

# Skeljungur hf.

## Candidates for the AGM 2020

### I. Candidates for the Board of Directors Skeljungs hf.:

#### Birna Ósk Einarsdóttir

<i>Birth year:</i>	Born in 1976.
<i>First elected to the Board:</i>	May 2015.
<i>Education:</i>	AMP (Advanced Management Program), IESE Business School, 2015; M.Sc. Strategic Management, University of Iceland, 2008; B.Sc. Business Administration, Reykjavík University, 2001.
<i>Main occupation:</i>	Chief Commercial Officer at Icelandair.
<i>Career:</i>	Chief Business Development and Strategy Officer at Icelandair, 2018. Various roles at Síminn hf. since 2001, including the posts of EVP of sales and service at Síminn, head of marketing, head of project management and human resources. EVP of Marketing and Business development at Landsvirkjun.
<i>Other positions of trust:</i>	None.
<i>Holdings in Skeljungur:</i>	None.
<i>Posts for Skeljungur:</i>	Board and Committee membership at Skeljungur and board membership at P/F Magn, Skeljungur's subsidiary in the Faroe Islands.
<i>Relevant affiliations:</i>	None.

In the opinion of the Skeljungur Nomination Committee Birna Ósk Einarsdóttir is independent of the Company, its day-to-day management and large shareholders in the Company, according to the definition of independence in the ICC corporate governance guidelines.

#### Dagný Halldórsdóttir

<i>Birth year:</i>	Born in 1958.
<i>First elected to the Board:</i>	Not before.
<i>Education:</i>	M.A degree in electrician engineering and a supplementary degree in computer science from University of Minnesota. B.Sc. degree in electrician engineering from Washington State University.
<i>Main occupation:</i>	Self-employed.
<i>Career:</i>	Formerly the founder and managing director of DH Samskipti ehf., 2011-2017 and designed and managed Pyngjan, the first Mobile Pay solution in Iceland (now SíminnPay). Previously, she was the deputy managing director of Neyðarlínan ohf. [emergency response operation] and deputy director of Íslandssími hf. (now Vodafone) and founder and managing director of Skima hf., an innovator in internet services in Iceland. Dagný was a board member and subsequently chairman of the board of ISB Holding ehf. in 2011-2016, a holding company owned by Glitnir Bank and controlling nearly all the shares in Íslandsbanki. Dagný has also served on a number of company boards, such as Advania MobilePay ehf., Kaffitár ehf., Skipti hf. and Míla ehf.
<i>Other positions of trust:</i>	None.
<i>Holdings in Skeljungur:</i>	None.
<i>Posts for Skeljungur:</i>	None.
<i>Relevant affiliations:</i>	None.



It is the assessment of the Nomination Committee, based on the Guidelines of the Chamber of Commerce, that Dagný is independent of the Company, its day-to-day management and large shareholders in the Company.

## Elín Jónsdóttir

<i>Birth year:</i>	Born in 1966.
<i>First elected to the Board:</i>	Not before.
<i>Education:</i>	M.A. and B.A. degree in law from the University of Iceland and an LL.M. degree from Duke University. Executive MBA degree and exam in securities trading.
<i>Main occupation:</i>	Chairman of the board of directors of Borgun hf. and serves on the board of directors of the Women's Shelter.
<i>Career:</i>	She formerly worked as head of the VíB Asset Management division at Íslandsbanki in 2014-2017 and served on the Bank's Executive Board. Prior to that she had worked as Director of the Icelandic State Financial Investments (ISFI), managing director of Arev, a securities company, and a lawyer at the Financial Supervisory Authority. Elín has served on a number of company boards, more often than not as chairman, including as chairman of the board of Tryggingamiðstöðin [insurance company] and Reginn [real estate company] in 2012-2104.
<i>Other positions of trust:</i>	Chairman of the board of directors of Borgun hf. and serves on the board of directors of the Women's Shelter.
<i>Holdings in Skeljungur:</i>	None.
<i>Posts for Skeljungur:</i>	None.
<i>Relevant affiliations:</i>	None.

It is the assessment of the Nomination Committee, based on the Guidelines of the Chamber of Commerce, that Elín is independent of the Company, its day-to-day management and large shareholders in the Company.

## Jón Ásgeir Jóhannesson

<i>Birth year:</i>	Born in 1968.
<i>First elected to the Board:</i>	May 2019.
<i>Education:</i>	Exam from the Commercial college of Iceland (Verzlunarskóli Íslands).
<i>Main occupation:</i>	Investor.
<i>Career:</i>	Founder of Bónus. CEO and Chairman of Hagar and later Baugur Group. Extensive management experience, e.g. for Iceland foods and Magazin du Nord, as well as many other Icelandic companies. Independent investor and advisor.
<i>Other positions of trust:</i>	Alternate to the Board of Directors of 365 miðlar hf. Proprietor at Apogee ehf.
<i>Holdings in Skeljungur:</i>	365 miðlar hf., and other affiliated companies, hold 247.500.000 shares in Skeljungur. Total ca. 11,5% of Skeljungur's share capital. 365 miðlar hf. is owned by Jón Ásgeir's wife, Ingibjörg Pálmadóttir.
<i>Posts for Skeljungur:</i>	Board membership at Skeljungur and board membership at P/F Magn, Skeljungur's subsidiary in the Faroe Islands.
<i>Relevant affiliations:</i>	None.

In the opinion of the Skeljungur Nomination Committee Jón Ásgeir Jóhannesson is independent of the Company, its day-to-day management but not large shareholders in the Company, according to the definition of independence in the ICC corporate governance guidelines.

