executives that need a special incentive and which the Group desires to keep. Based on the managing director's proposal the President and CEO, in consultation with the Board Chairman, determines the final allotment.

The Board of Directors proposes that the General Meeting makes the following resolution with respect to the Board of Director's declaration regarding determination of salaries and other remuneration to the executive management:

"The General Meeting adopts the Board of Director's guidelines for determination of the executive's salaries"

The Board of Directors proposes that the General Meeting makes the following resolution with respect to the Board of Director's declaration with regard to allocation of share options etc. (pursuant to the Public Limited Liability Companies Act § 6-16a, first section, third sentence, number 3):

"The guidelines proposed by the Board of Directors with regard to share options etc. (pursuant to the Public Limited Liability Companies Act § 6-16a, first section, third sentence, number 3) are approved."

11. The Board of Director's statement of business control pursuant to the Accounting Act's Section 3-3 b

Pursuant to the Public Limited Liability Companies Act Section 5-6(4) the Board of Directors shall provide a statement of the company's business control system according to the Accounting Act's Section 3-3 b and the General Meeting shall consider such statement.

The statement is provided in the company's annual report, which it is referred to.

The Board of Directors proposes that the General Meeting makes the following resolution:

“The General Meeting adopts the Board of Director’s declaration with respect to business control pursuant to the Accounting Act’s Section 3-3 b.”

12. Power of attorney to the Board of Directors to increase the share capital in connection with the fulfilment of the company's share option programme

The Board of Directors would like the company to be able to offer competitive terms to managers and key personnel in the Group and considers the ability to offer ownership in the company to be important, in order to attract and keep experienced and highly qualified employees. The allotment of options is an important point in relation to providing incentives to the executive managers. Accordingly, the Board of Directors requests a power of attorney to increase the share capital of the company by a maximum of NOK 30,000,000 through one or several private offerings to employees of the Group.

The Board of Directors proposes that the General Meeting makes the following resolution:

“The Board of Directors is granted a power of attorney pursuant to Section 10-14 of the Public Limited Liability Companies Act to increase the share capital by a maximum of NOK 30,000,000 through the issuance of a maximum of 3,000,000 shares in Atea ASA, each with a par value of NOK 10, by one or several private offerings to employees of the Group, as part of an option/incentive scheme.

In the event of any changes to the company's share capital or the number of outstanding shares, as a result of share split, bonus issue, new issue with pre-emptive rights to the existing shareholders, reduction of the share capital by repayment to the shareholders, demerger, merger, etc., then the power of attorney shall be adjusted correspondingly with regard to the number of shares that may be issued, total share capital increase and subscription price, in accordance with the generally recognised principles for such adjustments. Such an adjustment may, however, not be in violation of the framework of the Public Limited Liability Companies Act with regard to the total number of shares that may be issued pursuant to powers of attorney to the Board of Directors or the Act's restrictions with regard to subscribing for shares at prices below par value.

The shareholders' pre-emptive subscription rights may be waived. The power of attorney will remain valid until the annual General Meeting in 2015, however, it will expire no later than 30 June 2015.

The Board of Directors will determine the terms of subscription and other terms. The Board of Directors is authorised to amend Article 4 of the Articles of Association as the power of attorney is utilised.”

13. Power of attorney to the Board of Directors to increase the share capital pursuant to Section 10-14 of the Public Limited Liability Companies Act

It is proposed that the Board of Directors is granted a power of attorney to resolve an increase in the company's share capital by a maximum of NOK 100,000,000 through the issuance of a maximum of 10,000,000 new shares, each with a par value of NOK 10. It shall be possible to use this power of attorney to strengthen the company's equity, acquire complementary businesses and any associated obligations, issue shares as merger consideration and issue shares in connection



with the establishment of cooperation with industrial or strategic partners. This will give the company the flexibility required to fulfil its strategic goals.

Moreover, the Board of Directors desires a power of attorney to stipulate the subscription terms, including the subscription price, and proposes that the shareholders' pre-emptive rights may be waived. It is proposed that this power of attorney shall remain valid until the Annual General Meeting in 2015, however that it shall expire no later than 30 June 2015.

