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UNITED STATE SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form CB

TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

- Securities Act Rule 801 (Rights Offering) [x]
- Securities Act Rule 802 (Exchange Offer) []
- Exchange Act Rule 13e-4(8) (Issuer Tender Offer) []
- Exchange Act Rule 14d-1(c) (Third Party Tender Offer) []
- Exchange Act Rule 14e-2(d) (Subject Company Response) []

Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(8) [x]

Note: Regulation S-T Rule 101(b)(8) only permits the filing or submission of a Form CB by a party that is not subject to the reporting requirements of Section 13 or 15(d) of the Exchange Act.

Fjord Seafood ASA
(Name of Subject Company)

not applicable
(Translation of Subject Company's Name into English (if applicable))

Norway
(Jurisdiction of Subject Company's Incorporation or Organization)

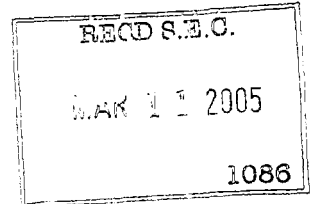
Fjord Seafood ASA
(Name of Person(s) Furnishing Form)

Ordinary Shares
(Title of Class of Subject Securities)

not applicable
(CUSIP Number of Class of Securities (if applicable))

Mr. Helge Midttun, CEO, Beddingen 8, N-0250 Oslo NORWAY; Telephone: +47 22 82 64 50
(Name, Address (including zip code) and Telephone Number (including area code) of Person(s) Authorized to Receive Notices and Communications on Behalf of Subject Company)

March 10, 2005
(Date Tender Offer/Rights Offering Commenced)



PROCESSED

MAR 14 2005

THOMSON FINANCIAL

1 of 126

Part IV. - SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Helge Miotton
(Signature)

HELGE MIOTTON, PRESIDENT & CEO
(Name and Title)

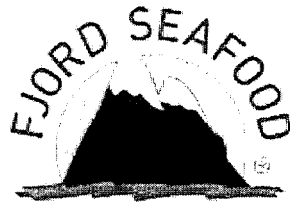
11/3/05
(Date)

EXHIBIT INDEX

Item

- 1 Prospectus of Fjord ASA, dated March 8, 2005

PROSPECTUS



Excellence in seafood

Fjord Seafood ASA

1. Completed Private Placement

Of 105,400,000 new shares in Fjord Seafood ASA of NOK 1 par value at a Subscription Price of NOK 3.05 per share, with gross proceeds of NOK 321,470,000

2. Subsequent Share Issue

Of up to 20,000,000 shares in Fjord Seafood ASA of NOK 1 par value at a Subscription Price of NOK 3.05 per share, with gross proceeds of up to NOK 61,000,000

Subscription Period: 11 March 2005 – 29 March 2005

Manager

ABG SUNDAL COLLIER

8 March 2005

Important notice

This prospectus (this "Prospectus") has been prepared solely for use in connection with the offering of shares of Fjord Seafood ASA (the "Company", "Fjord" or "Fjord Seafood") described in this Prospectus (the "Shares").

An investment in the Shares is subject to significant risk. Prospective investors should carefully consider the risks associated with such an investment when reading the information contained in this Prospectus and be aware of the risk to lose such investment in its entirety before deciding to invest. Certain risk factors are set out in chapter 8 - Risk Factors. However, prospective investors should read this entire Prospectus before making any investment decision.

This Prospectus has been published in an English version only. This Prospectus has been reviewed by the Oslo Stock Exchange in accordance with § 14-4 of the Norwegian Stock Exchange Regulations No 30 of January 17, 1994 and § 5-7 of the Norwegian Securities Trading Act No. 79 of June 19, 1997. This Prospectus has been prepared solely for use in connection with the Share Issue.

This Prospectus does not constitute an offer to sell, or a solicitation of an offer to buy the Shares, by or on behalf of the Company, the Manager, any of their affiliates or any other person in any jurisdiction in which it is unlawful to make such offer or solicitation, or to any person to whom it is unlawful to make such an offer or solicitation. The delivery of this Prospectus and the offer or sale of the Shares is restricted by law in certain jurisdictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdictions. Persons who receive or otherwise acquire this Prospectus are required by the Company and the Manager to inform themselves about, and to observe, any such restrictions. This Prospectus may not be used for, or in connection with, any offer to, or solicitation by, anyone in any jurisdiction under any circumstances in which such an offer or solicitation is not authorised or is unlawful.

Each prospective investor must comply with all applicable laws and regulations (including obtaining required consents, approvals or permissions) in force in any jurisdiction in which such prospective investor purchases, offers, or sells the Shares. The Company does not have any responsibility for any purchase, offer or sale of the Shares by prospective investors.

Each person receiving this Prospectus acknowledges that such person has not relied on the Manager or any person affiliated with the Manager in connection with its investment decision. No representation or warranty, expressed or implied, is made by the Manager or any of its affiliates as to the accuracy or completeness of the information provided herein, and nothing contained in this Prospectus is, or shall be relied upon as, a promise or representation by the Manager or its affiliates as to the past or the future performance of the Company.

To investors in the United States of America

U.S. Securities Act

The Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"). The rights offering in connection with the Subsequent Issue described in this Prospectus is made for the securities of a foreign company. The offer is subject to the disclosure requirements of a foreign country that are different from those of the United States. Financial statements included in this Prospectus have been prepared in accordance with foreign accounting standards that may not be comparable to the financial statements of United States companies.

It may be difficult for you to enforce your rights and any claim you may have arising under the federal securities laws, since the issuer is located in a foreign country, and some or all of its officers and directors may be residents of a foreign country. You may not be able to sue the foreign company or its officers or directors in a foreign court for violations of the U.S. securities laws. It may be difficult to compel a foreign company and its affiliates to subject themselves to a U.S. court's judgment.

In relation to the United States and U.S. persons, this Prospectus is strictly confidential and is being furnished by the Company solely for the purpose of enabling prospective investors to consider the purchase of Shares.

Prospective investors in the U.S. that are US persons or have registered US addresses (each a "U.S. Investor") may not reproduce or distribute this Prospectus, in whole or in part, and may not disclose any of the contents of this Prospectus, except as may be reasonably necessary to comply with applicable law or as specifically provided below with respect to the tax treatment and tax structure of the share issues described in this Prospectus, or use any information provide herein for any purpose other than considering an investment in the shares of Fjord Seafood described in this Prospectus. By accepting delivery of this Prospectus, prospective U.S. Investors expressly agree to the foregoing and expressly agree to maintain the disclosed information contained or incorporated by reference in this Prospectus in confidence. Prospective U.S. Investors may not distribute this Prospectus or disclose its contents to anyone without the Company's prior written consent, other than persons retained to by a prospective investor to advise such prospective U.S. Investor in connection with the share issue described in this Prospectus.

Notwithstanding the foregoing or anything else to the contrary contained in this Prospectus, effective from the date of the Share issues described in this Prospectus, each U.S. Investor and each of its employees, representatives or other agents may disclose to any and all persons, without limitation of any kind, the United States federal income "tax treatment" and "tax structure" (in each case within the meaning of Treasury Regulation Section 1.6011-4) and all materials of any kind, including opinions or other tax analyses, of the Share issues described in this Prospectus that are provided to prospective U.S. Investors (or their representatives) relating to such tax treatment and tax structure. However, the foregoing does not constitute an authorisation to U.S. Investors to disclose the Company's identity or the identity of its affiliates, agents or advisers or, except to the extent relating to such tax treatment or tax structure, any specific pricing terms or commercial or financial information.

The rights granted in the rights offering in connection with the Subsequent issue may not be transferred by US persons except in accordance with the provisions of Regulation S (Rules 901 through 905) under the Securities Act. Shares acquired pursuant to the rights offering made in connection with the Subsequent Issue and described in this prospectus are "restricted securities" within the meaning of Rule 144(a)(3) under the Securities Act to the same extent and proportion that the Shares held by the shareholder as of the record date for the rights offering were restricted securities.

Other important information to all investors

No person is authorised in connection with any offering made hereby to give any information or to make any representation not contained in this Prospectus and, if given or made, such other information or representation must not be relied upon as having been authorised by the Company or the Manager. In accordance with Section 14-6 of the Norwegian Stock Exchange Regulations, if any new circumstances or inaccuracies material to the valuation of the Shares emerge between the publication of this Prospectus and the listing of the Shares on Oslo Børs, it will be included in a supplement to this Prospectus.

The delivery of this Prospectus shall under no circumstance create any implication that the information about the Company contained herein is correct as of any time subsequent to the date of this Prospectus.

Any dispute arising in connection with this Prospectus or the Share Issue will be subject to Norwegian law and to the exclusive jurisdiction of the Norwegian courts with Oslo District Court as legal venue.

Unless otherwise indicated, the source of information is the Company's management or board of directors. The contents of this Prospectus are not to be construed as legal, business or tax advice. Each prospective investor should consult with its own legal adviser, business adviser or tax adviser as to legal, business and tax advice.

The Manager is advising the Company and no one else in relation to the Share Issue and will not be responsible to anyone other than the Company for providing the protections afforded to their respective customers in any of

the jurisdictions in which they operate, nor for providing advice in relation to the offer of the Shares, the contents of this Prospectus or any transaction or arrangement referred to herein.

Copies of the most recent annual accounts, annual report and auditor's report are available at the Company's offices.

Notice regarding forward-looking statements

Certain statements included in the Prospectus may constitute forward-looking statements that involve a number of risks and uncertainties. Certain of such forward-looking statements can be identified by the use of forward-looking terminology such as "believes", "expects", "may", "are expected to", "will", "will continue", "should", "would be", "seeks" or "anticipates" or similar expressions or the negative thereof or comparable terminology, or by discussions of strategy, plans or intentions. Such forward-looking statements are necessarily dependent on assumptions, data or methods that may be incorrect or imprecise. The Company can give no assurance that such expectations will prove to be correct. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to vary materially from such forward-looking statements, including, but not limited to, those discussed in "Risk Factors" in section 8. Other factors contained in this Prospectus could also cause actual results to vary materially from the future results indicated in such forward-looking statements.

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Definitions

General definitions

ABG Sundal Collier	ABG Sundal Collier Norge ASA
AGM	Annual General Meeting
Board	The Board of Directors of the Company
Company	Fjord Seafood
ContiSea	ContiSea, LLC.
DOC	U.S. Department of Commerce
Domstein	Domstein ASA
Ducktrap	Ducktrap River Fish Farm, LLC.
Eligible Shareholders	Fjord Seafood shareholders as at the close of business day on 18 February who did not apply for Shares in the Private Placement
Eligible Shares	The shares held by Eligible Shareholders at the close of business day on 18 February
EGM	Extraordinary General Meeting
ESA	EFTA Surveillance Authority
EURIBOR	European Interbank Offered Rate
FAO	Food and Agriculture Organisation of the United Nations
Fjord Domstein Holding	Fjord Domstein Holding AS
Fjord Seafood	Fjord Seafood ASA and any or all of its subsidiaries, as the case may be
Fjord Seafood Chile	Fjord Seafood Chile Ltda. and any or all of its subsidiaries, as the case may be
Fjord Seafood Norway	Fjord Seafood Norway AS and any or all of its subsidiaries, as the case may be
Fjord Seafood Scotland	Fjord Seafood Scotland and any or all of its subsidiaries, as the case may be
Fjord Seafood USA	Fjord Seafood USA, LLC and any or all of its subsidiaries, as the case may be
Group or Fjord Seafood Group	Fjord Seafood ASA and any or all of its subsidiaries
LIBOR	London Interbank Offered Rate
Manager	ABG Sundal Collier Norge ASA
New Shares	Up to 20,000,000 Fjord Seafood shares to be subscribed in the Subsequent Issue
NIBOR	Norwegian Interbank Offered Rate
NOK	The currency of the Kingdom of Norway (Norwegian krone)
Oslo Børs	Oslo Børs ASA

Pieters	Pieters N.V. and any or all of its subsidiaries, as the case may be
Private Placement	The 105,400,000 Fjord Seafood shares that will be issued on March 10 2005
Private Placement Shares	The Shares issued in the Private Placement
Prospectus	This Prospectus issued in connection with the Share Issue
Register of Business Enterprises	The Norwegian Register of Business Enterprises at Brønnøysund, Norway (Foretaksregisteret)
Salmon Agreement	Agreement between Norway and the EU regulating sales of farmed salmon by a Norwegian producer to its first unrelated customer in the EU as further described in chapter 9
Securities Trading Act	The Norwegian Securities Trading Act of 19 June 1997 No. 79
Shares	Shares in Fjord Seafood ASA
Share Issue	The Private Placement and the Subsequent Issue
Stock Exchange Regulations	The Stock Exchange Regulations of 17 January 1994 No. 30
Subscription Office	ABG Sundal Collier Norge ASA
Subscription Period	The period to subscribe for New Shares, commencing on 11 March 2005 at 08.00 CET and expiring on 29 March 2005 at CET 16.30
Subscription Price	The price of NOK 3.05 per share which holders of Subscription Rights and others can subscribe for New Shares.
Subscription Rights	The tradable, listed rights to subscribe for New Shares in the Subsequent Issue. Oversubscription is permitted.
Subsequent Issue	The offering of New Shares in the period from 11 March 2005 to 29 March 2005
The Public Limited Companies Act	The Norwegian Public Limited Companies Act of 13 June 1997 no. 45 ("Allmennaksjeloven")
U.S. Securities Act	The U.S. Securities Act of 1933, as amended.
VPS	The Norwegian Central Securities Depository
VPS account	An account held with VPS to register ownership of securities

Terms and expressions

Aquaculture Industry	Production of fish feed and fish farming
Biomass	All living fish in a given area at a given time
Broodstock	Selected adult fish used in egg production
Feed conversion rate	The amount of kg fish feed used to produce one kg of fish
Fry	Young or juvenile fish that is ready for stocking into a fish farm
FHL	Fiskeri- og havbruksnæringens Landsforbund
GWE (Gutted weight equivalent)	The weight of a bled and gutted fish, head on, representing the equivalent of 83% of the live fish weight

Harvest	The removing of the fish from the production unit for transport to the processing plant
Hatcheries	Site for hatching the eggs, and then rearing the fry and juveniles
IPN (Infectious Pancreatic Necrosis)	Virus disease causing high mortality rate. A vaccine is under development
ISA (Infectious Salmon Anaemia)	Virus disease causing high mortality rate. A vaccine is under development
Tonnes	Metric tonnes
Wellboat	Boat designed for transport of live fish around sea based farms
WFE (Whole Fish Equivalent)	The weight of a bled whole fish, head on, representing the equivalent of about 93% of the live fish weight. Often used as equivalent input weight of semi-processed and value added products
X region	Geographical region in southern Chile where the main fish farming facilities are located
XI region	Geographical region south of X region in Chile. The main area for new fish farming concessions

Responsibility statements

Statement from the Board of Directors of Fjord

The Prospectus has been prepared in connection with the Share Issue as described herein.

The Board of Directors of Fjord Seafood ASA acknowledge responsibility for the Prospectus and confirm that, to the best of our knowledge, the information contained in the Prospectus is in accordance with the facts and contains no omissions likely to affect the import of the Prospectus. Statements in the Prospectus regarding market conditions and future prospects have been made to the best of our knowledge.

Oslo, 8 March 2005

Fjord Seafood ASA

Rolf Domstein
Chairman

Morten Frogner

Bent Fuglesang

Truls Holthe

Marianne E. Johnsen

Solveig Strand

Roy André Berg
Employee representative

Frank Øren
Employee representative

Statement from the Manager

ABG Sundal Collier Norge ASA has prepared this Prospectus in collaboration with the Board and Management of Fjord Seafood. The Prospectus has been prepared on the basis of information provided by the Company and from external sources.

The Manager has endeavoured to provide a description of the Company that is as consistent and complete as possible, but do not accept any legal or commercial responsibility for the accuracy or completeness of the contents of this Prospectus. Moreover the Manager does not accept any legal or commercial responsibility in respect of any purchase of shares based on the information provided in this Prospectus. The Company's Board of Directors and the Managing Director have issued an undertaking as to the completeness of the information provided to the Manager in respect of the preparation of this Prospectus.

ABG Sundal Collier Norge ASA including affiliates and employees holds 250,000 shares in Fjord as of 8 March 2005.

Oslo, 8 March 2005

ABG Sundal Collier Norge ASA

Statement from the Legal advisor to the Manager

Thommessen Krefting Greve Lund AS has acted as Norwegian legal counsel to the Manager in connection with the Share Issue. We have reviewed the information provided in section 2 "Technical information regarding the Share Issue" and section 10.2 "Tax matters". On the basis of the information made available to us, we confirm that the descriptions pertaining to Norwegian legal matters given therein are correct. Our opinion is limited to matters of Norwegian law and does not relate to any other parts of the Prospectus, including any statements being of a commercial, accounting or financial nature.

We confirm that the Extraordinary General Meeting's resolutions on 8 March 2005 to increase the Company's share capital in connection with the Private Placement and Subsequent Issue are valid and resolved by the competent corporate body.

Oslo, 8 March 2005

Thommessen Krefting Greve Lund AS

1 Executive summary

This summary is produced as a supplement to the more detailed information contained in the Prospectus as a whole and the Appendices. Investors who are considering whether to apply for shares in the Share issue are strongly encouraged to read the entire Prospectus, including Chapter 8 on risk factors, in order to make their own judgement.

1.1 The Share Issue

The Share Issue comprise the following:

- Private Placement of 105,400,000 shares, each with a par value of NOK 1.00 at a Subscription Price of NOK 3.05 per share. The Private Placement was directed towards institutional and other professional investors. Minimum subscription was NOK 350,000. Gross proceeds from the Private Placement were NOK 321,470,000.
- Subsequent Issue of up to 20,000,000 shares, each with a par value of NOK 1.00 at a Subscription Price of NOK 3.05 per share, the same as in the Private Placement. All shareholders in Fjord Seafood as of close of business on 18 February who did not apply for Shares in the Private Placement will receive 0.05 Subscription Rights for each share held as of 18 February 2005 the Subsequent Issue. Fractions of Subscription Rights will not be distributed, and the number of Subscription Rights will be rounded down to the nearest whole number. The Subscription Rights will be tradable. One Subscription Right will give the right to be allotted one New Share. Oversubscription and subscription by investors not having Subscription Rights is permitted. The allocation of Shares shall to the largest possible extent be based on the number of Subscription Rights held by the Subscriber. Gross proceeds from the Subsequent Issue will be up to NOK 61,000,000

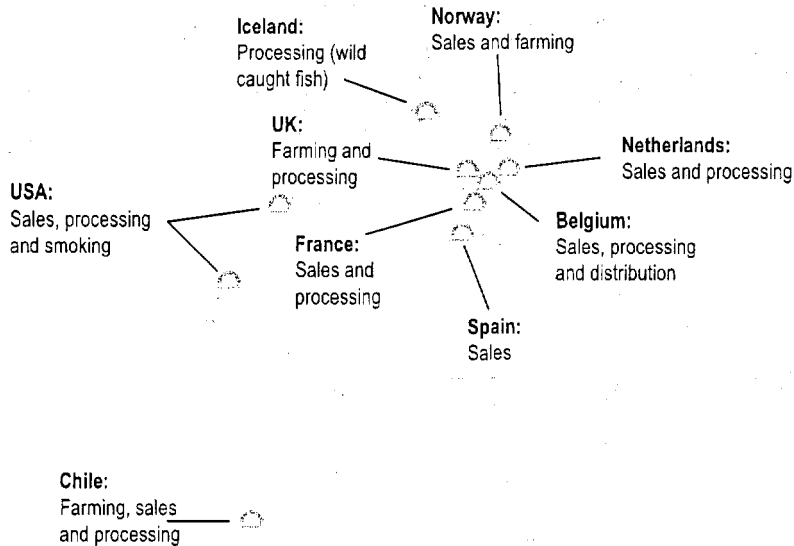
The Subscription Period will commence on 11 March 2005 at 08.00 (Norwegian time) and expires at 16.30 (Norwegian time) on 29 March 2005.

1.2 The purpose of the Share Issue and the use of proceeds

The purpose of the Share Issue is to finance the acquisition of 12.9% of the outstanding shares in Cermaq ASA.

1.3 The Company

Fjord Seafood is a leading, integrated, global supplier of value added seafood with operations in nine countries. The Company produces a wide range of seafood products for customers in Europe, the US and Asia. The products are processed in a number of countries, including Belgium, the Netherlands and France. Some processing also takes place in Chile and the US. The salmon used in the production mainly comes from Fjord Seafood's own aquaculture operations in Norway, Chile and Scotland. Fjord Seafood is one of the world's three largest players within the global aquaculture industry. The Group head office is located in Oslo, Norway.



1.4 Key financial figures

The table below shows an extract from the profit and loss statement for Fjord Seafood for 2001, 2002, 2003 and 2004 (2004 figures are unaudited).

MNOK	2001	2002	2003	2004
Total operating revenues	3,366	4,250	4,085	3,713
EBITDA	-34	155	60	299
Operating profit (EBIT)	-650	-151	-667	112
Pre-tax profit (EBT)	-855	-330	-919	-23
Taxes	111	137	137	-5
Profit/loss for the period	-743	-192	-782	-27

1.5 Risk factors

A subscription of the New Shares offered by this Prospectus involves a high degree of risk. The following factors, in addition to the other information contained in this Prospectus, should be carefully considered before making any such subscription. Included in this Prospectus are various "forward-looking statements", including statements regarding the intent, opinion, belief or current expectations of the Company or its management with respect to, among other things, (i) goals and strategies, (ii) plans for new product development, (iii) marketing plans, the Company's target market, (iv) evaluation of the Company's markets, competition and competitive position, (v) trends which may be expressed or implied by financial or other information or statements contained herein, and (vi) outcomes of disputes. Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance and outcomes to be materially different from any future results, performance or outcomes expressed or implied by such forward-looking statements. Such factors include, but are not limited to, the risk factors described in Section 8 and elsewhere in this Prospectus.

2 Technical information regarding the Share Issue

2.1 The Share Issue

2.1.1 Share capital prior to the Share Issue

The Company's issued share capital prior to the Share Issue is NOK 475,598,081 divided into 475,598,081 Shares, each with a par value of NOK 1.00. Each Share carries one vote.

2.1.2 Structure of the Share Issue

The Share Issue comprise the following:

- Private Placement of 105,400,000 shares, each with a par value of NOK 1.00 at a Subscription Price of NOK 3.05 per share. The Private Placement was directed towards institutional and other professional investors. Minimum subscription was NOK 350,000. Gross proceeds from the Private Placement are NOK 321,470,000.
- Subsequent Issue of up to 20,000,000 shares, each with a par value of NOK 1.00 at a Subscription Price of NOK 3.05 per share. All shareholders in Fjord Seafood as of close of business on 18 February, not participating in the Private Placement, will receive Subscription Rights for the Subsequent Issue. Gross proceeds from the Subsequent Issue will be up to NOK 61,000,000.

The Board of the Company decided to carry out a private placement in order to secure financing of the purchase of the shares in Cermaq ASA (ref. section 3 below), on the best possible terms for the Company and its shareholders. Since certain existing shareholders, representing approx 16 % of the Company's shares prior to the Share Issue, participated in the Private Placement, the board of the Company has decided, with approval from the Company's EGM, to carry out the Subsequent Issue in order to give the existing shareholders as of the same date who did not apply for Shares in the Private Placement an opportunity to subscribe for Shares on the same terms as in the Private Placement in order to secure equal treatment of shareholders.

2.1.3 Increase of share capital in connection with the Share Issue

The resolution to issue both the Private Placement Shares and the New Shares was made at the EGM held on 8 March 2005, where the Company's shareholders approved, among other things, the Share Issue, i.e. the Private Placement where the Company's share capital will be increased with NOK 105,400,000 through an issue of 105,400,000 shares of par value NOK 1.00, and the Subsequent Issue, where the Company's share capital will be increased with up to NOK 20,000,000 through an issue of up to 20,000,000 shares of par value NOK 1.00. Following the Share Issue, the Company's share capital will be in the range from NOK 580,998,081 to NOK 600,998,081 divided into a range from 580,998,081 to 600,998,081 shares, each with a par value of NOK 1.00.

Based on the Subscription Price of NOK 3.05, the gross proceeds from the Share Issue will be in the range from NOK 321,470,000 to NOK 382,470,000. In both the Private Placement and the Subsequent Issue the general meeting decided to waive the pre-emption rights of existing shareholders.

The share premium will be credited to the Company's share premium account.

A copy of the EGM's resolution with respect to the Share Issue, is included as Appendix IV hereto.

2.2 The Private Placement

2.2.1 Increase of share capital

The Private Placement Shares will increase the Company's share capital with NOK 105,400,000 through an issue of 105,400,000 shares of par value NOK 1.00 each in connection with the Share Issue. The Private Placement Shares was subscribed for in the minutes for the EGM held on 8 March 2005.

2.2.2 Subscription Price

The Subscription Price was set at NOK 3.05 per share. The share price and volume of shares was based on a book building process on February 18 with an indicative price range of NOK 2.87 to NOK 3.50 per share, and the final price has taken into account the price achieved versus the current trading price on the Oslo Børs.

The Subscription Price was determined by an authorised committee of the Board in collaboration with ABG Sundal Collier following the expiry of the subscription period, and was made public through a stock exchange notice. The final price was based on the level of demand at different price levels.

2.2.3 Allocation criteria

Allocation of the Private Placement Shares was determined by a duly appointed committee of the Board, in collaboration with the Manager in accordance with applicable law. Subject to applicable law, decisions on allocation took into account matters such as early application, price sensitivity, the size of the application, investor identity, quality and investment history and otherwise in accordance with the international and Norwegian market practice.

If two or more investors were deemed equal according to the above criteria, their subscription was reduced on a pro rata basis.

The participants in Private Placement are listed below:

Fjord Seafood ASA - Prospectus

Participants in the Private Placement	Nationality	No. of shares allotted
Aasheim Invest AS	Norway	110,000
AHW Invest AS	Norway	2,205,000
AS Toluma	Norway	820,000
Atlas Capital Management	Gibraltar	8,200,000
Austbø Edvin	Norway	1,250,000
Austfisk AS	Norway	110,000
Bakkely Invest AS	Norway	110,000
Bankenes sikringsfond	Norway	1,900,000
Berg Eigedom AS	Norway	190,000
Bernhard Larsen Holding AS	Norway	110,000
Borgestein Verdi AS	Norway	120,000
Cheyne Capital	UK	640,000
Christian Saure	Norway	180,000
Coop NKL BA	Norway	250,000
Dalseth Invest AS	Norway	110,000
DPFM Ltd.	UK	6,680,000
Einar Hanasand	Norway	595,000
Emar Invest AS	Norway	110,000
Espen Rønningen	Norway	760,000
Falkum Invest AS	Norway	315,000
Institusjonen Fritt Ord	Norway	4,560,000
Frode Opheim	Norway	110,000
Futuris Asset Management AB	Sweden	6,330,000
Holberg Norge	Norway	2,070,000
Inger Hanasand	Norway	595,000
Jørgen Salomonsen	Norway	110,000
Kikut AS	Norway	360,000
KLP Fondsförvaltning	Norway	270,000
KLP Liv	Norway	1,050,000
Lars Øberg	Norway	110,000
Mads Duus Haanes	Norway	110,000
Margit Eide	Norway	110,000
Martin AS	Norway	110,000
Mimar AS	Norway	150,000
Mustang	Norway	240,000
Net AS	Norway	220,000
Neumann Invest AS	Norway	315,000
NorgesInvestor II	Norway	29,295,000
Odin Forvaltning	Norway	6,200,000
Ole Johan Pettersen	Norway	120,000
Per Gunnar Ona	Norway	110,000
Polaris Seafood AS	Norway	110,000
SEB Private Banking	Luxembourg	3,280,000
Robur Kapitalforvaltning	Sweden	3,730,000
Rosenlund & Co AS	Norway	110,000
Sigurd Ølsvold	Norway	110,000
Silvercoin Industries AS	Norway	330,000
Sparebanken Møre Aktiv Forvaltning	Norway	1,050,000
Sterna Capital AS	Norway	500,000
Stig Ulstein AS	Norway	110,000
Støa AS	Norway	110,000
Sundal Collier Forvaltning	Norway	1,550,000
Tor Aksel Voldberg	Norway	250,000
Toralv Hagen	Norway	180,000
Tromsø Skotøimagasinet AS	Norway	110,000
Umoe Industri AS	Norway	12,400,000
Valhall Invest AS	Norway	1,000,000
West Coast Invest AS	Norway	2,520,000
Wilh. Wilhelmsen ASA	Norway	640,000
Total		105,400,000

2.2.4 Payment, listing and trading

The Private Placement Shares will be fully paid on 9 March 2005, and will be listed on Oslo Børs as soon as possible following the release of this Prospectus. The listing of the Private Placement Shares on Oslo Børs is expected to take place on or about 11 March, 2005.

2.2.5 Rights

The Private Placement Shares will have the same rights as existing Shares once the Private Placement Shares have been registered in the Register of Business Enterprises, including the right to participate in dividends, if any, with respect to the 2004 accounting year and thereafter. The Board has proposed not to distribute any dividend for the 2004 accounting year. This is subject to the Annual General Meeting to be held in May 2005.

The Private Placement Shares gives no right to participate in the Subsequent Issue.

2.2.6 Book-building process

In the book-building process, the investors gave ABG Sundal Collier a one time power of attorney to subscribe for Private Placement Shares subject to an EGM approval. Following this approval, ABG Sundal Collier subscribed for the shares as agreed. By subscribing for Private Placement Shares the investors waived their right to receive Subscription Rights in connection with the Subsequent Issue.

2.3 Subsequent Issue

2.3.1 Share capital prior to the Subsequent Issue

The Company's issued share capital prior to the Subsequent Issue (but after the Private Placement) was NOK 580,998,081 divided into 580,998,081 Shares, each with a par value of NOK 1.00. Each Share carries one vote.

2.3.2 The purpose of the Subsequent Issue

The main purpose of the Subsequent Issue is to allow Shareholders as of the close of business on 18 February 2005 who did not participate in the Private Placement to subscribe for New Shares at NOK 3.05.

2.3.3 Subscription of New Shares

The Subsequent Issue comprises up to 20,000,000 New Shares, each with a Subscription Price of NOK 3.05.

Each Eligible Shareholder will receive 0.05 Subscription Rights per Eligible Share. Oversubscription and subscription without Subscription Rights is permitted. Fractions of Subscription Rights will not be distributed, and the number of Subscription Rights will be rounded down to the nearest whole number. In the course of the allocation of the Subscription Rights, the Board can carry out appropriate rounding off that appears sensible.

The Subscription Rights will be tradable, and will be listed on Oslo Børs under the ticker code FJOT in the Subscription Period. The Subscription Rights are registered with the VPS under the International Securities Identification Number (ISIN) NO 0010262967. Subscription Rights held by a person resident in the United States may only be transferred in except in accordance with the provisions of Regulation S (Rules 901 through 905) under the U.S. Securities Act of 1933, as amended. The Subscription Rights will be issued and registered on the Eligible Shareholder's accounts in VPS no later than 11 March 2005.

The subscription rights of shareholders who are legally prevented from subscribing for shares in the Rights Issue will be credited to the VPS accounts of such shareholders. The Company will instruct the Managers to sell these subscription rights during the subscription period for the account of such shareholders, provided that the subscription rights have an economic value reasonably in excess of the expected sales expenses. The proceeds of such sales, after the deduction of the sales expenses, will be distributed pro rata to the affected shareholders. Except as otherwise set out above, the Company will not sell subscription rights not utilised by a shareholder during the subscription period, unless instructed to do so by Oslo Børs.

2.3.4 Subscription Price

The Subscription Price for the New Shares will be the same as in the Private Placement, NOK 3.05 per share, see also Section 2.2.2 "Subscription Price".

2.3.5 Subscription Period

The Subscription Period will commence on 11 March 2005 at 08.00 (Norwegian time) and expires at 16.30 (Norwegian time) on 29 March 2005.

2.3.6 Allocation

One Subscription Right, either received or acquired, will give the right to be allotted one Private Placement Share.

The allocation of shares shall to the largest possible extent be based on number of Subscription Rights held by the Subscriber. In case of over subscription, the allocation will be made pro rata based on number of Subscription Rights held. If the Subsequent Issue is not fully subscribed by holders of Subscription Rights, allocation among other subscribers will be made pro rata based on subscribed number of shares.

Notifications of allocations of New Shares are expected to be issued by the Manager on or about 4 April 2005.

2.3.7 Subscription Office

Subscriptions for New Shares must be made on the Subscription Form attached as Appendix VI hereto, by use of the Norwegian (translated) version attached hereto as Appendix VII, or by Internet (see below). Properly completed and signed Subscription Forms may be faxed, mailed or delivered to the Manager:

ABG Sundal Collier Norge ASA
Munkedamsveien 45D
PO Box 1444 Vika
0115 Oslo

Telephone: +47 22 01 60 00

Fax: +47 22 01 60 62

Internet: www.abqsc.no or www.fjordseafood.com

The Subscription Forms must be received by the Manager within the expiry of the Subscription Period. Neither the Company nor the Manager may be held responsible for delays in the mail system or for Subscription Forms forwarded by facsimile that are not received in time by the Manager.

The Manager has discretion to refuse any improperly completed, delivered or executed Subscription Forms or any subscription which may be unlawful.

By delivering the Subscription Form to the Manager, the subscription for New Shares is irrevocable and may not be withdrawn, cancelled or modified.

