

**NOTICE OF ANNUAL GENERAL MEETING
OF
NORWEGIAN AIR SHUTTLE ASA**

The annual general meeting (the "(Annual) General Meeting") of Norwegian Air Shuttle ASA (the "Company" or "Norwegian") will commence at the following place and time:

Place: The Company's headquarters at Oksenøyveien 3, 1366 Lysaker, Norway
Date: Tuesday, May 7, 2019
Time: 17:00 CET

The board of directors (the "Board" or the "Board of Directors") has proposed the following agenda:

1. Opening of the General Meeting by the chair of the Board, Bjørn H. Kise
2. Election of a meeting chairperson
3. Election of person to co-sign the minutes together with the chairperson
4. Approval of the notice and the agenda
5. The management's report on the state of the company
6. The management's statement regarding corporate governance principles
7. Approval of the annual report and accounts for Norwegian Air Shuttle ASA and the Norwegian group for 2018. The Board recommends that no dividend is paid.
8. The Board of Directors' statement on remuneration
9. Election/Re-election of Board members
10. Election/Re-election of members of the Nomination Committee
11. Fees for members of the Board and the Nomination Committee
12. Fees for the auditor
13. Authorisation to the Board to acquire treasury shares
14. Authorisation to the Board to increase the company's share capital
15. The Board's proposal on a share option program for 2019
16. Amendments of the articles of association

The shares of the Company, attendance and voting

At the date of this notice, the Company's share capital is NOK 13,630,837.70 divided into 136 308 377 shares each having a par value of NOK 0.10.

There are no limitations for voting rights set out in the articles of association, however, no voting rights may be exercised for the Company's own shares (treasury shares) or for shares held by the Company's subsidiaries. Each share is entitled to one vote.

Shareholders are entitled to attend and vote at the General Meeting when their acquisition of shares has been entered in the register of shareholders (VPS) by no later than the fifth business day prior to the General Meeting (the record date – April 29 2019). Shares registered in a nominee account do not have voting rights. Shareholders who own shares through nominee accounts must transfer the shares to their own VPS account before the record date in order to exercise voting rights.

Shareholders who wish to attend the Annual General Meeting in person or by proxy are kindly asked to notify DNB Bank ASA, Verdipapirservice, NO-0021 Oslo. Notification must be received by Verdipapirservice by 12:00 noon, Monday, May 6, 2019. Kindly use the enclosed registration form/proxy. Registration can also be made electronically via investor services (investortjenester), by sending an e-mail to genf@dnb.no or via <https://www.norwegian.com/us/about/company/investor-relations/> by the same deadline.

Shareholders' rights

The shareholders have certain statutory rights in connection with the General Meeting, including:

The right to attend the meeting, either in person or by proxy, the right to speak at the meeting, the right to be assisted by an advisor and to give the advisor the right to speak, the right to have the Board members and the chief executive officer ("CEO") to provide information regarding (1) the annual report and annual accounts, (2) other issues on the agenda and (3) the Company's financial position, save for the exemptions provided by the Norwegian Public Limited Liability Companies Act section 5-15 and the right to propose resolutions to the items on the agenda.

Furthermore, the shareholders have the right to have proposals addressed by the general meeting if the shareholder has notified in writing at least 7 days before the deadline for summoning of the shareholders meeting (21 days), provided that the proposal for a resolution or an explanation of the reasons why the item is proposed for the agenda is presented within said time limits.

The annual report for 2018 is available at <https://www.norwegian.com/us/about/company/investor-relations/reports-and-presentations/>.

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Fornebu, 15 April 2019

(sign.)

Bjørn H. Kise
Chair of the Board

ITEM 6: THE MANAGEMENT'S STATEMENT REGARDING CORPORATE GOVERNANCE

The Company shall provide a statement with regard to corporate governance principles, cf. the Accounting Act section 3-3b. The statement is included in the Annual report. The Annual General Meeting shall review and deal with this statement, cf. the Norwegian Public Limited Liability Companies Act section 5-6, 4th paragraph.

The Board's statement regarding corporate governance is included in the Annual report for 2018, which is available on the Company's website <https://www.norwegian.com/us/about/company/investor-relations/reports-and-presentations/>

ITEM 7: APPROVAL OF THE ANNUAL REPORT AND ACCOUNTS FOR NORWEGIAN AIR SHUTTLE ASA AND THE NORWEGIAN GROUP FOR 2018. THE BOARD RECOMMENDS THAT NO DIVIDEND IS PAID.

