Pan Fish – Marine Harvest

The world leading aquaculture company
Yesterday’s news – tomorrow’s opportunities!

Pan Fish acquired 100% of Marine Harvest
- Transaction value of EUR 1 325 million (Enterprise Value) / Acquisition price of EUR 1 175 million
- Marine Harvest is by far the world's largest salmon producer

Pan Fish has acquired 25.7% of Fjord Seafood
- Fjord’s share price as of closing Friday 3rd March NOK 8.05
- Pan’s share price as of closing Friday 3rd March NOK 4.36
- Shares issued to Geveran as consideration for the Fjord shares 280,195,692

The private placement and new debt
- Share issue of approx. EUR 680 million in new equity as part of the financing of Marine Harvest
- New credit line of EURO 700 million
- Equity est. at year end 2006 45%+
Marine Harvest at a glance

Company facts

- No. 1 salmon producer worldwide
- Salmon production 266,000 tons (wfe/06)
- Salmon production in all regions
- 16% of the global salmon market
- Unique mix of species
- EUR 1bn in sales
- 5,300 employees worldwide (end 2005)
- Successful restructuring has reduced production cost
- Lowest cost producer position will be taken

Salmon production per region (2006E) - WFE

- Chile 37%
- Norway 34%
- Canada 10%
- Ireland 3%
- Scotland 16%

Market share (2005 estimate)

- Europe 21%
- North America 20%
- Asia 18%
Transaction rationale - summary

**Industrial rationale**
- Creation of the undisputed leader in the aquaculture industry with 346,000 tonnes harvest volume
- Balanced production portfolio with leading positions in all major salmon producing regions
- Uniquely positioned for further market development together with the major distribution channels
- Huge organic growth potential with minor investment in Norway and Chile longer term

**Financial rationale**
- Significant value accretion for Pan Fish shareholders
- The new company is uniquely positioned to take the lowest cost producer position
- Cost reduction potential of NOK 700 million a year, in addition to synergies
- Strong platform to lead further industry consolidation and business development

**Timing**
- Historic strong demand and balanced supply growth in all markets
- Increasing salmon prices
- Significant cash flow generation potential going forward
Industrial rationale - formation of the undisputed global leader

Undisputed global leadership within aquaculture

World's top salmon companies (Global market share in %)

- Marine Harvest
- Pan Fish

Source: Industry estimates

Balanced production portfolio

Largest producer in all regions

Source: Industry estimates
### Industrial rationale - significant organic growth potential

**Harvesting Volumes, 2006e / 2008e**

<table>
<thead>
<tr>
<th>Harvesting tgw</th>
<th>2006 Estimates</th>
<th>2008 Targets</th>
</tr>
</thead>
<tbody>
<tr>
<td>Norway</td>
<td>124 - 126 000</td>
<td>148 000</td>
</tr>
<tr>
<td>Scotland</td>
<td>53 - 55 000</td>
<td>63 000</td>
</tr>
<tr>
<td>North-America</td>
<td>35 - 36 000</td>
<td>51 000</td>
</tr>
<tr>
<td>Faroes</td>
<td>2 - 3 000</td>
<td>6 000</td>
</tr>
<tr>
<td>Ireland</td>
<td>7 200</td>
<td>10 000</td>
</tr>
<tr>
<td>Chile</td>
<td>87 - 88 000</td>
<td>106 000</td>
</tr>
</tbody>
</table>

**Pan Fish Marine Harvest**

<table>
<thead>
<tr>
<th></th>
<th>2006 Estimates</th>
<th>2008 Targets</th>
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<tbody>
<tr>
<td></td>
<td>309 - 314 000</td>
<td>384 000</td>
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</table>

**Production cost target for Pan Fish 2008 Targets**

<table>
<thead>
<tr>
<th></th>
<th>2008 Targets</th>
</tr>
</thead>
<tbody>
<tr>
<td>Norway (NOK)</td>
<td>15,5-16,0</td>
</tr>
<tr>
<td>Scotland (GBP)</td>
<td>1,37-1,45</td>
</tr>
<tr>
<td>North-America (CAD)</td>
<td>3,33-3,53</td>
</tr>
<tr>
<td>Faroes (DKK)</td>
<td>14,5-15,5</td>
</tr>
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</table>
Financial rationale - value enhancing for Pan Fish shareholders

Global leadership at a discount to peers

EV/kg comparison

- The transaction also offers ample potential for synergies and operational improvement from sharing best practice
- Lowest cost producer position achievable for combined company
- Cost reduction potential above NOK 700 million a year (2008 and beyond)

Valuation based on analyst (DnB NOR Markets and Carnegie) estimates market valuation as of 3 March 2006 and transaction value
Timing – Strong momentum and excellent market outlook

Norway (FHL price/Norwegian sales price)

US – Chile (East coast fillets, fob Miami, 3-4 lb)

Global supply development 2004 – 2007E

Comments

- Strong momentum in salmon prices - both in Europe and in the US
- Moderate supply growth - 2007 might be lower
- Increasing demand

Source: Company data, Kontali Analye, FHL and Urner Barry
Marine Harvest financials and other details
## Operational EBIT (EURm) Development 2005 (actual figures)