2.3.8 Payment for subscribed New Shares

Subscribers for shares in the Subsequent Issue will, as part of the subscription application, grant a single authority to the Manager to debit the cost of the shares allotted from a specified bank account. Payment will be deducted from the nominated bank account on or about 7 April 2005. Please note that it usually takes at least one day to transfer money from one bank account to another. Shares allotted will be transferred to applicants' individual VPS accounts as soon as practically possible following the deduction of payment from their bank accounts. In the event of any delay in payment, interest will be charged at 8.75% p.a. on overdue amounts.

Should subscribers have insufficient funds in their accounts or should payment be delayed for any reason, or if it is not possible to debit the accounts, penalty interest at a rate equal to the prevailing interest rate under the Norwegian Act on Interest on Overdue Payments of 17 December 1976 No. 100, per the date of this Prospectus

being 8.75 per cent per annum, will be payable on the amount due. The Company and the Manager reserve the right to make up to three debits within 30 April 2005 if there are insufficient funds on the account on the debiting date. Should payment not be made when due, the Shares allocated will not be delivered physically to the applicant, and the Company and the Manager reserves the right, in accordance with the Public Limited Companies Act section 10-12 and section 2-13, to cancel the application and delete or re-allot the allocated Shares. The original applicant remains liable for payment of the Subscription Price, together with any interest, costs, charges and expenses accrued and the Company or the Manager may enforce payment for any such amount outstanding.

2.3.9 Delivery and trading of the New Shares

In order to ensure the prompt registration of the capital increase, the Manager has guaranteed the payments due for shares allotted to the applicants in the Subsequent Issue. The guarantee provides for the Manager to make advance payment of the total consideration for the Subsequent Issue, limited to the maximum size of the Subsequent Issue. Shares will then be transferred to the individual applicants' VPS accounts as soon as payment is received in accordance with the payment instructions set out above.

Since the Manager is expected to pay the total consideration for the Subsequent Issue on or about 7 April 2005, it is expected that it will be possible to trade the New Shares allotted through Oslo Børs on or about 11 April 2005. However, delivery of shares is conditional on settlement being received in accordance with the payment instructions set out above. Anyone who wishes to transfer shares before delivery has taken place runs the risk that payment takes place in accordance with the procedures set out above so that the shares sold can be delivered in time.

Subscribers selling New Shares from 6 April 2005 and onwards must ensure that payment for such Shares is made within the deadline set out above. Accordingly, an applicant who wishes to sell his Shares before physical delivery must ensure that payment is made in order for such Shares to be delivered in time to the purchaser.

2.3.10 The rights of the New Shares

The New Shares will have the same rights as existing Shares once the New Shares have been registered in the Register of Business Enterprises, including the right to participate in dividends, if any, with respect to the 2004 accounting year and thereafter. The Board has proposed not to distribute any dividend for the 2004 accounting year. This is subject to the Annual General Meeting to be held in May 2005.

2.4 Other

2.4.1 Publication of technical information in respect of the Share Issue

The Company use the Oslo Børs company information system to publish technical information in respect of the Share Issue.

2.4.2 Manager

The Share Issue is being managed by ABG Sundal Collier Norge ASA.

2.4.3 Costs

The Company's expenses in connection with the Share Issue will be paid in cash and are estimated to be approximately MNOK 12. The distribution of these expenses is shown in the following table:

Company	Address	Service	Amount (MNOK)
ABG Sundal Collier Norge ASA	Oslo, Norway	Manager and financial advisor	Up to 11.5

Advokatfirmaet Thommesen Krefting Greve Lund AS	Oslo, Norway	Legal advice	0.38
Dorsey & Whitney	London, UK	Legal advice US and UK securities law	0.15

The fees charged by the Manager are calculated on the basis of a pre-agreed contract, while other costs are based on estimated time consumed. The figures do not include any value added tax. In order to ensure the prompt registration of the capital increase, the Manager has guaranteed the payments due from applicants in the Subsequent Issue. The guarantee provides for the Manager to pay the total consideration for the Subsequent Issue on 7 April 2005. The guarantee fee is included in the figures shown above. In addition to the costs detailed above, the Company will also be responsible for other costs incurred, including the costs of printing and distributing the Prospectus and of marketing the transaction.

The expenses will be deducted from the premium associated with the Share Issue before it is transferred to the share premium reserve.

No costs relating to the subscription for New Shares will be for the account of the subscribers, other than the Subscription Price itself.

3 Purpose of the Share Issue and use of proceeds

The purpose of the Share Issue is to finance the MNOK 321 acquisition of 12.9% of the shares in Cermaq ASA.

Cermaq transaction

Fjord Seafood purchased 11.25 million shares in Cermaq ASA for NOK 28.5 per share, amounting a total of MNOK 320.6 on 18 February 2005. This equals 12.9% of Cermaq's total number of outstanding shares. Sellers of the shares are NorgesInvestor II AS and AHW Invest AS. The purchase of the shares in Cermaq is meant as a catalyst for a future integration of Cermaq and Fjord Seafood. Based on this transaction, the Board of Fjord Seafood wishes to invite the Board and corporate management of Cermaq, as well as the company's major shareholder, to discuss whether a merger between the two companies could lead to further value creation for the shareholders of both Cermaq and Fjord Seafood.

Payment of the Cermaq shares will be settled on 9 March 2005.

Cermaq in brief

The Cermaq group is an international group with operations in Norway, Scotland, Canada and Chile mainly within the areas fish farming, production of fish feed and research.

In 2004, Cermaq Mainstream operations supplied 67,500 tons salmons (2003: 58,600), and Cermaq EWOS (fish feed) sold 635,900 tons (2003: 661,600). Revenues for Cermaq in 2004 was MNOK 4,997 (2003: MNOK 6,041) and EBIT of MNOK 266 (2003: MNOK 23).

The Norwegian Ministry of Trade and Industry is the largest owner in Cermaq, and holds 79.4% of the shares.

4 Company overview

4.1 Background

The origin of Fjord Seafood dates back to 1996 when Paul Birger Torgnes and Arnfinn Torgnes founded Torgnes Invest AS. At the general meeting held on 6 November 1997, it was resolved to convert the company into a public joint stock company. The Company changed its name to Fjord Seafood ASA at the general meeting on 26 March 1998. During the period 1998 – 2000, Fjord Seafood completed several mergers and acquisitions of Norwegian aquaculture companies, and in 2000, Fjord Seafood expanded internationally by acquiring the two Chilean companies Salmoamerica and Tecmar. In the same year, Fjord Domstein Holding, a joint venture between Fjord Seafood and Domstein, acquired Pieters. International expansion continued in 2001 with the acquisition of the U.S. company ContiSea. In 2002, Fjord Seafood obtained sole ownership in Pieters.

The Company initiated a comprehensive restructuring in 2002. This was continued in 2003 and included a number of measures to enhance profitability, including closing of facilities and operations in several countries. In December 2003 the company introduced a new vision, strategy and set of values. At the same time, all companies in the Group changed their names so that they would carry the Fjord Seafood name. In April 2004 Fjord Seafood sold its farming operations in the USA.

Some significant events in Fjord Seafood's history is summarised below.

4.2 Historical overview

1996 Torgnes Invest AS is established and takes over the majority of the shares in Torgnes Fiskefarm AS. Acquires Velfjordlaks. Torgnes Invest has a total of four farming licences in Brønnøy County, Norway.

1997 Acquisition of six fish farming companies, with a total of ten farming licences and two slaughterhouses. The six companies are merged into three fish farming companies: Hestvikfisk and Hansenfisk in Nord-Trøndelag and Torgnes Fiskefarm in Helgeland. Torgnes Invest is converted from a private to a public company.

1998 After the merger with SL-Fjord Holding and Fagervik Laks, the Company changes its name to Fjord Seafood. The new company has 20 fully owned and three partly owned farming concessions, three slaughterhouses and one processing factory. Through a restructuring process, the Company is now organised in three divisions in addition to processing and administration.

1999 Fjord Seafood merges with Nærøy Fiskeoppdrett AS. In addition, the Company acquires the two smolt companies Kongsmoen Settefisk AS and Salsbruket Settefisk AS.

2000 Fjord Seafood merges with the fish farming activities of Domstein ASA, which consists of two broodstock licences with an annual production of approximately 30 million roe, three fully owned and one partly owned smolt plant, 13 fully owned and five partly owned farming licences, and one slaughterhouse with a capacity of 80 tonnes per day.

Fjord Seafood merges with Euro Laks AS, which is the owner of Atlantis Group AS. This group consists of 12 fully owned and two partly owned farming licences, one slaughterhouse, and one processing facility.

Fjord Seafood acquires the Danish sales company Saga Lax Seafood AS. In addition, the Company merges with two of Gigante Havbruk's smolt plants.

Sisomar, located in Sørfold and Røst in Nordland, is acquired. The company has one broodstock licence, two smolt plants, and five farming licences.

Fjord Seafood is listed on the Main List on Oslo Børs.

Fjord Seafood acquires Salmoamerica, a fully integrated fish farming company located in Chile. Salmoamerica has 2 hatcheries, 3 smolt plants, 20 fish farm licences, 1 slaughterhouse/processing plant, as well as a sales and marketing department focused on the U.S. market.

Fjord Seafood acquires Tecmar, another fully integrated fish farming company located in Chile. Tecmar has 10 smolt plants, 13 farming licences, 1 slaughterhouse/processing plant, as well as 2 freezing stores.

Fjord Seafood and Domstein form Fjord Domstein Holding, which acquires the European seafood company Pieters, located in Belgium. Pieters is a vertically integrated seafood company with operations in Belgium, UK, France, Switzerland and Iceland, including primary and secondary processing plants and sales and distribution networks.

The assets of several subsidiaries of Fjord Seafood are transferred to Fjord Seafood Norway.

2001 Fjord Seafood acquires ContiSea, which is the largest salmon farmer in the U.S. and operates 2 hatcheries and 14 ocean sites with a total capacity of approximately 15,000 tonnes of salmon per year. Furthermore, ContiSea operates two processing facilities, and has an extensive national distribution network in the U.S., which consists of 200 distributors and retailers.

Fjord Seafood Måløy AS, Røst Laksefarm and Leines Industri are merged into Fjord Seafood Norway AS.

The Fjord Seafood Group's hatcheries, fish farms, slaughterhouses and processing activities in Norway are joined in one operating company; Fjord Seafood Norway.

Fjord Seafood signs an agreement to acquire the operating assets of Miami-based Windward Seafoods. Windward Seafoods, established in 1987, is a market leader in the import and distribution of fresh and frozen seafood from Chile as well as other countries in South America.

Fjord Seafood acquires the Scottish company Minnamurra Ltd, from Fjord Domstein Holding, consisting of the two fish farming companies Wisco Ltd and Tobson Ltd.

The above-described salmon farming operation in Scotland is defined as Fjord Seafood Scotland.

2002 On 20 March, the respective boards of directors of Cermaq ASA, Fjord Seafood, and Domstein signed a letter of intent to merge the aquaculture activities of the three companies. The merger deal also included 100 per cent of Pieters, which at the time was owned 50/50 by Fjord Seafood and Domstein. Fjord Seafood's annual shareholders' meeting on 10 June voted down the proposed merger.

Following the rejected merger, the company's extraordinary shareholders' meeting of 1 July voted unanimously for the proposed share capital expansion at a per-share price of NOK 3. The NOK 526 million private placement of shares was fully subscribed; most of the issue was purchased by current shareholders.

As an integral part of the transaction, Fjord Seafood acquired Domstein's 50 percent share holding in Pieters NV, controlled through Fjord Domstein Holding. Settlement for this transaction included a private placement of Fjord Seafood shares to Enghav Holding.

The acquisition of the Pieters Group was a key factor in the new Fjord Seafood Group Organisational model, intended to secure cost-effective farming activities and increase focus on downstream activities.

2003 In April, Mr. Helge Midttun replaced Paul Birger Torgnes as CEO. In the course of the year the company continued with a comprehensive restructuring programme that was initiated in 2002. This restructuring included a number of measures to enhance profitability, including closing of

facilities and operations in several countries.

At the beginning of November, the company undertook a private placement directed to private and institutional investors. This placement strengthened the equity capital by NOK 97 million.

2004 In April Fjord Seafood sold its farming operations in the USA, Atlantic Salmon of Maine, to Horton's of Maine Inc., a subsidiary of Cooke Aquaculture in Canada. Atlantic Salmon of Maine (ASM) had a production of 2,276 tonnes salmon in 2003.

In September 2004 the Company developed the organisational structure further, replacing the former "America and Norwegian Farming Division" with two new divisions; America and Norway Farming. The changes were done in order to integrate the Americas better in the organisation, increase the co-operation between Europe and America, and improve the operational focus in the company.

During first quarter 2004, Fjord Seafood sold the Swiss companies Covadis and Allime

2005 In January Fjord Seafood decided to merge the two divisions, European Processing, and European Sales & Marketing into one division. Mr Jo Dekeyzer took the position as Executive Vice President for the combined European value added operations.

In February, Fjord Seafood acquired 12.9% in Cermaq ASA

4.3 Vision, goals and strategy

4.3.1 Vision

Fjord Seafood's platform



"Excellence in seafood." This involves:

- Producing safe, healthy and tasteful seafood
- Working to be known by the customers for high standards, a high level of service, high quality and innovation
- Striving to do the job on every level and in each location in the best way possible

4.3.2 Goals

Fjord Seafood seeks to:

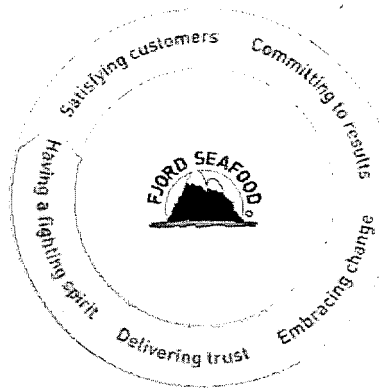
- Provide confidence through growth and profitability
- Be a good corporate citizen
- Be a secure and attractive employer
- Be a good investment for shareholders

4.3.3 Strategy

Fjord Seafood seeks to be a leading, integrated, global supplier of value added seafood, through continuous focus on customers' and consumers' needs, quality, innovation and environmental responsibility. This involves:

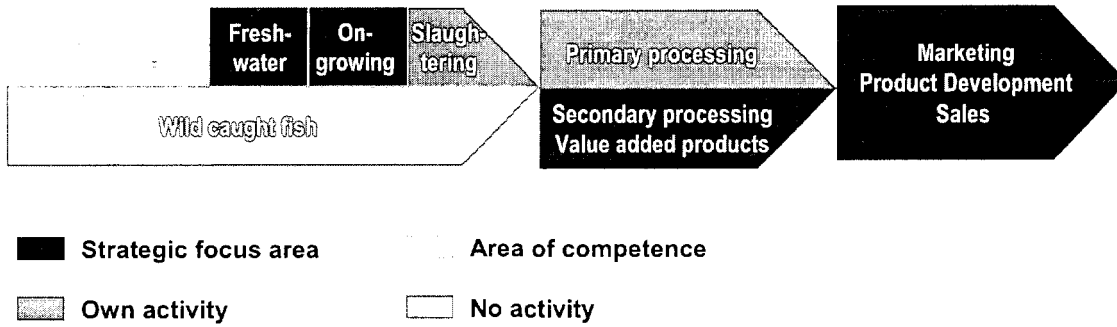
- Working as one company, think globally and strive to be a leading supplier in the markets the Company competes
- Meeting the needs of its customers and consumers through value added products and services
- Upholding high standards, for people, products, and operations, focused on quality, continuous improvement and innovation
- Acting environmentally responsible in its operations

4.3.4 Values



4.4 Business description

The following figure shows the Company's focus throughout the value chain



Eggs are produced partly from Fjord Seafood's own broodstock. The eggs develop in the hatcheries to fry and later to smolt. In the smoltification process the fish leaves the freshwater stage and enters the seawater. When put into sea the fish weighs approximately 80-100 grams. The salmon continues to grow in the cages under close supervision, until it reaches slaughtering weight at approximately 5 kilos. Then the fish is transported to the slaughterhouse, for harvesting and processing, before being sold in the market.

Fjord Seafood is a leading, integrated global supplier of value added seafood. Strategic focus areas include fresh water and on-growing farming activities, value added processing, marketing, product development and sales. Such value chain integration is in line with the Company's emphasis on customers' and consumer's needs, where the sales and marketing organisation identifies the market's requirements, the processing division produces goods that live up to expectations, and the farming activities ensure that Fjord Seafood supplies raw materials of high quality, making sure that the end customer is fully satisfied.

Fjord Seafood's geographical focus is divided between Europe and the Americas.

4.4.1 Europe

Fjord Seafood combines farming facilities in Norway and Scotland with processing facilities in Belgium, the Netherlands, Scotland, Iceland and France. Such combination of operations enables the Company to locate its production and primary processing facilities in the most attractive areas in Europe, while having secondary processing facilities and significant sales presence in the main European markets.



In addition the sales activities in Europe are organised in one sales organisation, divided into three main segments; Retail, Foodservice and Industry. Customers in the Retail segment consist of big European food chains. The Foodservice segment is divided into Foodservice Belgium and Foodservice Europe and serves hotels, catering companies and restaurants. The Industry segment delivers fish to European industrial customers, which use fish as a raw material for other production.

Norway

Activities in Norway include farming, slaughtering, packaging and sales. The Company has smolt operations in 5 different locations, 53 on-growing operations' licenses and 2 slaughter houses in Florø and Herøy. In order to utilise the capacity of the slaughterhouses, the Company also slaughters fish from external fish farmers. From the slaughterhouse the fish is either sold head on gutted or as fillets directly to the market (Europe and Asia), or further processed at Fjord Seafood's processing plants in Europe. Norwegian products are sold through the European sales and marketing division. Fjord Seafood Norway currently employs around 354 employees. Annual production of Atlantic salmon amounts to approximately 38,200 MT, with sales of some MNOK 1,050. The main office of Fjord Seafood Norway is located in Brønnøysund. The sales office is located at Måløy.

Production volumes, revenues and operating profits for Fjord Seafood Norway as of full year 2001, 2002, 2003 and 2004 (2004 figures are unaudited) are presented below.

	2001	2002	2003	2004
Slaughtered volume (gwe)	30,148	31,399	32,752	34,388
Revenue (MNOK)	1,683	1,442	1,259	1,050
EBIT (MNOK)	-78	-210	-284	10

The full year 2003 EBIT includes non-recurring items of minus MNOK 218.2, due to restructuring costs and write-down of operating assets and goodwill. The full year 2004 includes non recurring events of minus MNOK 15.4, due to increased mortality due to low oxygen level in the water at two plants. In addition, there have been losses due to severe winter storms and losses related to the sale of Trollbukta. The 2001 figures are proforma.

Belgium

The Company operates in Belgium through its wholly owned subsidiary Fjord Seafood Pieters.

With locations in Brugge, Londerzeel and Namen, activities include purchasing, processing, product development, marketing, sales and distribution. Fjord Seafood Pieters is to some extent involved in primary processing, namely filleting, and is extensively involved in secondary processing, namely grading, portioning, packaging, preparation of meals and meals components, coating and smoking. The location of advanced processing facilities in Belgium enables Fjord Seafood to be as close as possible to the end customers, allowing greater flexibility, shorter time of delivery and longer product shelf-life. Species used in the products include salmon, white fish and shrimps. Supply of white fish is secured through two associated Icelandic companies.

Fjord Seafood Pieters has a strong foothold in the European market and has made a significant contribution to the Company in terms of sales force, market knowledge and product development. Fjord Seafood is the market leader in Belgium with an extensive distribution network. The main customer segments in Belgium are foodservice (hotel, restaurant and catering) and retail. 60 per cent of the sales from Belgium go to retail customers. Fjord Seafood Pieters has around 433 employees and annual sales of some NOK 1,210 million.

Revenues and operating profits for Fjord Seafood Belgium as of full year 2001, 2002, 2003 and 2004 (2004 figures are unaudited) are presented below.

	2001	2002	2003	2004
Revenue (MNOK)	n/a	1,041	1,131	1,213
EBIT (MNOK)	n/a	54	68	84

The 2003 EBIT includes non-recurring items of minus NOK 6.8 million, due to restructuring costs. The 2002 figures are pro forma.

The Netherlands

Fjord Seafood Sterk is located in Lemmer, Holland, and is the Company's specialist in coated products. The main activities involve purchasing, processing, product development, marketing and sales. Processing activities comprise both filleting, grading, breading, pre frying, packaging and making of grill stripes. The products are mainly based on flatfish (plaice). The main customer segments are foodservice and retail. Fjord Seafood Sterk employs around 201 employees, and has annual sales of some MNOK 290 million.

Revenues and operating profits for the Dutch operations as of full year 2001, 2002, 2003 and 2004 are presented below.

	2001	2002	2003	2004
Revenue (MNOK)	n/a	468	337	288
EBIT (MNOK)	n/a	32	20	16

The 2003 EBIT includes non-recurring items of NOK 16.4 million, due to restructuring costs and write down of operating assets. The 2002 figures are pro forma.

France

In France, Fjord Seafood has 3 companies engaged in processing of fresh and frozen seafood is produced in France. Fjord Seafood Rolmer, Fjord Seafood Appéti'Marine and Fjord Seafood Les Mareyeurs Bolonnais are located in Challans, Dunkerque and Boulogne, respectively. Activities include purchasing, processing, product development, marketing and sales. The products are mainly based on salmon, but white fish from the North Sea

is also processed and sold. Sales from the French entities generally go to the retail segment. The French entities have some 291 employees and approximately MNOK 350 million in annual sales.

Revenues and operating profits for Fjord Seafood France as of full year 2001, 2002, 2003 and 2004 (2004 figures are unaudited) are presented below.

	2001	2002	2003	2004
Revenue (MNOK)	n/a	287	332	350
EBIT (MNOK)	n/a	6	6	5

The 2003 EBIT includes non-recurring items of MNOK 2.2 and the 2004 EBIT includes minus MNOK 0.7 of non-recurring items, both years due to restructuring costs.

Scotland

In addition to salmon farming, Fjord Seafood Scotland is engaged in slaughtering, simple processing, smoking and sales. The Company has 2 smolt facilities, 8 on-growing operations' licenses, 1 slaughtering house, 1 processing facility and 1 smokehouse. Annual production of Atlantic salmon amounts to approximately 6,000 MT.

Products are mainly sold to Fjord Seafood Belgium, but also to external industrial customers in Scotland, England and the rest of Europe. Approximately 30 per cent of the production is sold wholly gutted externally. The Scottish operations currently employs around 172 employees, and has sales of some MNOK 120

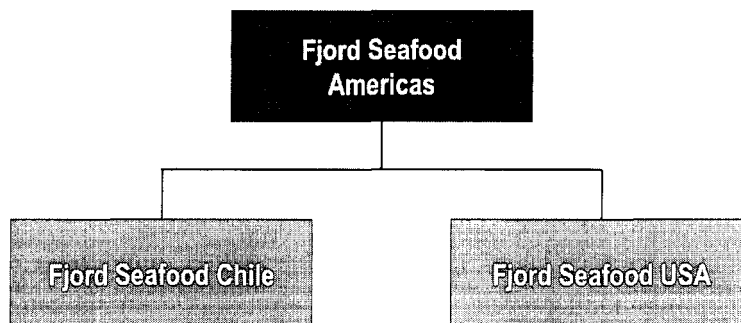
Production volumes, revenues and operating profits for Fjord Seafood Scotland as of full year 2001, 2002, 2003 and 2004 (2004 figures are unaudited) are presented below.

	2001	2002	2003	2004
Slaughtered volume (gwe)	5,398	5,509	5,239	5,820
Revenue (MNOK)	133	208	164	117
EBIT (MNOK)	-15	-41	-50	-2

The 2003 EBIT includes non-recurring items of minus MNOK 25.3 million, due to restructuring costs and write downs of operating assets. The 2001 figures are proforma.

4.4.2 Americas

In the Americas, Fjord Seafood has activities in Chile and the US.



The Chilean operations consist of integrated farming, processing and sales. The bulk of the production is sold in the US through Fjord Seafood's American sales organisation, but South America and Japan are also important markets. In addition to the American sales organisation, Fjord Seafood also has its own processing and distribution network in the US. The combination of operations in the Americas provides opportunities to optimise production structure and capitalise on the US distribution network.

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Chile

In Chile Fjord Seafood has a fully integrated fish farming operation, in addition to processing and sales activities. Fjord Seafood has smolt facilities in 7 different locations, 33 on-growing operations' licenses and 1 processing facility. Fjord Seafood Chile currently employs around 1,051 employees. Annual production of Atlantic salmon amounts to around 33,000 MT, with sales of some MNOK 620.

Production volumes, revenues and operating profits for Fjord Seafood Chile as of full year 2002, 2003 and 2004 (2004 figures are unaudited) are presented below.

	2001	2002	2003	2004
Slaughtered volume (gwe)	26,677	25,059	24,640	26,015
Revenue (MNOK)	508	591	587	619
EBIT (MNOK)	-290	-62	-11	63

The operating profit for 2001 has been negatively affected by the write-down of MNOK 150 related to goodwill in Chile. The 2003 EBIT includes non-recurring items of minus MNOK 77.6, due to restructuring costs and write-down of operating assets. The 2001 figures are proforma.

USA

Activities in Fjord Seafood USA involve purchasing, smoking, marketing and sales. The Company has a fish smoking facility in Bangor, Maine and sales office in Miami, Florida. Species sold in the US include salmon, herring, tilapia, shrimps, scallops and mussels. The smoked salmon is marketed through the Ducktrap brand. Ducktrap sells its products mainly to the retail and industry segments. Fjord Seafood USA is currently employing around 121 employees, and has annual sales of some MNOK 620.

Revenues and operating profits for Fjord Seafood USA as of full year 2002, 2003 and 2004 (2004 figures are unaudited) are presented below.

	2001	2002	2003	2004
Revenue (MNOK)	451	652	712	616
EBIT (MNOK)	-262	-18	-299	24

The operating profit figures for 2001, have been negatively affected by the write-down of intangible fixed assets of MNOK 210. Of this, MNOK 60 relates to the farming operations in the U.S., while MNOK 150 relates to the value added processing activities. The 2003 EBIT includes non-recurring items of minus MNOK 292, due to restructuring costs and write down of goodwill and operating assets. The 2001 figures are proforma.

4.5 Organisation, board and management**4.5.1 Legal structure**

Fjord Seafood ASA is a Norwegian public limited liability company (allmennaksjeselskap) subject to Norwegian company law with its registered address at Beddingen 8, 0250 Oslo, Norway. The organisational number is 976 841 220. An overview of the legal structure can be found in the Appendix V.

4.5.2 Organisational structure

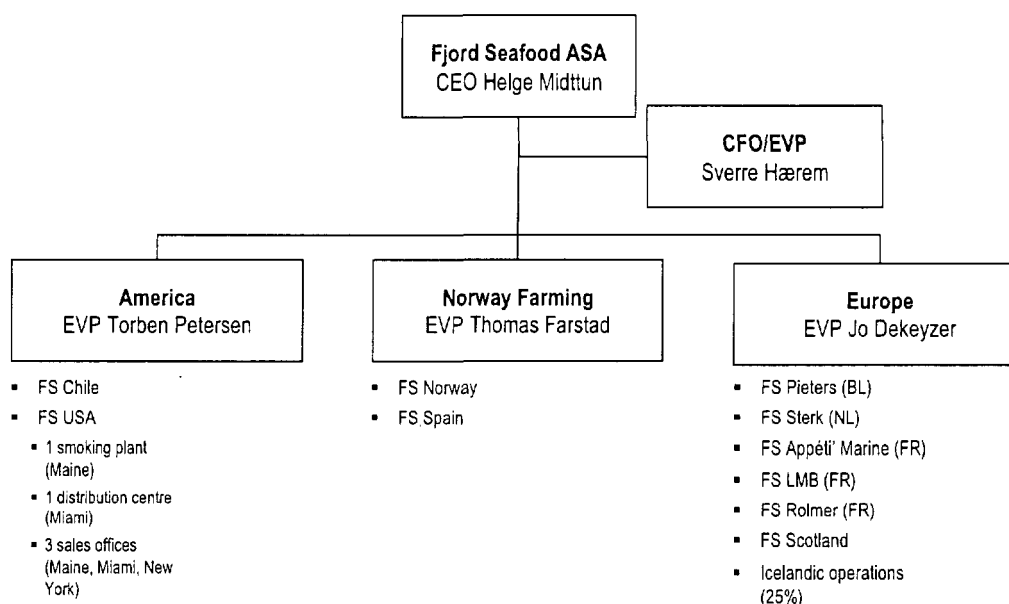
Following the growth and globalisation of the Group during the last years, Fjord Seafood's operational structure has been changed accordingly. A new divisional structure was implemented in September 2004 in order to:

- Integrate America (USA and Chile) better in the organisation
- Increase co-operation between Europe and America
- Increase operational focus in the company

To ensure a better coordination between the operations in Europe and in America Fjord Seafood announced in September that the Managing directors of the operations in America (Chile and USA) and of the operations in

Norway would be part of the Corporate Management team. In this change Mr Øyvind Fylling- Jensen and Mr Paul Birger Torgnes left the company. Mr Torben Petersen took the position as EVP America, and Mr Thomas Farstad took the position as EVP Norway Farming.

In January 2005 Fjord Seafood decided to merge the two divisions, European Processing, and European Sales & Marketing into one division. Mr Jo Dekeyzer took the position as Executive Vice President for the combined European value added operations.



Where ownership is not noted, ownership is 100%

4.5.3 Board of Directors

Rolf Domstein (1957) – Chairman

Mr. Domstein has been chief executive officer of Domstein ASA since 1988. Previously, he has held positions within sales and marketing within the Domstein Group. Mr. Domstein holds a Master of Science Degree in Business from the Norwegian School of Economics and Business Administration. Mr. Domstein has a significant ownership interest in Domstein ASA, which in turn is a significant shareholder in Fjord Seafood ASA. Domstein ASA is also a shareholder of Domstein Enghav. Rolf Domstein lives in Måløy, Norway.

Morten Frogner (1967) – Member

Own private practise as consultant within finance and strategy. He has held the position as director in SND Invest with special responsibility for seafood investments, and has also previously held the position of investment analyst. Has a Master of Science Degree in Business from BI, Norwegian School of Management. Morten Frogner lives in Oslo, Norway.

Bent Fuglesang (1938) – Member

Mr. Fuglesang is a former managing director of Orkla Foods. He has been group responsible for Orkla's food activities and member of Orkla's corporate management. Mr. Fuglesang has previously held the position as

managing director in the staff group. Has a Master of Science Degree in Business from Aarhus School of Business in Denmark. Mr. Fuglesang lives in Oslo, Norway.

Truls Holthe (1948) – Member

Own private practise as consultant since 1998. Mr. Holthe has previously held the position as director of finance in the insurance company Norske Liv and director of finance for Olav Thon Gruppen. He has a Master of Science Degree in Business and is State authorised Public Accountant from the Norwegian School of Economics and Business Administration. Mr. Hothe lives in Rømskog, Norway.

Marianne E. Johnsen (1963) – Member

Partner and founder of X-lence Group AS, a consulting company in the field of management and business strategy. She has held the position as vice president of strategy and business development in Elkem Shared Services Division, Elkem, and was earlier the head of the legal section and the administrative department at Ullevål University Hospital. Has a law degree from the University of Oslo and an MBA from Solvay Business School in Brussels, Belgium. She lives in Bærum, Norway.

Solveig Strand (1961) - Member

General manager of the companies in Strand Gruppen. She has held the position as State Secretary in the Ministry of Fisheries. Educated computer economist at the former EDB college. Lives in Ålesund, Norway.

Roy André Berg (1974) – Employee representative

Employed at Fjord Seafood Norway's processing facility in Florø. Has worked in the company since 1989. One of two Group employee representatives at the Board of Fjord Seafood. Mr. Berg lives in Florø, Norway.

Frank Øren (1972) – Employee representative

Operations manager in Fjord Seafood Norway, seawater production, Namdal. Has worked in Folla fisk/Folla Havbruk since 1992 and been employed in Fjord Seafood since its inception. Has a trade certificate in aquaculture and fishery and a foundation course in aquaculture from the University of Bergen. One of two Group employee representatives at the Board of Fjord Seafood. Mr. Øren lives in Kolvereid, Norway.

4.5.4 Company management

Helge Midttun (1955) – Chief executive officer

Helge Midttun took office as President & CEO of Fjord Seafood in April 2003. Between 2000 and 2002 he was President & CEO of Det norske Veritas, after holding the same post in Zenitel/Stento from 1996 to 2000. In the period 1990-1996 he was employed by Rieber & Søn, and among other things managed their operations in the Czech Republic for four years. In 1979, Midttun graduated from the Norwegian School of Economics and Business Administration, earning a degree in economics (siviløkonom). Mr. Midttun lives in Nesbru, Norway.

Sverre Hærem (1965) – Executive vice president & chief financial officer

Sverre Hærem took up the post of chief financial officer and executive vice president of Fjord Seafood in March 2002. Mr. Hærem comes from the post as senior vice president finance of Dyno Kjemii/Dynea and has previously had positions in Dyno Nobel Europe, Intenia and EWOS. He holds an economics degree (siviløkonom) from the Norwegian School of Management (BI), and has in addition completed several courses in management and finance. Mr. Hærem lives in Bærum, Norway.