The Annual report and accounts for 2018, together with the auditor's report, are available at <https://www.norwegian.com/us/about/company/investor-relations/reports-and-presentations/>

ITEM 8: THE BOARD OF DIRECTORS' STATEMENT ON REMUNERATION

Pursuant to the Norwegian Public Limited Liability Companies Act, section 6-16 a, the Board will present the following statement regarding remuneration of Norwegian's Management to the 2019 Annual General Meeting.

According to § 6-16 a of the Norwegian Public Limited Liability Companies Act, certain elements of the statement are non-binding for the Board, whilst other elements are binding. In accordance with the Norwegian Corporate Governance Code the non-binding part and the binding part will be discussed separately under items 8 and 15, respectively.

The Board's statement on remuneration is available at the Company's website <https://www.norwegian.no/om-oss/selskapet/investor-relations/>.

ITEM 9 ELECTION/RE-ELECTION OF BOARD MEMBERS

Following Mr. Bjørn Kise's announcement to step down as Chair of the Board, the nomination committee (the "Nomination Committee") recommends changes to the composition of the Board of Directors. The following Board members' terms have expired:

- Ms. Liv Berstad
- Ms. Ada Kjeseth
- Mr. Christian Fredrik Stray

Ms. Ada Kjeseth will step down as member of the Board.

In accordance with the Norwegian Code of Practice for Corporate Governance (NUES), the General Meeting will be able to vote on each candidate separately.

9.1 Mr. Niels Smedegaard

The Nomination Committee recommends that Mr. Niels Smedegaard is elected as a new member of the Board and that the General Meeting resolves the following:

"Mr. Niels Smedegaard is elected as a member of the Board."

9.2 Ms. Ingrid Elvira Leisner

The Nomination Committee further recommends that Ms. Ingrid Elvira Leisner is elected as a new member of the Board and the General Meeting resolves the following:

"Ms. Ingrid Elvira Leisner is elected as a member of the board."

9.3 Ms. Liv Berstad

Furthermore, the Nomination Committee recommends that Ms. Liv Berstad is re-elected as Deputy Chair of the Board and that the General Meeting resolves the following:

"Ms. Liv Berstad is re-elected as Deputy Chair of the Board."

9.4 Mr. Christian Frederik Stray

The Nomination Committee also recommends that Mr. Christian Frederik Stray is re-elected as member of the Board and that the General meeting resolves the following:

"Mr. Christian Frederik Stray is re-elected as a member of the Board."

The complete recommendations from the Nomination Committee is attached as Enclosure 1 to this notice.

ITEM 10: ELECTION/RE-ELECTION OF MEMBERS OF THE NOMINATION COMMITTEE

In accordance to the Company's articles of association, the Nomination Committee of Norwegian Air Shuttle ASA shall comprise the Chair of the Board and three members elected by the General Meeting. The elected members may not be part of the Executive Management or members of the Board of Directors, and they must be shareholders or represent shareholders. The members of the Nomination Committee are elected for a period of two years.

The Board has received a proposal from certain large shareholders that representation from the shareholders of the Company should be increased in the Nomination Committee and that Article 8 of the Company's articles of association should be amended so that the Chair of the Board is no longer a permanent member of the Nomination Committee.

The Nomination Committee therefore recommends the following changes to the Nomination Committee, assuming the abovementioned proposal is resolved by the General Meeting (cf. Item 16.2 on the agenda):

Mr. Jørgen Stenshagen and Mr. Alexander Stensrud will step down as members of the Nomination Committee.

In accordance with the Norwegian Code of Practice for Corporate Governance (NUES), the General Meeting will be able to vote on each candidate separately.

10.1 Mr. Nils Bastiansen

Mr. Nils Bastiansen is elected as a new member of the Nomination Committee and that the General Meeting resolves the following:

"Mr. Nils Bastiansen is elected as a member of the Nomination Committee."

10.2 Mr. Finn Øystein Bergh

Mr. Finn Øystein Bergh is elected as a new member of the Nomination Committee and that the General Meeting resolves the following:

"Mr. Finn Øystein Bergh is elected as a member of the Nomination Committee."