The Board of Directors proposes that the General Meeting makes the following resolution:

"The Board of Directors of Atea ASA is granted a power of attorney to increase the company's share capital by a maximum of NOK 100,000,000 through the issuance of a maximum of 10,000,000 new shares, each with a par value of NOK 10. The power of attorney also encompasses payments made by means other than cash and the ability to settle share capital contributions through set off.

It shall be possible to use the share capital increase to strengthen the company's equity, acquire complementary businesses and any associated obligations, and to issue shares as merger consideration and in connection with the establishment of cooperation with industrial or strategic partners.

In the event of any changes to the company's share capital or the number of outstanding shares, as a result of share split, bonus issue, new issue with pre-emptive rights to the existing shareholders, reduction of the share capital by repayment to the shareholders, demerger, merger, etc., then the power of attorney shall be adjusted correspondingly with regard to the number of shares that may be issued, total share capital increase and subscription price, in accordance with the general and recognised principles for such adjustments. Such an adjustment may, however, not be in violation of the framework of the Norwegian Public Limited Companies Act with regard to the total number of shares that may be issued pursuant to powers of attorney to the Board of Directors or the Act's restrictions with regard to subscribing for shares at prices below par value.

This power of attorney will remain valid until the annual General Meeting in 2015, however it will expire no later than 30 June 2015. It shall be possible to waive the pre-emptive rights of the shareholders to subscribe for and be allotted shares pursuant to Section 10-4 of the Norwegian Public Limited Liability Companies Act. The Board of Directors shall determine the subscription terms, including the subscription price.

The Board of Directors is hereby authorised to amend Article 4 of the Articles of Association as the power of attorney is utilised."

14. Power of attorney to the Board of Directors to buy back shares in Atea pursuant to Section 9-4 of the Public Limited Liability Companies Act

The Board of Directors proposes that the power of attorney granted at the Annual General Meeting 30 April 2013 be replaced by a new power of attorney authorising the Board of Directors to acquire or dispose of the company's own shares. The holdings of the company's own shares may, inter alia, be used in connection with acquisitions, incentive schemes for employees, etc. It is proposed that the power of attorney shall encompass a maximum of 7,000,000 shares, each with a par value of NOK 10. This power of attorney shall be valid until the Annual General Meeting in 2015, however it shall expire no later than 30 June 2015. The Board of Directors would like to be free to elect the methods to be used for the acquisition and sale of the company's own shares.



The Board of Directors proposes that the General Meeting makes the following resolution:

"The Board of Directors of Atea ASA is granted a power of attorney to allow Atea ASA and/or its subsidiaries to acquire shares in Atea ASA with a maximum par value of NOK 70,000,000. The minimum and maximum price that may be paid for each share is NOK 10 (par value) and NOK 200, respectively. The Board of Directors is free to determine the methods to be used for the acquisition and sale of the company's own shares. The buyback etc. of shares may be carried out until the Annual General Meeting in 2015, however no later than 30 June 2015.

In the event of any changes to the company's share capital or the number of outstanding shares, as a result of share split, bonus issue, new issue with pre-emptive rights for the existing shareholders, reduction of the share capital by repayment to the shareholders, demerger, merger, etc., then the power of attorney shall be adjusted proportionately in accordance with the generally recognised principles for such adjustments."

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This notice and the enclosed registration and proxy form, have been sent to all shareholders with a known address. Pursuant to the Articles of Association's regulation that documents relating to issues that shall be dealt with by the General Meeting may be provided at the company's web site, the company's financial statements and the auditor's report for 2013 and this summons with attachments have been made available on Atea ASA's website, www.atea.com/gf. All documents are also available at the company's address. The aforementioned documents will be sent to any shareholder who contacts the company.

The total number of shares in Atea ASA is 103,424,686. All shares have equal voting and other rights in the company.

