

To the shareholders of Marine Harvest ASA

NOTICE OF AN ANNUAL GENERAL MEETING

The Board of Directors hereby gives notice of the Annual General Meeting which is to take place at 3 pm on 13 June 2007 at Felix Konferansesenter, Bryggetorget 3, Oslo.

AGENDA:

1. **Opening of the meeting – creation of a list of those attending the meeting**
2. **Election of a person to chair the meeting and a person to co-sign the minutes**
3. **Approval of the notice of the meeting and agenda**
4. **Approval of the annual report and directors' report 2006**
5. **Recommendation to resolution received from shareholder**
The following recommendation for resolution is received from the shareholder Net – Pure Salmon "The shareholders of Marine Harvest hereby request that the Board adopt a compensation policy that prohibits changes to stipulations applying to options granted to senior officers and that these stipulations shall include re-pricing and retention requirements. The policy shall only apply to options that have been granted and that new options may include different stipulations".
6. **Advisory vote on the guidelines for remuneration to senior executives**
The declaration decided on by the Board in accordance with section 6-16a of the Norwegian Public Limited Companies Act regarding the determination of salary and other remuneration to senior executives, enclosed as annex 1.
7. **Approval of the Board of Director's proposed option programme**
The Board proposes that the general meeting approve the option programme that is enclosed as annex 2.
8. **Approval of instructions to the Nomination Committee**
The Board proposes that the general meeting approve the instructions for the Nomination Committee's work that are enclosed as annex 3.
9. **Determination of the remuneration payable to the Nomination Committee**
The Board proposes that the remuneration payable to the Nomination Committee be NOK 20 000 for the chairman and NOK 10 000 for all the other members.
10. **Determination of the remuneration payable to the Board of Directors**
The Nomination Committee proposes that the remuneration to the Board be set at NOK 750 000 for the chairman and NOK 275 000 for all the other directors.
11. **Approval of the auditor's fee**
The Board proposes that the auditor be paid as per invoice rendered.
12. **Election of Nomination Committee members**
The Board proposes that the existing Nomination Committee members be re-elected.
13. **Election of directors**
Reference is made to the Nomination Committee's recommendation enclosed as annex 4.

14. Amendment to §5 of the Articles of Association

The Board proposes to the general meeting that §5 of the Articles of Association be amended to include a provision stating that the Board is in addition to a chairman to have a vice chairman elected by the general meeting. On this basis, it is proposed that §5 of the Articles of Association be amended to read: "The Company's Board of Directors shall consist of from six to 12 directors. Directors are to be elected for two years at a time. The chairman and vice chairman are to be elected by the general meeting."

15. Amendment to §5A of the Articles of Association

The Board proposes to the general meeting that it be stated in the Articles of Association that the Nomination Committee's chairman is to be elected by the general meeting. On this basis, it is proposed that §5A of the Articles of Association be amended to read: "The Company is to have a Nomination Committee consisting of a total of three members who are to be elected by the general meeting. The Nomination Committee's chairman is to be elected by the general meeting. The Nomination Committee's members are to be elected for two years at a time. The Nomination Committee is to present its recommendations to the general meeting. The Nomination Committee's recommendations shall also contain proposals regarding remuneration to the directors. The general meeting may determine more detailed guidelines for the Nomination Committee's work."

16. Authorisation of the Board to issue shares

In line with the Company's objective, the Board is continuously assessing the opportunities to expand and further develop the Group's operations. Due to the time aspect and the need for flexibility with regard to the form of settlement, it is desirable for the Board, through an authorisation from the general meeting, to be given an opportunity to increase the equity by issuing new shares in return for settlement in cash and/or to issue new shares in return for settlement in assets or shares in companies with relevant technology or product ranges – including in connection with mergers and demergers.

It is also desirable for the Board, through such an authorisation, to be allowed to carry out an increase or increases in capital in order to issue shares to Group employees – including share issues to fulfil employee options – in order to motivate employees in the Group's companies and tie them more strongly to the Group through direct ownership in the parent company.

In order to be able to achieve the objectives that form the basis for this authorisation, the Board is to be given the right to waive the shareholders' pre-emptive right pursuant to section 10-4 of the Norwegian Public Limited Companies Act, cf section 10-5.