10.3 Mr. Bjørn H. Kise

Furthermore, the Nomination Committee recommends that Mr. Bjørn H. Kise is re-elected as member of the Election Committee and that the General Meeting resolves the following:

"Mr. Bjørn H. Kise is re-elected as a member of the Nomination Committee."

The complete recommendations from the Nomination Committee is attached as Enclosure 1 to this notice.

ITEM 11: FEES FOR THE MEMBERS OF THE BOARD AND THE NOMINATION COMMITTEE

The Nomination Committee proposes remuneration to the members of the Board and the Nomination Committee as set out in Enclosure 1.

ITEM 13: AUTHORISATION OF THE BOARD OF DIRECTORS TO ACQUIRE TREASURY SHARES

The Board is of the opinion that it should be authorised to acquire treasury shares. The authorisation may, as an example, be used in connection with employee incentive schemes. The Board currently has an authorisation valid until the annual general meeting in 2019, however not beyond 30 June 2019. In accordance with applicable corporate governance policies, such authorisations should be evaluated by the General Meeting on an annual basis.

The Board therefore has decided to propose the following to the General Meeting:

"The General Meeting authorises the Board of Directors to acquire treasury shares on the following conditions:

- a. The authorisation shall be valid until the annual general meeting in 2020, however not beyond June 30, 2020.*
- b. The Company may at no time hold/own treasury shares with a nominal value in excess of 10 per cent of the Company's registered share capital.*

- c. *The highest price that may be paid per share is NOK 1,000.*
- d. *The lowest price that may be paid per share is NOK 0.10.*
- e. *The Board is free with regard to the manner of acquisition and any subsequent disposal of the shares.”*

ITEM 14: AUTHORISATION OF THE BOARD OF DIRECTORS TO INCREASE THE COMPANY'S SHARE CAPITAL

At the Annual General Meeting on May 8, 2018, the Board was granted two authorisations to increase the Company's share capital, which in total authorized the Board to increase the Company's registered share capital by up to 10 percent. The authorisations run until the Annual General Meeting in 2019, however not beyond June 30, 2019.

The first authorization, being for up to 1.75 percent of the Company's registered share capital, was for issuing shares related to the Company's incentive programs. The second authorization, being for up to 8.25 percent of the Company's registered share capital, was for issuing shares for necessary strengthening of the Company's equity and as consideration for the acquisition of businesses falling within the Company's business purposes.

It is in keeping with applicable corporate governance policies that authorisations of this type are evaluated by the General Meeting on an annual basis. The Board is of the opinion that it should have authorisation to increase the company's share capital, as such authorisation gives the Board the necessary flexibility and is time and cost efficient in the event of possible future increases in share capital. To maintain the desirable degree of flexibility the Board recommends replacing the authorisations adopted in 2018 with two similar mandates; the first mandate authorising the Board to issue new shares as payment related to incentive schemes and the second mandate authorising the Board to increase the Company's share capital for strengthening the Company's equity and as consideration for the acquisition of businesses falling within the company's business purposes.

The Board believes it should be possible to set aside the pre-emptive right of the shareholders when exercising the mandates.

It follows from the Norwegian Code of Practice for Corporate Governance (NUES) that if a board mandate covers different purposes, then each purpose should be considered as a separate matter by the general meeting. As noted above, it is therefore proposed that the two mandates are presented as separate matters and voted over by the General Meeting separately.

When considering whether to mandate the Board to increase the share capital, the Company's financial position should be taken into account. Reference is made to the financial statements and annual report for 2018 for further information on this subject and for general information about the Company, in addition to announcements published under the Company's ticker "NAS" at the Oslo Stock Exchange's news service NewsWeb.

On this basis, the Board requests being granted new authorisations limited, in aggregate, to a maximum issue of new shares corresponding to 10 per cent of the Company's existing share capital as at the date of this General Meeting.

The two proposed authorisations will supersede the one authorization which is still existing.