Shareholders who are registered in the register of shareholders (VPS) or have reported and documented their acquisition of shares, and the acquisition is not impeded by provisions in the Articles of Association, can exercise their shareholder rights, including participation in the General Meeting, cf. Section 4-2 of the Public Limited Liability Companies Act, cf. Section 5-2. Attention is drawn to the fact that pursuant to § 9 of the Articles of Association the right to attend and vote in the General Meeting may only be exercised when the acquisition of shares in the company has been registered in the shareholders register (VPS) the fifth weekday prior to the General Meeting. Thereby, the right to participate and vote in the Extraordinary General Assembly presupposes that the acquisition has been registered in the shareholders register (VPS) on 22 April 2014 (the record date).

Pursuant to Section 4-10 of the Public Limited Liability Companies Act neither a beneficial shareholder nor a nominee is entitled to vote for shares that are registered in a VPS account belonging to a nominee. 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.

Pursuant to Section 5-11 of the Public Limited Liability Companies Act, shareholders are entitled to consideration of items at the General Meeting that they have reported in writing to the Board of Directors within seven days prior to the deadline for summons of the General Meeting, together with a proposal for resolution or grounds for the question being raised at the agenda. If the notice has already been sent, then a new notice shall be sent if the deadline for the summons has not expired.

Pursuant to the General Meeting regulative (regulative of 6 July 2009 nbr. 983) and the Public Limited Liability Companies Act § 5-15, 1st section, a shareholder may request that members of the Board of Directors, members of the corporate assembly and the Managing Director at the General Meeting provide available information regarding circumstances that may have an impact on the judgement of the approval of the annual account and the annual report, issues that has been presented to the shareholders for resolution, the company's financial position, hereunder the operation of other companies in which the company participate and other issues that the General Meeting shall deal with, unless the information that is requested cannot be provided without disproportionate harm to the company. Shareholders that would like to set forth such request must do this in writing within **15 April 2014** by sending a notice according to what is stated below.

Shareholders who wish to participate at the General Meeting are requested to give notice to Atea ASA via:

Nordea Bank Norge ASA
Issuer Services
P.O. Box 1166 Sentrum
NO-0107 Oslo

Phone: +47 22 48 62 62
Fax: +47 22 48 63 49
E-mail: issuerservices.no@nordea.com

by 12:00 a.m. on Friday 25 April 2014.

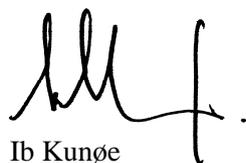
Shareholders that would like to provide votes in advance may do this in writing or electronically (pursuant to the Articles of Association § 11). The Articles of Association states that the providing of electronic votes must be submitted no later than two days prior to the General Meeting. Due to the fact that the General Meeting is held on a Tuesday you are hereby made aware that in order to comply with the deadline, electronic votes must be submitted within Friday **25 April 2014 at 12:00 a.m.**

Registration and providing of advance votes may be done through Atea ASA's website (www.atea.com/gf), via Investor services, a service provided by most Norwegian registrars, or by fax to Nordea Bank Norge ASA as provided above. The reference number must be provided when the registration is made. For further information, please see the enclosed registration form or take contact with Nordea Bank Norge ASA.

Pursuant to the Articles of Association § 10, shareholders that have not sent notification of its participation in the General Meeting within the deadline (Friday 25 April 2014 at 12:00 a.m.) may be denied such participation.

Shareholders who wish to appear by proxy may use the enclosed proxy form. The Board Chairman is willing to accept such proxies.

Yours sincerely
On behalf of the Board of Directors of Atea ASA



Ib Kunøe
Board Chairman

Proposal from the Nomination Committee of Atea ASA to the company's Annual General Meeting as of 29 April 2014.

Atea ASA has pursuant to its Articles of Association a Nomination Committee that shall provide proposal for candidates when the shareholders' representatives in the Board of Directors shall be elected. Further, the Nomination Committee shall provide its statement with respect to remuneration to the Board members. The Nomination Committee's external members were elected at the annual General Meeting as of 30 April 2013 and have been Carl Espen Wollebekk and Karl Martin Stang. In addition Ib Kunøe has been member of the Nomination Committee pursuant to the Articles of Association and his position as Board Chairman.

In relation to this proposal the Nomination Committee has held 2 meetings.