Torben Petersen (1946) - Executive vice president America

Torben Petersen was appointed executive vice president America in September 2004. He is Managing Director of Fjord Seafood Chile, a position he started in March 2003. Mr. Petersen comes from the position as manager of the seafood division in Camanchaca. He has a Ph.D. in Chemical engineering from the Danish Academy of Technical Sciences. Mr. Petersen lives in Santiago, Chile.

Thomas Farstad (1971) – Executive vice president Norway Farming

Thomas Farstad took up the position as executive vice president Norway Farming in September 2004. He has been with Fjord Seafood ASA as Director of strategy and business development since August 2003. Previously Farstad has been employed by McKinsey & Company and Aker Maritime. He has a Master of Science degree from Massachusetts Institute of Technology (1996) and a MBA from INSEAD. Mr. Farstad lives in Oslo, Norway.

Jo Dekeyzer (1967) – Executive vice president Europe

Jo Dekeyzer started in Pieters Visbedrijf in 1993 as technical manager, but since 1995 has worked mostly in operational management: 2000-2003 as executive director operations in Pieters Group. Between 1992 and 1993 Jo Dekeyzer worked in Morubel NV in Ostend. He is an engineer in electromechanics and is also qualified in process analysis and supply chain management. Mr. Dekeyzer lives in Varsenare, Belgium.

4.5.5 Board members' and management's shareholding and options

Shareholding

The table below shows the number of shares and held by the management and the Board of Directors in Fjord Seafood at present. The totals shown includes shares held on own account, as well as shares held by spouses, dependant children and companies in which the person has such influence as referred to in the Public Limited Liability Companies Act §1-3.

Name	Position	# shares held
Helge Midttun	CEO	41,000
Rolf Domstein*	Board chairman	28,932
Bent Fuglesang	Board member	5,507
Frank Øren	Board member	200

*In addition to the number of shares shown here, Mr. Domstein also owns 1/3 of R. Domstein & Co ANS which in turn holds approximately 66% of the shares in Domstein ASA. Domstein ASA holds 11.2% of the shares in Fjord Seafood. Domstein ASA is also the sole shareholder of Enghav Holding AS which holds 7.4% of the shares in Fjord Seafood. Mr. Domstein is the CEO of Domstein ASA.

Options

Currently there are two option schemes in the Fjord Seafood Group:

Option Scheme 1

Option Scheme 1 was set up in September of 2002. Under the scheme, 44 employees have the right to purchase a total of 7,230,001 shares in Fjord Seafood ASA at a price of NOK 3,- per share. The options are exercisable until 30 September 2005. If the holder wants to exercise the option before September 2005, a request to the board needs to be done (the process takes minimum 4 weeks).

Option Scheme 2

An individual share option plan was established for the Group CEO in March 2004, whereby he has been awarded 2,000,000 options, with an exercise price that has been set at NOK 3.75 per share. The structure of the scheme is that 1/3 of the options can be exercised for the first time after May 1 2004, 1/3 after May 1 2005 and 1/3 after May 1 2006. The scheme gives Helge Midttun the right to accumulate his options, and the plan expires June 1 2006.

Options held by the Corporate Management of Fjord Seafood:

Name	Position	No. of options
Helge Midttun	President & CEO	2,000,000
Sverre Hærem	EVP & CFO	525,000
Jo Dekeyzer	EVP	300,000
Torben Petersen	EVP	258,333
Thomas Farstad	EVP	208,333

The members of the Board of Directors currently hold no options in the Company.

4.5.6 Compensation to Board members and the CEO

Board members

For 2004 the remuneration to the board of directors is expected to be NOK 1,922,000.

CEO

The CEO had a base salary of NOK 2,329,000 for the year 2004. Any bonus for 2004 will be decided by the board of directors on 17 March 2005. The CEO is entitled to pension payments after turning 62 years amounting to 67 per cent of salary at retirement. The pension payments stop after the age of 80 years. Time of earning is 14 years. At early retirement the right of pension is reduced in accordance with the time of actual earning.

Severance Pay Clause

If the services of the Group CEO are terminated by the company, he is entitled to receive one year's base salary after termination of employment in addition to his salary during the termination period. This is on the condition that the group CEO agrees to leave his position as of the determined date, and that the Group CEO files no claims against the company. If the Group CEO terminates his employment, or if the company should merge with one or more other companies, he will be entitled to one year's base salary post the separation. The latter applies only in case the Company invokes a non-competitive restriction clause.

4.5.7 Transactions with related parties

Sales between related parties

All sales of products between companies in the Group and with affiliated companies are conducted on market terms. Loans from the parent company to other companies in the Group are also conducted on market terms.

Co-operative agreement with Domstein

In accordance with an agreement with the shareholder Domstein, Fjord Seafood leased premises and purchased administrative services from Domstein related to Fjord Seafood's operations in Måløy, Norway. The co-operative agreement was cancelled at the close of 2002 and was terminated at the close of 2003. The fee to Domstein during the period of notice amounted to NOK 5 million, and at the termination of the agreement Fjord Seafood is obliged to pay up to NOK 5 million as an additional lump sum payment. The costs have been accounted for in 2003. A new agreement on co-operation with reduced scope has been entered into in 2004, which is a one year rental agreement on buildings for NOK 750,000 + value added tax.

4.6 Other information

4.6.1 Environment, Health and Safety

Fjord Seafood strives to minimise the negative of its operations on the external environment in sea, fresh water and on land. A long-term view on high environmental standards, good fish health and optimal resource utilisation are crucial for the Company's financial performance.

Fjord Seafood seeks to deliver the quality its customers and consumers demand. The Company aims to provide safe and healthy seafood, produced by employees in a safe and healthy environment. Fjord Seafood's operations shall strive to be environmentally sustainable and own farming will focus on animal welfare practices.

In 2003-2004, Fjord Seafood took part in the establishment of the first international Integrated Fish Farm Standard, which applies to the entire value chain from egg to slaughter. The standard covers food safety, environment, animal welfare and occupational health and safety, and marks an international breakthrough in order to achieve global common standards for fish farming. This EurepGAP standard is released in October 2004 and Fjord Seafood is the first seafood company to be a member of this standardisation organisation.

Fjord Seafood has ISO 14001 certification for 22 seawater licences in Norway. For the remaining licences, a program has been drawn up for the introduction of these standards, and this program will secure the certification of all sites and hatcheries within 2005. In Scotland the certification on ISO 14001 will start in 2005, and in Chile, Fjord Seafood has signed the governmental agreement on "clean production" called LIMPA.

The Group has set clear environmental goals for its farming operations, covering escapes from pens, salmon lice problem use of antibiotics, biological feed conversion ratio, handling of land-based waste and more. Detailed environmental goals and measures within each of the main goals have been specified for all fish farming facilities in Norway, Chile and Scotland.

Within processing, the main focus on environmental considerations has been in connection with food quality, raw material utilisation and distribution. In the coming years, Fjord Seafood will focus even more on the environmental aspects of its processing operations.

The Ecosmolt project in Chile

Fjord Seafood Chile has decided to move the production of smolt out of lakes and start land-based fresh-water production. The motivation is to reduce the risks and to ensure that the farming operations are conducted in a sustainable manner. Recently a new technique, using recirculation of water and a flow through system has been successfully introduced in Chile. This system is closed, thus avoiding the environmental impact of lake based production.

Fjord Seafood's goal is to reduce the number of hatcheries/freshwater sites in Chile from currently nine to one. The development is planned in two stages:

- Stage 1: Redesign and develop its current Rio Blanco hatchery to a recirculation facility for incubation of eggs, hatchery, start feeding of fry and alevins. This work was started in 2003.
- Stage 2: Development of a smoltification plant at the Rauco site, which is close to the major on-growing sites at Chiloé. This development is planned to start in 2005.

The Ecosmolt project is in line with Fjord Seafood's strategy of being a leading, integrated global supplier of value added seafood, through continuous focus on customers' and consumers' needs, quality, innovation and environmental responsibility.

4.6.2 Permits and licenses

The following table gives an overview of the seawater licenses in Fjord Seafood (licenses in Norwegian equivalents).

Country	# Owned	# Leased	# Total	Book value (MNOK)
Norway	52.25	0.75	53	517
Chile	110	0	110	397
Scotland	8.1	1	9.1	30
Total	170.35	1.75	172.1	943

The volume and value of other licenses (smolt, broodfish etc) is not of significance and not included. The licences are perpetual.

4.6.3 Insurance

Fjord Seafood has a global insurance policy for all group entities. The Group insures fish and other assets within the insurance coverage arrangements that are available in the market. Coverage and own risk amounts in the case of loss/disease of fish varies from broodstock to edible fish.

4.6.4 Employees

Development in number of Employees

The table below gives an overview of the number of employees of Fjord Seafood since 2001, as at the dates presented.

	31.12.2001	31.12.2002	31.12.2003	31.12.2004
Number of employees (FTE)	3,658	3,684	3,014	2,638

By the end of 2004, Fjord Seafood had a total of 2,638 employees, a decrease by 376 employees from the end of 2003.

Loans to employees

Loans to employees from Fjord Seafood ASA amounted to a total of NOK 350,000 by the end of year 2004.

4.6.5 Independent Auditors

Fjord Seafood's auditor is KPMG AS, with registered address:

Name	KPMG AS
Address	Sørkedalsveien 6 N-0369 Oslo, Norway
Mail address	P.O. Box 7000 N-0306 Oslo, Norway
Telephone	+47 21 09 21 09
Fax	+47 22 60 96 01

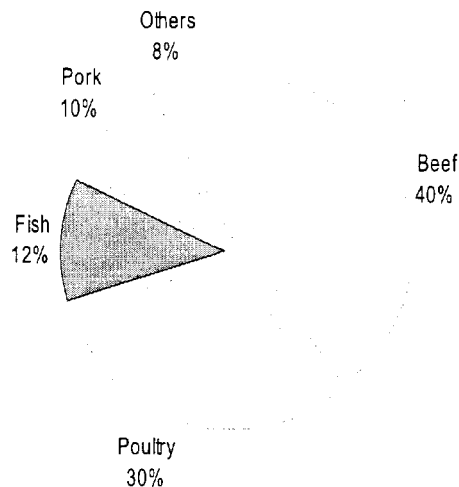
KPMG has been the Company's auditor for the last three years. No reservations or qualifications have been expressed in any of the auditor's reports.

5 Market and industry overview

5.1 General overview

According to United Nations figures, the world population grew by 3.6 billion in the last 50 years. In another 50 years, it is estimated that the world population will increase to about 9.3 billion people.

The growing populations will lead to increased demand for protein sources of which beef today represent about 40 per cent, while fish represent only 12 per cent. The table below shows the western world's protein consumption split by source.

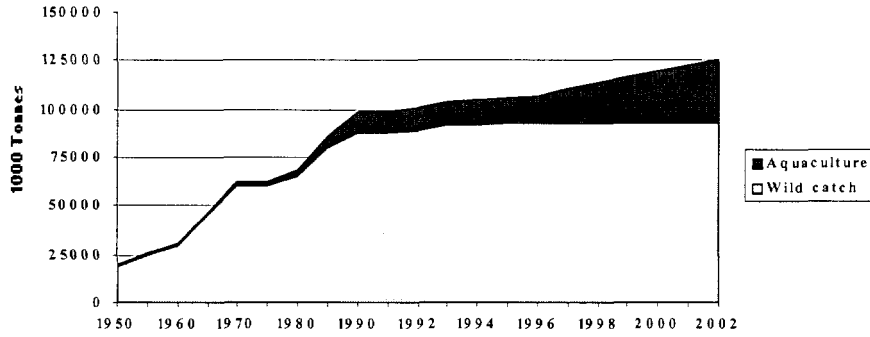


Source: FAO

The global production of beef is more or less static due to scarcity in arable land and availability of water for irrigation. Pork production is increasing somewhat, especially in China, while many developing countries have adopted intensive poultry production in order to meet the demand for animal protein. As the world population grows, and the supply of proteins from traditional agriculture become less adequate, and the population is becoming increasingly health conscious, the demand for fish is expected to increase.

While growth in global wild catches of fish at best seem to have flattened out and many of the most important species are showing declining yields, world aquaculture production continues to expand. Thus, world aquaculture production has been the world's fastest growing food producing industry with an average annual growth rate of 9.5 per cent between 1970 and 2000, while global land-based meat production (beef, pork and poultry) has had an average growth of 2.8 per cent per year in the same period.

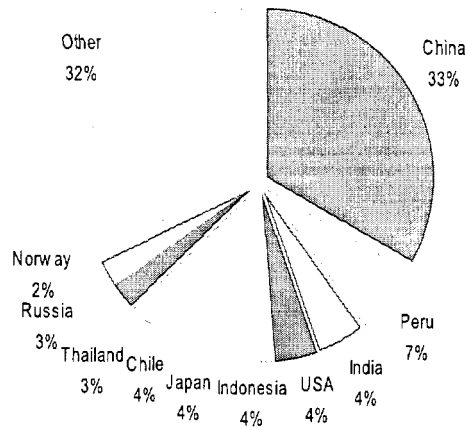
In the last 30 years, global aquaculture has developed and now represents approximately 36 per cent of the total world supply of fish and aquatic products. The graph below shows the development of wild catch and aquaculture volumes since 1950:



Source: FAO

Although most aquaculture is subsistence-scale production in Asia (carp, mussels, etc.), intensive farming of high value marine fish has developed and within not too long the world harvest from conventional wild fisheries could well be surpassed by aquaculture. Given that conventional fisheries are threatened by over-exploitation and increasing costs, aquaculture is becoming an increasingly sustainable cost-effective solution to world fish supplies.

China is the worlds largest seafood supplier (including all species, wild and farmed) followed by Peru, India, the USA and Indonesia. Norway is the 10th largest supplier according to the most recent statistics. The figure below shows the world seafood supply by country.



Source: FAO

5.2 Atlantic salmon and salmon trout

Atlantic salmon is among the fastest growing of all aquaculture species, with an average annual volume growth of 14 per cent over the past 10 years, while the growth rate has been 7 per cent over the last 5 years. The Atlantic salmon farming industry has been characterised by consolidation, vertical integration and internationalisation, coupled with a steady improvement in product quality and consistency and falling production costs. At the same time, the world is facing diminishing resources of wild Pacific salmon and wild Atlantic salmon.

Already, the majority of world supplies of high value fish such as Atlantic salmon, salmon trout, turbot, sea bass and sea bream are produced by farming. This means fresh fish can be delivered year-round with consistent quality on contract to processors, retailers and caterers, while at the same time reducing pressure on the scarce wild fish stocks of these species. The growing industrialisation of production has brought down farming costs for

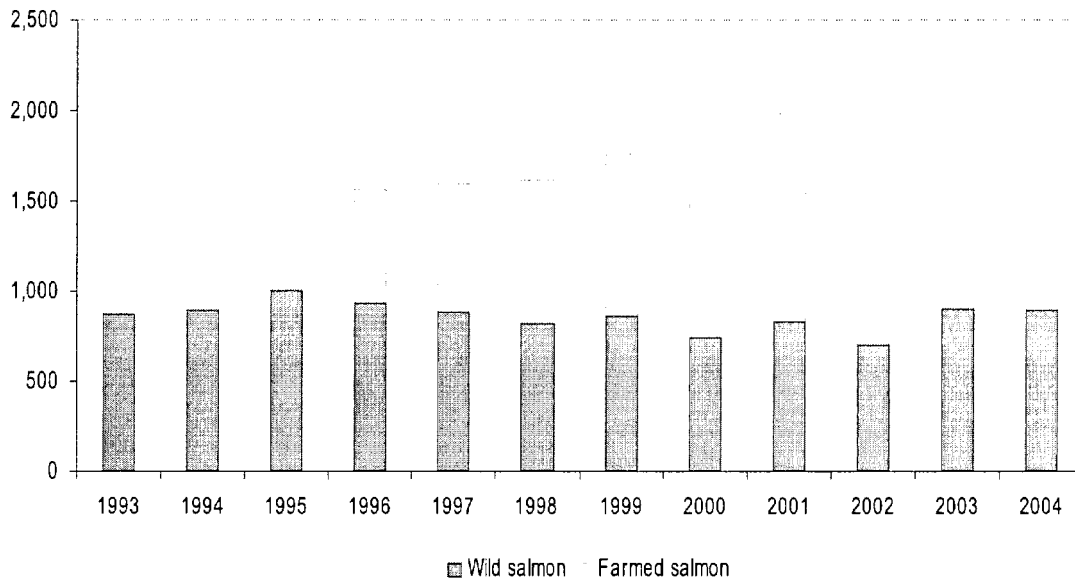
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salmon and the farming costs of other mass volume species. Thus, all the benefits of modern intensive livestock production of land animals are now becoming available for fish.

It is also believed that, with increasingly scarce feed resources, the production of farmed fish will become more and more competitive with other animal protein production, due to the fact that fish enjoys feed-to-protein conversion ratios that are three times as efficient as poultry production, five times more efficient than pork production, and seven times more efficient than beef production. Roughly speaking, an effective fish farmer can achieve a feed conversion ratio of 1:1, in that one kg of live fish can be produced from only one kg of feed.

5.2.1 Global salmon supply

Catches of wild salmon have been relatively stable at about 700,000-1,000,000 tonnes per year over the past decade. Until the late 90-ties quantities supplied of wild salmon was much higher than the quantities of farmed salmon. 1999 was the first year with a higher supply of farmed salmon than wild salmon. In 2004, it is evident that farmed salmon is more important in terms of quantity; it constituted approximately 30 per cent of total salmon supply in 1993 and 60 per cent in 2004. The trend is expected to continue. In the future, fish farming will be key to meeting the growing demand for salmon, as wild catches are unlikely to increase. The graph below illustrates the catch of wild salmon and harvest of farmed salmon 1993-2004 (1,000 tonnes WFE):



Source: Kontali Analyse

5.2.2 Main drivers of expected growth in demand for farmed fish

Limited supply of wild fish

While global wild catches of fish seem to have stagnated and many of the most important species are showing declining yields, world aquaculture production continues to expand. Given that conventional fisheries are threatened by over-exploitation and increasing costs, production costs within aquaculture have shown a declining trend. Aquaculture is thus becoming a cost effective solution to the stagnating supply of wild fish.

Population growth

The world population is approximately 6.4 billion people. According to the United Nations, the world population will grow to almost 9.3 billion people by the year 2050. As previously mentioned, most wild fish populations are

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already over-exploited. Assuming a steady consumption per capita, increased demand from a growing population must be met by an increased supply from aquaculture.

Per capita consumption

In addition to significant population growth, the consumption of seafood per capita is also expected to increase. This can lead to an even larger gap between wild catches of fish and the demand for seafood in the future. This may further strengthen the aquaculture industry.

Market penetration

There has been an increased focus on the health aspects related to seafood over the past years. Seafood is regarded as a healthy alternative to meat products. Salmon and trout have during the last years achieved a higher global market penetration due to a stable supply of a broader variety of processed products. Consolidation within the industry has enhanced product development and improved distribution capability to global retailers.

Product development

The changing industry structure seems to enable the companies to change focus from production and to devote more focus on reaching new consumers through the development of new products. While the past represented a culture of producing fish mainly for smoking in the main markets, the industry is increasingly investing into product development in order to reach new customer groups and to win shelf space within modern distribution channels with products with more highly value added content.

Increased standard of living

Economic growth in Asia, Europe, the U.S., and parts of Eastern Europe has led to increased standards of living. The effect has been an increased demand for premium products. Salmon is characterised as a premium product in most markets and therefore growth prospects are best in developed countries.

Supply of Atlantic salmon

The global supply of Atlantic salmon has increased by more than 20 times since 1984, and the growth seems to continue despite some natural and political constraints. Norway and Chile are the production countries, which are believed to have the best natural resources, such as favourable water temperature and a coastline with good depth and flow-through characteristics.

In terms of future growth prospects, Chile faces certain challenges in developing a satisfactory infrastructure in order to fully take advantage of new farming regions, while Norway to a larger extent faces limitations due to extensive regulation and political limitations. Growth in North America, Great Britain, and the Faeroe Islands is limited due to a lack of good farming locations, political limitations as well as certain environmental restrictions.

Substitute products

Wild fish, chicken, pork and beef are the closest substitutes for farmed fish. Market prices of meat are expected to drop slightly in the global market due to the new agricultural reforms proposed by the EU. This is likely to influence total demand for fish products. However, fish farming better utilises scarce factors such as feed compared to substitute products. In the long-term, this may represent a competitive advantage. Furthermore, as production cost for chicken, pork and beef have been reduced very little over the past years, production of Atlantic salmon has experienced decreases in the production cost by close to 50 per cent since 1991.

In addition to the drivers mentioned above, other factors influence demand for farmed fish in a particular market, such as market size and maturity.

5.2.3 Main markets for Atlantic salmon

The EU, the USA and Japan are the main large markets for Atlantic salmon. The US is the fastest growing of the larger markets, but the EU market is nevertheless much larger. These main markets seem to be partly

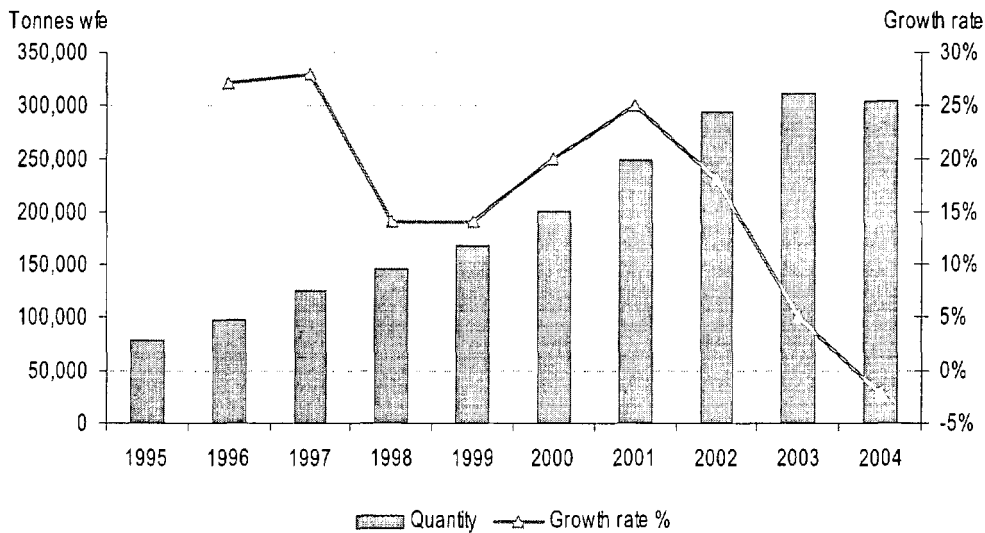
independent of each other with regards to prices and demand, as one could see in 2003 when prices in Europe were very low compared to the relatively strong prices in the USA.

The US market

The total supply of Atlantic salmon to the US market was 304,300 tons in 2004, down from 311,100 tons in 2003, constituting a 2 percent decrease. The US share of total consumption increased from around 18 per cent to 26 per cent in the period from 1995 to 2004. The largest supplier is Chile. Canada has historically been a significant supplier, but problems with diseases have resulted in a decrease in supply the last year. On the other hand there has been a significant increase in supply not only from Chile, but also from the UK due to low prices in the European market.

The US market has historically been the fastest growing of the large markets for farmed salmon. U.S. consumers spend approximately BUSD 50 per annum on seafood products. Approximately 35 per cent of the seafood products are consumed through the retail segment while the hotel, restaurant and catering segment accounts for 65 per cent. Salmon is the most consumed seafood product after tuna and shrimp. The historical growth in the US consumption of farmed salmon is caused both by an increase in the availability of farmed salmon and a decline in the catching volume of wild pacific salmon. Also the total fish consumption in the US is rising

The current consumption has reached such levels, that it will be more challenging in the future to achieve double digit growth rates as experienced in the past, which was seen in the 2004 numbers. The per capita consumption of salmon is nevertheless still relatively low, and significantly lower than the per capital consumption of for example pig and poultry meat. The figure below shows the historical development the in supply volume for the US market in the period 1995 to 2004.



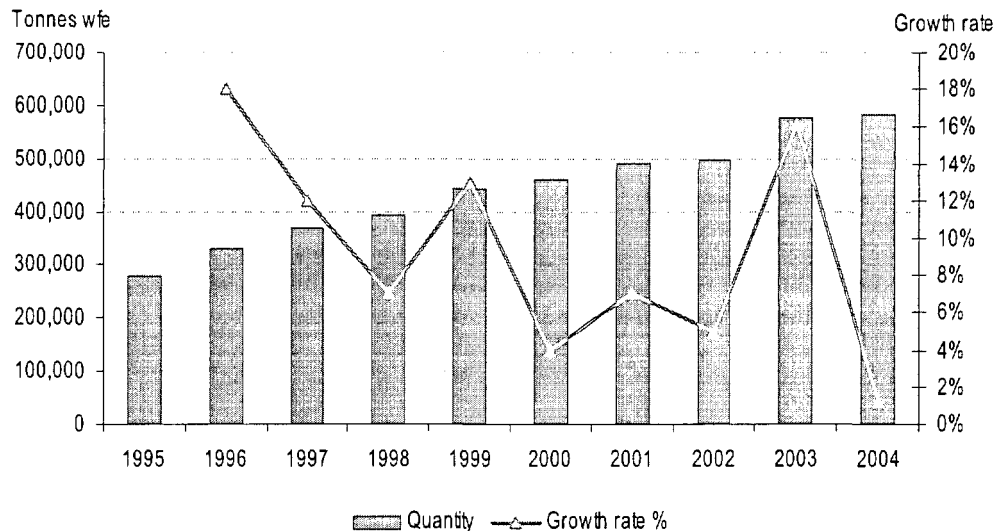
Source: Kontali Analyse

The EU market

The EU consumption of farmed salmon constitutes around half of the global consumption, with the largest share of the supply coming from Norwegian and Scottish salmon farmers. Supply to the EU market is much higher than to the US market in absolute terms, but the market is also more mature. Consequently the growth rates have historically been lower here. The supply of farmed salmon increased from 579,600 tons in 2003 to 586,200 tonnes in 2004, constituting a 1 per cent increase. The bulk of the salmon supplied to the EU market is still whole fresh fish, while the processing takes place in the market. On the other hand, the US market can be characterised as a market for processed fish as the bulk of the supply is processed fish from Chile.

While the US market has become more than three times larger since 1995, the EU market just doubled. However, the EU market was much larger in the first place. A consolidation in the retail segment has generated significantly larger supermarket chains in Europe, and stable supply of processed salmon products all year round will be a key factor contributing to a higher consumption of seafood in the future.

The largest individual market for farmed Atlantic salmon in the EU is France. This market is characterised by a particularly strong demand for smoked salmon in the Christmas season. As a consequence, EU consumption of salmon is normally highest in the fourth quarter. The figure below shows the historical development the in supply volume for the EU market in the period 1995 to 2004.



Source: Kontali Analyse

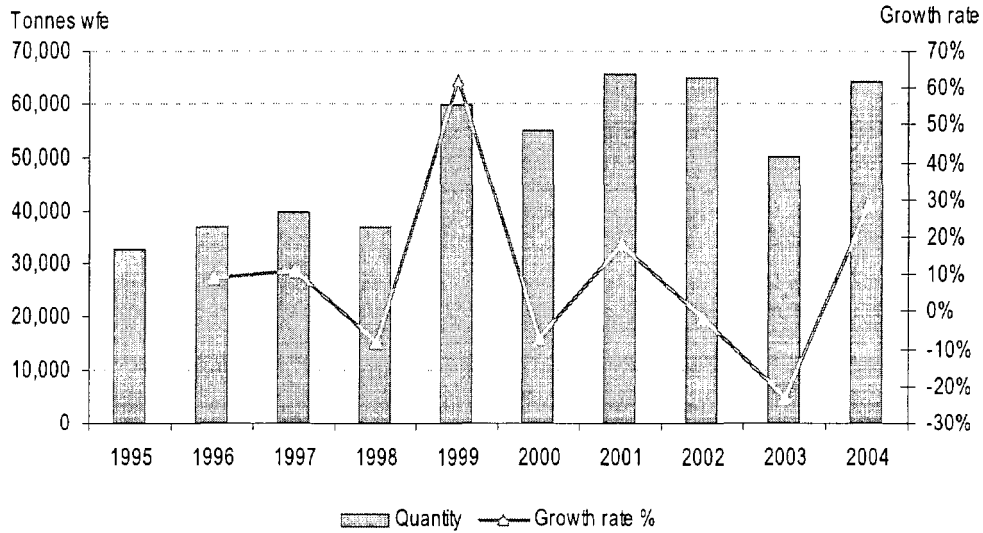
The Japanese market

The supply of Atlantic salmon to Japan grew by 28 per cent from 2003 to 2004. Atlantic salmon constitutes a relatively small segment in Japan compared to the red flesh salmon segment which includes large trout, coho and sockeye. The main suppliers of Atlantic salmon to Japan are Norway and Chile. According to Kontali Analyse, dependent on the supply of the other farmed salmonides, and the size of the domestic wild chum fishery, a supply between 50,000-70,000 tons of farmed Atlantic salmon is expected in Japan going forward.

Japan has one of the highest seafood consumption per capita in the world, constituting up to 90 kg. However, the major part of Japanese seafood consumption is mainly within traditional fish species. In terms of quality requirements, the Japanese market is demanding. The country has a conservative culinary tradition, and as a result of this the Japanese market requires significant market development initiatives. Nevertheless the market is considered to have a considerable growth potential as Atlantic salmon gradually improves its position in people's consumption habits.

Over the last years the US has put pressure on Japan to reduce import duties on seafood products. If this succeeds, the market potential will improve further. The figure below shows the historical development the in supply volume for the Japanese market in the period 1995 to 2004. As the graph shows, the growth in the market has been low over a long period, even though there are some years with large increases or decreases.

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Source: Kontali Analyse

Other markets

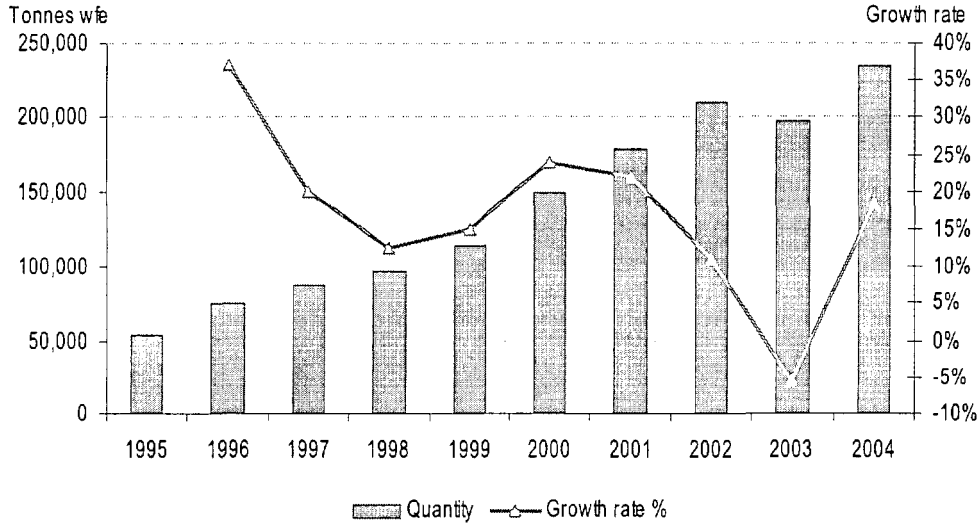
The markets for farmed salmon in the Eastern-European countries are relatively undeveloped, but these markets are nevertheless considered to have a significant potential for further growth. With the inclusion of Poland into the EU, Russia remains not only as probably the best developed market in the region, but also the market with the best growth prospects. During the first half of 2004, growth for fresh salmon alone was 70 per cent compared to the same period in 2003 (from 3,600 tonnes to 6,100 tonnes according to NSEC).

Asian countries other than Japan are also showing a positive development and good prospects. China and Hong-Kong stands out as the most exciting area, but consumers of farmed salmon also include countries such as Taiwan, South-Korea, Singapore, Malaysia, Indonesia, and the Arabic Emirates. Salmon exports to these countries are growing rapidly, but volumes are still relatively low. The Asian markets are characterised by a high population density, cultural tradition for seafood as well as improving purchasing power.

South America is another region with strong potential in the future. The first indications are positive, with increased salmon consumption in Brazil, among others. The increased demand is expected to be met mainly by exports from Chile.

The total supply to the other markets increased from 198,200 tons in 2003 to 234,600 tons in 2004. Norway is the largest supplier to the other markets, while Chile is the second largest. The figure below shows the historical development the in supply volume for the other markets in the period 1995 to 2004. According to Kontali Analyse, as these markets are relatively new, the growth is expected to be higher than the traditional markets going forward.