14.1 Authorisation to increase the Company's share capital to issue shares related to the Company's incentive program

The Board has, therefore, decided to propose the following resolution to mandate the Board to increase the share capital by 1.75 per cent of the share capital registered at the time of the General Meeting through issuance of up to 2,385,397 new shares under incentive schemes:

"The General Meeting authorises the Board of Directors to increase the company's share capital to issue shares related to the company's incentive programs:

- a. *The company's share capital may be increased by up to NOK 238,539.70 by issuing up to 2,385,397 shares, each with a nominal value of NOK 0.10. Increases within these limits may take place in one or more subscriptions, as per the Board's decision.*
- b. *This authorisation can be used to issue shares as payment related to incentive schemes.*
- c. *This authorisation is valid until the annual general meeting in 2020, and in any event no longer than 30 June 2020.*
- d. *The Board may depart from the shareholders' pre-emption right to subscribe for the new shares pursuant to Section 10-4 of the Public Limited Companies Act.*
- e. *The authorisation shall also cover a capital increase against non-cash contributions and the right to impose special obligations on the Company, as mentioned in Section 10-2 of the Public Limited Companies Act. The authorisation also includes a merger resolution pursuant to Section 13-5 of the Public Limited Companies Act.*

- f. *The shares will be entitled to dividends as from the time they are registered in the Norwegian Register of Business Enterprises.*
- g. *This authorisation supersedes current authorisations to increase the company's share capital; however, subject to the general meeting's approval, this mandate applies in parallel with the board authorisation that may be used to issue shares for strengthening the company's equity and as consideration for the acquisition of business falling within the company's business."*

14.2 Authorisation to increase the Company's share capital through issuance of shares for necessary strengthening of the Company's equity or as consideration for the acquisition of businesses falling within the Company's business purposes

The Board further proposes that the General Meeting approves the following resolution to mandate the board to increase the share capital by up to 8.25 per cent of the share capital registered at the time of the General Meeting through issuance of new shares for necessary strengthening of the Company's equity or as consideration for the acquisition of businesses falling within the Company's business purposes:

"The General Meeting authorises the Board of Directors to increase the company's share capital for necessary strengthening of the company's equity and as consideration for the acquisition of businesses falling within the company's business purposes:

- a. *The company's share capital may be increased by up to NOK 1,124,544.10 by issuing up to 11,245,441 shares, each with a nominal value of NOK 0.10. Increases within these limits may take place in one or more subscriptions, as per the Board's decision.*
- b. *This authorisation can be used to issue shares for necessary strengthening of the company's equity and as consideration for the acquisition of businesses falling within the company's business purposes.*
- c. *This authorisation is valid until the annual general meeting in 2020, and in any event no longer than 30 June 2020.*
- d. *The Board may depart from the shareholders' pre-emption right to subscribe for the new shares pursuant to Section 10-4 of the Public Limited Companies Act.*
- e. *The authorisation shall also cover a capital increase against non-cash contributions and the right to impose special obligations on the Company, as mentioned in Section 10-2 of the Public Limited Companies Act. The authorisation also includes a merger resolution pursuant to Section 13-5 of the Public Limited Companies Act.*
- f. *The shares will be entitled to dividends as from the time they are registered in the Norwegian Register of Business Enterprises.*
- g. *Subject to the general meeting's approval, this mandate applies in parallel with the board authorisation that may be used to issue shares as payment related to incentive schemes.*

ITEM 15: THE BOARD'S PROPOSAL ON A SHARE OPTION PROGRAM FOR 2019

The present situation on share option programs

Over the last years, the Annual General Meeting of Norwegian Air Shuttle ASA has adopted share option programs with the intention to attract and retain key personnel.

Eligible for the LTI plan are Executives and other senior position holders; primarily level 1 (Chief "Functional Area" Officer with Group responsibility) and level 2 (Senior Vice President/Vice President with Divisional responsibility) employees.

2018 program

On 8 May 2018 the Annual General Meeting of Norwegian Air Shuttle ASA adopted a share option program limited to 400,000 share options. 380,000 options under this program were granted to 11 executives in September 2018. Options may be exercised at the earliest in 2021, and any remaining options in 2025 at the latest. The exercise price is NOK 278, which was the average price of the NAS share on trading days the first 10 calendar days after presentation of Norwegian's 2nd quarter 2018 financial results, plus 15%.

Recommended Share Option Program 2019

Adoption of a new share option program with the intention to attract and retain key personnel, on the following terms:

- The number of options is limited to 1,200,000 share options, entitling optionees to buy one share per option, i.e. limited to 1,200,000 shares, at a fixed price per share (exercise price).