On this basis, the Board proposes that the general meeting pass the following resolution: "The general meeting decides, pursuant to section 10-14 of the Norwegian Public Limited Companies Act, to authorise the Board to increase the share capital by up to NOK 652 293 417.75 by the issuance of up to 869 724 557 shares, each with a nominal value of NOK 0.75.

The increase in share capital in accordance with the authorisation is to be carried out in the way and on the date that the Board finds the most expedient at any time based on the company's and shareholders' best interests. The authorisation may be used once or several times up to the stated amount. The authorisation entitles the Board to waive the shareholders' pre-emptive right to new shares in accordance with section 10-4 of the Norwegian Public Limited Companies Act. The authorisation covers mergers and demergers, cf sections 13-5 and 14-6 of the Public Limited Companies Act. Payments for the shares may be made in assets other than money. The Board is to determine the more detailed subscription terms and conditions, including the subscription price, and make any amendments to the Articles of Association that are necessary as a result of increases in capital based on the authorisation.

The authorisation is to apply until the date of the Company's annual general meeting in 2008, but not for longer than until 30 June 2008.

The authorisation replaces previous share-issue authorisations to the Board that have not expired."

17. Authorisation to acquire the Company's own shares

The Board proposes that the general meeting give the Board the following authorisation to acquire the Company's own shares: "The Board is authorised to acquire the Company's own shares on behalf of the Company, including establishing a consensual charge on the Company's own shares, for a total nominal amount of up to NOK 260 917 374.75, equal to 10 percent of the current share capital. The highest amount that can be paid per share is NOK 12 and the lowest is NOK 3. The acquisition and sale of the Company's own shares may take place as the Board finds expedient, although not by subscribing for own shares. General principles governing the equal treatment of shareholders and the prohibition against giving shareholders an unreasonable advantage at the expense of other shareholders must be complied with by the Board. Should the Company's own shares be sold, the authorisation also covers the purchase of new shares to replace those sold as long as the total shareholding of own shares does not exceed the 10 percent limit.

The authorisation shall apply until the date of the Company's annual general meeting in 2008, but not for longer than until 30 June 2008. This authorisation replaces previous authorisations to purchase the Company's own shares."

18. Authorisation to issue new shares linked to employee options

The Board proposes that the general meeting give the Board the following authorisation to issue shares linked to employee options: "In accordance with the Board's proposal, the general meeting decided, pursuant to section 10-14 of the Public Limited Companies Act, to authorise the Board to increase the share capital by up to NOK 30 937 500 through the issuance of up to 41 250 000 shares to employees in accordance with existing and future option contracts.

This authorisation does not cover mergers or demergers, cf sections 13-5 and 14-6 of the Norwegian Public Limited Companies Act. Payments may not be made in assets other than money.

An increase in share capital in accordance with the authorisation is otherwise to be carried out in the way and on the date that the Board finds most expedient based on the company's and shareholders' best interests.

The authorisation may be used once or several times up to the stated amount. The authorisation entitles the Board to waive the shareholders' pre-emptive right to new shares pursuant to section 10-4 of the Public Limited Companies Act. The Board is to determine the more detailed subscription terms, including the subscription price, and make any amendments to the Articles of Association that become necessary as a result of increases in capital pursuant to the authorisation. The authorisation is to be valid until the date of the Company's annual general meeting in 2008, but not for longer than until 30 June 2008.

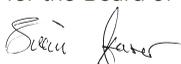
The authorisation replaces previous share-issue authorisations to the Board linked to employee options."

The general meeting will be opened by the chairman of the board.

The annual accounts and directors' report for the Company and Group as these have been adopted by the Board and the auditor's report for 2006, as well as the Board's reasons for and proposals regarding resolutions in items 6, 7, 8 and 13 of the above agenda are enclosed with this notice of the general meeting.

Shareholders wishing to attend the general meeting are asked to send the enclosed attendance slip to the Company's address stated on the slip. Shareholders that cannot attend the general meeting themselves may attend via a proxy. In such case, a written, dated authorisation must be presented. The enclosed proxy form may be used. The authorisation may if desired be given to the chairman of the board, Svein Aaser.