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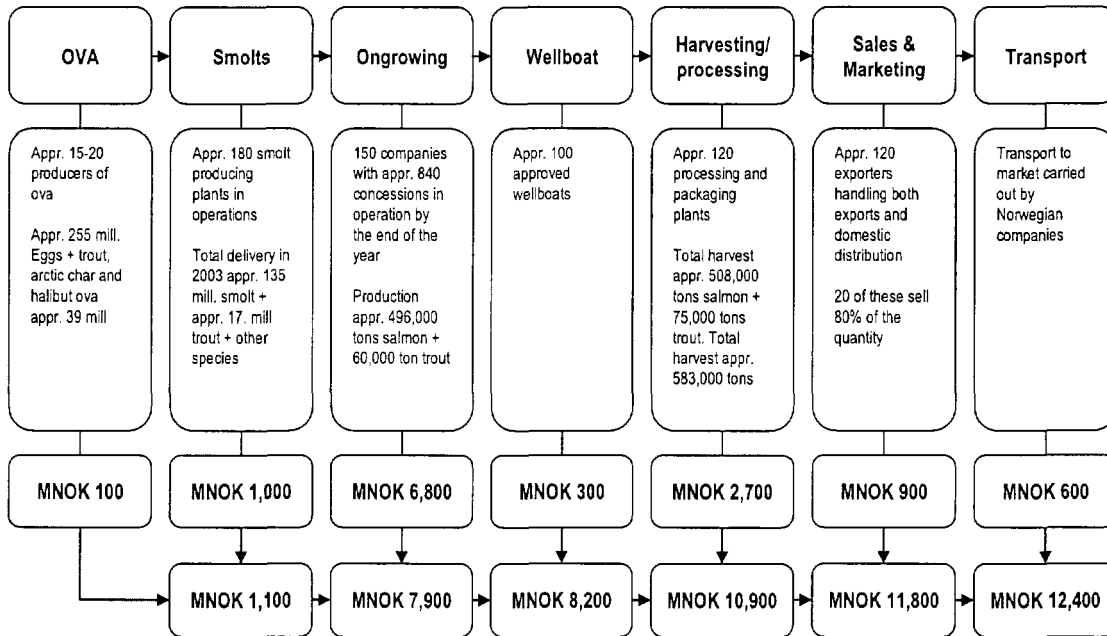


Source: Kontali Analyse

5.2.4 The production of Atlantic salmon

Value chain and structure of the salmon production

The figure below shows the value chain of the Norwegian salmon industry; with operational and financial figures for 2003.



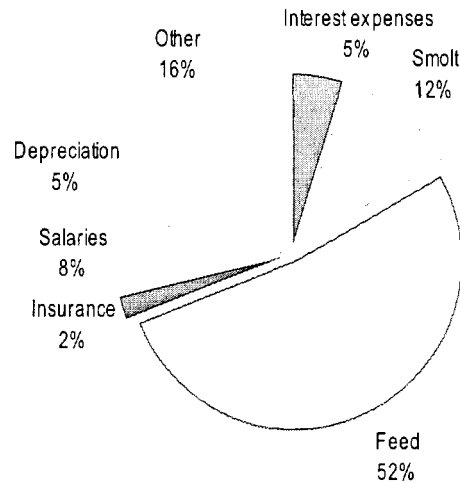
The industry is characterised by global competition with a number of multinational players. The industry has gone through a number of structural changes during the last years:

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- *Consolidation:* Economies of scale have led to increased industrialisation, market power, stability of deliveries, and reduced geographical risk.
- *Vertical integration:* Improved logistics and product development.
- *Improved technology:* Better feeding and feeding technology, better salmon vaccines, routines and processes.

According to studies conducted by the Norwegian Directorate of Fisheries, the changes in the structure of the fish farming industry have helped to increase production efficiency and reduce production costs. In addition, diversification of production locations has reduced the risk borne by individual producers.

The main costs within the fish farming industry are related to feed, smolt, salaries, interest expenses, depreciation and insurance. The figure below shows the allocation of cost for Norwegian fish farmers in 2002.



Source: Norwegian Directory of Fisheries

In 2004 the total supply of farmed salmon amounted to approximately 1,338 thousand tonnes (wfe).

Atlantic salmon constituted the largest species with approximately 1,190 thousand tonnes (wfe). The largest growth potential for production of Atlantic salmon is expected to be in Norway and Chile due to geographical conditions. Norway is still the most important producer, but Chile is growing faster, and could exceed Norway's production within the next two or three years. While Atlantic salmon dominates in Norway, the production in Chile is more equally divided between Atlantic salmon, large trout and coho. Atlantic salmon is nevertheless the species growing fastest in Chile as well. UK and Canada are also important producers, but both countries have recently experienced slower development. Producers at Faeroe Islands have also had trouble the last year, facing problems related to poor economy and diseases.

Norway

Norway supplied 536,900 tonnes of farmed Atlantic salmon in 2004 (wfe), an increase of 6 per cent compared to 2003. Total exports reached a market value of NOK 11.2 billion, up from NOK 10.1 billion in 2003.

Fjord Seafood's share of produced salmon in Norway 2004 was approximately 7%.

Norwegian production and exports of salmon and large trout has grown significantly over the past years. But it has been a bumpy ride and while volumes have continued to grow, the total export value of salmon has not yet reached the peak from 2000.

Exports of salmon more than doubled from 1992 to 2000. Between 1993 and 1995 the harvest volume of salmon grew at a yearly rate of almost 20 per cent, and farmers at that point of time expected the growth rate to continue going forward. Due to an overly optimistic view on demand, decisions made in 1993 led to production levels that

were too high compared to the underlying demand in the market. As a consequence, prices fell at the end of 1995, and Scotland filed an antidumping complaint against Norway in 1996. This resulted in the Salmon Agreement between the EU and Norway in the middle of 1997, lasting until May 2003. In 2001 and 2002 the minimum import price in the Salmon Agreement did not reflect the actual world market prices, which hampered the exports and harvest in Norway.

Norwegian salmon is now exported to more than 130 countries with the EU as the largest market for Atlantic salmon and Japan as the largest market for large trout. Norwegian fjords provide good conditions for different types of fish farming activities. This is due to relatively stable temperatures, ample fresh and saltwater resources, covered fjord systems and a good infrastructure.

The industry in Norway is characterised by public regulations, feed quotas and concessions. The feed quota scheme is due to be abolished with effect from 2005. The regulations are set in order to prevent overproduction, protect the environment as well as maintain the minimum prices set by the EU. According to the Fisheries Directorate, production of salmon and trout for human consumption were produced by 882 licensed operations as of August 2004. Hordaland and Nordland are the counties with the highest number of the total of 1,700 sites along the Norwegian coast line.

Chile

In common with Norway, Chile has very good fish farming conditions, with steadily improving infrastructure and almost perfect natural conditions for aquaculture. From a production of almost zero in 1990, Chilean production of Atlantic salmon amounted to approximately 345,000 tons in 2004 (281,000 in 2003). Growth rates for Atlantic salmon were particularly high in 2000 (+ 64 per cent to 167,000 tonnes) and 2001 (+ 47 per cent). Due to the severe impact on market prices Chilean producers have tried to take down the production growth, but in 2004 the growth rate was above 20 per cent. While Atlantic salmon is the major species, Chile also has a significant production of Pacific salmon. Production of Pacific salmon has been stable around 110,000 tonnes the last years.

Fjord Seafood's share of produced salmon in Chile 2004 was approximately 8%.

Chilean producers have achieved somewhat lower costs than Norwegian aquaculture players, mostly due to lower investments and higher levels of equity. Combined with favourable US salmon prices the Chilean producers have achieved acceptable profitability on sales to their main market, the USA.

The industry structure in Chile is very different from that in Norway. First, there are fewer companies. Second, the industry is concentrated in a much smaller geographical are. Thirdly, the industry is much more focused on processing. In total, the Chilean industry has been more able than the Norwegians to adjust the production according to the prevailing demand in the market.

UK

The salmon farming industry in the UK has grown significantly over the past years, but production had a dip in 2004 as a consequence of the lower smolt release in the last years and the reduced biomass during 2003. In 2004 approximately 137,000 tons of Atlantic salmon were supplied, a decrease of over 15 per cent from 2003.

The UK producers of farmed salmon are concentrated in Scotland, the Shetlands and Orkneys, where the UK salmon has gained a high quality reputation, regarded ideal for smoking. As a result the UK fish obtains a higher average price in the EU market than most other producing countries. However, due to scarce access on good aquaculture sites, the production potential of the UK fish farming industry is almost fully exploited, which limits the potential for further growth in the UK fish farming industry.

Canada

From the early nineties the harvest quantity have increased significantly, passing 100,000 tons in 2002, before being reduced in 2003 because of severe disease problems. In 2004, Kontali estimates the total volume to be 89,000 tonnes. The large Canadian coast line provides the potential for producing much larger volumes of Atlantic salmon. However, conflicts of interests, especially the Indians' rights and the preservation of wild salmon,

hamper the country's ability for further development. As a result of this, it is very difficult to obtain new licences. Canada exports mainly fresh, gutted salmon to the USA, where Canadian producers have a significant market position for this particular product. Canadian exports to the European market have so far been insignificant. Canada is also an important player in some Asian markets, utilising the competitive advantage of lower freight cost.

The USA

In 2004, Kontali estimates the US supply of Atlantic Salmon to be approximately 13,000 tonnes, a decrease of almost 30 per cent compared to 2003. Due to limited access to new good locations, there is not much potential for further growth. The US fish farmers produce mainly for domestic consumption.

Other salmon producing countries

The Faeroe Islands is estimated to have a production of approximately 37,000 tons of Atlantic salmon during 2004, which is a decrease of 20% compared to 2003. The decrease is related to disease problems and financial difficulties.

Ireland had a production of approximately 12,000 tons Atlantic salmon in 2004, a decrease of approximately 33 per cent compared to 2003 volumes. Ireland is the only salmon producing country within the Euro currency zone, and the country has just a few years ago organised a system of concessions. Lack of suitable locations explain why Ireland has experienced slow growth in production compared to most other producing countries.

Other players are Australia and Iceland with together about 1.7 per cent of global production of Atlantic salmon in 2004.

An overview of historic supply from the farming producing countries is presented in the table below.

Weight in 1,000 tons wfe	1996	1997	1998	1999	2000	2001	2002	2003	2004e
Norway	292	316	343	411	422	411	444	508	537
UK	78	94	104	122	120	132	140	162	137
Chile	77	97	107	102	167	245	268	281	345
Canada	34	48	59	67	79	99	112	92	89
USA	18	19	21	23	22	21	13	18	13
Faeroe Islands	17	21	19	36	30	41	42	47	37
Ireland	14	16	17	19	19	24	22	18	12
Others	11	10	12	12	14	14	18	19	20
Total	541	621	682	792	873	987	1,059	1,145	1,190

Source: Kontali Analyse

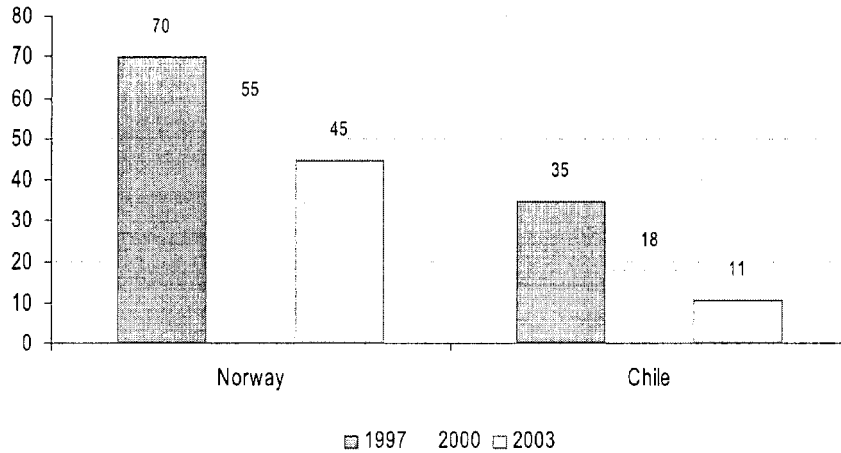
5.2.5 Competition

Although high levels of M&A activity over the past few years have changed the structure of the industry significantly, the salmon industry is still rather fragmented, particularly in Norway. Although future consolidation may change this picture, the structure is expected to remain fragmented for many years to come both for political reason and due to the geographical conditions.

In the UK, Canada and Chile, the industry structure is less fragmented than in Norway. This is both because the industry is concentrated in smaller geographical areas, but also because of a different political approach to the industry. As a consequence, foreign ownership is rather the rule than the exception in these countries.

Nevertheless, despite the consolidation efforts primarily over the past 5 years, the industry remains relatively fragmented in a global context. No company control more than 20 per cent of the total output, and the 10 largest companies represent about 50 per cent of total production volume.

The figure below shows the number of seawater producers which represent 80 per cent of production in Norway and Chile.



Source: Kontali Analyse

Apart from operational synergies within farming that can be generated from further consolidation, it is expected that larger companies will gain advantages in a number of areas and also be to the benefit for the industry in general. Size and integration are advantageous for R&D and product development and in order to compete on an equal footing with the major players in the international food and distribution industries. Furthermore, size is important in order to attract capital to the industry. This is particularly important after a few years of poor profitability, which has put strain on many balance sheets within the industry. Finally, the fragmented structure has proven unable to balance the growth in production with the prevailing demand in the market. The differences between Norway and Chile are striking in this regard. While the more concentrated structure in Chile manage to deal with the consequences of overproduction facing the industry back in 2001 in a relatively short time, the Norwegian producers seem to have underestimated the need to reduce production in order to balance the market. As a consequence, it may be argued that large integrated companies seem to be a precondition to achieve a more predictable market balance and to lift the industry to the next level.

6 Financial information

The following consolidated financial figures are taken from the Company's audited consolidated annual financial statements and from unaudited Q4 2004 interim financial statement. The Company's audited consolidated financial statement for 2003 has been included as Appendix III to this Prospectus. The unaudited Q4 2004 interim financial statement has been included as Appendix II.

6.1 Accounting principles

The financial statement has been prepared in accordance with the NGAAP and generally accepted accounting principles.

IFRS

Fjord Seafood will report according to International Financial Reporting Standards (IFRS) from the first quarter of 2005. The implementation effect related to transition to IFRS would be a reduction of book value of equity in the area of MNOK 180, mainly due to recognition of deferred taxes on farming licenses.

The equity ratio is estimated to be around 27.9% in the opening balance for IFRS, and in the IFRS balance sheet per year-end 2004 the equity ratio will be around 28.6%. In the loan agreement with Nordea it is agreed that changes in accounting principles should lead to the covenants being adjusted, in the other borrowings the issue has not been addressed. Fjord Seafood does not foresee any practical impacts to the groups financing from the introduction of IFRS.

6.2 Consolidated income statement

MNOK	2001	2002	2003	2004
Sales revenue	3,303	3,996	4,061	3,710
Other operating revenues	63	254	24	3
Total operating revenues	3,366	4,250	4,085	3,713
Transportation costs, goods sold	-295	-325	-332	-303
Net operating revenues	3,071	3,925	3,753	3,410
Change in inventory and adjust of value of inventory	-34	-80	-71	-54
Cost of materials	-2,194	-2,401	-2,446	-2,038
Wages, salaries, and other personnel expenses	-520	-657	-700	-606
Other operating expenses	-357	-556	-446	-414
Restructuring costs	0	-77	-29	0
EBITDA	-34	155	60	299
Ordinary depreciation	-202	-209	-181	-114
Write-down of fixed assets	-72	-91	-449	-3
EBITA	-307	-145	-570	163
Amortization of goodwill	-43	-48	-65	-59
Write-down of goodwill	-301	-29	-41	0
Amortization of badwill	0	16	8	9
Write-down of badwill	0	55	0	0
Operating profit (EBIT)	-650	-151	-667	112
Net interest expences	-196	-137	-172	-136
Net agio	14	49	-1	1
Restructuring costs financial/write downs	0	-48	-55	0
Other financial items	-22	-42	-25	0
Pre-tax profit (EBT)	-855	-330	-919	-23
Taxes	111	137	137	-5
Profit/loss for the period	-743	-192	-782	-27
Minority interest	1	2	0	1
Earnings per share (in NOK)	-7.04	-0.63	-1.77	-0.06
Earnings per share - diluted (in NOK)	-7.04	-0.63	-1.77	-0.06
Dividend per share	0	0	0	0

6.3 Consolidated balance sheets

(MNOK)	2001	2002	2003	2004
Licenses and rights	1,543	1,288	1,042	988
Goodwill	459	972	990	917
Tangible fixed assets	1,133	926	652	617
Deferred tax assets	32	136	289	260
Financial fixed assets	143	138	49	85
Total fixed assets	3,310	3,460	3,021	2,867
Inventory	1,211	1,122	1,039	869
Accounts receivable	488	548	537	482
Other receivables	148	128	119	83
Bank deposits, cash, and cash equivalents	169	77	105	100
Total current assets	2,042	1,875	1,800	1,534
Total assets	5,352	5,335	4,821	4,400
Share capital	202	427	475	476
Minority interests	2	1	2	1
Other equity	1,484	1,682	1,065	938
Total equity	1,688	2,109	1,542	1,415
Deferred tax	75	27	27	24
Other provisions for liabilities	36	6	3	2
Total provisions for liabilities	111	33	30	26
Debt to financial institutions	1,832	1,719	2,434	2,335
Other long-term liabilities	114	24	20	23
Total long-term liabilities	1,945	1,743	2,453	2,358
Debt to financial institutions	966	794	116	59
Accounts payable and other short-term liabilities	643	655	680	543
Total current liabilities	1,609	1,450	796	602
Total equity and liabilities	5,352	5,335	4,821	4,400

6.4 Consolidated statement of cash flows

MNOK	2001	2002	2003	2004
Pre-tax profit	-855	-330	-919	-23
Adjustment for write-downs and depreciation	617	310	873	187
Changes in inventory and accounts receivable/payable	16	4	91	23
Other adjustments	-52	-147	-76	-19
Cash flow from operating activities	-275	-162	-31	169
Proceeds from sale of fixed assets	23	7	64	18
Payment for purchase of fixed assets	-321	-122	-137	-152
Proceeds/payment for share/holdings	-91	-240	-3	82
Cash flow from investment activities	-389	-355	-76	-52
Net change in long-term debt	30	-49	685	-71
Net change in short-term debt	128	-90	-677	-56
Cash effect from hedging	0	34	0	0
Receipt/payment of equity capital	615	546	124	2
Cash flow from financing activities	774	442	133	-125
Exchange rate fluctuations, cash and cash equivalents	-2	-16	2	3
Net change in cash and cash equivalents	108	-91	28	-6
Cash and cash equivalents as of 01.01	61	169	77	105
Cash and cash equivalents as of 31.12	169	77	105	100

6.5 Comments to preliminary financial figures for 2004 and Q4

- Total operating revenues for the full year 2004 amounted to MNOK 3,713, which were MNOK 371 lower than in 2003. The reduction is mainly due to the divestment of processing activities in Norway and the sale of the farming operation ASM in the US.
- EBITDA for the full year was MNOK 299 which is an improvement of MNOK 240 from 2003. EBIT for the full year was MNOK 112 compared to MNOK – 667 in 2003.
- Total book value of assets by the end of 2004 was MNOK 4,400 which is MNOK 421 less than by the end of 2003.
- Booked equity for the Group by the end of 2004 was MNOK 1,415 which is 32.1% of the total capital. Corresponding figures by the end 2003 were MNOK 1,542 and 32.0%, respectively.
- As a consequence of changes in taxation of gain/loss on shareholdings in Norway the deferred tax assets for the group has been reduced with MNOK 50. Of this MNOK 48 relates to deferred tax positions that are hedging positions. Hedging positions has been put directly to equity and the tax effect of these positions has therefore been posted directly to equity. Summarised the change in taxation laws in Norway result in a tax expense of MNOK 2 and a direct reduction of equity with MNOK 48. This change has no cash effect.
- Net interest bearing debt by the end of 2004 was MNOK 2,295, which is a reduction of MNOK 150 compared to the end of 2003.
- The Group has obtained a waiver from Nordea regarding the debt covenants, for a period up to and including June 2005.
- Cash flow from operations for the full year 2004 was MNOK 169, a substantial improvement compared to MNOK –31 in 2003.
- Liquid funds by the end of 2004 were MNOK 100 which is MNOK 5 less than by the end of 2003. The group's total available liquidity was MNOK 368 at year end
- Total revenues in the fourth quarter of 2004 were MNOK 1,007 which is down 13% compared to same period last year. Operational profit before depreciation and amortisation (EBITDA) was MNOK 59 which is an improvement of MNOK 15 compared to same period last year.
- Operational profit (EBIT) was MNOK 16 in the fourth quarter, which is MNOK 175 better than the same period last year. Last year's EBIT includes non-recurring items of MNOK -186.
- Fjord Seafood had net financial costs of MNOK 28 in the quarter, compared to MNOK 109 in the same period last year. Last years figure includes restructuring and write downs of MNOK 55. The profit before tax in the quarter was MNOK –12 compared to MNOK –268 in the same period last year.
- Earnings per share for the quarter were NOK -0.03 compared to NOK –0.49 for the same quarter last year.

6.6 Segment information

Total operating revenues for the full year 2004 amounted to MNOK 3 713, which were MNOK 371 lower than in 2003. The reduction is mainly due to the divestment of processing activities in Norway and the sale of the farming operation ASM in the US.

EBITDA for the full year was MNOK 299 which is an improvement of MNOK 240 from 2003. EBIT for the full year was MNOK 112 compared to MNOK – 667 in 2003.

Chile					
MNOK	Q4 04	Q4 03	Change	2004	2003
Total revenues	140	192	27%	619	587
EBIT	7	-48	n/a	63	-11
Harvested tons	6,828	9,573	-29%	26,015	24,640

Approximately 70% of the salmon produced in Chile is sold in the US market as fresh fillets. Compared to Q4 2003, revenues were down by MNOK 51.3 due to reduced harvest and lower prices. The reduction in volume is a result of leaving Coho and Trout farming. Airfreight costs for fresh products to the US increased again in Q4. Revenues net of freight were thus further reduced.

As a part of the modernization plan for the Chilean operation, costs related to site upgrade have been high in 2004. This has contributed to higher biomass cost for the harvested generation and thus reduced profit. Fjord Seafood Chile achieved an EBIT of MNOK 7.1 in Q4 2004. The Chilean peso has strengthened 12% towards US dollar from 2003 to 2004, which has contributed to increased costs in dollar terms.

USA					
MNOK	Q4 04	Q4 03	Change	2004	2003
Total revenues	133	193	-34%	616	712
EBIT	8	-63	n/a	24	-299

The figures for 2003 include the farming operation ASM, which was sold in Q1 2004. In Q4 of 2003 ASM revenues were MNOK 27.0.

The smoked salmon entity in the US, Fjord Seafood Ducktrap, continues to show benefits from reduction in overhead cost and restructuring of business carried out in the beginning of the year. Sales in Q4 were somewhat down from the same quarter last year due to disposal of the mail-order business in Q2 2004, which normally had its peak in the last quarter of the year.

Fjord Seafood Sales USA delivered good results in the fourth quarter. The sale of salmon is developing well and the company is continuing to strengthen its relationship with key customers.

Norway					
MNOK	Q4 04	Q4 03	Change	2004	2003
Total revenues	356	351	-4%	1,050	1,259
EBIT	-13	-6	n/a	10	-284
Harvested tons	12,439	7,482	66%	34,388	32,752

The prices of salmon have declined also in the fourth quarter, influencing both sales and profitability in Fjord Seafood Norway. Compared to Q4 2003 prices are down about NOK 0.15 per kg. Harvested volume was high in Q4 compared to last year, but last year a substantial volume of trading was contributing to high revenues. EBIT for the quarter ended at MNOK -12.5.

The Q4 result has been influenced by some special events. During the quarter the fresh water unit, Trollbukta, was sold with a loss. Furthermore, in the seawater operations, increased mortality was registered at the sites Selvågen and Nonsåa due to very low oxygen level in the water. The low oxygen level resulted in bacterial infection and consequently destruction and early harvest of fish. In addition, there have been losses as a result of the severe winter storms. Total losses related to these events are MNOK 15.4.

The growth has been low in Q4 due to feed quota limitations.

Belgium					
MNOK	Q4 04	Q4 03	Change	2004	2003
Total revenues	325	329	-1%	1,213	1,131
EBIT	26	25	4%	84	68

Fjord Seafood Pieters continued its improvements in Q4 compared to 2003. Sales to key accounts in the retail and the food service segments have shown a favourable development. On a full year basis, higher retail sale

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were the major contributor to the overall sales growth. Sales to this segment constituted ~60% of the total – where most is private label products for the large European retail chains.

Changes in the product mix and improvement projects have contributed to improved margins. Q4 EBIT was MNOK 26.3.

The Netherlands

MNOK	Q4 04	Q4 03	Change	2004	2003
Total revenues	71	69	2%	288	337
EBIT	5	3	65%	16	20

The supply of plaice has been unstable and the prices have been very volatile for a long period, and Fjord Seafood Sterk therefore continues to change the product mix to reduce its dependency on plaice.

Compared to last year, sales to the UK market have decreased. The development in the main market in Germany has been good. EBIT for the quarter was MNOK 5.1 and for the year 2004 it was MNOK 15.5. EBIT for 2003 include gain from sale of property with MNOK 16,4.

France

MNOK	Q4 04	Q4 03	Change	2004	2003
Total revenues	105	108	-2%	350	332
EBIT	4	6	-30%	5	6

Fjord Seafood LMB and Fjord Seafood Appeti' Marine showed improvement in their operating performance compared to last year due to restructuring efforts and product pruning. Despite the reduced number of products the operations have increased their revenues in 2004.

Fjord Seafood Rolmer continues to struggle and it was therefore decided to scale down production and concentrate on fewer products. Costs related to the restructuring are included in the figures (-MNOK 0.7). Q4 EBIT for the French operations was MNOK 4.0. Last years EBIT included gain on sale of property with MNOK 2.2.

Scotland

MNOK	Q4 04	Q4 03	Change	2004	2003
Total revenues	49	44	11%	117	164
EBIT	3	-35	n/a	-2	-50
Harvested tons	1,668	1,295	29%	5,820	5,239

The Scottish production is mainly sold internally to Fjord Seafood Pieters for final sales to mainland retail chains. Remaining sales are to the British market, mainly as whole fish. The operation shows great improvement compared to last year thanks to the restructuring efforts. Q4 EBIT was MNOK 3.2.

6.7 Recent events

Fjord Seafood ASA purchased 11.25 million shares in Cermaq ASA for NOK 28.5 per share, amounting a total of MNOK 320.6 on 18 February 2005. This equals 12.9% of Cermaq's total number of outstanding shares. Sellers of the shares are NorgesInvestor II AS and AHW Invest AS. The purchase of the shares in Cermaq is meant as a catalyst for a future integration of Cermaq and Fjord Seafood. Based on this transaction, the Board of Fjord Seafood wishes to invite the Board and corporate management of Cermaq, as well as the company's major shareholder, to discuss whether a merger between the two companies could lead to further value creation for the shareholders of both Cermaq and Fjord Seafood.

The start of 2005 has shown positive development in the prices of salmon both in Europe and in the US.

6.8 Investment

Fjord Seafood has divested all US fish farming operations in 2004. The subsidiary Atlantic Salmon of Maine LLC (ASM) was sold during the first quarter, and the sales price was approximately MNOK 65. The book value of the

company was equal to sales price so there was only a minor profit and loss effect from the sale in 2004. During the first quarter also the activities in Switzerland was sold at book value, and the price was approximately MNOK 10.

In 2003 Fjord Seafood acquired a minor Spanish company, Pescados Delfiordo S.L.U, which is a sales company for salmon into the Spanish market. Purchase price was MNOK 1. The same year the Norwegian company Byrknes Fiskemottak AS was acquired for a price of MNOK 5.6.

In 2002 the joint venture, Fjord Domstein Holding, 50% of which was owned by Fjord Seafood ASA and 50% by Domstein ASA, was dissolved through a demerger with accounting effect as per 1 July 2002. Fjord Domstein Holding was 100% owner of the Pieters Group and the Enghav Group. Through the demerger, the Fjord Seafood Group acquired the Pieters Group, and Domstein acquired the Enghav Group. Fjord Seafood accounted for this as a disposal of the investment in Fjord Domstein Holding. The profit recognised in the accounts in this regard was MNOK 200.5. Furthermore, in accordance with the transaction principle, this transaction was treated as an acquisition of the Pieters Group.

Calculation of goodwill was based on book value of assets at the time of the takeover, 1 July 2002. Goodwill in the acquisition of the Pieters Group were MEUR 99.2, and the dissolution of Fjord Domstein Holding lead to a reduction of book value of goodwill of MEUR 20,9, so the net increase in goodwill was MEUR 78.2.

In 2004 Fjord Seafood sold its 34% ownership in the associated company Fjord Marin ASA.

In 2004 Fjord Seafood has made major investment in the Kongsmoen facility (MNOK 16.5) and the Rio Blanco facility in Chile (MNOK 31.9)

6.9 Debt structure

Fjord Seafood's main bank is Nordea.

MNOK 2,380 multicurrency loan and guarantee facility dated 18 February 2003

On 18 February 2003 the Company and Nordea Bank Norge ASA, as arranger, facility agent, and security trustee signed a 5-year (unless otherwise noted) loan facility for originally up to NOK 2,380 million (the "Loan").

The applicable loan margin is between 90 and 300 basis points, actual pricing is 250 basis points.

The documentation for the Loan consists of four tranches (Facility A, B, C and D).

Facility A

Facility A is a multi currency term loan of originally MNOK 1,535 which through repayments has been reduced to an outstanding of MNOK 1,380.

The repayment of Facility A will be in accordance with the following amortisation schedule:

Date	Repayment
30.06.2005 *	NOK 100,000,000
31.12.2005	NOK 100,000,000
30.06.2006	NOK 100,000,000
31.12.2006	NOK 100,000,000
30.06.2004	NOK 100,000,000

*) Due to waiver from Nordea, the repayment on 30.06.2005 amounts to MNOK 50.

5th Anniversary: The remaining outstanding amount of Facility A

Facility A is also subject to additional repayments, if the free cash flow (after adjustment of working capital changes) in a given financial year is above MNOK 200. Such cash sweep shall be limited to MNOK 100 and will also be reduced if such sweep causes the Company to have problems meeting its loan covenants on liquidity. The cash sweep shall be measured exclusive of operations in Fjord Seafood Chile and in Fjord Seafood Europe.

Facility B

Facility B is a multi currency revolving credit facility of up to MNOK 550.

Facility B is available for drawings on a fully revolving basis throughout its term. It is a condition precedent to each drawing that there is no breach of any representation and warranty and that there is no event of default.

Facility C

Facility C is a multi currency bullet loan in the amount of MNOK 200 with repayment in full on 18 February 2006.

Facility D

Facility D was a multi currency term loan of originally MNOK 45. The loan has subsequently been repaid.

Summary

The applicable margin for Facility A, B, C and D will be calculated on a ratchet based on the ratio of net interest bearing debt ("NIBD") divided by EBITDA. The applicable margin will be between 90 and 300 basis points p.a. The applicable margin will be added to the relevant interbank market rates as applicable.

The financing is subject to the following financial covenants

- Permitted ratios of NIBD divided by EBITDA (with NIBD defined as consolidated total borrowings less consolidated cash or cash equivalents and EBITDA defined as earnings before interest, taxes, depreciation and amortisation of goodwill). The maximum permitted ratio is currently 5.1:1 decreasing gradually to 3.5:1 from Q4 2006.
- Until the total debt/equity is below 80 per cent, The Company shall also maintain a minimum liquidity (cash and available facilities) of NOK 300 million for the group as a whole and MNOK 175 for the "Nordea Units"
- Equity/total assets should be in excess of 34.5 per cent rising to 37.5 per cent from Q4 2004

The Company is also subject to certain other customary covenants including CAPEX restrictions and change of control.

Loan facilities – Chile

Fjord Seafood Chile has local loan facilities in Chile drawn predominantly upon Chilean banks. The facilities consist of

- Term Facility with an outstanding of MUSD 22.7 and semi-annual repayments of MUSD 3.35 until June 2008.
- MUSD 7.4 revolving facility maturing in June 2006.
- In addition, the Chilean operation has obtained a MUSD 2.4 loan from Eksportfinans with fixed interest rate of 2.7%.

Depending on the financial performance of the Chilean operations, the applicable loan margin is between 200 and 300 basis points (200 basis points short term and 300 basis points long term). The facilities contain financial covenants regarding profitability and gearing. In addition, the facilities are subject to restrictions on capital expenditure as well as the giving of dividends.

Loan facilities – Fjord Seafood Europe

Fjord Seafood Europe maintains several long-term loans as well as overdraft facilities. However, the majority of the financing lies with ING, KBC and ABN Amro. Margin on floating rate financing is between 95 and 125 basis points. The actual interest bearing debt is about MNOK 155. The loans have covenants regarding solvability and gearing. The facilities have in addition covenants on approval of dividends.

Summary

Fjord Seafood ASA has drawn all its long-term loans in NOK. The total loan amount is MNOK 1,970, and the average interest rate at the end of 2004 is 4.51%.

Year	Repayment	
2005	NOK	150,000,000
2006	NOK	400,000,000
2007	NOK	200,000,000
2008	NOK	1,220,000,000
Total	NOK	1,970,000,000

6.10 Hedging policy

The Group has developed a hedging strategy for its foreign currency exposure, where lending to and investments in subsidiaries are hedged by borrowing in the same currency or by the use of derivatives. In addition, the currency exposure on ordinary purchases and sales is hedged as it occurs. 80% of revenues are in other currencies than NOK, mostly in USD, YEN, BGP, EUR and CLP.

Accounts receivable and debt in foreign currencies are valued at the year-end exchange rate.

Accounts receivables associated with sales in foreign currencies and sales in foreign currencies are largely hedged by forward exchange contracts. Forward exchange contracts are reported through the profit and loss statement. The Group also uses foreign currency exchange rate options as instruments to hedge future sales.

The group has entered into long term currency swaps to hedge investments in foreign operations and loans to foreign subsidiaries. Gains or losses on these financial instruments are booked against the group's equity for the part that relates to the hedging of investment in subsidiaries. In the parent company accounts the gain or loss are booked towards the shareholding in subsidiaries. The remaining gain or loss on the long term currency swap, which will relate to loans to subsidiaries, are booked in the profit and loss account.