- The options are to be offered in the second quarter of 2019 and granted in May 2019 at the latest.
- The exercise price per share shall be the average price of the NAS share on trading days during the first 10 calendar days after presentation of Norwegian's first quarter 2019 financial results plus 15% (rounded to the nearest NOK 1).
- Options granted can be exercised at the earliest after 3 years. The exercise period shall typically be 4 years.
- Any calendar year, each optionee's aggregated gross profit from exercise of options under all share option programs shall not exceed 3 years' gross base salary.
- If an optionee leaves the company, the non-vested options will forfeit. Outstanding options exercisable at the date of such termination shall be exercisable no later than the first exercise period thereafter.

The Board of Directors recommends that the Annual General Meeting resolve as follows:

The Annual General Meeting approved the proposed Share Option Program 2019.

ITEM 16: AMENDMENTS OF THE ARTICLES OF ASSOCIATION

16.1 New Article 7

The Company's Articles of Association currently stipulate that the Chair of the Board shall chair the Annual General Meeting of the Company. As stated in the Company's corporate governance statement for 2018 and in accordance with NUES guidelines, the Board proposes to amend the Company's articles of association to allow the general meeting to elect the chair of the annual general meeting.

Furthermore, Article 7 requires that the shareholders wishing to attend the Annual General Meeting must, in the manner directed by the Board, give notice of this to the Company no later than three days before the date of the meeting. This requirement is not in line with the Company's practice, which sets the deadline to the last business day before the general meeting. The Board proposes to remove the abovementioned requirement, so that the Articles of Association are in line with the Company's practice.

The Board therefore proposes that the General Meeting resolves to amend the Articles of Association Article 7 to the following:

"The Company shall hold its annual General Meeting (the "Annual General Meeting") each year before the end of the month of June. At least three weeks written notice must be given to call the Annual General Meeting. The notice calling the meeting shall include the agenda for the meeting.

The Annual General Meeting will consider and decide upon:

1. *Approval of the Annual Report and Accounts, including any dividend,*
2. *Election of the Board of Directors; and*
3. *All such other matters as are dealt with by a general meeting by the operation of law or pursuant to these Articles of Association.*

The General Meeting may be held in the municipality of Oslo."

16.2 New Article 8

The Board has received a proposal from certain large shareholders that representation from the shareholders of the Company should be increased in the Nomination Committee and that Article 8 of the Company's articles of association should be amended so that the Chair of the Board is no longer a permanent member of the Nomination Committee.

In accordance with the abovementioned proposal, the Board proposes to amend the Articles of Association Article 8 to the following:

"The Company shall have a nomination committee. The committee's duties are to issue a recommendation to the Annual General Meeting (and other general meetings as the case may be) regarding the election of shareholder-elected members and deputy members of the Board. The committee consists of four members who shall be shareholders or representatives of shareholders.

The members of the nomination committee are elected by the general meeting, and for two years at a time."

ENCLOSURE 1

Recommendations from the Nomination committee to the Annual General Meeting May 7, 2019

1) Mandate

The Nomination committee has a mandate which is described in the articles of association; § 8, which state that: *“The Company shall have an Election committee. The duty of the Election committee is to make recommendations to the General Assembly on nominations for candidates to be elected by the shareholders as Members and Deputy Members of the Board. The Election committee shall consist of four members, and its members shall be shareholders or representatives of shareholders. The Chair of the Board of Directors shall be a permanent member and the Chair of the Election committee and the three other members shall be elected by the General Assembly. Elected members of the Election committee shall be elected for a two-year period.”*

2) Composition of the Board of Directors

The Board of Directors of Norwegian Air Shuttle ASA currently has the following composition of shareholder elected members:

Mr. Bjørn H. Kise	Chair of the Board
Ms. Liv Berstad	Deputy Chair
Ms. Ada Kjeseth	Director
Mr Christian Fredrik Stray	Director
Mr Sondre Gravir	Director

Ms Liv Berstad, Ms Ada Kjeseth and Mr Christian Fredrik Stray is up for re-election. Mr. Bjørn H. Kise and Ms. Ada Kjeseth will step down as members of the Board..

The Nomination Committee recommends that Mr. Niels Smedegaard is elected as new member of the Board and with the recommendation that the Board consider electing him as the new Chair of the Board (see below for full resumé).

