

**MINUTES OF THE
2008 ANNUAL GENERAL MEETING
OF AKER KVÆRNER ASA**

The ordinary annual general meeting of Aker Kværner ASA was held on Thursday, 3 April 2008 at the Felix conference center at Aker Brygge in Oslo, Norway.

1. CONSTITUTION OF THE MEETING

Pursuant to section 9 of the company's articles of association and section 5-12 (1) of Norway's Public Limited Liability Companies Act, the general meeting was opened and chaired by Board Chairman Leif-Arne Langøy.

No objections were raised as to the meeting notification and thus the general meeting was declared lawfully constituted.

The register of shareholders present showed that 121,644,411 of the company's total of 274,000,000 shares were represented. Accordingly, some 44,4% of the total share capital was represented at the annual general meeting. The register of shareholders present is enclosed with these minutes as Enclosure 1.

Asle Aarbakke was elected to co-sign the minutes along with the meeting chair.

2. PRESENTATION OF BUSINESS ACTIVITIES

President & CEO Simen Lieungh presented the Group's business activities and general position. Acting CFO Jan B. Kjærvik presented key 2007 accounting figures for both the parent company Aker Kværner ASA and for the Group.

3. APPROVAL OF THE 2007 ANNUAL ACCOUNTS FOR AKER KVÆRNER ASA AND THE GROUP AS WELL AS THE ANNUAL REPORT. THE BOARD PROPOSES PAYMENT OF A NOK 3 PER-SHARE DIVIDEND FOR THE 2007 ACCOUNTING YEAR

The meeting chair presented the Board's proposal. The 2007 annual accounts of Aker Kværner ASA and the Group, the annual report, including the proposal to pay a NOK 3 per-share dividend for 2007 to shareholders in the company as of close of 3 April 2008, meaning that the shares are listed ex-dividend on 4 April 2008, were then unanimously approved by the annual general meeting. The dividend will be paid out on or around 15 April 2008.

4. THE BOARD'S STATEMENT ON GUIDELINES REGARDING SALARY AND OTHER REMUNERATION TO KEY COMPANY PERSONNEL

The Board Chairman referred to the Board's guidelines statement, which is included in Note 18 to the Group accounts, on page 58 of the English annual report. The general meeting voted unanimously in favor of the guidelines established by the Board and approved the proposed remuneration, based on the company's share-price development.

5. DETERMINATION OF REMUNERATION TO MEMBERS OF THE BOARD OF DIRECTORS FOR 2007

The nomination committee has proposed the payment of a total remuneration for members of the Board of Directors for 2007 of NOK 3 150 000. Of this amount, NOK 400 000 is to be paid to the Board Chairman, NOK 350 000 to the Deputy Chairman, and NOK 300 000 to each of the other Board Members. The annual general meeting was informed that the remuneration payable to Board Chairman Leif-Arne Langøy and Board Member Karl Erik Kjelstad will be paid to their employer, Aker ASA.

Further, the nomination committee has proposed that members of Board subcommittees, currently the audit committee and remuneration committee, receive remuneration of NOK 25 000, which is additional to their regular Board remuneration.

The general meeting raised no objections to the proposed remuneration of Board Members and members of Board subcommittees for 2007, and the proposal was unanimously adopted in accordance with the nomination committee's proposal.

6. DETERMINATION OF REMUNERATION FOR NOMINATION COMMITTEE MEMBERS FOR 2007

Proposed to the general meeting was providing a NOK 30 000 remuneration to each nomination committee member. The general meeting raised no objections as to the remuneration to nomination committee members for 2007. Said remuneration was unanimously approved, in accordance with the proposal.

7. APPROVAL OF AUDITORS' FEES FOR 2007

Auditors' fees for auditing the 2007 Group accounts amounted to a total of NOK 26 million, of which NOK 4 million was for ordinary auditing of Aker Kværner ASA. In addition, the Group paid NOK 2 million to KPMG for other attestation services, NOK 4 million for tax advice services and NOK 2 million to non-audit services.

The general meeting raised no objections to the auditors' fees for 2007, and they were unanimously approved.

8. ELECTION OF BOARD MEMBERS

Nomination committee member Gerhard Heiberg presented the work of the nomination committee and its proposal for new Board Members and member of the nomination committee.

The general meeting unanimously elected Martinus Brandal as Chairman of the Board and Leif Arne Langøy and Bjørn Flatgård as Board Members, each for a two-year term.

9. ELECTION OF NOMINATION COMMITTEE MEMBERS

The general meeting unanimously elected Kjell Inge Røkke and Gerhard Heiberg to the nomination committee for a two-year term.

10. CHANGE OF NAME

The Board Chairman presented the Board's proposal. The general meeting unanimously adopted the following resolution in accordance with the Board's proposal:

The Articles of Association § 1 is changed to read:

“The Company is a public limited liability company. The Company's name is Aker Solutions ASA.”

As a consequence of the change of company name, the general meeting also resolved unanimously that the Articles of Association § 5 is changed to read:

“The Board of Directors shall consist of 6-10 members of whom 1/3 shall be elected by and among the employees of the companies within the Aker Solutions Group. Up to 3 shareholder elected deputy members may be elected annually.”

11. AUTHORIZATION TO INCREASE SHARE CAPITAL

The Board Chairman presented the Board's proposal. He then explained that Aker ASA has resolved that they this year will not vote for general authorizations to increase the share capital in any of the listed Aker companies. The general meeting then unanimously resolved not to adopt the Board's proposal.

12. AUTHORIZATION TO ACQUIRE COMPANY SHARES

The Board Chairman presented the Board's proposal. The general meeting unanimously adopted the following authorization for the Board to acquire company shares:

OFFICE TRANSLATION

a) The Board of Directors is granted a power of attorney to purchase own shares with an aggregate nominal value of up to NOK 54,800,000. The power of attorney also includes agreed pledge of own shares.

b) The highest and lowest price that can be paid for the shares shall be NOK 300 and NOK 1, respectively. Other than this, the Board of Directors shall use its own discretion with respect to how purchase and sale of own shares are carried out. The power of attorney can also be used in circumstances mentioned in the securities trading act § 6-17.

c) The power of attorney is valid until the Annual general meeting in 2009, but no longer than 30 June 2009.

As there was no further business, the annual general meeting was concluded.

Oslo, 3 April 2008

Leif-Arne Langøy
(sign.)

Asle Aarbakke
(sign.)