Interest hedging instruments are not carried in the balance sheet; the effect from this hedging is reported in the profit and loss account for the period that it relates to.

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7 Share capital and shareholder matters

7.1 Current share capital

As of the date of this Prospectus, the Company's share capital, fully paid, is 475,598,081, divided into 475,598,081 shares, each with a nominal value of 1. The share capital is fully paid.

After the Share Issue, the Company's share capital will be up to 600,998,081, divided into up to 600,998,081 shares, each with a nominal value of 1.00.

After the deduction of the costs associated with the Share issue, the aggregate share premium shall be allocated to the Company's share premium reserve.

7.2 Share capital development

The development in the Company's share capital since 1998 is shown in the table below.

Date	Change in share capital (NOK)	Total share capital (NOK)	Change number of shares	Total number of shares	Par value (NOK) Comments
26.03.98	5,823,080	23,998,080	582,308	2,399,808	10 Merger with SL-Fjord Holding AS and Fagervik Laks AS.
26.10.98	11,410	24,009,490	1,410	2,400,949	10 Private placement towards employees
26.10.98	55,000	24,064,490	5,500	2,406,449	10 Private placement towards minority shareholders in Draugen AS
26.10.98	222,000	24,286,490	22,000	2,428,649	10 Minority shareholders in acquired companies are bought out with settlement in shares
01.03.99	3,800,000	28,086,490	380,000	2,808,649	10 Merger with Nerzy Fiskeoppdrett.
04.03.99	40,000	28,126,490	4,000	2,812,649	10 Private placement towards minority shareholders in Kongsmoen Settefisk
28.10.99	9,680	28,136,170	968	2,813,617	10 Private placement towards employees
31.01.00	-	28,136,170	-	2,813,617	1 Split 1:10
07.07.00	1,355,630	29,491,800	1,355,630	29,491,800	1 Acquisition of Saga Lax Seafood AS
10.08.00	18,757,447	48,249,247	18,757,447	48,249,247	1 Merger with the salmon farming activities of Domstein ASA
11.08.00	1,802,200	50,051,447	1,802,200	50,051,447	1 Merger with Gigante Havbruk AS
22.08.00	36,775	50,088,222	36,775	50,088,222	1 Private placement towards employees
15.09.00	14,000,000	64,088,222	14,000,000	64,088,222	1 Placement to institutional investors in connection with listing
13.10.00	1,298,600	65,386,822	1,298,600	65,386,822	1 Private placement towards selling shareholders of Sisomar
07.11.00	4,842,170	70,228,992	4,482,170	70,228,992	1 Merger with Euro Laks AS
09.04.01	746,228	70,975,260	746,228	70,975,260	1 Acquisition of Sogn Marine Farm
03.05.01	14,000,000	84,975,260	14,000,000	84,975,260	1 Acquisition of ContiSea, LLC
22.10.01	116,666,667	201,641,927	116,666,667	201,641,927	1 Directed offering
08.07.02	175,416,664	377,058,591	175,416,664	377,058,591	1 Private Placement
01.08.02	15,318,142	392,376,733	15,318,142	392,376,733	1 Repairment
06.09.02	35,000,000	427,376,733	35,000,000	427,376,733	1 Private placement of shares to Enghav Holding (acquisition of Pieters NV)
02.10.02	27,018	427,403,751	27,018	427,403,751	1 Non-tradable pre-emptive rights share issue (synthetic subscription rights issue)
20.01.03	11,200,000	438,603,751	11,200,000	438,603,751	1 Placement in connection with cooperation agreement with Samherji
04.11.03	36,363,636	474,967,387	36,636,363	474,967,387	1 Private placement
26.03.04	630,694	475,598,081	630,694	475,598,081	1 Exercise employees options program

7.3 Exchange information

Fjord Seafood has been listed on Oslo Børs since 19 September 2000 under the ticker FJO. Fjord Seafood's shares are registered in VPS, with security ISIN- NO 000 3102600. Fjord Seafood's VPS registrar is Nordea Bank Norge ASA.

7.4 Shareholder structure

As of 7 March 2005, Fjord Seafood had 9,503 shareholders registered in the VPS, of which 9,308 were Norwegian and 195 were foreign. Foreign shareholders held 7.71% of the share capital.

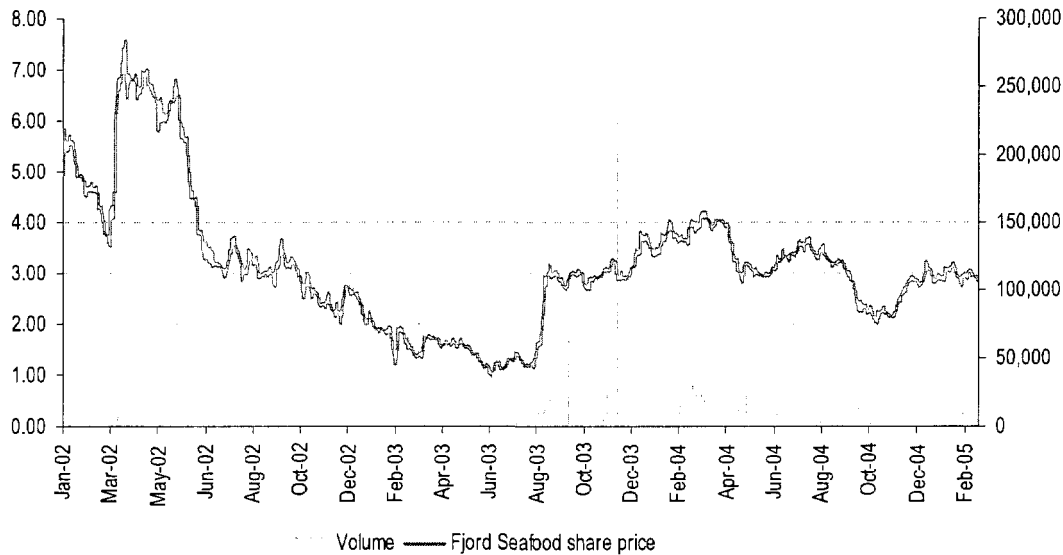
The following table lists the twenty largest shareholders of Fjord Seafood registered in the VPS as of the same date.

Shareholder	# of shares	%
Domstein ASA	53,418,164	11.2%
Domstein Enghav AS	35,000,000	7.4%
Odin Norge	23,836,720	5.0%
Odin Norden	21,069,607	4.4%
Credit Suisse First Boston	11,000,000	2.3%
Vital Forsikring ASA (omløp)	6,203,100	1.3%
Torgnes AS	6,045,484	1.3%
West Coast Invest AS	6,000,000	1.3%
Vicama AS	5,372,500	1.1%
MP Pensjon	5,121,000	1.1%
Jobas AS	4,781,000	1.0%
Fondsfinans ASA Egenhandelskonto	4,752,422	1.0%
Per M. Hjelde	4,292,000	0.9%
Umoe Invest AS	3,400,000	0.7%
Institusjonen Fritt Ord	3,200,000	0.7%
Torgnes Invest AS	3,133,551	0.7%
Saga Lax Norge AS	2,617,900	0.6%
Wakco AS	2,600,000	0.5%
Saga Lax AS	2,505,434	0.5%
Fortius A/S	2,500,000	0.5%
Total top 20	206,848,882	43.5%
Others	268,749,199	56.5%
Total	475,598,081	100.0%

Fjord Seafood ASA is legally the owner of 596,400 shares in Fjord Seafood ASA, which represents 0.1% of the share capital. These shares were purchased in the financial market in 2001, and price was MNOK 19.32. Own shares are recorded at nominal value (NOK 1.00) and charged against paid in equity. The Company has currently no plans to dispose the shares.

7.5 Share price development

The graph illustrates the share price development since January 2002 until today and volume. [to be updated before printing]



Source: Datastream

7.6 Authorisations

7.6.1 Authorisation to issue new shares

At the AGM of the shareholders held on 7 May 2004, the Board of Directors of Fjord Seafood was granted the following authorisations:

The AGM gave the board of directors the following authorisation in connection with the company's option scheme:

- (i) The board of directors is authorised to increase the company's share capital by up to NOK 15,000,000.
- (ii) The authorisation may only be used to issue shares in connection with the company's option scheme.
- (iii) The pre-emptive rights of existing shareholders may be waived.
- (iv) The authorisation is effective up to and including 6 May 2006.
- (v) The authorisation may be utilised in an acquisition, cf. section 5-15 of the Stock Exchange Act.
- (vi) Previous authorisations for the board of directors to increase the share capital are withdrawn.

In addition, the AGM gave the board of directors the following authorisation:

- (i) The board of directors is authorised to increase the company's share capital by up to NOK 50,000,000.
- (ii) The authorisation may be used to approve one or more share issues.
- (iii) The authorisation covers a capital increase by means of non-cash contributions, the right to incur special obligations for the company, cf. section 10-2 of the Public Limited Companies Act, and decisions on mergers pursuant to section 13-5 of the Public Limited Companies Act.
- (iv) The pre-emptive rights of the existing shareholders may be waived.
- (v) The authorisation is effective until the ordinary general meeting in 2005, but no later than 30 June 2005.

As of the date of the Prospectus, Fjord Seafood has not issued any shares according to these authorisations.

7.6.2 Authorisation to acquire own shares

The Company has no authority to acquire own shares.

7.7 Share options

Option Scheme 1

Option Scheme 1 was set up in September of 2002. Under the scheme, 44 employees have the right to purchase a total of 7,230,001 shares in Fjord Seafood ASA at a price of NOK 3,- per share. The options are exercisable until 30 September 2005. If the holder wants to exercise the option before September 2005, a request to the board needs to be done (the process takes minimum 4 weeks).

Option Scheme 2

An individual share option plan was established for the Group CEO in March 2004, whereby he has been awarded 2,000,000 options, with an exercise price that has been set at NOK 3.75 per share. The structure of the scheme is that 1/3 of the options can be exercised for the first time after May 1 2004, 1/3 after May 1 2005 and 1/3 after May 1 2006. The scheme gives Helge Midttun the right to accumulate his options, and the plan expires June 1 2006.

7.8 Shareholder agreements

The Company is not aware of any agreements between its shareholders relating to the holding of shares in Fjord Seafood.

7.9 Shareholder rights

7.9.1 Share classes and voting rights

Share classes

Fjord Seafood has one single share class.

Voting rights

Each share in Fjord Seafood carries one vote, and is equal in all respects.

As a general rule, resolutions that shareholders are entitled to make pursuant to Norwegian law or Fjord Seafood's Articles of Association require a simple majority of the votes cast. In the case of election of directors to the Board of Directors, the persons who obtain the most votes cast are deemed elected to fill the positions up for election. However, as required under Norwegian law, certain decisions, including resolutions to waive preferential rights in connection with any share issue, to approve a merger or de-merger, to amend Fjord Seafood's Articles of Association or to authorise an increase or reduction in the share capital, must receive the approval of at least two-thirds of the aggregate number of votes cast as well as at least two-thirds of the share capital represented at a shareholders' meeting. Norwegian law further requires that certain decisions which have the effect of substantially altering the rights and preferences of any shares or class of shares receive the approval of the holders of such shares or class of shares as well as the majority required for amendments to Fjord Seafood's Articles of Association. Decisions that (i) would reduce any shareholder's right in respect of dividend payments or other rights to the assets of Fjord Seafood or (ii) restrict the transferability of the shares require a majority vote of at least 90 per cent of the share capital represented at the general meeting in question as well as the majority required for amendments to Fjord Seafood's Articles of Association. Certain types of changes in the rights of shareholders require the consent of all shareholders affected thereby as well as the majority required for amendments to Fjord Seafood's Articles of Association.

In general, in order to be entitled to vote, a shareholder must be registered as the beneficial owner of Shares in the share register kept by the VPS. Beneficial owners of Shares that are registered in the name of a nominee are

generally not entitled to vote under Norwegian law, nor are any persons who are designated in the register as holding such Fjord Shares as nominees.

7.9.2 Trading rights

The Company's articles of association do not contain any limitations with regard to trading of the shares.

7.9.3 Limitations on the right to own shares

Neither the articles of association nor current company legislation limit the right to own shares in the Company.

7.9.4 Shareholder and dividend policy

Shareholder policy

Restriction on Ownership of Shares

The Articles of Association of Fjord Seafood contain no provisions restricting foreign ownership of Shares. There are no limitations under Norwegian law on the rights of non-residents or foreign owners to hold or vote the Shares.

Additional Issuances and Preferential Rights

All issuances of Fjord Shares by Fjord Seafood, including bonus issues, require an amendment to the Articles of Association, which requires the same vote as other amendments to the Articles of Association. Furthermore, under Norwegian law, Fjord Seafood's shareholders have a preferential right to subscribe for issues of new shares by Fjord Seafood. The preferential rights to subscribe in an issue may be waived by a resolution in a general meeting by the same vote required to approve amendments to the Articles of Association. A waiver of the shareholders' preferential rights in respect of bonus issues requires the approval of all outstanding shares, irrespective of class.

Under Norwegian law, bonus issues may be distributed, subject to shareholder approval, by transfer from Fjord Seafood's free equity or from its share premium reserve. Such bonus issues may be effected either by issuing shares or by increasing the par value of the shares outstanding.

The issuance of shares to holders who are citizens or residents of the United States upon the exercise of preferential rights may require Fjord Seafood to file a registration statement in the United States under United States securities laws. If Fjord Seafood decides not to file a registration statement, such holders may not be able to exercise their preferential rights and in such event would be required to sell such rights to eligible Norwegian persons or other eligible non-US holders to realise the value of such rights.

Dividend Policy

Fjord Seafood wants to create financial value for its owners by securing growth and profitability. The value created in the company should be reflected in higher share price and dividends.

The long term objective is to pay out about 30 per cent of its result to its shareholders, provided that the company has an adequate liquidity and equity ratio.

Under Norwegian law, no interim dividends may be paid in respect of a financial period as to which audited financial statements have not been approved by the annual general meeting of shareholders, and any proposal to pay a dividend must be recommended or accepted by the directors and approved by the shareholders at a general meeting. The shareholders at an annual general meeting may vote to reduce (but not to increase) the dividends proposed by the directors.

Dividends in cash or in kind are payable only out of (i) the annual profit according to the adopted income statement for the last financial year, (ii) retained profit from previous years, and (iii) distributable reserves, after deduction of (a) any uncovered losses, (b) the book value of research and development, (c) goodwill, (d) net deferred tax assets recorded in the balance sheet for the last financial year, (e) the aggregate value of any

treasury shares Fjord Seafood has purchased or been granted security over during the preceding financial years, (f) any credit or security given pursuant to sections 8-7 to 8-9 of the Norwegian Public Limited Companies Act and provided always that such distribution is compatible with good and prudent business practice with due regard to any losses which may have occurred after the last balance sheet date or which may be expected to occur. Fjord Seafood cannot distribute any dividends if the equity, according to the balance sheet, amounts to less than ten per cent of the total balance sheet without following a creditor notice procedure as required for reducing the share capital.

Under Norwegian foreign exchange controls currently in effect, transfers of capital to and from Norway are not subject to prior government approval except for the physical transfer of payments in currency, which is restricted to licensed banks. Consequently, a non-Norwegian resident may receive dividend payments without Norwegian exchange control consent if such payment is made only through a licensed bank.

Fjord Seafood's Board of Directors considers the amount of dividend (if any) to recommend for approval by Fjord Seafood's shareholders, on an annual basis, based upon the earnings of Fjord Seafood for the year just ended and the financial situation of the Company at the relevant point in time.

7.9.5 Information policy and investor relations

Fjord Seafood endeavours to provide all market participants with timely and equal information. In addition to current notifications to Oslo Børs, the Company arranges investor presentations in connection with quarterly and annual financial reporting. On certain occasions, the Company also arranges meetings with investors.

Fjord Seafood also pursues an open information policy towards the media and other stakeholders.

From October 2004 Oslo Børs introduced a marking of companies providing a defined set of investor relation information for the market on their websites. Fjord Seafood has obtained both the "I" and the "E" mark. The "I" mark acknowledges that the Company has met certain extended information requirements in the relevant benchmark period. The "E" mark requires the Company to make all information available in English.

Fjord Seafood has established a policy for good corporate governance in accordance with applicable recommendations, including recommendations from Oslo Børs. It is a goal that the shareholders will have reasonable opportunity to exercise their power as owners, that the Board of Directors will look after all of the shareholders' interests for the common good, and that the Board of Directors and the management work together in a professional manner.

8 Risk factors

A subscription of the New Shares offered by this Prospectus involves a high degree of risk. The following factors, in addition to the other information contained in this Prospectus, should be carefully considered before making any such subscription. Included in this Prospectus are various "forward-looking statements", including statements regarding the intent, opinion, belief or current expectations of the Company or its management with respect to, among other things, (i) goals and strategies, (ii) plans for new product development, (iii) marketing plans, the Company's target market, (iv) evaluation of the Company's markets, competition and competitive position, (v) trends which may be expressed or implied by financial or other information or statements contained herein, and (vi) outcomes of disputes. Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance and outcomes to be materially different from any future results, performance or outcomes expressed or implied by such forward-looking statements. Such factors include, but are not limited to, the risk factors described below and elsewhere in this Prospectus.

Macroeconomic fluctuations

The demand for farmed fish is strongly influenced by the consumer's buying power and the global economic development. Changes in the consumer habits and behaviour will influence the demand for fish in the regions where the Group is operating, and may have a negative impact on its turnover and profit.

Changes in interest rates

The Group's net profit/loss depends on financial costs, as the Group has considerable interest-bearing debt. About 55 per cent of the Group's debt is debt in NOK and about 26 per cent is debt in USD. If there is an increase in Norwegian interest rate of 1 per cent, the Group's interest expenses will increase by NOK 12.9 million per year.

Currency fluctuations

Because a portion of Fjord Seafood's business is conducted in currencies other than Norwegian Kroner, the Company will be exposed to volatility associated with foreign currency exchange rates in the course of business. There can be no assurance that the Company will not experience currency losses in the future. The most important currencies are NOK, USD and EUR, but GBP is also important.

Share price volatility

The Fjord Seafood share price could experience substantial fluctuations caused by a number of factors. Many of these will be outside the Company's control and may be independent of its operational and financial development. Factors which may affect the share price include the following (the list is not exhaustive):

- Reactions to quarterly and annual reports published by the Company
- Changes in analysts' estimates
- Changes in the aquaculture industry in general
- Changes in market and financial prospects
- Rumours and speculation in the market

Variability of operating results

The Company's operating income/loss and operating results can vary from month to month. The Company's operating income is difficult to forecast due to changes in technology, the competitive environment, and other general economic and market conditions. Unanticipated difficulties in pursuing the Company's business strategy as described in this Prospectus could have a material adverse effect on the Company's business, operating results, or financial condition.

Industry

Prices, supply and demand

The main market risk is associated with the demand for aquaculture fish. Overproduction may lead to a fall in prices and in turn materially affect the Company's profitability. The aquaculture industry is characterised by heavy competition and many global competitors. The demand for aquaculture fish is to a great extent influenced by a number of external and uncontrollable factors. Any shift in the demand may lead to lower sales prices and may have a negative impact on the company's turnover and profit.

Increasing prices will entice new entrants and increased supply of salmon, as occurred in 2003, with the consequent low prices causing financial difficulties for all companies in the industry. Consolidation of the farming businesses tends to accelerate under such conditions.

The supply/demand balance could be changed by new producer nations of salmon and salmon trout entering the market, although at this stage there is no evidence of a major new producer entering the market. If a new species of seafood is introduced and commercialised, this may cause substitution away from salmonides. A failure to meet such a development could adversely affect the Group's operating results and financial condition.

The production of salmon is a global business with producers in several different countries. The historic profitability of the industry and the continuing growth in demand has attracted new entrants, particularly in Chile. Over-production and low prices have encouraged the acceleration of consolidation and integration in the industry. Economies of scale and the need for a strong capital base are likely to encourage further consolidation.

There are a number of barriers to entry offsetting expansion into the industry:

- The requirement for permits to farm fish (licenses) which prevail in all relevant jurisdictions
- Increasingly fewer and bigger key customers
- Customer demand with regard to stable deliveries and a diversified portfolio of product (species) and
- The need for an adequate capital base to survive volatile prices

Feed cost and resource situation

Feed costs accounts for an important part of the production cost (50 per cent). Fluctuations in price of fish feed could have an impact on industry's profitability. The price of fish feed is dependent on the global market for protein meal and fish and vegetable oils.

Natural limitations in the resources of the sea may lead to a shortage of fish meal and fish oil in the world. Fish meal and fish oil are critical input factors in the production of feed for fish farming products.

The market for the Company's products and services is competitive. The failure of the Company to maintain a competitive product and services offering could have a material adverse effect on the Company's business, operating results or financial condition.

Operational risk

Disease

Natural conditions such as climate, disease and algae/jellyfish will be of crucial importance for when and how much salmon is available in the market.

Disease is a major risk element facing companies within the aquaculture industry. In connection with outbreaks of diseases, in addition to direct losses of fish, the Company may have to carry out expensive measures such as forced slaughtering, disposal of slaughtered fish and medication.

Loss of smolt and fish in sea can result in limited production capacity and reduce the Company's farming operations and capacity to deliver in accordance with contractual obligations. As a consequence, disease outbreaks may have negative effects on the Company's operating results and financial condition.

Some of the main diseases facing fish farmers are presented below:

Infectious Salmon Anaemia (ISA) is caused by a virus and transmitted by infected fish or dead organic materials. The virus has a short life cycle, and is not found in fresh water. ISA was first discovered in Norway in 1984, and contributed to enormous fish losses around 1990. ISA was identified in salmon in the New Brunswick industry in 1997. While SSF is trialing an experimental vaccine, prevention is the focus of the company's risk management practices. The industry has taken a number of steps to reduce the risk of ISA related losses including eliminating the discharge of blood water, maintaining its existing degree of separation between sites, fallowing areas which have experienced ISA, institution of single year class management practices, restricting the movement of boats and equipment from infected areas, and rapid removal of any cages which test positive.

Furunculosis is caused by the bacteria *Aeromonas salmonicida*, and may be transmitted through water or direct contact. Import of smolt from Scotland in 1985 reintroduced this disease in Norway. In 1991 this disease was widespread in almost all farming areas in addition to many watercourses in Norway. Better vaccines are the main reason why this disease is of no significant threat today. The illness has never been proved to exist in Chile.

Viral Haemorrhagic Septicaemia (VHS) is caused by a virus that can affect rainbow trout, mainly in freshwater. Because the virus can be present in sites with no infected fish, the ways and causes of infection are unclear. This disease is most common for small size fish and marine fish can be carriers for this virus.

Infectious Pancreatic Necrosis (IPN) and Infectious Haemepatic Necrosis (IHN) are highly contagious viral diseases of trout and salmon. High mortality is typically experienced, especially in fry and fingerling rainbow, brook and brown trout. The IPN virus also causes mortality in striped bass, sea bass, menhaden, halibut, yellowtail and eel. Viral diseases occur in many parts of the world, including North, Central and South America, Europe (including the UK), Scandinavia, Japan and Southeast Asia.

Sea Lice is a parasite that lives in the sea that may cause a problem to fish both inside and outside cages. Fjord Seafood is controlling the fish on a regular basis to prevent the growth of these ecto-parasites (on skin) and use either lipfish or medical treatment.

During 2001 there have been outbreaks of ISA at two of the Group's locations in Sogn og Fjordane in Norway. There has been an outburst of IPN at two of the Group's smolt facilities in Nord Trøndelag in Norway, but in the later seasons Fjord Seafood has not faced big loss due to IPN or ISA.

Insurance coverage of biomass tends to change according to major outbreaks of diseases, as diseases are removed from coverage. This has recently happened with regard to ISA, where fish farming companies today are self insured.

Algae Bloom

Algae blooms are intensive and sudden blooms of algae that occur naturally in the world's marine environment. Some algae species are harmful for living marine organisms. The risk of occurrence of an algae bloom is highly site specific and highly weather dependent. The Group has implemented preventive measures to reduce the potential damage related to a bloom of harmful algae. Fish losses due to harmful algae bloom could, however, have negative consequences for the Company's operating results and financial condition.

Predators

Seals, sea lions, and predatory birds are the most frequently occurring sources of predator related fish losses. The most effective management practices to reduce seal and sea lion related losses include the use of seal scarers, semi-rigid netting, predator barrier netting, double netting, and the deployment of larger cages. Where permitted, the removal of the predator could be means of control, but is only used when all other measures fail.

Other operational risks

Farmed fish require water conditions, which have to be carefully maintained in order to ensure their continuing good health. Unintentional accidents causing pollution or loss of water may result in the death of fish or the necessity to harvest fish before they reach optimal market size. Inventories of fish in the water are also

susceptible to deliberate acts of vandalism or sabotage for whatever reason, which can again result in the death of the fish or the necessity to harvest fish before they reach optimal market size.

The growth rates of fish are dependent upon weather conditions. Unexpectedly hot or cold temperatures may adversely impact growth rates, harm the fish and lead to losses of fish. Bad weather may also delay harvest or result in the loss of equipment or fish. Adverse weather conditions such as storms or floods can also cause damage to facilities such as interruption of water supply or seaweed blockages that may also lead to loss of fish.

The Group is dependent upon attracting and retaining key employees and management personnel in its various business areas. Financial difficulties and other factors could adversely affect the Group's ability to retain key employees. The loss of the services of key employees could have a negative impact on the Group's operating results and financial condition. Competition for qualified personnel is intense and the Group will in all likelihood be subjected to recruiting efforts directed at key employees from competitors and others.

Environmental risk

Natural phenomena or damage to cages may allow fish to escape. In addition to negative financial consequence with regard to loss of biomass, escaping fish are considered to have a negative effect on the natural marine environment. The claims include allegations that escapees have a negative effect on the gene pools of wild fish, increasing mortality in next generation salmon produced by interbreeding with wild fish. Norwegian authorities pursue this issue vigorously, levying penalties and criminal prosecution against those who infringe regulations adopted to prevent escapes, which could affect the Company's operating results and financial condition.

There is substantial public attention to the risk of escape in jurisdictions having adopted or adopting measures to protect wild salmon (e.g. in parts of Scotland). Strict and financially burdensome conditions for obtaining and maintaining farming permits may be imposed to limit the risk of escape and assist in the identification of escapees, which could have negative effects on the Company's operating results and financial condition.

Norway has a long coastline with rough weather conditions at times, to which most fish farming facilities are exposed. Although the Group's fish farming sites in Norway are located in areas where the weather conditions are well known and where all the facilities have been secured as well as possible, there will always be a risk that the facilities or parts of the facilities will be damaged as a result of rough weather conditions, which could have negative effects on the Group's operating results and financial condition.

The Group's offshore production facilities in Chile and Scotland may also suffer from bouts of extreme weather.

Financial risks

The company has a net interest bearing debt of MNOK 2,295 versus total assets of MNOK 4,400, and the booked equity for the Group by the end of 2004 was MNOK 1,415 which is 32.1% of the total capital.

The Group will be subject to various financial and other covenants in their respective credit agreements. The financial covenants relate in particular to the ratios of equity to total assets, net interest bearing debt to EBITDA, total debt to equity, interest coverage ratio and available liquidity. Failure to comply with such covenants will constitute an event of default under such agreements.

International operations

Operations in international markets are subject to risks inherent in international business activities, including, in particular, general economic conditions in each such country, overlapping differing tax structures, managing an organisation spread over various jurisdictions, unexpected changes in regulatory requirements, complying with a variety of foreign laws and regulations.

Regulatory framework and political risk

The Group may be impacted by changing environmental protection laws and regulations enacted by international, national and local regulators. Please see chapter 9 for a detailed description of the regulatory framework.

There is a political risk associated with future regulations regarding the establishment of new operations, fish density and feed quotas. The allocation of new licences or other measures that increase production capacity may upset the market balance between supply and demand, which could adversely affect the Group's operating results and financial conditions.

Recently the idea of taxation on the use of coastal areas has been put forward. The possibility of an introduction of this or other new forms of taxation is a constant risk.

Trade measures

Decisions by EU and U.S. trade authorities in current and future reviews could materially affect Fjord Seafood's sales and profits.

European Union

The EU introduced anti-dumping and anti-subsidy measures against Norwegian salmon in 1997. The measures lasted for a period of five years. At the same time, an agreement between the Norwegian state and the European Commission was entered into (the Salmon Agreement). The agreement imposed further limits on Norwegian salmon export to the European market, with the same duration as the anti-dumping measures.

Both the anti-dumping measure and the Salmon Agreement were terminated in May 2003, but Norway voluntarily agreed to maintain an export tax of 3 per cent. In January 2004 this tax was reduced to 0.75 per cent, which is also the prevailing rate today. In February 1996 a feed quota scheme was also introduced to regulate the production, and this agreement lasts to December 2004. Whether new measures will be introduced when this scheme expires is uncertain.

Following Irish and British complaints against salmon farmers in Norway, Iceland, Chile and the Faeroes, the EU introduced in August 2004 a temporary import quota for Norwegian salmon lasting up to February 2005. During this period imports in excess of 163,997 attracted a punitive duty of 17.8 per cent.

On 4 February 2005, the EU resolved to introduce permanent measures to substitute the above mentioned initiatives. The trade sanctions contain a minimum import price (MIP) to be used for sale to EU, and regulations on trade tax to be paid, if the defined price is not adhered to. In addition there is a defined export quota to EU that cannot be exceeded without paying additional tax on the sale. The importers must provide satisfactory evidence to the relevant customs authorities of the actual import price and grant security to the customs authorities pending the provision of such evidence. The safeguard measures entered into force on 6 February 2005. Norwegian authorities are considering filing a complaint against the EU measures with the WTO.

The restrictive measures from the EU could have an adverse effect on Fjord Seafood's business and results of operations.

The USA

Imports of Chilean salmon to the United States, including those by the Company's Chilean subsidiaries, are subject to an antidumping duty order issued by the DOC in 1998. The DOC's reviews of salmon imports by the Company's Chilean subsidiaries that have been completed to date have not found a material dumping margin, and those imports consequently have not been subjected to antidumping duties or deposit requirements. Based on expected 0 or de minimise margins in the review of the 2000-2001 period currently being conducted by the DOC, the Company's Chilean subsidiaries have requested revocation of the order with regard to their exports. The decision on revocation involves consideration of factors on which the DOC has substantial discretion that could lead the DOC not to revoke the order for one or more of these subsidiaries. If the Company's subsidiaries continue to be subject to the antidumping duty order, they may become liable for significant amounts of retroactively imposed antidumping duties for which no accounting provisions have been made by the Group and their future access to the U.S. market may be adversely affected by higher deposit and duty rates in the future. Any such developments could have a material adverse effect on Fjord Seafood's financial condition and results of operation.

Legal claims and tax exposure

Fjord Seafood is subject to certain legal claims from customers, employees, etc. Furthermore, Fjord Seafood is subject to certain actual and potential disputes with the tax authorities. See section 10 ("Legal disputes and tax matters"). No assurance can be given that the amounts provided for in the accounts are sufficient to cover the final outcome of such claims and matters.

Covenants

Fjord Seafood is subject to various financial and other covenants in the respective credit agreements. The financial covenants relate in particular to the ratios of equity to total assets, net interest bearing debt to EBITDA, total debt to equity and interest coverage ratios. Failure to comply with such covenants will constitute an event of default under such agreements. The occurrence of an event of default, whether as a result of breach of covenants or otherwise, will entitle the banks to accelerate the relevant credits and demand repayment in full prior to the stated maturity date. Should Fjord Seafood not have sufficient funds to repay the loans, it is dependant upon being able to reach agreements with the banks for waiver of covenants, to refinance the existing loans and/or dispose assets to meet debt payments. Failing of any of the foregoing actions Fjord Seafood may face debt composition or bankruptcy proceedings being opened.

Damage claims under contracts

Fjord Seafood's general policy is to reduce potential liability in contracts with customers by excluding liability for consequential loss and by capping the damage liability. However, certain of the customer agreements do not, or only partially, contain such limitations.

Loss of key employees

Fjord Seafood is dependent on the ability to attract and retain highly skilled technical, managerial and marketing personnel. The Company may not be able to retain key employees, or may need to pay higher compensation, which could adversely affect operating results.

9 Regulatory framework

9.1 Regulatory framework Norway

9.1.1 The Norwegian Farming of Fish and Shellfish Act

Current legislation is the Act of 14 June 1985 no 68, on breeding of fish and shellfish (the "Fish Farming Act").

Farming operations/sea farms have to be approved by the Norwegian Ministry of Fisheries ("NMOF"), which grants licences pertaining to the different stages of the breeding process, such as hatching, juvenile production etc. Licenses are normally issued with an unlimited term, but with a limited right for the NMOF to withdraw the license (e.g. in case the sea farm poses a threat to the environment that can not be remedied otherwise).

With respect to salmon and trout, the NMOF determines licensing periods, the number of licences to be granted and the distribution between regions.

A more liberal licensing policy has been applied to marine fish, subject to compliance with minimum requirements. The NMOF is preparing new regulations with respect to the breeding of marine fish.

A licence issued pursuant to the Fish Farming Act can only be transferred to another person or legal entity with the approval of the Norwegian Directorate of Fisheries. Legal entities owning licences may in principle change ownership without approval provide certain filing requirements are complied with. In addition to the filing requirements, changes in the owning interests of a legal entity holding a license is often conditional on the Norwegian Directorate of Fisheries' approval pursuant to the conditions set under each license. Further the NMOF may decide that changes in the owning interests in the legal entity holding the license have to be approved.