The Nomination Committee recommends that Ms. Ingrid Elvira Leisner is elected as new member of the Board and with the recommendation that the Board considers electing her as Chair of the Audit Committee (see below for full resumé).

The Nomination Committee recommends that Ms. Liv Berstad and Mr. Christian Fredrik Stray is re-elected as Deputy Chair and member of the Board.

In sum, the Nomination Committee recommends the following new composition of the Board of Directors of Norwegian Air Shuttle ASA:

Mr. Niels Smedegaard	Chair of the Board	
Ms. Liv Berstad	Deputy Chair	(re-elected)
Ms. Ingrid Elvira Leisner	Director	
Mr. Christian Frederik Stray	Director	(re-elected)
Mr. Sondre Gravir	Director	

3) Remuneration

The Nomination committee proposes a significant increase of the fees to the Board members elected by the shareholders. The reason for this increase is the increase in workload and the current situation of the Company. The Nomination committee recommends that the increase is done by shares in Norwegian. Further, the Nomination committee recommends that all fees are resolved in advance for the period from one general meeting to the next and not in arrears per calendar year. The Nomination committee recommends that the fees are set as follows:

For the calendar year 2018 and from 1 January 2019 to 7 May 2019:

	2019	2018
• Chair of the Board	NOK 500,000	NOK 500,000
• Deputy Chair of the Board	NOK 300,000	NOK 300,000
• Directors of the Board (elected by the shareholders)	NOK 275,000	NOK 275,000
• Directors of the Board (elected by the employees)	NOK 100,000	NOK 100,000

All fees for 2018 and the portion of the annual fee for 2019 shall be paid immediately after the General Meeting in 2019

For the term from the annual general meeting in 2019 to the annual general meeting in 2020:

Position	Compensation
Chair of the Board (new)	<p><i>Annual fee of NOK 1,000,000 whereof:</i></p> <ul style="list-style-type: none"> a. NOK 500,000 cash, which is resolved in advance, but paid in arrears after the annual general meeting the next year; and b. NOK 500,00 in shares in the Company, which is resolved in advance and issued in advance based on the market price immediately prior to publication <p><i>One-time sign-on fee:</i></p> <p>In addition to the annual fee, the Chair shall receive a sign-on fee of NOK 1,500,000 in shares in the Company, which shall be resolved on the annual general meeting in 2019 and issued based on market price immediately prior to publication.</p>
Deputy Chair	<p><i>Annual fee of NOK 600,000 whereof:</i></p> <ul style="list-style-type: none"> a. NOK 300,000 in cash, which is resolved in advance, but paid in arrears after the annual general meeting the next year; and b. NOK 300,000 in shares in the Company, which is resolved in advance and issued in advance based on the market price immediately prior to publication
Other directors elected by the shareholders	<p><i>Annual fee of NOK 550,000 whereof:</i></p> <ul style="list-style-type: none"> a. NOK 275,000 in cash, which is resolved in advance, but paid in arrears after the annual general meeting the next year; and b. NOK 275,000 in shares in the Company, which is resolved in advance and issued in advance based on the market price immediately prior to publication
Directors elected by the employees	<p>Annual fee of NOK 125,000 in cash, which is resolved in advance, but paid in arrears after the annual general meeting the next year</p>

As remuneration for the Nomination Committee, the Nomination Committee recommends the following:

For the calendar year 2018 and from 1 January 2019 to 7 May 2019:

- NOK 10,000 per meeting to the Chair
- NOK 7,500 per meeting to the other members

All fees for 2018 and the portion of the annual fee for 2019 shall be paid immediately after the annual general meeting in 2019.

For the term from the annual general meeting in 2019 to the annual general meeting in 2020:

- NOK 10,000 per meeting to the Chair
- NOK 7,500 per meeting to the other members

All fees for will be paid after the annual general meeting in 2020.

4) Composition of the Nomination Committee

The Board has received a proposal from certain large shareholders that representation from the shareholders of the Company should be increased in the Nomination Committee and that Article 8 of the Company's articles of association should be amended so that the Chair of the Board is no longer a permanent member of the Nomination Committee.

The Nomination Committee therefore recommends the following changes to the Nomination Committee, assuming the abovementioned proposal is resolved by the General Meeting (cf. Item 16.2 on the agenda):

Mr. Jørgen Stenshagen and Mr. Alexander Stensrud will step down as members of the Nomination Committee.