Oslo, 18 May 2007
for the Board of Marine Harvest ASA



Svein Aaser
Chairman of the Board

ATTENDANCE SLIP

The undersigned will attend the Annual General Meeting of Marine Harvest ASA at 3 pm on 13 June 2007 and will vote in relation to:

_____ own shares
number

_____ other parties' shares pursuant to the enclosed authorisation(s)
number

In total in relation to _____ shares
number

Place and date

signature (repeat in block capitals)

Any authorisations to attend and vote on behalf of other parties are to be enclosed and the original copy is to be brought to the general meeting.

Return to:
Marine Harvest ASA
c/o Stefania Lombardi
P.O. Box 1086 Sentrum
NO-0104 Oslo
Norway

Fax: +47 21 56 20 01

PROXY FORM

The undersigned grants authorisation to attend and vote at the Annual General Meeting of Marine Harvest ASA at 3 pm on 13 June 2007 to:

Name of the proxy in block capitals

For my/our _____ shares
number

Place and date

signature (repeat in block capitals)

Should the authorisation be granted in accordance with a right to sign for a company, a certificate of registration must also be enclosed.

Return to:

Marine Harvest ASA
c/o Stefania Lombardi
P.O. Box 1086 Sentrum
NO-0104 Oslo
Norway

Fax: +47 21 56 20 01

ANNEX 1

Item 5: Advisory vote on the guidelines for remuneration to senior executives

GUIDELINES FOR REMUNERATION TO SENIOR EXECUTIVES

Wage scheme

The group chief executive determines the remuneration to the executive staff in consultation with the chairman of the board. Extraordinary remuneration may be awarded on a discretionary basis to executive staff in the Marine Harvest group. The criteria for such awards are linked with achieved results and shall be determined according to common compensation schemes in the various divisions.

The schemes are aimed at making the group competitive in that particular labour market.

The schemes shall enhance the group's profitability, also the desired income and cost development, co-operation and organization development across the organization. It is vital that the schemes are dependent on results without being risk increasing and that the schemes are not apt to damage Marine Harvest's reputation.

It is suggested that the executive staff is remunerated through a combination of fixed salary, bonus and option schemes. In a separate proposal to the general meeting the board will propose to be awarded the necessary authorization to establish a share based incentive scheme for executives.

Pension scheme

To ensure appointment of qualified executive staff the pension schemes shall be based on the pension schemes of other employees but be in line with the arrangements of competing companies with whom it may be natural to compare Marine Harvest.

A summary of the total pension scheme costs shall be supplied to the board. The arrangements shall be adjusted to the particular labour market

The costs incurred by the company through the executive staff pension scheme shall to the extent practical and reasonable within the framework of prevailing laws and regulations, be covered by insurance by entering into pension insurance agreements with relevant insurance companies.

Severance pay

If a member of the company's management agrees in the employment contract to waive the provisions in the Work Environment Act regarding dismissal protection, severance pay may be agreed.

When being engaged by another employer the severance may be reduced proportionately based on the new annual income. The reduction can only be made after the expiration of the term of notice.

As part of workforce reductions, severance may be agreed for voluntary retirement having assessed the situation at hand. Severance pay may be withheld if there is a cause for dismissal.

Payment in kind

The kind and value of such payments shall be in line with what is common for executives in our industry.

ANNEX 2

Item 6: Approval of the Board of Director's proposed option programme

DRAFT GENERAL MEETING RESOLUTION

Option programme

The General Meeting authorises the Board to implement an option programme for the Company's management with a framework of allocating a maximum of 35 million share options per annum, with one option basically entitling the holder to one share. The option programme is to last for three years.

The option programme is to supplement the managers' fixed salaries and any other bonus schemes.

The Board is to decide which of the Group's managers is to be covered by the option programme and arrange for the division among them. The Board is authorised to enter into option contracts on the terms and conditions stated in this resolution. The Board may not delegate this authority to others.

The strike price for the options is to be 107.5 percent of the share's market price on the allocation date ("the Strike Price"), based on the share's average price in the market during the five days prior to allocation taking place.

Options are to be allocated to the Company's management according to the Board's discretion. When exercising its discretion, the Board shall consider:

- The developments in the Company's earnings, with particular emphasis on the developments in the Company's EBIT margin relative to those of other comparable companies
- The developments in the Company's total return (share price plus dividend, calculated such that a repurchase of the Company's own shares is counted as the distribution of dividend) compared to those of the Company's competitors
- The carrying out of major integration or sales processes

The Board is to determine the emphasis to be placed on the various factors when allocating options.