NMOF issued a consultation paper on 7 December 2004, containing a proposal for a new Aquaculture Act which is to supersede the Fish Farming Act. The consultation paper proposes to maintain the system with a limited number of licenses for farming of trout and salmon. However, it also proposes that the licenses shall be transferable without approval from the authorities, and that licenses may be pledged. NMOF assumes that this will increase the creditworthiness of fish farming companies.

The industrial production of fish is also controlled by way of regulation of the size of the farms and regulation of fish density.

Previously, directives under the Fish Farming Act governed the maximum quantities of feed that may be used in the breeding of salmon. The feed quota for salmon was regulated for periods of one year. From 1 January 2005, the feed quota arrangement was repealed.

Regulations adopted under the Fish Farming Act shall ensure that foodstuffs are healthy and fit for human consumption. If there is doubt whether fish from a sea farm contains for example illegal additives, the fish is to be retained in the sea farm.

Regulations adopted under the Fish Diseases Act (see below) and the Fish Farming Act of 20 December 2000 governs assignment, establishment and operation of smolt facilities.

The Regulations of 22 December 2004 restrict the number of licences that can be owned or controlled by a person or a company. If an acquisition results in an owner acquiring control (meaning that such owner directly or indirectly acquires 50 per cent ownership) over more than 20 per cent of the total volume of licensed biomass in Norway, permission is required from NMOF. Permission will be denied if the ownership exceeds 35 per cent of the licensed biomass. Control of more than 50 per cent of the total volume of licensed biomass in one of the regional areas defined by the fishery authorities is prohibited.

9.1.2 The Norwegian Food Production and Food Safety Act ("Food Act")

The Food Act applies to fish and other aquatic organisms and supersedes i.a. the Fish Diseases Act, The Food Act and appurtenant regulations impose a legal duty to prevent occurrences of fish disease. Further, there is a legal duty to conduct regular health controls and there are limitations on the trade and import of fish. Pursuant to the regulations the expansion and relocation of a sea farm requires approval.

All enterprises operating in the culling and processing of fish, must be approved by the Food Safety Authority in accordance with the regulation of 14 June 1996 No 667 (Quality provisions for fish and fish products).

9.1.3 The Norwegian Pollution Act

Pursuant to the Pollution Act, a specific licence is necessary for the establishment, removal or expansion of a farming facility. When assessing an application for a licence under the Pollution Act, the disadvantages caused by the pollution must be weighed against the advantages of the proposed activity. Pursuant to the Pollution Act, a licence is required to farm fish.

9.1.4 Coastal Zone Management

Norway has developed a system for coastal governance. The Planning and Building Act facilitates decentralisation of planning and building authority to the local and regional county authorities. The local authorities can make legally binding decisions within the limits of the national and regional frameworks. A number of local authorities have adopted comprehensive plans on coastal zone management. Some of the local plans for coastal zone management do not identify areas for the aquaculture industry, and might hinder the development of the industry.

Also, environmental legislation and the conservation of areas limit the right to exploit the coastal zone.

The government aims at a long - term sustainable development of the sea and coastal areas. A continued focus on the environmental issues of the aquaculture industry is planned. New regulations requiring approval of construction plants, internal control mechanisms, and efforts such as labelling to prevent the negative effects of escaped salmon are likely to be adopted.

The Ministry of Fisheries is currently preparing a new Aquaculture Act, to replace the current Fish Farming Act. Also, a revision of the Planning and Building Act is planned, with inter alia an increased focus on the governance of the coastal zone.

9.1.5 The Harbours and Coastlines Act

The Harbours and Coastlines Act has provisions requiring a permit to place farming facilities in the sea.

9.1.6 Export Sales – The EU market

The free trade of goods within the European Economic Area Agreement (EEA), does not include fish. The export of Norwegian salmon to the EU is, however, an important commercial policy question.

Since 1989 a number of anti dumping accusations have been made against Norwegian salmon export to the EU-market. The Salmon Agreement was concluded between the Norwegian government and the European Commission On 2 July 1997 The Salmon agreement gave Norwegian exporters an option to adopt the minimum price obligations of the Salmon Agreement, to avoid anti-dumping duties from the EU countries. After the expiration of the Salmon Agreement on 30 June 2002, Norwegian salmon exporters have been free to set their price, but without protection against anti-dumping measures.

Following applications from Ireland and the United Kingdom in February 2004, the EU Commission adopted provisional safeguard measures against imports of farmed salmon on 13 August 2004. The decision restricted imports of farmed salmon from Norway in the period of 15 August 2004 to 6 February 2005 to a quota of 163 997 tonnes. The quota was based on a 5 per cent increase of the total quantity exported during the three year period 2001 to 2003. For excess export volumes a duty will be payable of EUR 522 pr. tonne for gutted fish and EUR

722 pr. tonne for fillets. This represented a 17.8 per cent increase of the Q1 2004 CIF/Community border price for the imported product.

On 4 February 2005 the EU evoked trade sanctions on sale of salmon into EU (safeguard measures). The trade sanctions contain a minimum import price (MIP) to be used for sale to EU, and regulations on trade tax to be paid if the defined price is not adhered to. In addition there is a defined export quota to EU that cannot be exceeded without paying additional tax on the sale. The MIP is EUR 2,700 per tonne whole fish equivalent for fresh farmed salmon and EUR 2,592 for frozen farmed salmon, increasing to EUR 3,000 per tonne for . The MIP for imports in Group 1 (non-fillets) shall be EUR 3,000 per tronn fresh and EUR 2,880 frozen and that for imports in Group 2 (fillets) shall be EUR 4,154 per tonne fresh and EUR 3,988 frozen. From 16 April 2005 until 13 August 2008 the MIP shall, subject to review by the EU Commission, be EUR 2,850 per tonne whole fish equivalent for fresh and EUR 2,736 for frozen, with MIP for imports in Group 1 at EUR 3,170 per tonne fresh and EUR 3,040 frozen and for Group 2 at EUR 4,385 per tonne fresh and EUR 4,209 frozen. The importers must provide satisfactory evidence to the relevant customs authorities of the actual import price. Pending the provision of such evidence the importers must grant a security to the customs authorities of EUR 290 per tonne (EUR 320 per tonne for Group 1 and for EUR 450 per tonne Group 2).

The definitive safeguard measures entered into force on 6 February 2005. Norwegian authorities have signalled that they consider bringing the matter before the WTO.

9.2 Regulatory framework Chile

9.2.1 General Law of Fisheries and Aquaculture

The main regulatory framework of the aquaculture business is contained in Law No. 18.892 on the General Law of Fisheries and Aquaculture (the "Aquaculture Law").

The aquaculture business in Chile is based on administrative licenses granted by governmental bodies. These administrative licenses authorise the companies to use national property (i.e. sea, lakes, rivers and other water courses defined as appropriate for aquaculture by the Under secretariat for Fisheries and the Ministry of National Defence) for an indefinite period, but subject to the obligations contained in the Aquaculture Law, the breach of which may lead to revocation of the particular license.

Title V of the Aquaculture Law (sections 67-90) establishes the general rules applicable to aquaculture "concessions" and "authorisations" (i.e. the two type of administrative licenses that may be obtained depending on whether the aquaculture activity will be developed on seawater or fresh water, respectively) and sets out the procedure for their award. Supreme Decree No. 290, of 1993, contains the detailed regulations for the award of the corresponding concessions or authorisations.

The most important rules applicable to aquaculture concessions and authorisations are the following:

Restrictions on applications

Chilean individuals, foreigners with permanent residence visa and companies incorporated under Chilean laws may apply for and obtain aquaculture concessions and authorisations. Foreign companies or individuals may own Chilean companies engaged in aquaculture activities without restrictions, provided however that the introduction of foreign capital is subject to simple foreign exchange and foreign investment regulations.

Types of Administrative License (Authorisations and Concessions)

The type of administrative license required is defined by the geographical area in which the activities will be carried out and by the governmental body with jurisdiction over such area.

On one hand, concessions are awarded by the Ministry of National Defence and may be granted on ocean beaches, public beaches, portions of seawater and seabed, inside and outside bays and on rivers and lakes navigable by vessels of more than one hundred gross registered tons, specified as appropriate for aquaculture by decrees issued by the Ministry of National Defence.

Authorisations, on the other hand, are awarded by the Under secretariat for Fisheries and may be granted on rivers and lakes not navigable by vessels of more than 100 gross registered tons specified as appropriate for aquaculture by decrees issued by the Under secretariat for Fisheries.

Property rights on concessions and authorisations

Even though authorisations and concessions are just administrative licenses to use national property, they are vested with ownership and other rights that are protected under Chilean laws.

First of all, authorisations and concessions are awarded for an indefinite term so that the holder of a license cannot be deprived of its right to use unless there is a legal cause for termination. Furthermore, holders of authorisations and concessions may freely transfer, lease or make any kind of legal transaction over them, provided however that prior consent from the authority that awarded it has been obtained. Supreme Decree No. 290, of 1993 sets the rules for the transfer or lease of authorisations and concessions.

Authorisations and concessions are only subject to the payment of an annual fee, which is determined according to the size of the area subject to the license.

Termination of authorisations and concessions

Authorisations and concession may be cancelled by the corresponding authority, whenever the holder falls in one of the following legal causes:

- a) Using the concession or authorisations for a different purpose from the one it was granted;
- b) Failure to pay the annual fees;
- c) Being sentenced twice or more times for violations of sanitary or environmental regulations contained in Supreme Decrees 319 and 320;
- d) Being found guilty by non-appeal able judgement of introducing polluting agents in rivers, lakes and sea, or for bringing unauthorised hydro biological species;
- e) As for the first year of the concession or authorisation, having a biomass smaller than 50% of the biomass to be farmed or having carried out less than 50% of the activities planned according to the technical project approved by the Under secretariat for Fisheries; or
- f) Interrupting operations for two consecutive years.

9.2.2 Environmental and Sanitary Matters

Law No. 19.300, the General Environmental Basis Law (the "Environmental Law"), sets out the basic legal framework for all environmental standards and regulations applicable in Chile. Additional compliance regulations may be found on Title VII of Supreme Decree N° 30/97 of the General Presidential Secretary Ministry, which contains the specific rules for the application of the Environmental Impact Evaluation System (the "SEIA System").

In addition to the foregoing, sections 86 and 87 of the Aquaculture Law, deal with more specific sanitary and environmental rules applicable to aquaculture activities in Chile and delegate into technical governmental bodies the authority to issue the corresponding regulations regarding these matters. Within its authority, the government enacted Supreme Decree No. 319 on August 24, 2001 and Supreme Decree No. 320 on December 12, 2001. These regulations contain the specific sanitary and environmental rules applicable to aquaculture in Chile, respectively.

The Environmental Law

The Environmental Law created the SEIA System as an environmental management tool that protects the environment from the impact that productive activities may cause. Section 10 of the Environmental Law provides an extensive list of all projects or activities that are subject to evaluation. The use of techniques of intensive

production in hydrobiological species as well as fish farming and processing plants are included among these activities.

Once a project or activity falls into one of the categories described in the Environmental Law, they are required to make a compulsory filing under the SEIA System whose evaluation is submitted to the Regional Environmental Committee ("Corema") or the National Environmental Committee ("Conama") for its approval. The filing may be as complex as an Environmental Impact Study (i.e. a filing that fully describes the activity or project, gives a detailed description of the environmental effects and proposes the actions that will be taken to eliminate or diminish undesirable effects) or just a simple Environmental Impact Statement (i.e. a statement that represents and warrants that the activity or project fulfils all the environmental regulations) depending on whether the project or activity may cause "environmental impact" at any of their stages of execution.

If an activity or project falls into section 10 of the Environmental Law and cause environmental impact, an Environmental Impact Study will be necessary. An environmental impact is found in any project or activity that may produce the following effects;

- a) Creates hazards to the population's health;
- b) Has significant adverse effects on the quantity and quality of renewable natural resources;
- c) Produces resettlement of human communities or substantial alteration to human lifestyle or uses;
- d) Uses a location nearby a population centre or nearby resources or protected areas susceptible to become affected;
- e) Produces any alteration having a significant magnitude or duration on the scenic or tourism value of the landscape;
- f) Produces disturbances or alterations of monuments or sites of anthropological, archaeological or historic value.

The approval to the Environmental Impact Study or the Environmental Impact Statement, as the case may be, is granted through a resolution that sets the environmental conditions under which the project is approved.

The Environmental Law also contains general rules with respect to preservation of the environment and natural resources, emissions to the environment, application of environmental management plans, prevention of damages to the environment and corrective measures and liability for damages to the environment. The Environmental Law delegates to governmental authorities the authority to issue specific regulation on these matters.

The Aquaculture Environmental Regulation or "RAMA" (Supreme Decree No. 320)

Following the delegation established under the Aquaculture Law, the Ministry of Economy enacted the RAMA on December 12, 2001. The RAMA displays a set of specific environmental rules applicable to aquaculture activities regarding the following matters:

- a) Disposal of liquid and solid waste produced in aquaculture activities;
- b) Use and discharge of nets, cages, mooring systems and other aquaculture elements;
- c) Security systems implemented to avoid the escape of biomass from cages;
- d) General conditions of operation;
- e) Periodic Environmental Information to be submitted to the authorities

The more specific rules contained in the RAMA must be integrated with the general obligations contained in the Environmental Law.

The Aquaculture Sanitary Regulation or "RESA" (Supreme Decree No. 319)

Following the delegation established under the Aquaculture Law, the Ministry of Economy enacted the RESA on August 24, 2001. The RESA displays a set of specific sanitary rules applicable to aquaculture activities with the main purpose of avoiding the introduction of high-risk illness in hydrobiological species. The rules are applicable to experimentation centres, laboratories, fish farming facilities, processing plants, egg production facilities and other aquaculture activities and they address the following matters:

- a) Definition of high-risk illness in hydrobiological species;
- b) Application of general and specific sanitary programs. In turn, these programs contain specific rules regarding cleaning and disinfection of all implements used in aquaculture activities; sanitary management of fish food and waste management; farming, harvest and processing procedures, etc.;
- c) Rules applicable to the transportation of farmed fish;
- d) Rules applicable to medical treatment of illness in hydrobiological species, including the use of veterinary products.

9.2.3 Real Estate Considerations

Another important element of the aquaculture business in Chile is the use of land. Ownership rights over the land are transferred through registration in the corresponding Real Estate Registrar. Any individual or company, Chilean or foreign, may own a piece of land without restrictions, except for the following cases:

- a) *Native Indians Estates*: Before acquiring, leasing or using a piece of land it is important to investigate whether they fall within the category of "Native Lands" as defined in Law No. 19,253, enacted on October 5, 1993. Section 13 of said law sets forth that these estates may not be transferred, be subject to liens or encumbrances, except by and between communities or native indian individuals belonging to the same ethnic group. These estates may not be leased, borrowed, used or managed by third parties, any agreement in this regard shall be null and void, and the actions to recover indian property from third parties do not expire by statute of limitations, The National Corporation for the Development of Native People keeps a registry of all land subject to this regime.
- b) *Properties located nearby country borders*: Decree Law No. 1,939 established that properties located at a distance of 10 kilometres from any international border may only be acquired by Chilean individuals or entities. The same is applicable in connection with land up to 5 kilometres from the coastline. Only with the special permission of the Ministry of Defence may foreigners purchase properties within such areas.
- c) *Beaches*: all beaches within a band of 80 meters from the highest tidal line are considered state-owned property and may not be transferred to private parties. However, state-owned beaches located in the X and XI Regions in Chile (the regions where most aquaculture activities are currently being developed) may be transferred to Chilean individuals, with the approval of the Chilean Navy. Subsequent transfers may be made with prior authorisation of the Navy and a favourable report from the Ministry of National Assets.

9.2.4 Free Trade Agreements and other Commercial Agreements signed by Chile

Chile has signed free trade agreements with Canada, Central America (i.e. Costa Rica, El Salvador, Guatemala, Honduras and Nicaragua), Mexico, the European Free Trade Association (EFTA), Republic of South Korea, United States and the European Union.

The bilateral protocol with Costa Rica and El Salvador has been concluded, but those with Guatemala, Honduras and Nicaragua have yet to be finalised. Under the treaties with Canada, Costa Rica and Mexico, Chilean salmon imports into these countries are exempt from customs duties. Chile and the MERCOSUR member countries (Argentina, Brazil, Uruguay and Paraguay) agreed to establish a timetable for the reduction of their customs

duties. Salmon imports from Chile benefit from a 100% reduction in respect of the MERCOSUR external common tariff for refrigerated fresh salmon and 95% for frozen salmon.

Chile has also concluded economic co-operation agreements ("ACE") with Bolivia, Colombia, Ecuador, Peru and Venezuela. Under the agreement with Peru, Chilean salmon imports into Peru are exempt from Customs duties.

The table below shows the international commercial agreements signed by Chile and its respective status.

Country or Group of Countries	Type of Agreement	Date of Signature	Date of effectiveness
Bolivia	ACE No. 22	April 06, 1993	July 07, 1993
Canada	Free Trade Agreement	December 05, 1996	July 05, 1997
Central America	Free Trade Agreement	October 18, 1999	
Colombia	ACE No. 24	December 6, 1993	January 01, 1994
Costa Rica			February 14, 2002 (Bilateral Protocol)
Cuba	Special Agreement with Partial Effect	August 21, 1998 ⁵⁾	Parliament approval is pending
Ecuador	ACE No. 32	December 20, 1994	January 01, 1995
EFTA ³⁾	Free Trade Agreement	June 26, 2003	Parliament approval is pending
El Salvador			June 03, 2002 (Bilateral Protocol)
United States	Free Trade Agreement	June 06, 2003	January 01, 2004 ²⁾
Guatemala			Negotiation of protocol is still open
Honduras			Negotiation of protocol is still open
Mercosur ⁴⁾	ACE No. 35	June 25, 1996	October 01, 1996
México	Free Trade Agreement	April 17, 1998	August 01, 1999
Nicaragua			Negotiation of protocol is still open
Peru	ACE No.38	June 22, 1998	July 01, 1998
Republic of South Korea	Free Trade Agreement	February 15, 2003	April 01, 2004
European Union ¹⁾	Economic Association Agreement	November 18, 2002	February 01, 2003 ²⁾
Venezuela	ACE No. 23	April 02, 1993	July 01, 1993

1) The country members of the European Union are: Germany, Austria, Belgium, Denmark, Spain, Finland, France, Greece, Italy, Ireland, Luxembourg, Netherlands, Portugal, United Kingdom, Sweden, Cyprus, Slovakia, Slovenia, Estonia, Hungary, Latvia, Lithuania, Malta, Poland and Czech Republic.

2) The date of effectiveness of the agreement with the EU only refers to economic topics. With respect to political and cooperation topic, the agreement must be ratified by the parliaments of each country. As of today, only 9 countries have ratified the agreement with Chile: Denmark, Spain, Finland, Greece, Ireland, Luxembourg; Netherlands, United Kingdom and Sweden.

3) The European Free Trade Association (EFTA) is formed by: Iceland, Liechtenstein, Norway and Switzerland. Only the ratification from Iceland is pending.

4) The MERCOSUR is formed by Argentina, Brazil, Paraguay and Uruguay. Chile participates in the agreement only as an associated country as does Bolivia.

5) The date refers only to the closing of negotiations

10 Legal disputes and tax matters

10.1 Legal disputes

Fjord Seafood ASA treats activities in Chile as taxable in Norway pursuant to Section 10-60 of the Norwegian Tax code (on taxation of owners of Norwegian controlled companies located in countries with low taxation rates - NOKUS). The Norwegian tax authorities have not accepted this principle for Fjord Seafoods tax returns for 2001 and 2002. Fjord Seafood has therefore brought this matter to court, and legal proceedings will take place in May 2005.

If Fjord Seafood get a favourable decision from the Court this will mean that Fjord Seafood maintain operating losses to be carried forward for tax purposes in Norway from the Chilean operations of MNOK 194, giving a deferred tax asset of MNOK 54. Due to the dispute of the matter this deferred tax asset has not been included in the accounts of Fjord Seafood.

10.2 Tax matters

The statements herein regarding taxation are unless otherwise stated based on the laws in force in Norway as of the date of this Prospectus, and are subject to any changes in law occurring after such date. Such changes could be made on a retrospective basis.

The following summary does not purport to be a comprehensive description of all the tax considerations that may be relevant to a decision to acquire, own or dispose of the shares. Furthermore, the summary only focuses on the shareholder categories explicitly mentioned below (personal shareholders and limited companies). Shareholders are advised to consult their own tax advisors concerning the overall tax consequences of their ownership of shares.

10.2.1 Norwegian Shareholders

Taxation of dividends

Personal shareholders

Dividends distributed to shareholders who are individuals resident in Norway for tax purposes ("Norwegian personal shareholders") are taxable as general income for such shareholders at a rate of 28 %. However, Norwegian personal shareholders are entitled to a tax credit under the Norwegian imputation system. The tax credit corresponds to the tax payable by the shareholder on the dividends received. This implies that Norwegian personal shareholders are effectively not subject to taxation on dividend distributions from Norwegian companies.

Effective as of 1 January 2006, new legislation will be introduced whereby the imputation system is abolished. Dividends distributed to Norwegian personal shareholders will then be taxable as general income without the shareholder being entitled to a tax credit. The shareholders will instead be entitled to deduct a calculated allowance when calculating their taxable dividend income. The allowance will be calculated on a share by share basis, and the allowance for each share will be equal to the cost price of the share (including RISK-adjustments per 1 January 2006, ref below) multiplied by a risk free interest rate. Any part of the calculated allowance one year exceeding the dividend distributed on the share will be added to the cost price of the share and included in the basis for calculating the allowance the following year.

Corporate shareholders (Limited liability companies)

Dividends distributed to shareholders who are limited liability companies resident in Norway for tax purposes ("Norwegian corporate shareholders") are not taxable for such shareholders.

Shares owned through partnerships

Partnerships are transparent for Norwegian tax purposes. The taxation occurs at partner level, and each partner is taxed on a current basis for its proportional share of the net income generated by the partnership at a rate of 28

%, regardless of whether such income is distributed to the partners or not. Personal shareholders resident in Norway for tax purposes owning shares through a partnership are thus taxed at a rate of 28 % for their proportional share of dividends received by the partnership in accordance with the regulations set out under "Personal Shareholders" above. Corporate shareholders owning shares through a partnership are not taxed for their proportional share of dividends received by the partnership, ref. "Personal Shareholders" above. Under current regulations, a distribution from the partnership to its partner does not give rise to any additional taxation of the partners.

A committee appointed by the Norwegian government has proposed new legislation whereby shareholders resident in Norway for tax purposes owning shares through a partnership will no longer be taxed on a current basis for their proportional share of dividends received by the partnership. Taxation will occur for the Norwegian personal shareholders when the dividends received are distributed from the partnership to the Norwegian personal partners. Such distributions will be taxed as general income at a rate of 28 %. The Norwegian personal shareholders will be entitled to deduct a calculated allowance when calculating their taxable income, ref. "Personal Shareholders" above. Corporate shareholders holding shares through a partnership will be exempt from any taxation, as under current regulations. It is uncertain how Norwegian personal and corporate shareholders owning shares through a partnership resident abroad for tax purposes will be affected by the proposed regulations, and we recommend such shareholders to seek specific advice from their personal tax advisors in this respect. The new regulations are proposed to come into effect as of 1 January 2006.

Taxation on realisation of Shares

Personal shareholders

Sale, redemption or other disposal of shares is considered a realisation for Norwegian tax purposes. A capital gain or loss generated by a Norwegian personal shareholder through a disposal of shares is taxable or tax deductible in Norway. Such capital gain or loss is included in or deducted from the basis for computation of general income in the year of disposal. The general income is taxable at a rate of 28 %. The gain is subject to tax and the loss is tax deductible irrespective of the duration of the ownership and the number of shares disposed of.

The taxable gain or loss is equal to the sales price less transactional expenses and the Norwegian personal shareholder's tax base on the shares. The Norwegian personal shareholder's tax base is equal to the cost price of the shares adjusted according to the so-called RISK-rules (RISK is the Norwegian abbreviation for the variation of the company's retained earnings after tax during the ownership of the shareholder). The RISK amount is computed at the end of each fiscal year, and the adjustment takes place as per 1 January of the following year. If a Norwegian personal shareholder has received dividends that have not yet led to adjustments under the RISK system prior to a sale of shares, the tax base on such shares will be adjusted for such dividends when calculating the taxable gain or deductible loss. Correspondingly, if a Norwegian personal shareholder acquires shares where the tax base has been adjusted under the RISK system as a result of dividends distributed to a former shareholder, the acquiring shareholder is entitled to an adjustment for such dividends when the shares are sold or otherwise disposed of in the future. Shares owned by shareholders not resident in Norway for tax purposes are not subject to RISK adjustments, ref below.

Effective as of 1 January 2006, new legislation will be introduced whereby the RISK system will be abolished for Norwegian personal shareholders. From said date, the capital gain will be calculated as the consideration received less the cost price of the share (including RISK-adjustments per 1 January 2006). From this capital gain, Norwegian personal shareholders will be entitled to deduct a calculated allowance when calculating their taxable income. The allowance for each share is equal to the total of allowance amounts calculated for dividends for this share for previous years (ref above) less dividends distributed on this share. The calculated allowance may only be deducted in order to reduce a taxable gain calculated upon the realisation of the share, and may not be deducted in order to produce or increase a loss for tax purposes.

If the shareholder owns shares acquired at different points in time, the shares that were acquired first will be regarded as the first to be disposed of, on a first-in first-out basis.

Corporate shareholders (limited companies)

Norwegian corporate shareholders are not taxable in Norway on capital gains related to realisation of shares, and losses related to such realisation are not tax deductible.

Shares owned through partnerships

Partnerships are transparent for Norwegian tax purposes. The taxation occurs at partner level, and each partner is taxed on a current basis for its proportional share of the net income generated by the partnership at a rate of 28 %, regardless of whether such income is distributed to the partners or not. Personal shareholders resident in Norway for tax purposes owning shares through a partnership are thus taxed at a rate of 28 % for their proportional share of capital gains generated by the partnership through realisation of shares in accordance with the regulations set out under "Personal Shareholders" above. Corporate shareholders owning shares through a partnership are not taxed for their proportional share of such capital gains generated by the partnership, ref. "Personal Shareholders" above. Under current regulations, a distribution from the partnership to its partner does not give rise to any additional taxation of the partners.

A committee appointed by the Norwegian government has proposed new legislation whereby shareholders resident in Norway for tax purposes owning shares through a partnership will no longer be taxed on a current basis for their proportional share of capital gains generated by the partnership through realisation of shares. Taxation will occur for the Norwegian personal shareholders when such capital gains are distributed from the partnership to the Norwegian personal partners. Such distributions will be taxed as general income at a rate of 28 %. The Norwegian personal shareholders will be entitled to deduct a calculated allowance when calculating their taxable income, ref. "Personal Shareholders" above. Corporate shareholders holding shares through a partnership will be exempt from any taxation, as under current regulations. It is uncertain how Norwegian personal and corporate shareholders owning shares through a partnership resident abroad for tax purposes will be affected by the proposed regulations, and we recommend such shareholders to seek specific advice from their personal tax advisors in this respect. The new regulations are proposed to come into effect as of 1 January 2006.

Net wealth tax

The value of shares is included in the basis for the computation of wealth tax imposed on Norwegian personal shareholders. Norwegian corporate shareholders are not subject to wealth tax. Currently, the marginal wealth tax rate is 1.1 % of the value assessed. The value for assessment purposes for shares listed on the Main List and the SMB List of Oslo Børs is 65 % of the listed value as of 1 January in the year of assessment.

The Norwegian government has proposed to reduce the net wealth tax rate to 50 % of the current level through 2006 and 2007, and to abolish the net wealth tax entirely in the longer term. It is uncertain if this proposal will be adopted by the Norwegian Parliament.

10.2.2 Non-resident Shareholders

This section summarizes Norwegian tax rules relevant to shareholders who are not resident in Norway for tax purposes ("Non-resident shareholders"). Non-resident shareholders' tax liabilities in their home country or other countries will depend on applicable tax rules in the relevant country.

Taxation of dividends

Dividends distributed to shareholders who are individuals not resident in Norway for tax purposes ("Non-resident personal shareholders"), are as a general rule subject to withholding tax at a rate of 25 %. The withholding tax rate of 25 % is normally reduced through tax treaties between Norway and the country in which the shareholder is resident. The withholding obligation lies with the company distributing the dividends.

In a ruling from the Oslo District Court (Oslo tingrett) in 2004, imposing withholding tax on dividends distributed to shareholders resident in the European Economic Area (EEA) was found not to be in conformity with the EEA Agreement. The same view has subsequently been expressed by the EFTA Court in an Advisory Opinion to the Frostating Court of Appeal (Frostating lagmannsrett). This means that Non-resident personal shareholders

resident within the EEA may also be exempt from Norwegian withholding tax, provided that these rulings are upheld by Norwegian courts or the legislation is altered in order to comply with the EEA Agreement.

Dividends distributed to shareholders who are limited companies not resident in Norway for tax purposes ("Non-resident corporate shareholders"), are as a general rule subject to withholding tax at a rate of 25 %. The withholding tax rate of 25 % is normally reduced through tax treaties between Norway and the country in which the shareholder is resident. Dividends distributed to Non-resident corporate shareholders resident within the EEA for tax purposes are exempt from Norwegian withholding tax.

Dividends distributed to foreign partnerships are as a general rule subject to withholding tax at a rate of 25 %. The partners in the partnership may be entitled to a reduction of the withholding tax rate through tax treaties. However, this depends on the specific circumstances, and we recommend that investors considering such investments obtain specific tax advice from their personal tax advisors in this respect.

Nominee registered shares will be subject to withholding tax at a rate of 25 % unless the nominee has obtained approval from the Tax Directorate for the dividend to be subject to a lower withholding tax rate. To obtain such approval the nominee is committed to file a summary to the tax authority including all beneficial owners that are subject to lower withholding tax. Non-resident shareholders that have suffered a higher withholding tax than set out by an applicable tax treaty may apply to the Norwegian tax authorities for a refund of the excess withholding tax deducted.

If a Non-resident shareholder is carrying on business activities in Norway, and the relevant shares are effectively connected with such activities, the shareholder will be subject to the same taxation as Norwegian shareholders, as described above.

Taxation on realisation of Shares

Gains from the sale or other disposition of shares by a Non-resident shareholder will not be subject to taxation in Norway unless the Non-resident shareholder (i) is a Non-resident personal shareholder or a Non-resident corporate shareholder resident outside the EEA for tax purposes, holding the shares in connection with the conduct of a trade or business in Norway or (ii) is a Non-resident personal shareholder who has been a tax resident of Norway within the five calendar years preceding the year of the sale or disposition (and whose gains are not exempt pursuant to the provisions of an applicable income tax treaty).

Net wealth tax

Shareholders not resident in Norway for tax purposes are not subject to Norwegian wealth tax.

10.2.3 Duties on the transfer of Shares

No stamp or similar duties are currently imposed in Norway on the transfer of shares whether on acquisition or disposal.

10.2.4 Inheritance tax

Upon transfer of shares by way of inheritance or gift, the transfer may be subject to Norwegian inheritance or gift tax. The basis for the computation is the market value at the time the transfer takes place. However, such transfer is not subject to Norwegian tax if the donor/deceased was neither a national nor resident of Norway for tax purposes.

11 Norwegian summary

Det norske sammendraget er ikke å anse som selvstendig tegningsdokumentasjon. Sammendraget er i sin helhet underordnet den mer detaljerte informasjonen, herunder "Risk Factors" og konsoliderte regnskaper med tilhørende noter, som finnes andre steder i dette prospektet. Ved eventuell motstrid mellom dette norske sammendrag og den engelske delen av prospektet, vil den engelske delen gå foran i enhver henseende.

11.1 Emisjonen

En ekstraordinær generalforsamling i Fjord Seafood vedtok den 8. mars en emisjon som består av følgende deler:

- En rettet emisjonen på 105.400.000 aksjer, hver pålydende NOK 1. Den rettede emisjonen var rettet mot institusjonelle og andre profesjonelle investorer. Tegningskursen i den rettede emisjonen var på NOK 3,05 per aksje og var basert på en såkalt "book-building" prosedyre foretatt av tilretteleggeren. Minste tillatte tegning var NOK 350.000. Brutto proveny fra den rettede emisjonen var NOK 321.470.000.
- En etterfølgende emisjon av opp til 20.000.000 aksjer, hver pålydende NOK 1 til en tegningskurs på NOK 3,05 per aksje. De som eide aksjer i Fjord Seafood ved børs slutt den 18. februar 2005, vil motta 0,05 tegningsretter for hver aksje de eide på denne dato. Kun hele tegningsretter kommer til å bli distribuert, og avrunding skjer ned til nærmeste hele tegningsrett. Det vil ikke bli utstedt tegningsretter til aksjonærer som tegnet seg i den rettede emisjonen på 105.400.000 aksjer som ble gjennomført den 18. februar 2005 og deres respektive tilknyttede selskaper. Hver tegningsrett gir rett til å få utstedt én aksje i den etterfølgende emisjonen. Tegningsrettene vil være omsettelig på Oslo Børs i tegningsperioden under ticker koden FJOT. Tegningsrettene vil senest være registrert på aksjonærenes VPS-konto 11. mars 2005 med ISIN nummer NO 0010262967. Tegningsperioden for den etterfølgende emisjonen vil være fra og med 11. mars 2005 kl 08.00 lokal tid til og med 29. mars 2005 kl. 16.30 lokal tid. Brutto proveny fra den etterfølgende emisjonen kan bli opp til NOK 61.000.000.