Mr. Nils Bastiansen and Mr. Finn Øystein Bergh is elected as a new member of the Nomination Committee to replace Mr. Stenshagen and Mr. Stensrud.

Furthermore, the Nomination Committee recommends that Mr. Bjørn H. Kise is re-elected as member of the Election Committee.

In sum, the Nomination Committee recommends the following new composition of the Nomination Committee in Norwegian Air Shuttle ASA:

Mr. Nils Bastiansen
Mr. Finn Øystein Berg
Mr. Sven Fermann Hermansen
Mr. Bjørn H. Kise (re-elected)

* * * *

Fornebu, April 2019

(sign.)
Bjørn H. Kise
Chair of the Election committee

RESUMÉS FOR NEW CANDIDATES TO THE BOARD OF DIRECTORS

NIELS SMEDEGAARD

Year of Birth: 1962 (56 years old)
 Nationality: Danish
 Location: Denmark

EDUCATION

1988 M.Sc., Economics, Copenhagen Business School, Denmark
 1987 MBA, University of Texas at Austin, USA
 1985 B.Sc., Economics, Copenhagen Business School, Denmark

LANGUAGES Danish – Mother tongue, English – Fluent

PROFESSIONAL EXPERIENCE

2007 – 2019	DFDS President & CEO	Denmark
1995 – 2006	GATE GOURMET	
2004 – 2006	EVP, Gate Gourmet Sales Solutions	Switzerland
2000 – 2006	President & CEO, e-gatematrix	Switzerland
1995 – 2000	Executive VP & CFO	Switzerland
1994 – 1995	SWISSAIR VP & Head of Strategic Controlling	Switzerland
1988 – 1994	SAS SERVICE PARTNER	
1993 – 1994	VP Corporate Finance	Denmark
1990 – 1993	Manager, Corporate Finance	Denmark
1988 – 1990	Manager, Finance	Denmark

DIRECTORSHIPS

2016 – present	FALCK Board Member	Denmark
2016 – present	EUROPEAN COMMUNITY SHIPOWNERS' ASSOCIATIONS Chairman	Belgium
2014 – present	TT CLUB MUTUAL INSURANCE Board Member	Denmark
2016 – present	FREDERIKSBERGFONDEN Board Member	Denmark
2013 – present	KOLLEGIEFONDEN BIKUBEN Chairman	Denmark
2013 – present	BIKUBENFONDEN AF 1989 Chairman	Denmark
2012 – present	DENMARK-AMERICA FOUNDATION Board Member	Denmark
2011 – present	INTERFERRY BOATS Board Member	Belgium
2007 – present	DANMARKS REDERIFORENING Deputy Chairman	Denmark
TBD – present	SALLING GROUP Chairman	Denmark

INGRID ELVIRA LEISNER

Year of Birth: 1969 (50 years old)
 Nationality: Norwegian
 Location: Norway

EDUCATION

1992 Bachelor of Business Administration (Siviløkonom), Finance, University of Texas at Austin, USA

LANGUAGES Norwegian – Mother tongue, English – Fluent

PROFESSIONAL EXPERIENCE

1992 – 2007	STATOIL	
2005 – 2007	Head of Portfolio Management Electric Power	Norway
1998 – 2005	Portfolio Manager	Norway
1994 – 1998	Trader	Norway
1993 – 1994	Profit and Loss Operator	USA
1992 – 1993	Finance and Administration, Accountant	USA
1987 – 1988	SPAREBANK 1 SR-BANK	
	Customer Consultant	Norway

DIRECTORSHIPS

2018 – present	SELF STORAGE GROUP	
	Board Member	Norway
2016 – present	TECHSTEP	
	Board Member & Head of Audit Committee	Norway
2016 – present	MARITIME & MERCHANT	
	Board Member & Head of Audit Committee	Norway
2011 – present	SPECTRUM GEO	
	Board Member & Member of the Audit Committee	Norway

Ref no:

PIN code:

Notice of Annual General Meeting

Meeting in Norwegian Air Shuttle ASA will be held on 7 May 2019 at 17:00 (CET). Address: Oksenøyveien 3, 1366 Lysaker, Norway

Record Date (Share register): 29 April 2019
Registration Deadline: 6 May 2019 at 12:00 (CET)

Notice of attendance

The Undersigned will attend the Annual General Meeting on 7 May 2019 and cast votes for:

own shares.

