

## Skeljungur hf.

### Candidates for the AGM 2021

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

##### **Birna Ósk Einarsdóttir**

<i>Year of birth:</i>	1976.
<i>Education:</i>	B.Sc. Business Administration, Reykjavík University, 2001, M.Sc. Strategic Management, University of Iceland, 2008, AMP (Advanced Management Program), IESE Business School, 2015.
<i>Principal occupation:</i>	Chief Commercial Officer at Icelandair.
<i>Professional Career:</i>	Various specialist and management roles at Síminn hf. since 2001, including the posts of public relations officer, EVP of recruitment, management consultant, EVP of project management and marketing, Head of consumer sales, EVP of product management and innovation, EVP of sales and services. EVP of Marketing and Business development at Landsvirkjun 2017-2018. EVP of Customer Experience, and prior to that strategic planning and business development for Icelandair 2018-2019.
<i>Other positions of trust:</i>	None.
<i>Holdings in Skeljungur:</i>	None.
<i>Posts for Skeljungur:</i>	Board functions and service on Skeljungur's Audit Committee.
<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>Year of birth:</i>	1958.
<i>Education:</i>	B.Sc. in electrical engineering, Washington State University, 1982, M.Sc. in electrical engineering, supplementary degree in computer sciences, University of Minnesota, 1984. Has attended numerous specialist courses in the course of the years in fields such as telecommunications, information technology, business operation and management, and passed the fit and proper assessment of the

Financial Supervisory Authority for membership of the board of directors of ISB Holding.

*Principal occupation:* Self-employed.

*Professional Career:* Founder and Managing Director of Skíma hf., 1994-2000. Assistant Director of Íslandssími hf. (now Vodafone), 2000-2002. Assistant Director of Neyðarlínan ohf. (emergency call service), 2005-2011. Founder and managing director of DH Samskipti ehf. (FinTech), 2011-2017. Has served on a number of corporate committees, councils and boards of directors, including the board of Advania MobilePay ehf. (FinTech) 2017-2018, chairman of the board of ISB Holding ehf., 2013-2016 and vice-chairman 2011-2013, vice-chairman of the board of Kaffitár ehf. 2004-2014.

*Other positions of trust:* None.

*Holdings in Skeljungur:* None.

*Posts for Skeljungur:* Board functions, service on Skeljungur's Remuneration Committee and Audit Committee.

*Relevant affiliations:* None.

*In the opinion of the Skeljungur Nomination Committee Dagný Halldórsdóttir 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.*

## **Nanna Björk Ásgrímsdóttir**

*Year of birth:* 1974.

*Education:* LL.M. Master's degree in European law at the University of Stockholm in 2001. She earned a degree in law at the University of Iceland in 2000 and completed various courses in the University of Iceland School of Business, in addition to courses in the Faculty of Arts of the University of Iceland.

*Principal occupation:* Investor.

*Professional Career:* Nanna has been involved in her own investments from 2006 to the present. Previously, Nanna was involved in the operation of a number of retail operations in Iceland and abroad, variously as owner and investor or in a management capacity. These include retail operations such as All Saint, Whistles, Karen Millen, Shoe Studio and Warehouse. She worked previously with Corporate Finance at Kaupthing Bank, engaging in standard legal affairs from 2001 to 2003 and at Lex Law Firm, also in standard legal work.

*Other positions of trust:* None.

*Holdings in Skeljungur:* Nanna and her husband, Sigurður Bollason, are majority shareholders of the company RES 9 ehf., which owns a 38% share in Strengur Holding ehf., which owns 100% of Strengur hf. Strengur hf. owns 969,152,089 shares in Skeljungur, which corresponds to a 48.81% share in Skeljungur, or 50.06% of the vote when shares held by the Company itself have been deducted

*Posts for Skeljungur:* None.

*Relevant affiliations:* RES II ehf. holds 523,290 Shares in Skeljugur hf. RES II ehf. is related to Strengur hf. and Strengur Holding ehf. through board membership, as the same board member is a member of the board of Strengur hf., Strengur Holding ehf. and RES II ehf.

*It is the assessment of the Nomination Committee, based on the Corporate Governance Guidelines, that Nanna Björk Ásgrímsdóttir is independent of the Company and its day-to-day management, but not independent of the Company's major shareholders as defined in the Corporate Governance Guidelines*

## **Sigurður Kristinn Egilsson**

*Year of birth:* 1974.

*Education:* Mechanical and industrial engineer from the University of Iceland in 1998 and is a certified securities dealer.

*Principal occupation:* Sigurður is the founder of Arcur Finance, which specialises, among other things, in corporate financing and various specialised projects. These include diverse projects in financial management and planning, real estate projects, capital venture investments and various financing projects. Property related tasks include consultancy on changes in site planning and relations with government authorities, financing for new buildings and general financing of property related projects.