Proposal for election of Board members

The shareholder elected Board members have in the preceding period been Ib Kunøe (Board Chairman), Sven Madsen, Morten Jurs, Kristine M. Madsen and Lisbeth Toftkær Kvan (the latter was elected in 2013). The entire Board is up for election. The task of the Nomination Committee is therefore to propose all shareholders' elected Board members for the coming period of two years.

The annual General Meeting in 2011 provided the following guidelines for the Nomination Committee:

The Nominating Committee shall when proposing candidates to the Board of Directors try to ensure that the following considerations are taken into account; continuity and renewal of the shareholders' representation in the Board, a composition of the Board that ensures a qualified professional support to the administration and that the Board has adequate independence to the company's main shareholders to ensure that the Board's control functions are safeguarded.

The Nomination Committee has resolved that it will propose that the current Board members be re-elected.

The proposal is made pursuant to an overall judgement. Based on the investigations that the Nomination Committee has performed, hereunder dialog with the company's main shareholders, the administration and the members of the Board, it is clear that the current Board fulfils the considerations that pursuant to the guidelines shall be fulfilled. The Board has also on its own behalf performed an assessment of its work, its competence, the cooperation between the Board members and the cooperation between the Board and the company's top management. Such assessment has provided a very satisfactory result. The Board therefore functions very well as a collegium and both the administration, the main shareholders and the Board itself has expressed that it is important to secure continuity in the Board's work. The Nomination Committee is of the opinion that under the circumstances consideration to continuity is more important than consideration to renewal of the shareholders' representation in the Board.

The Nomination Committee's proposal entails that for the next election period the Board will consist of five shareholders' elected members and three representatives elected by and among the employees. The General Meeting's election does not influence the employee's

representation in the Board.

Statement with respect to the remuneration to Board members for 2013

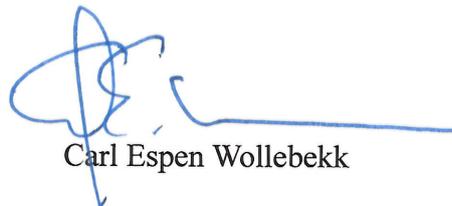
At the annual General Meeting in 2013 the remuneration to the Board members for the accounting year 2012 was resolved to be NOK 300,000 to the Board Chairman, NOK 150,000 to the other shareholder elected Board members and NOK 100,000 to the employee's representatives.

The Nomination Committee's proposal to the General Meeting is that the Board member's remuneration is maintained for the accounting year 2013.

This proposal was made unanimously.

Oslo, 18 March 2014


Ib Kunøe


Carl Espen Wollebekk


Karl Martin Stang

Notice of Annual General Meeting

Annual General Meeting in **Atea ASA** will be held 29 April 2014 at 10:00 CET in Brynsalleen 2, Oslo, Norway.

Record date 22 April 2014 (the date when shareholding must be recorded in the shareholders register (VPS) in order to be entitled to participate and vote in the Annual General Meeting)

If the above-mentioned shareholder is a legal entity, it will be represented by: _____
Name of entity representative
(To grant proxy, use the proxy form below)

Notice of attendance (if attending personally)

The undersigned will attend **Atea ASA's Annual General Meeting on Tuesday 29 April 2014** and vote for in total:

shares

This notice of attendance must be received by Nordea Bank Norge ASA, Issuer Services, no later than **25 April 2014 12:00 CET**.

Notice of attendance may be sent electronically through the company's website www.atea.com or through VPS Investor Services, a service provided by most Norwegian registrars. It may also be sent by **e-mail: issuerservices.no@nordea.com** or **telefax: +47 22 48 63 49**, or **post: Nordea Bank Norge ASA, Issuer Services, PO Box 1166 Sentrum, NO-0107 Oslo, Norway**. **Advance votes** may only be cast electronically, through the company's website www.atea.com or through VPS Investor Services. To access the electronic system for notification of attendance and advance voting through the company's website, the above-mentioned reference number and PIN code must be stated.

Place Date Shareholder's signature
(If attending personally. To grant a proxy, use the form below)



Proxy (without voting instructions)

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.

If you are unable to attend the Annual 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 Chairman of the Board of Director's or a person authorised by him.

The proxy form must be received by Nordea Bank Norge ASA, Issuer Services, no later than **25 April 2014 12:00 CET**.