Notice of attendance should be registered electronically through the Company's website <https://www.norwegian.com/us/about/company/investor-relations/> or via VPS Investor Services.

For notification of attendance through the Company's website, the above mentioned pin code and reference number must be stated.

Alternatively through VPS Investor service where pin code and reference number is not needed.

If you are not able to register this electronically, you may send by E-mail to genf@dnb.no, or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The notice of attendance must be received no later than 6 May 2019 at 12:00 (CET).

If the shareholder is a Company, please state the name of the individual who will be representing the Company: _____

Place	Date	Shareholder's signature

Proxy without voting instructions for Annual General Meeting of Norwegian Air Shuttle ASA

If you are unable to attend the meeting, you may grant proxy to another individual.

Ref no:

PIN code:

Proxy should be submitted electronically through the Company's website <https://www.norwegian.com/us/about/company/investor-relations/> or via VPS Investor Services.

For granting proxy through the Company's website, the above mentioned pin code and reference number must be stated.

Alternatively through VPS Investor service where pin code and reference number is not needed.

If you are not able to register this electronically, you may send by E-mail to genf@dnb.no, or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The notice of attendance must be received no later than 6 May 2019 at 12:00 (CET).

If you send the proxy without naming the proxy holder, the proxy will be given to the Chair of the Board of Directors or an individual authorised by him or her.

This proxy must be received no later than 6 May 2019 at 12:00 (CET).

The undersigned: _____

hereby grants (tick one of the two)

the Chair of the Board of Directors (or a person authorised by him or her), or

 (Name of proxy holder in capital letters)

proxy to attend and vote for my/our shares at the Annual General Meeting of Norwegian Air Shuttle ASA on 7 May 2019.

Place	Date	Shareholder's signature (Only for granting proxy)

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 to Chair of the Board of Directors or the person authorised by him or her.

Proxies with voting instructions can only be registered by DNB, and must be sent to genf@dnb.no (scanned form) or by regular Mail to DNB Bank ASA, Registrars' Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway.

The form must be received by DNB Bank ASA, Registrars' Department no later than 6 May 2019 at 12:00 (CET)

Proxies with voting instructions must be dated and signed in order to be valid.

The undersigned: _____

Ref no: _____

hereby grants the Chair of the Board of Directors (or the person authorised by him or her) proxy to attend and vote for my/our shares at the Annual General Meeting of Norwegian Air Shuttle ASA on 7 May 2019.

The votes shall be exercised in accordance to the instructions below. If the sections for voting are left blank, this will be counted as an instruction to vote in accordance with the Board's and Nomination Committee's recommendations. However, if any motions are made from the attendees in addition to or in replacement of the proposals in the Notice, the proxy holder may vote at his or her discretion. If there is any doubt as to how the instructions should be understood, the proxy holder may abstain from voting.

Agenda for the Annual General Meeting 2019	For	Against	Abstention
3. Election of person to co-sign the minutes together with the chairperson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of the notice and the agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. The management's statement regarding corporate governance principles	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Approval of the annual report and accounts for Norwegian Air Shuttle ASA and the Norwegian group for 2018. The Board recommends that no dividend is paid.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. The Board of Directors' statement on remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Election/Re-election of Board members:			
9.1 Mr. Niels Smedegaard	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.2 Ms. Ingrid Elvira Leisner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.3 Ms. Liv Berstad	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.4 Mr. Christian Frederik Stray	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Election/Re-election of members of the nomination committee			
10.1 Mr. Nils Bastiansen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.2 Mr. Finn Øystein Bergh	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.3 Mr. Bjørn H. Kise	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Fees for members of the Board and the Nomination Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Fees for the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Authorisation to the Board to acquire treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Authorisation to the Board to increase the company's share capital			
14.1 Authorisation to increase the Company's share capital to issue shares related to the Company's incentive program	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14.2 Authorisation to increase the Company's share capital through issuance of shares for necessary strengthening of the Company's equity or as consideration for the acquisition of businesses falling within the Company's business purposes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. The Board's proposal on a share option program for 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. Amendments of the articles of association			
16.1 New Article 7	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16.2 New Article 8	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place

Date

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