*Professional Career:* From 1998 to 2007 Sigurður worked in the Asset Management division of Kaupthing bank, and over the last five years he was head of asset management for professional investors, which specialises in asset management for pension funds, corporations and organisations. From 2007 to 2010 he was an employee of the bank's overseas asset management division for professional investors. From 2010 to 2016, Sigurður was head of asset management and specialised funds for ALM Securities, which was financed by pension funds. He has also served on the board of directors of Meniga, representing investors.

*Other positions of trust:* None.

*Holdings in Skeljungur:* None.

*Posts for Skeljungur:* None.

*Relevant affiliations:* None.

*It is the assessment of the Nomination Committee, based on the Corporate Governance Guidelines, that Sigurður Kristinn is independent of the Company, its day-to-day management, and large shareholders in the Company.*

## **Jón Ásgeir Jóhannesson**

*Year of birth:* 1968.

*Education:* Graduated from the Commercial college of Iceland (Verzlunarskóli Íslands).

*Principal occupation:* Investor.

*Professional Career:* 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.

*Other positions of trust:* The chairman of the Board of Directors of Strengur hf. and Strengur Holding hf. Alternate member of the board of directors of 365 miðlar hf. and agent for Apogee ehf.

*Holdings in Skeljungur:* 365 hf. and other related companies own a 38% share in Strengur Holding ehf. Strengur Holding ehf. holds a 100% share in Strengur ehf. Strengur ehf. owns 969,152,089 shares in Skeljungur, which corresponds to a 48.81% share in Skeljungur, or 50.06% of the vote when shares held by the Company itself have been deducted. 365 hf. is owned by Jón Ásgeir's wife, Ingibjörg Pálmadóttir.

*Posts for Skeljungur:* Chairman of the Board of Directors of Skeljungur and chairman of the board of directors of Basko retailers, a Skeljungur subsidiary. Chairman of Skeljungur's Remuneration Committee.

*Relevant affiliations:* RES II ehf. holds 523,290 Shares in Skeljugur hf. RES II ehf. is related to Strengur hf. and Strengur Holding ehf. through board membership, as the same board member is a member of the board of Strengur hf., Strengur Holding ehf. and RES II ehf.

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

## **Pórarinn Arnar Sævarsson**

<i>Year of birth:</i>	1969.
<i>Education:</i>	Licensed Real Estate Agent. Graduated from the Icelandic School of engineers (Vélskóli Íslands) and the Icelandic Ship Management School (Skipstjórnarskólinn), and flight training.
<i>Principal occupation:</i>	Chairman of the Board of Kaldalón hf., Certified Realtor, regional manager at RE/MAX Iceland.
<i>Professional Career:</i>	Fourteen years of experience in the fisheries sector. Near twenty years' experience in the real estate market relating to acquisition, sale and development of real estate. Investment projects in consulting firms, innovation companies and technology companies. Establishment of real estate chains, both in Iceland and abroad. Pórarinn and partners is a franchisee of RE/MAX Iceland, and a board member of that company. Owner of the company Loran ehf.
<i>Other positions of trust:</i>	Chairman of the Board of Directors of Kaldalón hf. and Fjölblendir ehf. On the board of directors of Remax Iceland, Loran ehf., RPF ehf., IREF ehf., Einbýli ehf., Strengur Holding ehf., Strengur hf., Steinsteypan ehf., Iceland Rent ehf. and Smárahvammur ehf.
<i>Holdings in Skeljungur:</i>	Pórarinn holds 100% of the shares in the company Loran ehf. Loran ehf. holds 50% of the shares in RPF ehf. RPF ehf. holds a 24% share in Strengur Holding ehf. which holds 100% of the shares in Strengur ehf. Strengur ehf. owns 969,152,089 shares in Skeljungur, which corresponds to a 48.81% share in Skeljungur, or 50.06% of the vote when shares held by the Company itself have been deducted.
<i>Posts for Skeljungur:</i>	Member of the Board of Directors of Skeljungur and Skeljungur's Nomination Committee.
<i>Relevant affiliations:</i>	RES II ehf. holds 523,290 Shares in Skeljugur hf. RES II ehf. is related to Strengur hf. and Strengur Holding ehf. through board membership, as the same board member is a member of the board of Strengur hf., Strengur Holding ehf. and RES II ehf.

*In the opinion of the Skeljungur Nomination Committee Pórarinn Arnar Sævarsson is independent of the Company, and its day-to-day management, but not independent of large shareholders in the Company, according to the definition of independence in the ICC corporate governance guidelines.*

## **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 Althing Umbodsmann 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.