

**PROPOSAL FROM THE NOMINATION COMMITTEE OF INTEROIL EXPLORATION AND PRODUCTION ASA FOR THE ANNUAL GENERAL MEETING ON 29 JUNE 2023**

**1. Introduction – Mandate**

The Nomination Committee of Interoil Exploration and Production ASA (the “Company”) hereby renders its report and recommendation to the Company’s shareholders prior to the Annual General Meeting of the Company to be held on 29 June 2023.

In accordance with section 7 of the Articles of Association, the Company has a Nomination Committee consisting of:

- Victor Hugo Quevedo - Chairman
- Norberto Caneva - Member
- Neil Arthur Bleasdale - Member

The mandate of the Nomination Committee is to propose candidates for the Board of Directors to be elected by the shareholders and to propose the remuneration of the Board of Directors, members of the Nomination Committee and of the Audit Committee.

**2. The Board**

The following board members were elected for a period of two years at the Annual General Meeting held on 28 July 2021:

- Victor Hugo Quevedo - Chairman
- Ana Isabel Valado Ramudo - Board member
- Alberto Nicolas Acuna Vesga - Board member
- Maria Laura Marmol - Board member
- Carmela Saccomanno - Board member
- German Federico Ranftl - Board member

All board members are up for election at the Annual General Meeting this year.

**3. The Nomination Committee**

The members of the Nomination Committee were elected for a period of two years at the Annual General Meeting held on 28 July 2021. All members are up for election at the Annual General Meeting this year.

**4. Proposal – election of board members**

All board members have confirmed to the Nomination Committee that they are willing to be re-elected for a new period. The Nomination Committee considers that the current composition of the Board of Directors functions well and recommends that the entire Board of Directors is re-elected.

Consequently, the Nomination Committee proposes the re-election of the current board members for a new two-year period:

- Victor Hugo Quevedo - Chairman
- Ana Isabel Valado Ramudo - Board member
- Alberto Nicolas Acuna Vesga - Board member
- Maria Laura Marmol - Board member
- Carmela Saccomanno - Board member
- German Federico Ranftl - Board member

**5. Proposal - election of members of the Nomination Committee**

All members of the Nomination Committee have confirmed that they are willing to be re-elected for a new period. The Nomination Committee considers that the current composition of the Nomination Committee functions well and recommends that the entire Nomination Committee is re-elected.

Consequently, the Nomination Committee proposes the re-election of the current members of the Nomination Committee for a new two-year period:

- Victor Hugo Quevedo - Chairman
- Norberto Caneva - Member
- Neil Arthur Bleasdale - Member

**6. Proposal - fees to board members**

The Nomination Committee considers the current fees for members of the Board of Directors to be at an appropriate level and recommends that the General Meeting pre-approves fees for the period from the Annual General Meeting in 2023 to the Annual General Meeting in 2024 at the same level as for the previous period.

Considering the activity of the Board of Directors the following fees are proposed:

- Chairman: NOK 400,000 per annum
- All other Board Members: NOK 200,000 per annum (except for those members who have entered into a service agreement with a group company, unless otherwise agreed).

The fees recommended above are the total fees that will be awarded to the individual members of the Board for their services to the Company, not only as board members, but also members of any subcommittee that the Company may have. Therefore the fees are proposed under the assumption that all the Board members will continue to act as members of the Audit Committee.

**7. Proposal - fees to the Nomination Committee**

The Nomination Committee recommends that no fees are awarded to members of the Nomination Committee for the period from the Annual General Meeting in 2023 to the Annual General Meeting in 2024.

26 June 2023

Victor Hugo Quevedo

Norberto Caneva

Neil Arthur Bleasdale