The Strike Price of allocated options cannot be reduced.

The options shall normally not be exercised until three years after the allocation date, and are to lapse if the employee's employment relationship with the Company is terminated, for whatever reason. In special cases and when the option scheme is first established, the Board may waive this condition. The options may not be sold or transferred to others.

If an option is exercised, up to half of the option value shall be paid in cash in order to cover any tax demand. The remainder shall be invested in shares in the company. If the options are exercised, the Company may, according to the decision of the Board, allow the option holder to buy shares that the Company owns or subscribe for new shares or may settle all or part of the option value in cash. The option holders are entitled to receive assets equal to the value of the options on the strike date. Shares are to be subscribed for or bought at the Strike Price.

Shares that are subscribed for or bought in accordance with the option programme are to have a lock-in period of one year from the date when the increase in capital is registered or transferred to the option holder's account with the Norwegian Central Securities Depository. The Board may waive this lock-in period in special circumstances.

An account is to be given of all the terms and conditions linked to the allocation as soon as such allocation has taken place as well as in the directors' report for the Company and the declaration regarding management salaries in accordance with section 6-16A of the Norwegian Public Limited Companies Act. This account must include all the important terms and conditions, including the exact number of options allocated to each manager, the strike price, requirements stipulated in connection with the allocation, the options' lifetime, the lock-in period for the shares, etc.

The options shall entitle the holder to subscribe for ordinary shares, and these become entitled to dividend on the date when the options are exercised and the new shares are fully paid-up. Should the Company decide to increase or reduce the share capital or make other changes to the share capital or reach a new decision to issue subscription rights, or in the case of the dissolution, merger, demerger or conversion of the Company, the option holders are to have the same rights as a shareholder, and the terms and conditions applicable to the options are to be adapted so that the option holders do not obtain any advantages or disadvantages as a result of changes in the share capital. In the case of any doubt as to the effect a change in the share capital will have on the options' terms and conditions, Oslo Børs ASA's and NOS ASA's prevailing standard terms and conditions for share derivative contracts shall provide guidance.

ANNEX 3

Item 7: Approval of instructions to the Nomination Committee

INSTRUCTIONS TO THE NOMINATION COMMITTEE OF MARINE HARVEST ASA

Mandate

The nomination committee's duty is to submit recommendations to the general meeting regarding the election of directors, chairman and deputy chairman of the board and of members of the nomination committee. The nomination committee shall propose the remuneration for the board directors and also their own remuneration.

The nomination committee shall submit a justified recommendation of its proposals and candidates including all relevant information about the candidates. The recommendation shall include all relevant information about the candidates, about the composition of the board and about the candidates for the nomination committee. The recommendation shall also record the way the committee carried out the work and the committee's view on the following:

- whether the number of board directors is sufficient
- whether the nomination committee has been allocated sufficient resources and expertise
- whether these instructions ought to be amended

Composition, election and remuneration

The nomination committee consists of 3 members who are either shareholders or representatives of shareholders. The members of the nomination committee are elected by the general meeting. Nobody can sit on the nomination committee for more than 2 periods without interruption. The chairman of the nomination committee shall inform the board as regards required elections well in advance of the ordinary general meeting of that year to enable the board to carry through the election. The chairman of the nomination committee is elected by the general meeting.

No more than one of the members of the nomination committee may also sit on the board of directors. Executive personnel cannot sit on the nomination committee. At least two of the members of the nomination committee shall be independent of the board of directors and management.

The general meeting determines the remuneration for the nomination committee.

The costs of the nomination committee shall be paid by the company.

Procedural principles

The nomination committee shall aim at proposing a board composition that may protect the shareholders' joint interests and the company's need for competence, capacity and diversity. It should also be taken into account that the board has to function on the personal level. The nomination committee shall ensure that its recommendations are supported by the main shareholders. Also the nomination committee shall set up the guidelines for which requirements the directors have to fulfil and ensure that the board complies with the demands for independence according to the existing regulations on corporate governance and company management as well as requirements pursuant to the Joint Stock Public Companies Act as regards the composition.

All members of the nomination committee must be present to form a quorum.