<table>
<thead>
<tr>
<th>Regions</th>
<th>1H</th>
<th>Q3</th>
<th>Q4</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Norway</td>
<td>18.5</td>
<td>18.4</td>
<td>25.1</td>
<td>62.0</td>
</tr>
<tr>
<td>UK &amp; Ireland</td>
<td>-3.5</td>
<td>3.2</td>
<td>9.5</td>
<td>9.2</td>
</tr>
<tr>
<td>Chile</td>
<td>6.6</td>
<td>5.6</td>
<td>8.4</td>
<td>20.6</td>
</tr>
<tr>
<td>Canada</td>
<td>-5.2</td>
<td>-0.5</td>
<td>2.8</td>
<td>-2.9</td>
</tr>
<tr>
<td>Asia/overhead/S&amp;M</td>
<td>-6.6</td>
<td>-3.2</td>
<td>-4.6</td>
<td>-14.4</td>
</tr>
<tr>
<td>Total salmon</td>
<td>9.8</td>
<td>23.5</td>
<td>41.2</td>
<td>74.5</td>
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<tr>
<td>New species</td>
<td>-4.5</td>
<td>-1.9</td>
<td>-4.4</td>
<td>-10.8</td>
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<tr>
<td>Total</td>
<td>5.3</td>
<td>21.6</td>
<td>36.8</td>
<td>63.7</td>
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Note: EBIT excludes non-recurring items and IFRS adjustments

## Harvesting volumes 2005 (wfe)

<table>
<thead>
<tr>
<th>Regions</th>
<th>Q1</th>
<th>Q2</th>
<th>Q3</th>
<th>Q4</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Norway</td>
<td>23</td>
<td>26</td>
<td>25</td>
<td>26</td>
<td>100</td>
</tr>
<tr>
<td>UK &amp; Ireland</td>
<td>8</td>
<td>11</td>
<td>11</td>
<td>12</td>
<td>42</td>
</tr>
<tr>
<td>Chile</td>
<td>23</td>
<td>19</td>
<td>19</td>
<td>25</td>
<td>85</td>
</tr>
<tr>
<td>Canada</td>
<td>11</td>
<td>12</td>
<td>10</td>
<td>8</td>
<td>42</td>
</tr>
<tr>
<td>Total</td>
<td>65</td>
<td>68</td>
<td>65</td>
<td>71</td>
<td>269</td>
</tr>
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MH Norway - in process to become lowest cost producer

MH Norway cost development

Based on current fishmeal and fish oil costs

Production clusters

Cluster North
- 100%
- 5 sites
- 1 processing plant
- 8 licenses
- 48% SFI/Nova S
- 1 processing plant
- 26 licenses

Cluster Mid
- 22 sites
- 1 processing plant
- 52 licenses

Cluster South
- 25 sites
- 1 processing plant
- 52 licenses

Operational EBIT/kg development

Comments

- Significant improvement in cost of production
- On the way to become lowest cost producer
MH Scotland – huge improvements in operation

UK operational EBIT/kg development

Measures taken and events in the UK
- UK government legislation allows for larger farms with increased volume per location
- MH Scotland will reduce number of farms from 65 to 41 marine on-growing sites. Huge positive cost effect
- Improved efficiency in processing plan gives lower cost
- Only one plant for full volume
- Number of employees Marine Harvest was reduced with 140 FTE or 25% during 2005
- Storm caused EUR 2m total loss in Q1 05

Ireland operational EBIT/kg development

Ireland part of balance product portfolio
- Marine Harvest does have a significant proportion of organic salmon production in Ireland
- Product under strong demand from attractive retailers and groups of consumers
- Ireland will always be a minor part of the total quantity
MH Canada – strong profitability improvement

MH as the other Canadian West Cost producers on the way to low cost and sustainable profits

East Coast and Chinooks are discontinued

**Operational EBIT/kg Canada 2005 YTD**

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<tr>
<td>East Coast Atlantics</td>
<td>0.39</td>
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<tr>
<td>West Coast Chinooks</td>
<td>-1.11</td>
<td>-1.19</td>
<td>-1.11</td>
<td>-1.11</td>
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<tr>
<td>West Coast Atlantics</td>
<td>-1.5</td>
<td>-1.5</td>
<td>-1.5</td>
<td>-1.5</td>
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</table>

**Canada production volumes 2004 - 2005**

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</thead>
<tbody>
<tr>
<td>East Coast Atlantics</td>
<td>10</td>
<td>10</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>West Coast Chinook</td>
<td>14</td>
<td>11</td>
<td>4</td>
<td>1</td>
</tr>
<tr>
<td>West Coast Atlantics</td>
<td>17</td>
<td>21</td>
<td>23</td>
<td>30</td>
</tr>
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Chile – cost of production focus going forward

Current MH Chile cost of production is higher than historical levels, due to several main factors:

- high cost of ex-Stolt operations, it will take a cycle to reduce the cost back to 2004 level
- harvest weights will be increased to decrease cost
- higher feed conversion rates during 1H 05
- EUR 3m+ write-off of frozen stock in Europe and Chile impacted Q1 05 EBIT
- Price realisation in 2005 was lower than market prices due to the company’s commitment to contracts
Summary

- Industry leader position taken
- Lowest cost production position potential
  - Strong competence, superb sites, unique experience, financially strong
- Focus on sustainability and animal husbandry
- Strong customer portfolio to be supported by best service
- Focus on value creation through strong operations
- Utilize and develop strategic opportunities