11.2 Hensikten med Emisjonen og anvendelse av proveny

Hensikten med Emisjonen er å finansiere kjøpet av 12,9% av aksjene i Cermaq ASA.

11.3 Fjord Seafood

Fjord Seafood er en ledende, integrert og verdensomspennende produsent av foredlede sjømatprodukter med virksomhet i ni land. Fjord Seafood produserer et bredt spekter av produkter for kunder i Europa, USA og Asia. Produktene foredles i et flertal land, deriblant Belgia, Nederland og Frankrike. Noe av produktene foredles også i Chile og USA. Laksen som anvendes i produksjonen kommer primært fra Fjord Seafoods egne oppdrettsanlegg i Norge, Chile og Skottland. Fjord Seafood er den tredje største oppdretteren av laks i verden. Selskapets hovedkontor ligger i Oslo.

11.4 Finansielle nøkkeltall

Tabellen nedenfor viser et utdrag fra resultatregnskapet for Fjord Seafood ASA for årene 2001, 2002, 2003 og 2004 (2004-tallene er ikke revidert).

MNOK	2001	2002	2003	2004
Sum driftsinntekter	3,366	4,250	4,085	3,713
EBITDA	-34	155	60	299
Driftsresultat	-650	-151	-667	112
Resultat for skatt	-855	-330	-919	-23
Skatt	111	137	137	-5
Resultat etter skatt	-743	-192	-782	-27

11.5 Risikofaktorer

Investering i Tegningsrettsemisjonen medfører betydelig risiko. Risikofaktorene beskrevet i kapittel 8, samt ytterligere informasjon i dette prospektet bør vurderes nøye før en tegner slike aksjer.

Dette prospektet inneholder uttalelser om fremtiden, inkludert uttalelser om intensjoner, meninger, overbevisninger eller nåværende forventninger av selskapet eller dets ledelse, knyttet til blant annet (i) mål og strategier, (ii) planer for produktutvikling, (iii) markedsplaner, (iv) vurderinger av selskapets markeder, konkurranse og konkurranseposisjon, (v) trender som kan bli uttrykt eller innbefattet i finansiell eller annen informasjon i prospektet, og (vi) utfall av tvister. Slike uttalelser om fremtiden er ingen garanti for fremtidige resultater og inkluderer kjente og ukjente risiki, usikkerheter og andre faktorer som kan medføre at de faktiske resultatene, prestasjonene og utfall blir vesentlig annerledes. Slike faktorer inkluderer, men er ikke begrenset til, risikofaktorene beskrevet i kapittel 8 og andres steder i dette prospektet.

Appendix I Articles of association

ARTICLES OF ASSOCIATION FOR FJORD SEAFOOD ASA (as of 7 May 2004)

Section 1

The company's name is Fjord Seafood ASA. The company is a public limited company.

Section 2

The company's business office is in Oslo, Norway.

Section 3

The object of the company is to invest in aquaculture-related business. The company can also invest in other commercial activities.

Section 4

The share capital amounts to NOK 475,598,081 divided among 475,598,081 shares at a face value of NOK 1 per share. The company's shares are registered in the Norwegian Central Securities Depository (VPS).

Section 5

The company's board of directors consists of from 5 to 9 members in accordance with a decision of the annual general meeting. The chairman of the board has the right to sign on behalf of the company and likewise two board members jointly. The board of directors can authorise signing on behalf of the company per procuration.

Section 6

At the ordinary general meeting, the following matters shall be considered and decided: Approval of the annual report and accounts. Distribution of the dividend. Approval of fees to the board of directors and auditor. Election of the board of directors. Election of the auditor. Other matters that according to law or the articles of association are to be dealt with by the annual general meeting.

Section 7

The company shall have a managing director.


Section 8

The company shall have an election committee. The task of the election committee is to make recommendations to the general meeting regarding the election of shareholder-elected members and alternates to the Board of Directors. The election committee shall submit its recommendations to the chairman of the board at least two weeks before the general meeting is held. The election committee consists of three members who shall be shareholders or shareholder representatives. In addition, up to three personal alternates can be elected. The election committee's members and deputy members, including the chairman of the election committee, are elected by the general meeting for two-year terms.

Section 9

In other matters, the provisions of the Public Limited Companies Act apply.

Appendix II Q4 2004 report



OSE/okst: FJO

QUARTERLY REPORT

Q4 2004

REVENUES AND PROFIT

Revenues in the fourth quarter of 2004 were MNOK 1,021.9, compared to MNOK 1,071.9 in the same period last year. Operational profit before depreciation and amortisation (EBITDA) was MNOK 58.9, which is an improvement of MNOK 15.3 compared to same period last year.


Operational profit (EBIT) was MNOK 16.2 in the fourth quarter, which is MNOK 174.9 below the same period last year. Last year's EBIT includes non-recurring items of MNOK -186.6.

Fjord Seafood had net financial costs of MNOK 284 in the quarter, compared to MNOK 195 in the same period last year. Total operating revenue for the full year 2004 amounted to MNOK 3,713.2, which was MNOK 371.3 lower than in 2003. The reduction is mainly due to the divestment of processing activities in Norway and the sale of the farming operation ASIN in the US.

EBITDA for the full year was MNOK 299.2, which is an improvement of MNOK 112.1 compared to MNOK 187.1 in 2003.

4th quarter 2004

NOK Million



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NOK Million



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4th quarter 2004

NOK Million



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4th quarter 2004

NOK Million



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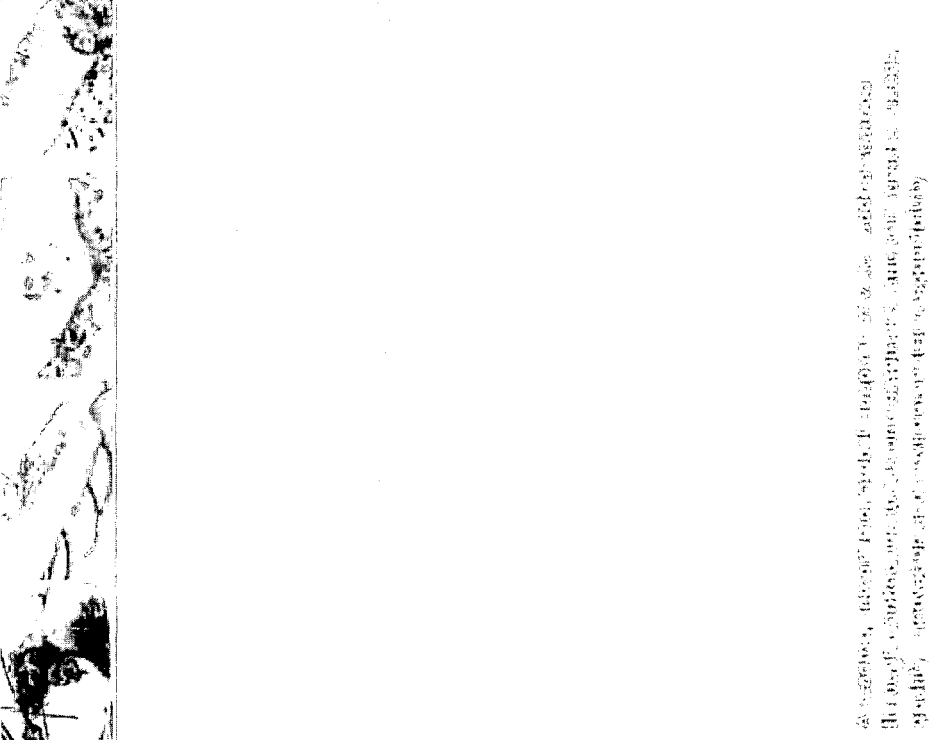
EBITDA for the full year was MNOK 299.2, which is an improvement of MNOK 112.1 compared to MNOK 187.1 in 2003.

4th quarter 2004

NOK Million



FOURTH QUARTER 2004



4th quarter 2004

NOK Million

QUARTERLY REPORT

OSF-slicker: FJO



The Scottish production is mainly sold internally to Fjord Seafood in Norway. The sales of the other production segments are mainly sold to the British market, mainly to schools. Remaining sales are to the EU (safeguard measures). The operations show great improvement compared to last year thanks to the restructuring efforts. Q4 EBIT was MNOK 3.2.

CASH FLOW AND FUNDING

In the fourth quarter generated from operations was MNOK 9.9, a strong improvement compared to same period last year when cash flow from operations was MNOK 7.8. The investment programme in Chile related to production of ECOSmolt is the main explanation for the cash flow from investments being MNOK -304 in the quarter.

Cash flow from operations for the full year 2004 was MNOK 168.9, a substantial improvement compared to MNOK -30.9 in 2003.

Liquid funds by the end of 2004 were MNOK 99.7 which is MNOK 64.8 more than by the end of the third quarter. The group's total available liquidity was MNOK 368.4 at year-end.

Total book value of assets by the end of fourth quarter was MNOK 4 000.0 which is MNOK 211.4 less than by the end of third quarter of 2004.

Booked equity for the Group by the end of 2004 was MNOK 1 445.5 which is 32.1% of the total capital. At the end of the third quarter were MNOK 1 521.5 and 33.0%, respectively.

As a consequence of changes in taxation of gains/loss on shareholdings in Norway the deferred tax assets for the group has been reduced with MNOK 49.9. Of this MNOK 27.9 relates to deferred tax positions that are being revalued for the effect of the change in the tax rate. The equity and the tax effect of these positions has therefore been posted directly to equity. Summarised the change in taxation laws in Norway result in a tax expense of MNOK 2 and a direct reduction of equity with MNOK 47.7. This change has no cash effect.

Net interest bearing debt by the end of 2004 was MNOK 2 294.5, which is a reduction of MNOK 84.0 compared to the end of the third quarter of 2004. Instalment of debt to Nordica was MNOK 50.0 in the fourth quarter.

The Group has obtained a waiver from Nordica regarding the debt service for the period ending June 2005. The waiver stipulates an adjusted covenant for equity ratio of 32.0% for the period.

SHAREHOLDERS

Details about shareholders are provided in a separate section of this report. No major changes have taken place during the quarter.

3rd quarter 2004

NOK Miller

4th quarter 2003

NOK Miller

QUARTERLY REPORT

OSF-slicker: FJO



Fjord Seafood has continued its improvements in Q4 in the fourth quarter 2003. Sales of salmon and the food service segments have shown a favourable development. On a full year basis, higher retail sale, was the major contributor to the overall sales growth. Sales to this segment constituted -60% of the total - where most is private label products for the large European retail chains.

Changes in the product mix and improvement projects have contributed to improved margins. Q4 EBIT was MNOK 36.3.

THE NETHERLANDS	Q4		Q4		2003	
	04	03	04	03	04	03
Total revenues	70.6	69.1	+7%	+2%	288.3	337.4
EBIT	5.1	3.1	+65%	+125%	13.5	1.9

The supply of plaice has been unstable and the prices have been very volatile for a long period, and Fjord Seafood Stekk therefore continues to change the product mix to reduce its dependency on plaice.

Compared to last year, sales to the UK market have decreased. The development in the main market in Germany has been good. EBIT for the quarter was MNOK 5.1 and for the year 2004 it was MNOK 15.5. EBIT for 2003 include gain from sale of property with MNOK 16.4.

FRANCE	Q4		Q4		2003	
	04	03	04	03	04	03
Total revenues	105.0	107.5	-2%	-3%	349.9	332.2
EBIT	4.0	5.7	-30%	-4%	4.5	5.5

Fjord Seafood LMB and Fjord Seafood Appetit Marine showed improvement in their operating performance compared to last year due to restructuring efforts and product pricing. Despite the reduced number of products the operators have increased their revenues in 2004.

Fjord Seafood Bolmer continues to struggle and it was therefore decided to scale down production and concentrate on lower products. Costs related to the restructuring are included in the figures (MNOK 0.7). Q4 EBIT for the France operations was MNOK 0.0. Last quarter it included gain on sale of property with MNOK 2.2.

SCOTLAND	Q4		Q4		2003	
	04	03	04	03	04	03
Total revenues	89.2	44.2	+11%	+17%	177.4	163.8
EBIT	3.2	54.7	+100%	-1.6	50.3	-
Harvested tons	1 666	1 295	+29%	+5 620	5 229	-

USA	Q4		Q4		2003	
	04	03	04	03	04	03
Total revenues	132.6	193.0	-31%	-61%	615.9	712.3
EBIT	7.5	43.4	+100%	239	299.5	-

The figures for 2003 include the farming operation ASJM, which was sold in Q1 2004. In Q4 of 2003 ASM revenues were MNOK 27.1.

The smoked salmon entity in the US, Fjord Seafood Duettrap, continues to show benefits from reduction in overhead cost and restructuring of business carried out in the beginning of the year. Sales in Q4 were somewhat down from the same quarter last year due to disposal of the mail-order business in Q2 2004, which normally had its peak in the last quarter of the year.

Fjord Seafood Sales USA delivered good results in the fourth quarter. The sale of salmon is developing well and the company is continuing to strengthen its relationship with key customers.

NORWAY	Q4		Q4		2003	
	04	03	04	03	04	03
Total revenues	335.5	351.2	-4%	-10%	1 049.6	1 338.7
EBIT	-12.5	-6.0	-100%	10.4	-383.7	-
Harvested tons	12 139	7 482	+66%	34 388	32 752	-

The prices of salmon have declined also in the fourth quarter, influencing both sales and profitability in Fjord Seafood Norway. Compared to Q4 2003 prices are down about NOK 0.15 per kg. Harvested volume was high in Q4 compared to last year, but last year a substantial volume of salmon was lost during the winter. EBIT for the quarter ended at MNOK -12.5.

The Q4 result has been influenced by some special events. During the quarter the fresh water unit, Trollbitka, was sold with a loss. Furthermore, in the seawater operations, increased mortality was registered at the site Selvågneset. The low oxygen level resulted in bacterial infection and consequently destruction and early harvest of fish. In addition, there have been losses as a result of the severe winter storms. Total losses related to these events are MNOK 15.4.

The growth has been low in Q4 due to feed quota limitations.

BELGIUM	Q4		Q4		2003	
	04	03	04	03	04	03
Total revenues	325.0	328.6	-1%	-1%	1 212.5	1 130.7
EBIT	26.3	25.2	+4%	+4%	84.0	68.2

4th quarter 2003

NOK Miller

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FIORD SEAFOOD	BALANCE SHEET			
	12.31.04	12.31.03	06.30.04	03.31.04
Licenses	983.1	1,042.3	1,068.8	1,055.3
Goodwill	917.0	899.8	943.3	979.4
Fixed assets	618.7	622.0	641.7	643.3
Deferred tax asset	239.6	288.5	310.3	286.4
Other fixed assets	85.2	48.5	41.4	41.6
Total fixed assets	2,866.6	3,811.2	2,971.1	3,016.4
Inventory	866.7	1,038.7	1,021.1	976.6
Accounts receivables	482.3	536.7	490.7	428.3
Other receivables	82.4	139.4	113.6	125.0
Bank deposits, cash, etc.	99.7	106.2	36.9	62.0
Total current assets	1,535.5	1,790.9	1,662.3	1,662.4
TOTAL ASSETS	4,402.1	4,811.1	4,411.4	4,487.9
Share capital	475.6	475.0	475.6	475.0
Minority interests	1.5	1.9	1.9	1.9
Other equity	973.5	1,085.2	1,064.0	1,066.9
Total equity	1,450.6	1,562.1	1,541.5	1,543.8
Debt securities	23.9	26.6	24.6	24.9
Other provisions	1.6	3.4	7.3	40.1
Total liabilities	28.5	28.9	31.9	65.0
Long term interest bearing debt	2,335.2	2,433.5	2,386.3	2,414.9
Other long term liabilities	22.5	19.6	15.0	26.5
Total long term liabilities	2,357.7	2,453.1	2,401.3	2,441.4
Short term interest bearing debt	56.9	116.2	67.1	39.3
Acc. payables and other short term liabilities	543.4	678.8	616.4	552.3
Total short term liabilities	600.3	794.1	683.5	611.2
TOTAL EQUITY AND LIABILITIES	4,402.1	4,811.1	4,411.4	4,487.9
CHANGE IN EQUITY				
OPENING BALANCE B. B.				
Increase in capital/interest	1.9	134.2	1.9	0.0
Share repurchases	-216.6	-292.0	-216.6	-292.0
Net income/loss	475.6	1,085.2	475.6	1,085.2
Change in A.F. tax due to change in tax laws	-47.9	0.0	0.0	0.0
Other equity transactions (currency rates)	-43.8	89.4	-9.8	3.0
EQUITY END OF PERIOD	1,445.5	1,542.8	1,541.5	1,543.8
NUMBER OF SHARES				
Number of shares end of period	42,899,981	44,967,387	42,899,981	44,967,387
Number of shares end of period	42,899,981	44,967,387	42,899,981	44,967,387
Dividend number of shares**	42,899,981	44,967,387	42,899,981	44,967,387

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NOK MILION

FIORD SEAFOOD	PROFIT AND LOSS ACCOUNT			
	Q4.04	Q4.03	2004	2003
Operating revenues	1,010.6	1,158.3	3,110.0	4,060.7
Other operating revenues	-3.4	-0.9	3.2	23.9
TOTAL OPERATING REVENUES	1,007.2	1,157.4	3,113.2	4,084.6
Freight and transport cost, sold goods	-86.8	-93.8	-302.8	-331.9
NET OPERATING REVENUES	920.4	1,063.6	2,810.4	3,752.7
Net change in inventory	-96.9	-19.2	-53.9	-207.7
Cost of materials	-500.0	-666.0	-2,038.2	-2,446.3
Wages, salaries, and other personnel expenses	-159.6	-192.3	-605.0	-700.4
Other operating costs	-111.9	-114.0	-411.5	-446.1
Researching costs	0.0	27.9	0.0	-29.4
EBITDA	58.9	43.6	399.2	59.7
Depreciation	-31.4	-34.8	-131.5	-189.6
Write down fixed assets	1.2	-138.7	-3.1	-448.7
EBITA	26.6	-129.9	164.6	-66.6
Administrative profit/loss	-14.5	-18.4	-56.9	-64.5
Write down goodwill	0.0	-14.4	-0.1	-40.8
Administrations profit/loss	2.1	2.0	8.5	7.9
Write down intangible	0.0	0.0	0.0	0.0
OPERATING PROFIT (EBIT)	16.2	-18.8	115.1	66.6
Net interest expenses	-32.2	-35.9	-132.8	-171.5
Net gain	2.7	-2.5	1.4	-0.8
Researching cost (non-recurring above the line)	0.0	-54.6	0.0	-54.6
Other financial items	1.1	-32.3	-0.2	-25.0
PRE-TAX PROFIT (EBT)	-12.2	-38.1	-21.5	-118.8
Taxes	-2.1	-43.4	-4.6	-136.7
NET LOSS FOR THE PERIOD	-14.3	-81.5	-26.1	-255.5
Financial statement	0.5	0.1	0.6	0.0
Earnings per share (EPS)	-0.03	-0.49	-0.06	-1.27
Dividend earnings per share (EPS)	-0.00	0.49	-0.06	-1.27
BASES FOR IMPAIRMENT				
<p>The Group's intangible assets are tested for impairment with reference to the cash generating units (CGUs) that they belong to. The Group's intangible assets are tested for impairment with reference to the cash generating units (CGUs) that they belong to. The Group's intangible assets are tested for impairment with reference to the cash generating units (CGUs) that they belong to.</p>				
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Fjord Seafood

CONSEQUENCES OF IFRS REPORTING
The consequences of the implementation of IFRS can be summarized as follows:

- a) increased volatility in reported profit as a consequence of short-term changes in fair value for goods and the IFRS focus on changes in (fair) value of assets and liabilities and not on the traditional profit and loss reporting
- b) increased use of estimates and discounted cash flow measurement increases the need for more disclosures
- c) various alternatives for valuation of assets and liabilities increases complexity and reduces uniformity

IFRS AND CALCULATION OF COVENANTS
The book value of the group will be changed when implementing IFRS. In the loan agreement with Nordica it is agreed that changes in accounting principles should lead to the covenants being adjusted. The issue has not been discussed with the other lenders. Fjord Seafood does not presently practice requests to the groups financing from the introduction of IFRS.

REPORTING OF FINANCIAL INSTRUMENTS
Under IFRS, the IAS 39, which deals with reporting of financial instruments, has been implemented. The IAS 39 will not be implemented in the reporting balance at 01.01.2004. Any implementation effects relating to IAS 39 will be included on 1.1.2005 as required in IFRS1. Fjord Seafood does not foresee any large implementation effects related to IAS 39.

TRANSITION TO IFRS REPORTING

All listed companies in Norway and in the rest of Europe will normally have to report in accordance with IFRS from 2005. The following describe the consequences of the transition to IFRS for Fjord Seafood.

CHANGES IN FUTURE REPORTING
In the annual report of 2003 Fjord Seafood disclosed information about the IFRS (International Financial Reporting Standards) transition. The information which will have to be adjusted in the first quarter report of 2005 and onwards. IFRS reporting were also described in the third quarter report of 2004.

Fjord Seafood will report in compliance with the IFRS for 2005. This report will state compliance with IAS 34, and will provide comparable figures (rewritten in accordance with IFRS) for the first quarter of 2004 and for the whole year of 2004. Reconciliation between previously reported figures and IFRS figures will be included. It is the intention to provide a detailed report on the nature of the financial instruments held in the balance sheet and the cash flow statement as they are presented in 2004.

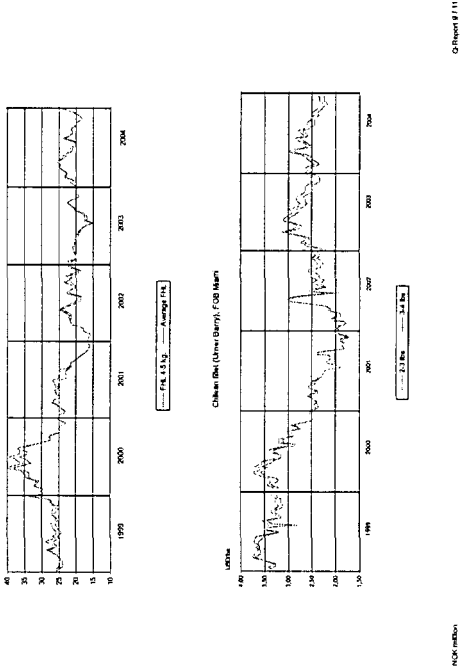
When implementing IFRS the balance sheet at year-end 2003 will be restated to be in compliance with IFRS, and this restated balance sheet will be the starting point for the IFRS reporting.

Further information about the IFRS implementation will be provided in the annual report of 2004. The first annual report to be in compliance with IFRS will be the report for 2005.

FARMING VOLUMES AND SALMON PRICES

ONLY FARMING ENTITIES	PRODUCED VOLUME (1000 live smolt, gross)				HARVESTED VOLUME (1000 fresh smolt)			
	2004	2003	2002	2001	2004	2003	2002	2001
NORWAY	7 946	9 751	38 728	37 738	14 079	7 881	34 388	31 752
Atlantic	7 566	9 340	33 124	33 492	12 470	7 401	31 364	29 247
Total	0	14	359	1 134	2 471	1 054	1 062	2 052
SCOTLAND	6 151	1 878	5 562	4 736	1 448	1 174	5 238	5 599
Atlantic	1 124	1 878	3 362	4 736	1 448	1 175	5 239	5 599
CHILE	8 214	8 822	21 798	14 984	8 828	9 973	28 815	31 448
Atlantic	8 214	8 822	21 798	14 984	8 828	9 973	28 815	31 448
Total	0	118	0	1 131	1 116	0	28 015	29 964
Colo	0	1 718	0	1 534	1 736	0	2 613	2 236
USA	0	1 581	-713	2 276	749	0	995	1 781
Atlantic	0	1 581	-713	2 276	754	0	995	1 781
Total	17 792	21 072	56 085	79 114	28 325	19 345	67 693	67 311
Atlantic	17 792	21 072	56 086	79 077	28 325	19 345	67 679	67 306
Total	0	394	319	2 932	4 139	0	1 051	2 442
Colo	0	1 718	0	1 534	1 736	0	2 613	2 236

SALMON PRICES IN NORWAY AND USA



IFRS

CONSEQUENCES OF IFRS REPORTING

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EXPECTED CHANGES IN BALANCE SHEET AND PROFIT AND LOSS 2004

Based on the analysis carried out the financial effects of the transition to IFRS can be summarized as shown in the tables below. These figures are based on our estimates and cannot be guaranteed and represent interpretations of the standards. Due to some uncertainty about the understanding of various IFRS standards there might be changes to the estimated figures.

MNOK	Effect on opening balance 2004		Effect on closing balance 2004	
	Net Assets	Liabilities	Net Assets	Liabilities
Expected IFRS adjustment:	4 823,1	3 278,1	4 490,0	2 943,5
Deferred tax on income	1	232,4	232,4	212,5
Derogation on benefit amount granted to	2/3	38,2	38,2	86,4
Tax value for fish > kg	4	32,5	32,5	197
Derogation finance cost in inventory	5	-4,4	-4,4	-5,1
Change in deferred tax due to IFRS ad.	6	-5,5	-5,5	6,4
Other IFRS effect	7	-0,7	0,7	-0,7
Total effect from items to IFRS	50,1	231,7	162,9	132,2
Expected IFRS value	4 873,2	3 510,8	4 652,9	3 075,7
Inventory value at closing	15,4%	15,4%	15,4%	15,4%
Equity ratio IFRS	215,4%	215,4%	215,4%	215,4%

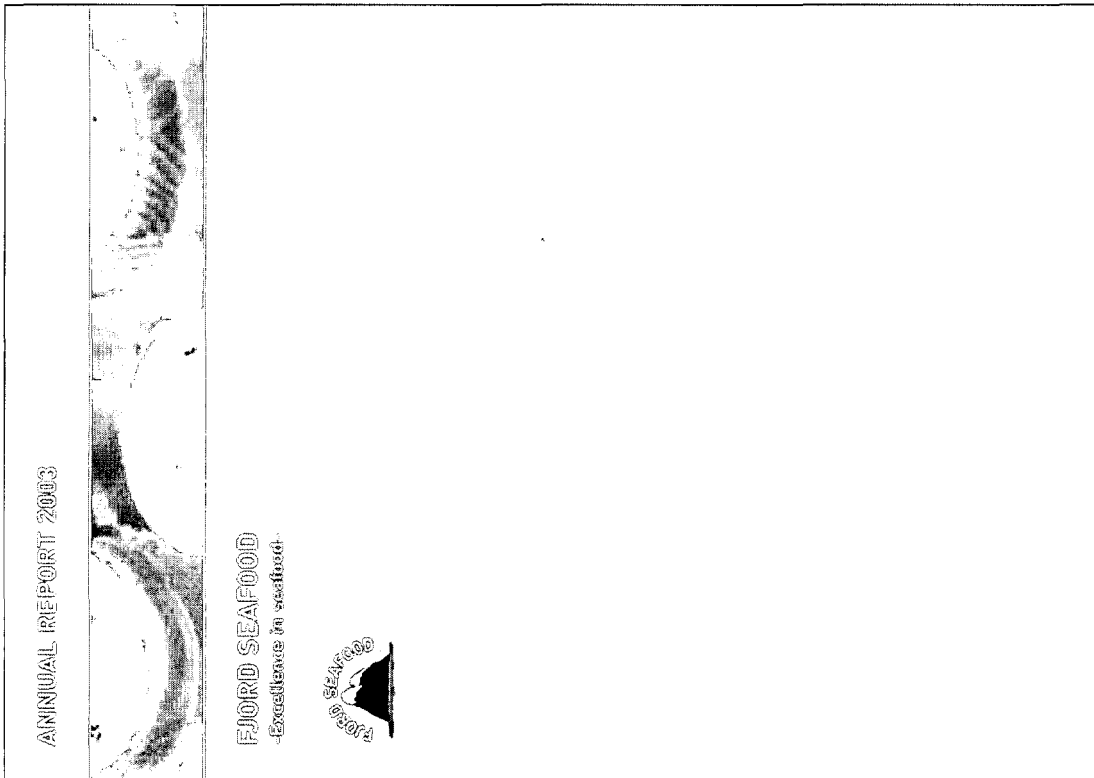
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Fjord Seafood		IFRS			
		Estimated effects to FY11/2004			
Net		EBITDA	PBT	Net result	
		2002	2003	2004	2004
Reported under N-GAAP (10 expense)					
Expected IFRS adjustment:					
1	Deferred tax on licenses		4.1		
2	Amortisation goodwill		59.0	59.0	59.0
3	Amortisation badwill		-4.5	-4.5	-4.5
4	Fair value for fish-4kg	-12.3	-12.3	-12.3	-12.3
5	Derogation finance cost in inventory	1.2	1.2	1.2	1.2
6	Change in deferred tax due to IFRS adj.				-0.9
7	Other IFRS effects	-0.2	0.1	1.4	1.4
Total effect from items on IFRS		-11.3	39.5	40.8	44.7
Expected to be reported under IFRS		207.9	151.6	18.2	16.9

Note	Elements to adjust	N-GAAP vs IFRS	Change
1	Deferred tax on licenses	Under IFRS the deferred tax shall be calculated using the nominal tax rate, without any adjustments for temporary differences. Temporary differences related to licenses have not been recorded in acquisitions of companies because the "long life" of the temporary difference has indicated that the NPV of the tax would be nil.	The temporary difference on licenses in the group accounts given rise to a deferred tax liability under N-GAAP in the opening balance, and this will reduce equity equally in the opening balance. Later changes will be reported through the P/L.
2	Amortisation of goodwill	Under N-GAAP goodwill has been amortised over the estimated useful life. Under IFRS goodwill will not be amortised, but an annual impairment test will be performed.	No amortisation of goodwill should be reported. Reported amortisation of goodwill in 2004 (N-GAAP) will be reversed.
3	Derecognising of badwill	Badwill is not to be carried in the balance sheet under IFRS.	Book value of badwill at 31.12.2003 will be reversed and included in equity (increase equity). Reported amortisation in 2004 will be reversed.
4	Fair value in live inventory / biomass (IAS 41)	IFRS requires valuation of biomass (live fish) to be based on estimated fair value less costs to sell (as under current N-GAAP) can be accepted in some cases.	Fish that is close to harvest (average live weight 4 kg) is valued at the observed market prices. Fish smaller than 4 kg and smolt will be valued at cost.
5	Derecognising of finance cost included in inventory	Under N-GAAP finance cost has been included in cost of inventory due to a long production cycle. Under IFRS Fjord Seafood will no longer include finance cost in inventory.	Finance cost included in inventory under N-GAAP will be expensed in full under IFRS.
6	Change in deferred tax due to IFRS adjustments	Change in value of inventory, pensions etc as a result of IFRS gives rise to a change in calculated deferred tax.	Deferred tax is calculated on all changes in value of biomass in the opening balance, and through 2004.
7	Other IFRS effects	This line contain minor items such as expenses of stock options, translation adjustments, adjusted pension accounting etc.	

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Appendix III 2003 annual report



VISION What do we want to achieve?

- Producing safe, healthy and tasteful seafood
- Working to be known by our customers for high standards, a high level of service, high quality and innovation
- Striving to do our job on every level and in each location in the best way possible



Fjord Seafood - Excellence in seafood

Events in 2003

- In the course of the year, the company continued with the comprehensive restructuring that was initiated in 2002. This restructuring included a number of measures to enhance profitability, including closing of facilities and operations in several countries.
- At the beginning of November, the company undertook a private placement directed at private and institutional investors. This placement strengthened the equity capital by NOK 57 million.
- In December 2003 the company introduced a new vision, strategy and set of values. In line with this new strategy, the company decided to change the organisational structure from two to three divisions. At the same time, all the companies in the Group will change their names so that all enterprises carry Fjord Seafood in the names.

Introducing Fjord Seafood

- Fjord Seafood was formed in 1996 in Bremnesund, Norway. Starting as a local fish-term with two licences, the company has grown into a global supplier of seafood with operations in several countries. This growth has taken place through acquisitions and organic growth, both nationally and internationally.
- The company produces a wide range of seafood to customers in Europe, the USA and Asia. Products are processed in a number of countries, including Belgium, the Netherlands and France. Some processing also takes place in Chile and the USA.
- The salmon used in the production comes from Fjord Seafood's own aquaculture operations in Norway, Scotland, the USA and Chile. Fjord Seafood is one of the world's three largest salmon farming companies.
- The company was, listed on the Oslo Stock Exchange in 2000 (OSE:FJOD).