Nomination committee meetings are called by the chairman and also if requested by two or more members, by the chairman or by the group chief executive. The chairman of the nomination committee is in charge of the committee work.

Minutes shall be taken from the committee meetings and signed by the attending members.

In the meetings the committee shall be presented with updated share registers.

The chairman of the board and the group chief executive shall be called to attend without voting rights at least one meeting of the nomination committee before the committee submits its final recommendation.

The committee shall collect all relevant information from the administration or other personnel including staff representatives. This means that the committee will have to be in contact with management, board of directors and various shareholders to be able to assess the need of altering the composition of the board or the nomination committee. In performing its work the nomination committee should search in the shareholder group and ensure that the major shareholders will accept the recommendation.

The handling of the nomination committee's recommendation

The nomination committee's recommendation to the general meeting regarding the election of directors to the board ought to be available in time to be announced to the shareholders before the general meeting. Preferably the recommendation should be forwarded to the shareholders with the notice of the general meeting, if not it should be announced to the shareholders in a separate letter or in a press release. The chairman of the committee or a person appointed by the chairman presents the recommendation to the general meeting.

Information about deadlines for proposing new members of the board and nomination committee shall be presented on the company's Internet page well in advance.

ANNEX 4

Item 12: Election of directors

RECOMMENDATION FROM THE NOMINATION COMMITTEE TO THE GENERAL MEETING ON 13 JUNE 2007

The nomination committee has consisted of Gabriel Smith as chairman, Erling Lind and Yngve Myhre as members.

The nomination committee has discussed the composition of the board and proposal for remuneration for the board of directors of Marine Harvest ASA. The board of Marine Harvest is presently composed of 7 representatives elected by the shareholders as Arne Hjeltnes withdrew in April 2007 due to his employment as communications director in Marine Harvest ASA. All of them were elected at the extraordinary general meeting on 14 July 2006. In addition staff representatives have participated as observers since November 2006.

Of personal reasons Jon Gunnar Pedersen has decided to withdraw at this year's general meeting. In addition there will be three new staff representatives who will join as ordinary board members from this year's general meeting.

The nomination committee has assessed the number of board members after increasing the number by 3 staff representatives and has decided not to propose any new directors to replace the two resigning directors. However, the nomination committee proposes that the general meeting elects a deputy chairman of the board. Leif Frode Onarheim is proposed as deputy chairman. The assessment balances the wish for continuity in the board during the present phase of the company's development and the need to have the right number of directors to obtain a well-functioning and competent board. Due to a heavy workload on director Tor O. Trøim the nomination committee proposes that Cecilie Fredriksen be elected as personal substitute for Tor O. Trøim. The nomination committee therefore proposes that the board is comprised of the following directors elected by the shareholders:

Svein Aaser	Chairman
Leif Frode Onarheim	Deputy chairman
Eldbjørg Sture	
Kathrine Mo	
Solveig Strand	
Tor O. Trøim	
Cecilie Fredriksen	Personal substitute

The nomination committee proposes the following fees for the period 2006/2007

Chairman	NOK 750 000
Member	NOK 275 000

The chairman's fee is substantiated by close supervision in a very demanding period of time with the integration of three different companies and also by the company's international position and magnitude. The proposal means a minor increase for the members due to increased workload.

The nomination committee also proposes a new principle for payment of future director's fees. The fee for the period 2007/2008 will be an account payment made on 31 December 2007 based on 50 percent of the fee for the period 2006/2007 and that the General Meeting 2008 decides the final fee for the period which is to be settled against the account payment of 31 December 2007.

As deputy chairman is a new position proposed at this year's annual meeting the nomination committee proposes that this director's account payment shall be based on an annual fee of NOK 350 000.

The nomination committee has functioned since 2005 even though the formalization in the articles of association was not resolved until the general meeting in 2006. So far the work has been unpaid. The nomination committee requests that the committee work is paid NOK 20 000 to the chairman and NOK 10 000 to the members.

The nomination committee's election period was not specified at the general meeting in 2006. The nomination committee proposes an arrangement where the members of the committee stand for election alternately and that the General Meeting on 13 June re-elects Gabriel Smith as chairman for 1 year and Erling Lind and Yngve Myhre as members for a period of 2 years.

The chairman of the nomination committee

Gabriel Smith
10 May 2007