Notice of attendance may be sent electronically through the company's website www.atea.com or through VPS Investor Services, a service provided by most Norwegian registrars. It may also be sent by **e-mail: issuerservices.no@nordea.com** or **telefax: +47 22 48 63 49**, or **post: Nordea Bank Norge ASA, Issuer Services, PO Box 1166 Sentrum, NO-0107 Oslo, Norway**. **Advance votes** may only be cast electronically, through the company's website www.atea.com or through VPS Investor Services. To access the electronic system for notification of attendance and advance voting through the company's website, the above-mentioned reference number and PIN code must be stated.

The undersigned _____ hereby grants (tick off one of the two boxes):

The Chairman of the Board of Director's (or a person authorized by him), or

Name of proxy holder (in capital letters)

a proxy to attend and vote for my/our shares at the Annual General Meeting of Atea ASA on 29 April 2014.

Place Date Shareholder's signature
(Signature only when granting proxy)

With regard to rights of attendance and voting we refer to the Public Limited Liability Companies Act, in particular Chapter 5. A written power of attorney dated and signed by the beneficial owner giving such proxy must be presented at the meeting. If the shareholder is a company, please attach the shareholder's certificate of registration to the proxy.

Proxy (with voting instructions)

This proxy form is to be used for a proxy with voting instructions. If you are unable to attend the Annual 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 the latter case, the proxy will be deemed to be given to the Chairman of the Board of Director's or a person authorised by him. The proxy must be dated and signed.

The proxy form must be received by Nordea Bank Norge ASA, Issuer Services, no later than **25 April 2014 12:00 CET**. It may be sent by **e-mail**: issuerservices.no@nordea.com or **telefax**: +47 22 48 63 49, or **post**: Nordea Bank Norge ASA, Issuer Services, PO Box 1166 Sentrum, NO-0107 Oslo, Norway.

The undersigned _____ hereby grants (tick off one of the two boxes):

The Chairman of the Board of Director's (or a person authorised by him), or

Name of proxy holder (in capital letters)

a proxy to attend and vote for my/our shares at the Annual General Meeting of Atea ASA on 29 April 2014.

The votes shall be exercised in accordance with the instructions below. Please note that if any item below is not voted for (not ticked off), this will be deemed to be an instruction to vote "for" the proposal in the notice. However, if any motion is made from the floor in addition to or as a 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.

Agenda for the Annual General Meeting 2014	For	Against	Abstention
1. Election of chairperson for the meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Election of an individual to sign the minutes jointly with the chairperson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the notice of the meeting and agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Report from the CEO			
5. Approval of the financial statements and annual report for 2013 for the parent company and Group, including year-end allocations	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution regarding distribution of dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Approval of the auditor's fees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Adoption of the remuneration to be paid to board members			
8.1 Chairman of the Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.2 Members elected by the shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.3 Members elected by the employees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Election of a new Board of Directors			
9.1 Ib Kunøe (Chairman)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.2 Sven Madsen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.3 Morten Jurs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.4 Kristine M. Madsen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.5 Lisbeth Toftkær Kvan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. The Board of Director's declaration and guidelines in accordance with Section 6-16a of the Public Limited Liability Companies Act			
10.1 Guidelines for salaries and other remuneration (consultative)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.2 Guidelines for allotment of shares/options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. The Board of Director's statement of business control pursuant to the Accounting Act's Section 3-3b	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Power of attorney to the Board of Directors to increase the share capital in connection with the fulfillment of the company's share option programme	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Power of attorney to the Board of Directors to increase the share capital pursuant to Section 10-14 of the Public Limited Liability Companies Act	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Power of attorney to the Board of Directors to buy back shares in Atea pursuant to Section 9-4 of the Public Limited Liability Companies Act	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place

Date

Shareholder's signature (only for granting proxy with voting instructions)

With regard to rights of attendance and voting, reference is made to the Public Limited Liability Companies Act, in particular Chapter 5. A written power of attorney dated and signed by the beneficial owner giving such proxy must be presented at the meeting. If the shareholder is a company, please attach the shareholder's certificate of registration to the proxy.