



Shareholders' complete name and address.

**NOTICE OF ANNUAL GENERAL MEETING
5th June 2012**

Annual General Meeting in Kongsberg Automotive Holding ASA to be held on 5th June 2012 at 1000 hrs in Felix Conference Center, Bryggetorget 3, Aker Brygge, Oslo.

ATTENDANCE SLIP – Kongsberg Automotive Holding ASA – Annual General Meeting

The Attendance slip must be returned to Nordea Bank Norge ASA, Issuer Services no later than 1200 hrs on 31st May 2012. Address: Nordea Bank Norge ASA, Issuer Services, P.O. Box 1166 Sentrum, N- 0107 Oslo.
Fax: +47 22 48 63 49.

The undersigned will attend Kongsberg Automotive Holding ASA
Annual General Meeting on 5th June 2012.

**Shareholders complete name
and address**

☐

vote for my/our shares

☐

vote for shares in accordance with proxy(ies) enclosed

_____ Date

_____ Shareholder's signature

PROXY – Kongsberg Automotive Holding ASA – Annual General Meeting

Shareholders who are unable to attend the Annual General Meeting, may execute a proxy in the name of any other person attending the meeting.

The proxy must be returned to Nordea Bank Norge ASA, Issuer Services no later than 1200 hrs on 31st May 2012. Address: Nordea Bank Norge ASA, Issuer Services, P.O. Box 1166 Sentrum, N- 0107 Oslo.
Fax: +47 22 48 63 49.

The undersigned shareholder in Kongsberg Automotive Holding ASA
hereby authorises:

**Shareholders complete name
and address**

☐

Chairman of the Board

☐

CEO

☐

Other person (name)

to attend and vote on my/our behalf at Kongsberg Automotive Holding ASAs
Annual General Meeting on 5th June 2012.

In the event that proxy is given to the Chairman of the Board or
the CEO, instructions regarding the exercise of voting rights
according to proxy may be given on page 2 of the form.

_____ Date

_____ Shareholder's signature

In the event that proxy is given to the Chairman of the board or the CEO, Instructions regarding the exercise of voting rights according to proxy may, if desirable, be given by filling in of the form below

		In favour	Against
Item 5	Adoption of the consolidated and parent company financial statements, including the allocation of the profit for the year,	<input type="checkbox"/>	<input type="checkbox"/>
Item 6	The Company's statement on remuneration of leading employees, advisory vote.	<input type="checkbox"/>	<input type="checkbox"/>
Item 7a	Election of directors of the Board in accordance with the Nomination Committee's recommendation.	<input type="checkbox"/>	<input type="checkbox"/>
Item 7b	Stipulation of the remuneration to the Board Directors in accordance with the Nomination Committee's recommendation.	<input type="checkbox"/>	<input type="checkbox"/>
Item 8a	Election of members to the Nomination Committee in accordance with the recommendation of the Nomination Committee.	<input type="checkbox"/>	<input type="checkbox"/>
Item 8b	Stipulation of the remuneration to members of the Nomination Committee, Audit Committee and Compensation Committee in accordance with the recommendation of the Nomination Committee	<input type="checkbox"/>	<input type="checkbox"/>
Item 9	Stipulation of the remuneration to the auditor in accordance with the recommendation of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>
Sak 10	Share option program in accordance with the recommendation of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>
Sak 11	Authorization to the Board of Directors to purchase own shares in accordance with the Board of Directors' proposal	<input type="checkbox"/>	<input type="checkbox"/>
Sak 12	Authorization to increase the company's share capital in accordance with the Board of Directors' proposal	<input type="checkbox"/>	<input type="checkbox"/>
Sak 13	Authorization to the Board of Directors to obtain loans that may be converted into shares.	<input type="checkbox"/>	<input type="checkbox"/>

In the event that proxy is granted to the Chairman of the Board or the CEO, votes will in the absence of particular instruction be given in favor of the proposals and recommendations made by the Board of Directors' and the Nomination Committee