## Jón Gunnar Borgþórsson

<i>Birth year:</i>	Born in 1957.
<i>First elected to the Board:</i>	Not before.
<i>Education:</i>	M.A. and B.A. degree in business economy from the University of Iceland.
<i>Main occupation:</i>	Independent management consultant.



<i>Career:</i>	Head of sales and marketing at Kine ehf., 2011-2014. Jón Gunnar is currently on the board of directors of Stjórnvísir and chairman of that company's professional working group on good governance.
<i>Other positions of trust:</i>	Member of board of directors of Stjórnvísir.
<i>Holdings in Skeljungur:</i>	None.
<i>Posts for Skeljungur:</i>	None.
<i>Relevant affiliations:</i>	None.

It is the assessment of the Nomination Committee, based on the Guidelines of the Chamber of Commerce, that Jón Gunnar is independent of the Company, its day-to-day management and large shareholders in the Company.

## Már Wolfgang Mixa

<i>Birth year:</i>	Born in 1965.
<i>First elected to the Board:</i>	Not before.
<i>Education:</i>	PhD. in business administration from the University of Reykjavík. M.A degree in corporate finance from the University of Iceland and an B.A. degree in finance and philosophy from the University of Arizona. Licensed security broker.
<i>Main occupation:</i>	Assistant professor of finance at Reykjavík University.
<i>Career:</i>	Engaged in research in finance for the past decade and published a number of peer-reviewed papers and book chapters on that subject, in addition to working as an investment consultant. Before that he held various posts in the financial sector, e.g. as director of VSP Securities. Már serves on the boards of directors of Simple Investment ehf. and Simple Time ehf.
<i>Other positions of trust:</i>	None.
<i>Holdings in Skeljungur:</i>	Már holds 150.000 shares in Skeljungur hf., which corresponds to a 0.007% share in the company.
<i>Posts for Skeljungur:</i>	None.
<i>Relevant affiliations:</i>	None.

It is the assessment of the Nomination Committee, based on the Guidelines of the Chamber of Commerce, that Már is independent of the Company, its day-to-day management and large shareholders in the Company.

## Pórarinn Arnar Sævarsson

<i>Birth year:</i>	Born in 1969.
<i>First elected to the Board:</i>	May 2019.
<i>Education:</i>	Certified Realtor and rent certified. Exam from the Icelandic School of engineers (Vélskóli Íslands) and the Icelandic Ship Management School (Skipstjórnarskólinn), as well as flight training.
<i>Main occupation:</i>	Chairman of the Board of Kaldalón hf., Certified Realtor, regional manager at RE/MAX Iceland and consultant for Kontakt fyrirtækjaráðgjöf.
<i>Career:</i>	Fourteen years of experience in the fisheries sector. Almost twenty years' experience in the real estate market related to purchase, sale and development of real estates. Investment projects in consulting firms, innovation companies and technology companies. Establishment of real estate chains, both in Iceland and abroad. Pórarinn and partners has the franchisee for RE/MAX Iceland, and is also board member of the company. He is a shareholder in Kontakt fyrirtækjaráðgjöf and owner and board member of the following companies: Loran ehf., RPF ehf. and IREF ehf.
<i>Other positions of trust:</i>	Chairman of the Board of Kaldalón hf., board member of Remax Iceland, Loran ehf., RPF ehf. and IREF ehf.



<i>Holdings in Skeljungur:</i>	Pórarinn holds 182.999.909 shares in Skeljungur through the companies: Loran ehf., Premier eignarhaldsfélag ehf., RPF ehf. and IREF ehf. Total ca. 8,5% of Skeljungur's share capital.
<i>Posts for Skeljungur:</i>	Board and committee membership at Skeljungur and board membership at P/F Magn, Skeljungur's subsidiary in the Faroe Islands.
<i>Relevant affiliations:</i>	9,25% share capital in Kvika hf., which holds ca. 8,89% share capital in Skeljungur.

In the opinion of the Skeljungur Nomination Committee Pórarinn Arnar Sævarsson is independent of the Company, its day-to-day management and large shareholders in the Company, according to the definition of independence in the ICC corporate governance guidelines. However, it is noted that according to the committee's opinion, Pórarinn has interests as owner of companies that are shareholders in Skeljungur hf. but even so he is independent of large shareholders according to aforementioned rules.

## II. Candidates for the Nomination Committee

### Katrín S. Óladóttir

Katrín S. Óladóttir has worked at Hagvangur recruitment since 1983, first as a hiring manager and then she became a partner in 1986. From 2003 she has been the CEO and taking care of its daily operations. She specializes in evaluation and hiring of key management both at private companies and public institutions. Katrín has also a long experience of nominations of board members.

Katrín does not own shares in Skeljungur.

Katrín is independent of the Company, its managers and significant shareholders in the Company, according to the definition in the Guidelines.

### Sigurður Kári Árnason

Sigurður Kári Árnason has been Head of Legal at the Ministry of Health since autumn 2019. Before that was a lawyer at the Althingi Umbudsman from 2013. Prior to that he was an intern, lawyer and district court attorney at LEX law offices from 2010-2013. Sigurður has a BA and MA degree in law from the University of Iceland, since 2012 and an LLM degree in European law and constitutional law from London School of Economics and Political Science, since 2016.

Sigurður Kári does not own shares in Skeljungur.

Sigurður Kári is independent of the Company, its managers and significant shareholders in the Company, according to the definition in the Guidelines.

