

**MARINE HARVEST SHAREHOLDER RESOLUTION & SUPPORTING STATEMENT
(MAY 2009)**

RESOLVED, that shareholders urge the board to consider establishment of a committee or assign the audit committee to examine the company's management of operations as they relate to disease management with special consideration accorded to general environmental stewardship.

Norwegian Translation:

Generalforsamlingen oppfordrer styret til å vurdere opprettelse av en komité, eller bemyndige revisjonskomiteen eller tilsvarende egnet komité, med ansvar for å vurdere selskapets operasjoner i forhold til sykdomshåndtering, i henhold til et generelt miljømessig forvalteransvar

Supporting Statement:

Our company's future now turns on whether the company can find a lasting solution to the outbreak of disease.

In Chile, the ISA virus has led the industry to reduce production by more than 50%, and prompted an unprecedented intervention by the Chilean government to establish a new regime for industry organization, expand regulatory staff, and coordinate application of chemicals, among other steps. Chile's governmental efforts are evolving, as steps taken to date have apparently resulted in little progress. Industry leaders speak of recovery in ever expanding time horizons.

In Canada, sea lice threaten wild salmon runs. Numerous peer reviewed studies confirm what is generally accepted in Norway. In fact, a report in *Science* predicts extinction of wild salmon in areas of BC salmon farming. Reduction and threatened extinction of wild salmon has led to political troubles for our company. Wild salmon serves as a resource for First Nations, many of whose representatives vocally criticize Marine Harvest's operations in Canada. Eco tourism leaders also decry company operations as wild salmon attracts fisherman and feed the iconic grizzly bear, both key attractions for this industry. For these and other reasons, the provincial Canadian government has largely frustrated Marine Harvest's ambitions to expand operations.

In Scotland, disease problems threaten. In early January, Scottish authorities reported outbreaks of ISA in the Shetlands. As Intrafish noted (Jan. 19), "Scotland's salmon industry was ravaged by an ISA outbreak a decade ago."

We believe the special issue of disease obliges our board to pay urgent attention and that a special committee can serve as reasonable vehicle. Ideally, we believe that a special committee should retain one or more expert staff independent of management to provide relevant research and consultation. Moreover, we urge that one or members of the special committee conduct site visits to the company's chief sites of operation.

The Norwegian Code for Corporate Governance provides ample foundation and encouragement for such a committee. The code observers that "There is a clear international trend for more extensive use of board committees ... The board of directors should consider appointing board committees in order to help ensure thorough and independent preparation of matters relating to financial reporting." A key focus should be "an annual review of the company's most important areas of exposure to risk and its internal control arrangements." In addition to an annual risk review, the board should equip itself "with any additional information that may be necessary to ensure that the board has taken into account all matters related to the company's internal control." Such a committee can help the board, as opposed to management, fulfill its obligation to "lead the company's strategic planning, and make decisions that form the basis for the

executive management to prepare for and implement investments and structural measures.” Moreover, a review “should pay attention to instances of material shortcomings or weaknesses in internal control that come to light during the course of the year which have had, could have had or may have had a significant effect on the company’s financial results or financial standing.”

Our company has already instituted important steps to address environmental issues, such as thorough sustainability reporting, and the assignment of a senior officer to oversee the company’s environmental stewardship.

Board director Tor Olav Troim has declared that Marine Harvest expects to be an industry leader, and as such, should be allowed to expand beyond the statutory limit of 25% of production in Norway.

However, to establish itself as an industry model, Marine Harvest should exceed common practice. The Cermaq board, for example, traveled to British Columbia in August 2008, where they inspected sites and met with constituents including partners of the Pure Salmon Campaign.

We believe our board should set the standard for diligence.