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Fjord Seafood's history in figures

Amounts in NOK 1000

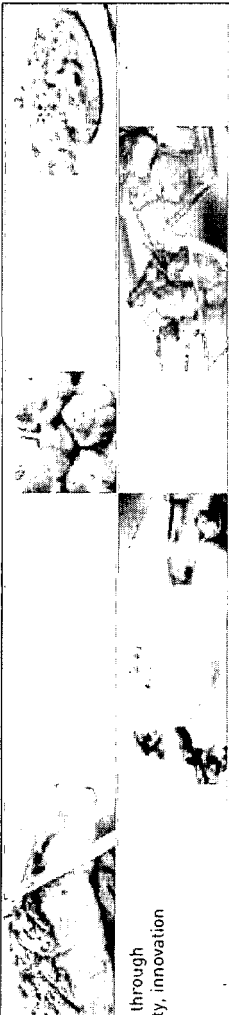
	2003	2002	2001	2000	1999
Profit and loss statement					
Operating revenues	4 084 518	4 249 576	3 345 479	2 330 707	954 072
Operating costs	-4 024 879	-4 094 370	-3 399 261	-2 407 625	-812 317
Operating profit before depreciation and write-downs	59 639	155 166	-53 742	263 082	142 755
Ordinary depreciation and amortization	-237 124	-240 605	-244 468	-79 008	-31 673
Write-off fixed assets and intangible assets	-489 492	-65 592	-372 110	-12 584	0
Operating profit after depreciation and write-downs	-666 977	-151 021	-650 320	190 590	111 082
Net financial items	-251 857	-178 561	-704 207	-79 463	-33 604
Profit before tax	-918 793	-329 582	-854 527	111 227	77 478
Profit for the year	-781 994	-192 278	-743 155	85 012	56 871
EBITDA margin	1,5 %	3,7 %	-1,0 %	12,1 %	14,7 %
EBIT margin	-18,3 %	-3,6 %	-19,3 %	8,2 %	11,6 %
Cashflow					
Cashflow from operations	-35 303	-162 488	-274 842	-664	74 142
Net cashflow	27 941	-91 298	108 014	50 570	-293
Balance sheet					
Total assets	4 826 173	5 335 144	5 252 339	4 427 044	822 459
Bank deposits, cash and cash equivalents	105 163	77 222	168 520	60 506	9 917
Intangible fixed assets	2 320 698	2 376 103	2 033 700	1 907 488	115 614
Total equity	1 561 685	2 109 358	1 687 708	1 269 239	299 940
Net interest bearing debt/less: leasing	-2 361 778	-7 347 749	-2 628 628	-2 334 823	-307 374
Equity ratio	31,9 %	39,5 %	31,5 %	28,7 %	36,5 %
Capital and market value					
Share capital	474 967	427 404	201 642	70 229	-46 894
Total equity	1 561 685	2 109 358	1 687 708	1 269 239	299 940
Market value at year end	1 605 350	1 098 428	1 037 262	2 025 061	-
Per share figures					
Time-weighted average of shares issued and outstanding	442 125	304 076	105 428	56 761	46 894
Market value per share at year end (NOK)	3,38	2,57	5,14	28,84	-
Earnings per share (NOK)	-1,77	-0,63	-7,04	1,49	1,21
RISK per share 0.101 (NOK)	0,00000	0,07821	-0,24601	0,10900	-0,11500
Accumulated RISK per share 0.101 (NOK)	-0,17337	-0,17337	-0,24958	-0,00357	-0,11057

STRATEGY
How will we do it?

A leading, integrated, global supplier of value added seafood, through continuous focus on customers' and consumers' needs, quality, innovation and environmental responsibility



The President and CEO
on the state of Fjord Seafood



In the course of the year we have undertaken a thorough review of our strategy and organisation. After many years of rapid growth through mergers and acquisitions, we have a need to ensure that all parts of the company are pulling in the same direction and have a uniform understanding of where we are going. The object of the review was also to help the various companies in the Group become more tightly integrated into Fjord Seafood, so that we are more clearly profiled as "one company".

Our vision "Excellence in seafood" describes our orientation as a global seafood company, and constitutes a strong commitment to our customers, a promise to supply quality at every stage of the value chain. This we intend to achieve by being a "leading, integrated global supplier of value added seafood products" to our customers, farmers, consumers, and consumers. Quality, innovation and environmental responsibility. We have enjoyed a good strategy and value's process, and thereby laid a solid foundation for pulling together towards a common goal.

In consequence of this strategy, we are changing our organisational structure. For the sake of achieving a sharper focus on the European market and better integration of the Group's operations in the market, we have decided to create a separate division for sales and marketing in Europe. At the same time, we have gathered all the processing operations in Europe in a single division, which will make it easier to extract synergy benefits on the production side. Farming in Norway, Chile and the USA, plus sales in the Americas are grouped in a third division. The new organisation will give us a sharper focus on the market and the success criteria in the various parts of the value chain, while increasing coordination and integration between the divisions. Over time, this should contribute to a growth in turnover, and more rational operation of the company.

2003 was a demanding year. The farmon industry has struggled with rock-bottom prices in the European market, which has meant red ink for both Norwegian farmers and for Fjord Seafood itself. Our farming operations

in the USA and Scotland have seen poor results, caused by small standing biomass and quality problems. Our Chilean operation, on the other hand, has enjoyed a very year, with good production results and high and stable factory prices in the American market.

All in all, the processing market in Europe has had a poor year. Even the overall results was satisfactory, were weak, due to problems in Scotland, France and the Netherlands. The year's results were also affected by large accounting write-downs, occasioned partly by structural changes involving the sale or winding-up of units and partly by a revaluation of previously acquired enterprises.

In the course of the year, the company strengthened its financial position and has been a positive shareholder. The company's shares, and its also caused the ownership structure to undergo major changes compared with the beginning of the year. Then, it was partly owned by foreign shareholders,

but at the end of the year, it is mainly in Norwegian hands. In the course of the year, the share price rose from a low of about NOK 1 in May/June to over NOK 3 at the end of the year.

The farming industry is enjoying growth. In 2003 our main markets, the USA and the EU, grew by 15% and 8% respectively. Access to wild salmon is limited, and farmed salmon has gradually become an important part of the diet in many countries. In 2003, around 1.15 million tonnes of Atlantic farmed salmon were produced, and the industry attracts plenty of attention from consumer and environmental organisations. Now and then, therefore, we see some very negative articles about the farming industry, which in turn leads to market shrinkage. Fjord Seafood is concerned about food safety and is working continuously to run our operations in accordance with the highest standards. We have also been laid down and that are expected of us. We have just initiated a large-scale investment programme to upgrade our Chilean smelt production. This investment will reduce the risk of:

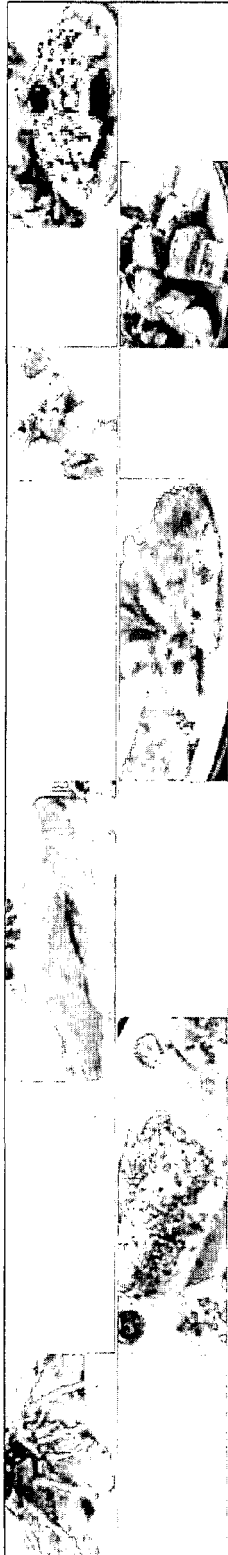
rely associated with the production of smelt in lakes and brackish water, help us to operate in a more eco-friendly manner and cut costs. As an aquaculture player, we are a big and important industry conducting biological production in seawater. We are also concerned about the fact that we accept that society wants transparency in our operations.

In the course of 2003 we sold and wound up several companies, which meant that staff was reduced by 670 man-years. This was necessary to adapt the cost side to the market. For the employees, their trade unions and the company, it has been a demanding process, through dialogue and cooperation with the employees and unions. However, the reductions were implemented in a constructive manner. There has been a common understanding that the restructuring was necessary in order to safeguard the company's long-term position in the market. We are entering 2004 strengthened. Our organisational work has laid a solid foundation for the creation of a

uniform corporate culture with a single vision, strategy and set of values. We have reviewed the company's value chain and are in the process of removing the elements that do not fit in. Costs have been considerably reduced, and we are growing. We are also uncovering opportunities for cost-cutting farming operations in Norway and Chile, plus a considerable increasing capacity and salesforce in Europe and the USA. This is an optimum point of departure for realising the vision of an excellent seafood company.

Helge Midtun

Helge Midtun
President and CEO



Board of Directors' report

Fjord Seafood is a leading, integrated, global supplier of seafood. It has fish processing operations in Belgium, the Netherlands, France, Chile and the USA. The Group is one of the world's largest producers of farmed salmon with fish farming operations in Norway, Chile, the USA and Scotland. The key markets are the EU/Europe and the USA. The Group's head office is located in Norway.

Development through 2003 has been a demanding year for Fjord Seafood. The profit for the year after taxes came to MNOK -782.0, which amounts to NOK -1.77 per share.

In 2003, the Group carried out an extensive restructuring of its operations in order to reduce costs, accept production and products to the market and integrate the Group's operations in order to achieve synergies of cost, markets and skills. As a result, Fjord Seafood has wound up operations, sold facilities and downsized its staff by about 670 man-hour years in 2003. In total the Group has entered write-downs and charges against profits associated with restructuring of its operations amounting to MNOK 584.3. The write-downs are on business assets, financial assets, licences and goodwill.

In February 2004, the Group signed a new 5-year loan contract (lenti 2009) with Nordre. The contract had a ceiling of MNOK 2,380. In June, agreements were entered into with local banks in

Chile, which guaranteed long-term financing (3.5 years) worth NOK 37.2 for the Chilean operations. In November, Fjord Seafood ASA carried out a share issue aimed at institutional investors and gained an infusion of MNOK 97 in cash. In connection with this share issue, the interest terms of the contract with Nordre were adjusted so that Fjord Seafood achieved a reduction in its interest expenses.

Through the new loan contract and the inclusion of funds, the Group achieved a better basis for its ongoing focus on optimising its costs and its expansion of salmon in the Group's fish operations. 2003 has been a turbulent year in the market as well. In both the USA and Europe the trend in the economy was negative in the first half, with increased unemployment and lower demand for our products. This was partly due to the wars in Iraq and Afghanistan, but the SARS epidemic in Asia has also resulted in a lower demand for Fjord Seafood's products during certain parts of the year. The market trend has been better in the second half of the year.

New strategy
A key element of the restructuring that was completed in 2003 has been to develop a future-oriented strategy for the Group. It has been especially important to focus more on the needs of the markets, and the Group will in the future accommodate its operations to the trends in the markets to a much greater extent. All processing in Europe will be organised in a separate division. At the

Peters Group has been closed down and all of the Group functions have been concentrated in Norway.

Farming
For the farming operations, 2003 has been a demanding year with major restructuring. Superchill (abnormally low ocean temperatures), on the Northeast coast of the USA at the close of last year resulted in the death of large quantities of fish, and this meant that many American businesses did not have products for sale in 2003. As a result, there was a sharp increase in the price of salmon during the spring in the USA.

In Europe, the minimum price agreement between Norway and the EU has entailed that the producers have delayed slaughtering their salmon, and an important volume of salmon has been sold to other markets, primarily the Orient. When this agreement terminated in May 2003, many producers chose to sell large volumes of salmon in Europe over a short period of time, and hence the prices dropped to historic lows. In the latter part of the year, salmon prices increased in the European market, and the trend has continued in 2004.

In Chile, new management was hired in 2003. During this year Chile incurred its results, both as a result of the price trend for salmon in the USA and as a result of good production and operations.

A new strategy was drawn up during this year for the operations in Chile. The key elements in this strategy are that small production, which has previously been located in lakes, will be moved to land-based facilities in order to ensure the quality of the salmon and to conduct an environmentally friendly smolt production.

Operation of the facilities in the sea will be integrated and optimised. Most of the facilities and licences associated with the smolt production will be sold, and future smolt production will primarily meet Fjord Seafood's needs. It is a goal that Fjord Seafood will increase its production capacity for salmon, while lowering its production costs. The sales organisation in the USA will be organised as part of the operations run from Chile.

The sale of non-strategic facilities and licences in Chile will contribute considerably to the financing of the new small production facility. These sales can result in accounting losses of MNOK 84.2. The estimated loss has been entered in the 2003 accounts.

Fjord Seafood has also carried out major restructuring in Norway in 2003. Global restructuring is under way, and the production volume with less fixed capital and a considerably lower cost level. In June, it was decided to wind down the processing operations at Leines in Nordland and 80 employees were affected. The smolt production

has been reorganised and will produce smolt for the sales in the region of smolt has previously occurred at eleven sites, but this will be reduced to only four. In December it was decided that Fjord Seafood's entire harvest volumes should be handled at the slaughterhouses on Herøy in Helgeland and in Flora. The slaughterhouse in Abakær was wound down and 80 employees were made redundant.

A more concentrated operation of the sea facilities will be implemented after changes have been made in the transfer regulations for licences. Facilities will be wound down or concentrated in sites favourable for sea operations. Thus, the number of sites will be reduced from more than 30 to about 15 during 2004, and the number of employees will somewhat decrease.

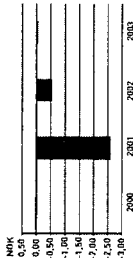
The sales organisation in Norway has had a sales office in Denmark, and it was decided at year-end to close it. 17 employees in Denmark will be affected by the closure. The customers who have previously been served from Denmark will be dealt with from Norway and Belgium. Altogether, the workforce in the Norwegian organisation has been reduced by 168 man-years from 377 in 2002 to 209 man-years at year-end. At the end of February 2004, there were 382 employees in Norway. In order to adapt production to the demand for salmon, a certain number of smolt and salmon were killed in Norway during the second quarter.

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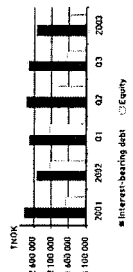
Accounting profit/loss per share per year



Cash flow from operations (ex. inv) per share per year



The Group's interest-bearing debt and equity



resulting in a cost of MNOK 22.6. At the end of the year, the debt value of 454.9 million NOK, comprising 100% of the total debt, was written down by MNOK 143.4.

In the USA the court rulings in 2003 relating to the "Endangered species act" and "Clean Water Act" have caused tight conditions for fish farming in the state of Maine. Fjord Seafood does not consider the farming activities in the USA strategically important, and is considering several alternatives for its farming operations in the state of Maine. Fjord Seafood has carried out a considerable write-down of its assets in the fish farming operations in the USA. The write-down of assets in the fish farming operations, which comprises advanced processing of salmon products, has not reported satisfactory results. To reverse this trend a number of measures have been undertaken. Altogether in 2003, Fjord Seafood has changed MNOK 226.7 as an expense tied to restructuring costs, write-down of book value on licences, goodwill and assets in the USA.

The year's result

The Group achieved a turnover of MNOK 4 084.5 in 2003 compared with MNOK 4 227.5 in 2002. In the figures for 2002, an accounting profit of MNOK 700.5 from the acquisition of Fjord Seafood was included. The Group's operating results for 2003 compared with MNOK 4 751.4 in 2002 compared with MNOK 4 084.5 the previous year, and the operating results at year-end were MNOK -465.9 in 2003 compared with MNOK -151.0 in 2002.

A total of MNOK 546.8 has been charged to the profit and loss account in 2003, and an operating loss of MNOK -52.8. In the parent company's accounts, book equity on shares in Fjord Seafood was written down by a total of MNOK 467.5. The write-down of assets is primarily a result of the large write-downs that have been made in the value of shares in other companies has been written down by MNOK 56.6 and other assets in the parent company have been written down by MNOK 3 in 2003. At the company's annual general meeting, the Board of Directors will recommend that the parent company's loss for the year of NOK -475 371 473 be covered by other equity.

Financing, capital structure and owners

The Group's total assets had a book value of NOK 829.2 at year-end, of which MNOK 2 032.1 was equity, and the Group's interest-bearing debt amounted to a total of MNOK 2 467.9. In

February 2003 a new loan agreement with Norda was entered into, and in this regard any dividend payment to the shareholders is deferred into 2005 with Chilean banks.

Organisation and working conditions

In the Group's loan agreements, provisions related to the fulfilment of large figures related to results, available liquidity and equity have been included. Norda has accepted reduced requirements with regard to these provisions until June 2004. The Board of Directors refers to the note in the accounts where this situation is discussed.

During the year, there have been considerable changes in the composition of shareholders. Congroup, which owned around 56.5% of the shares, had sold around 20% of its shares to SNO Invest sold out of Fjord Seafood in the autumn of 2003. In November, Fjord Seafood ASA completed a private placement of MNOK 97 aimed at institutional investors in Norway and abroad. The share issue was fully subscribed after only a short period of time and helped give the group greater freedom of action relating to the restructuring that is being carried out.

The Group's book equity at the close of 2003 amounted to MNOK 1 541.7, which gives an equity ratio of 31.9%. The parent company has a book equity at year-end of MNOK 2 467.4.

Dividend

Fjord Seafood continues to face important challenges with regard to generating good economic profits. Based on this the Board of Directors will not suggest any dividend payment to the shareholders for 2005.

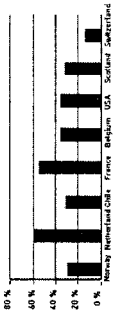
Chonchi, which estimated approx. 280 man-years. In addition, the operation of the facilities in the sea and in small production have been integrated and approved, and this has resulted in approx. 70 man-years. The reduction in the number of employees in the Netherlands was achieved by the closure of the operations in Dimo.

The cooperation with employee organisations is generally regarded as good. Various cooperative bodies have been established locally. In Norway, several cooperative committees have been set up, as well as committees to deal with the work environment and employee relations. The Group employee-management committee consists of 14 members, of which 7 are appointed by management and 7 selected by employees.

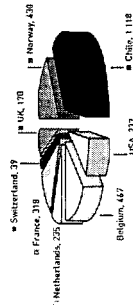
Within the Group, there has been a positive trend in the rate of absence due to illness during the year. The highest rate of absence due to illness in the Group was in Norway. In 2002 targets were set in Norway for the reduction of absence due to illness by the close of 2004. The company is working systematically to achieve this goal; some units have signed an agreement to become a "more inclusive workplace". In 2002 there will be a particular focus on the follow-up of employees on long-term sick leave, regular HSE training and active prevention of injuries and accidents. In Norway the rate of absence due to illness was 7.3% in 2003, compared with 10.2% in 2002.

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Percentage of women as of 31 December 2003



Number of man-years per country as of 31 December 2003



In the other units in Europe, the rate of absence due to illness has been 8% and lower in the different companies, whereas the rate of absence due to illness in Chile and the USA has been under 5%. The rate of absence due to illness in Fjord Seafood ASA was 5,7% in 2003.

A total of 251 personal injuries were registered in the Group in 2003, primarily minor crushing injuries and cuts in the processing units. In Fjord Seafood ASA, there have not been any accident situations in 2003.

Organisationally, considerable changes have been carried out in the Group in 2003. Helge Midtun commenced as the new Group CEO in April, and former Group CEO, Paul Birger, resigned, assumed the post of head of Norwegian operations. Torben Petersen is the new head of the Chilean operations. The middle management level in the organisation in Norway has been eliminated in connection with the reorganisation. As a result of the new organisation of the operations in Europe, Jo Dekeyser will be head of processing operations, and Geert Vermeersch will be head of sales and marketing in Europe. Both will be included in the Group management.

Fjord Seafood wants to increase the number of women in management positions. At the election of a new Board of Directors in January 2004, two female directors joined the Board, and the percentage of women on the Board of Directors is now 25%. The Group's ethical rules will help promote the equal status of all employees. EuresGAP, Fjord Seafood has gone through the Group's value chain and identified important points requiring attention for their follow-up with regard to the environment, food safety, HSE and fish health/animal welfare. These have been incorporated into the Group's quality system.

The development work through EuresGAP, Fjord Seafood has gone through the Group's value chain and identified important points requiring attention for their follow-up with regard to the environment, food safety, HSE and fish health/animal welfare. These have been incorporated into the Group's quality system.

Fjord Seafood has 150 14001 certification for 22 licenses in Norway, and these licenses have also been certified according to the European standard, EURES. For the remaining licenses, a certification programme will be followed up so that more facilities and hatcheries are certified in 2004.

The Group has set clear environmental goals for its farming operations, covering escapes from pens, salmon lice problem, use of antibiotics, biological feed conversion ratio, handling of land-based waste and more. Detailed environmental goals and measures have been specified for all fish farming facilities in Norway, Chile and Scotland.

The fish's health and welfare are monitored and developed through continuous research. This research is conducted in the form of scientific projects and plans and participates in the implementation of preventive measures. The Group aims to reduce the biological feed conversion ratio. The feed

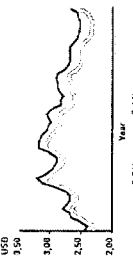
conversion ratio shows the amount of feed that the fish eat in order to grow one kilo and is thus a measure of how efficiently the feed is utilised. Through efficient use of feeding systems and computer monitoring, the Norwegian fish farming operations have shown in 2003 that it is possible to achieve a feed conversion ratio below 1,0, and this has now been set as a goal for the Norwegian operations. The feed conversion ratio shall also be reduced significantly in the operations in Chile and Scotland.

The Group's use of antibiotics is historically low. In 2003, antibiotics were used in Fjord Seafood's operations in facilities or hatcheries in Norway. In general, there has been an important reduction in the use of antibiotics at the other facilities as well. Numerous preventive measures have been implemented in order to continue this positive trend.

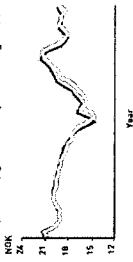
Several measures have been implemented to increase the commercial utilisation of by-products. In Norway, the percentage of by-products that were utilised as raw materials for other products was close to 100% at the close of 2003, and there were considerable improvements in this area in Chile and Scotland as well.

In the processing operations, the main focus on environmental considerations has been in connection with food quality, raw material utilisation and distribution. In the coming years Fjord

Chilean fillet, Umer Barry - FOB Miami, 2003



Fresh Atlantic salmon (FHL price), packed, gutted ex processing 2003



Seafood will focus even more on the retail market aspects of its processing operations.

Corporate governance
Fjord Seafood has established a policy for good corporate governance. It is a goal that the shareholders will have reasonable opportunity to exercise their power as owners, that the Board of Directors will look after all of the shareholders' interests for the common good, and that the Board of Directors and the management work together in a professional manner.

Market conditions
Fjord Seafood's primary market segment is Europe, with the retail market, the industry market and the food service market.

In the retail market, the big supermarket chains are the most important customers. The supermarket in the EU account for about 65% of the sales of fish and seafood to the consumers. In the industry market, the customers are smokers and food producers. The major players in the food service segment are the catering companies and especially the caterers to the airlines. During the year the demand has picked up, but there is still a considerable surplus on price. During the year, Fjord Seafood increased its percentage of sales to the retail market.

In the processing operations, the main focus on environmental considerations has been in connection with food quality, raw material utilisation and distribution. In the coming years Fjord

Netherlands. Fjord Seafood has a leading position as a supplier within these segments.

In the American market Fjord Seafood mainly sells whole fish and fillets. Fjord Seafood's main markets and who in the USA are supermarkets and wholesale clubs, which account for about 40% of sales. Distributors and food suppliers account for another 25% of sales, and the final 15% is sold to restaurants and other customers that buy small volumes. In general, salmon and salmon products are in high demand in the USA, and demand is increasing at about 10% a year.

Risk factors
With regard to the Group's sales, there are two factors that are key risk factors: the price of salmon in Europe and the USA and the economic trend in Europe, Asia and the USA.

The price of salmon is a key factor because about half of the Group's turnover comes from the sale of whole salmon or salmon that has been only slightly processed. The price of salmon is affected by the general economic trend in the markets, as described in the next section, though more important is the supply of salmon in the markets. The supply side is characterised by a large number of suppliers, which are facing major economic motives (such as liquidity) with economic motives of crucial importance in determining when salmon are harvested and

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Oslo, Norway, 25 March 2004

Outlook for the future

The latter part of 2003 showed signs of improved demand for the Group's products in both Europe and the USA. The production of salmon in Norway in 2004 is expected to be higher than in 2003, this is expected to help improve prices for salmon in Europe in 2004.

In 2003 Fjord Seafood made considerable changes in its operations. The Board of Directors expects these changes to contribute to lower the cost level and improve productivity in all parts of the Group. Fjord Seafood has a good, open dialogue with its banks and owners, and the Board of Directors regards this as an important contribution in establishing good long-term financing for the Group.

The Board of Directors is optimistic about 2004 and expects an improvement in the Group's operating results in the coming years.

will have a significant impact on the quality of salmon that Fjord Seafood can harvest and sell, and hence the profits that the Group can achieve.

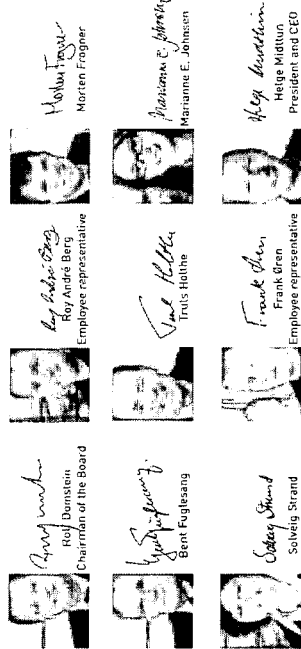
The Group's net profitability depends on financial costs, as the Group has considerable interest-bearing debt. About 35% of the Group's debt is in NOK and about 38% is in USD. If there is an increase in Norwegian interest rate of 1%, the Group's interest expenses will increase by MNOK 10 per year.

Fjord Seafood is exposed to currency fluctuations. The most important currencies are NOK, USD and EUR, but GBP is also important. The Group has developed a hedging strategy for its foreign currency exposure, where loans are hedged by borrowing in the same currency as by the use of derivatives. In addition, the currency exposure on ordinary purchases and sales is hedged as it occurs. Most of the turnover and costs for the individual units are in the same currency except for Norway, where about 40% of the income is in EUR while costs are in NOK, and Chile, where incomes are mainly in USD but part of the costs are in Chilean pesos.

how large a quantity will be available in the market. In a situation where the price of salmon is increasing, this will rapidly lead to a reduced supply of salmon. It is in 2003, therefore, natural conditions such as climate, disease and pollution will be of crucial importance for when and how much salmon is available in the market.

The other half of the Group's turnover comes from the sale of processed fish products, primarily products in which salmon is an important raw material. The sale of these products depends on economic trends and consumer expectations. With increased economic uncertainty, increasing unemployment and a general negative economic trend, the demand for processed food products will also decline.

The Group's costs depend to a great extent on the price of salmon feed, the price of other raw materials, and climatic and environmental factors at the production sites. The costs of feed constitute about 50% of total costs for the seawater production. The development in the biomass is affected by disease, escape, climate conditions, water quality and feed quality. All of these factors



Roy Domstein
Chairman of the Board

Roy Andre Berg
Employee representative

Morten Frøgnar

Bent Fugleang

Truls Holthe

Marianne C. Johnson

Solvåg Strand

Frank Øren
Employee representative

Helge Midtun
President and CEO

Fjord Seafood - accounts 2003

Profit and Loss account

	Fjord Seafood ASA			Fjord Seafood Group		
	2001	2002	2003	Note	2002	2001
Sales revenue	0	0	214		4 017 578	3 995 553
Other operating revenues	36 121	20 032	1	66 540	250 784	62 846
TOTAL OPERATING REVENUES	36 121	20 032	6 084 518	4 249 936	3 358 499	
Transportation costs, goods sold	0	0	-331 879	-324 975	-274 555	
NET OPERATING REVENUES	36 121	20 032	3 752 639	3 924 622	3 079 944	
Changes in inventory and adjust of value of inventory	0	0	-73 220	70 503	-29 488	
Cost of materials	0	0	-2 422 847	-2 409 370	-2 154 240	
Wages, salaries and other personnel expenses	-12 460	-19 437	-75 150	4	-180 984	-180 984
Other operating expenses	-45 930	-69 920	-43 294	5/6	-200 421	-689 855
			15	-479 457	-617 718	-354 527
OPERATING PROFIT BEFORE DEPR. AND WRITE DOWNS (EBITDA)	-22 469	-76 880	59 679	155 146	-33 742	
Ordinary depreciation	-1 765	-1 338	8	-186 984	-209 406	-202 016
Write-down of fixed assets	0	0	5/6	-448 572	-91 283	-71 586
OPERATING PROFIT BEFORE GOODWILL/BADWILL	-24 234	-77 818	-569 847	-146 322	-307 328	
Amortisation goodwill/badwill	0	0	5/6	-56 170	-31 199	-42 452
Write-down of goodwill/badwill	0	0	5/6	-49 930	25 500	-300 530
OPERATING PROFIT (EBIT)	-24 234	-77 818	-646 937	-151 021	-450 320	
Share of earnings in associated companies	-10 483	-12 025	-55 935	16	-53 346	-17 177
Share from sale of joint venture	0	189 161	0	0	0	-8 789
Write-down of financial assets	-305 530	-125 008	-400 845	12/14	-69 534	0
Interest income of Group companies	21 281	27 840	77 558	19	4 452	7 369
Other financial income	2 018	33 022	22 074	19	110	58 805
Other financial expenses	2 160	52 420	6 090	19	-178 151	-189 965
Other interest expenses	-75 775	-76 528	-130 714	19	-189 965	-210 765
Other financial expenses	-1 908	-42 331	-2 487	6	-3 319	-44 643
PRE-TAX LOSS	-447 471	-34 687	-725 523	-918 973	-329 592	-854 527
Taxes	115 560	86 672	80 151	10	138 789	137 304
PROFIT/LOSS FOR THE YEAR	-331 931	52 044	-645 372	-780 184	-192 278	-743 155
Minority interest	0	0	0	0	0	592
Earnings per share (in NOK)						
Earnings per share - diluted (in NOK)						
Distribution						
Revaluation reserves	-25 000	0	0	0	0	0
Other equity	-384 732	52 044	-675 371	17	Other equity	-746

Cash flow statement

	Fjord Seafood ASA			Fjord Seafood Group		
	2001	2002	2003	Note	2002	2001
Pre-tax loss	-447 471	-34 687	-725 523		-918 793	-854 527
Tax paid for the period	0	0	1	-22 327	-7 927	-3 476
Gain on demerger	0	0	1	0	-200 844	0
Liquidation of subsidiaries	7 116	8 387	1 050	0	0	0
Gain/loss on sale of fixed assets	-3 030	0	0	8	-41 060	-4 207
Write-downs and depreciation	392 295	124 338	604 747	8	747 200	618 578
Changes in inventory and accounts receivable/payable	-8 892	-11 160	-17 723	16	99 190	4 380
Changes in monetary and accounts receivable/payable	19 483	17 953	54 933	16	54 354	19 127
Profit adjustment upon applying equity method	0	0	0	0	0	0
Effect from exchange rate fluctuations	-15 707	28 382	-12 461	0	45 286	-53 305
Change in other current accruals	0	0	0	0	0	0
Net cash flow from operations	-94 208	-91 845	-18 511	-35 303	-182 488	-274 842
Prizes/loss from sale of fixed assets	0	1 742	3	8	64 768	7 182
Payment for purchase of fixed assets	-3 565	-2 873	-337	8	-136 914	-122 246
Payment for Fjords Group acquisition	0	0	1	0	-213 896	-220 849
Loan to subsidiaries	84 199	140 158	-1 240 713	15	0	0
Prizes concerning shareholdings/loan into other companies	5 033	102	0	15	0	0
Payment for shareholdings in other companies	-768 461	-54 800	-300 367	14/15	-73 502	-31 888
Net cash flow from investment activities	-462 737	-118 451	-1 541 444	-73 502	-354 825	-389 120
Received on new debt	536 021	24 071	2 110 008	19	2 327 274	1 173 250
Repayment of debt	-328 438	0	-185 741	19	-2 389 506	-1 014 577
Capitalised from hedging	685 200	34 378	-2 397	17	-5 867	34 378
Issue of equity capital	-21 048	540 100	174 000	17	124 131	546 158
Other	0	0	0	0	0	0
Purchase of own shares	-19 320	0	0	17	0	-19 320
Net cash flow from financing activities	800 478	607 209	1 242 429	135 038	441 674	774 124
Exchange rate fluctuations, cash and cash equivalents	0	0	0	1 708	-15 659	-2 128
Net change in cash and cash equivalents	103 553	316 711	-397 324	27 941	-91 298	108 014
Cash and cash equivalents 01.01.	307	101 842	900 573	77 423	148 520	40 504
Cash and cash equivalents as of 31 December	103 842	500 573	103 247	21	105 143	77 222

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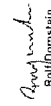







Balance Sheet : ASSETS

	Fjord Seafood ASA			Fjord Seafood Group		
	2001	2002	Note	2001	2002	2001
Assets						
Intangible and rights	7,700	3,308		1,842,330	1,288,820	1,542,380
Land, buildings and other real property	124,679	218,812	777,744	9	288,578	135,787
Plant and equipment	0	0	0	5/8	981,770	971,874
Ships	0	0	0			459,175
Furniture and fittings, furniture, office equipment, etc.	5,175	4,319	3,485			31,775
Total intangible fixed assets	127,379	221,882	777,744	7,320,478	2,594,103	2,023,700
Investments in subsidiaries	2,175,741	2,383,380	1,953,979	0	0	0
Loans to subsidiaries	442,611	453,537	1,918,037	0	0	0
Investments in joint ventures/associated companies	222,682	58,374	3,983	8,076	45,704	87,870
Loans to joint ventures/associated companies	0	0	0	8,983	8,504	3,564
Investments in shares and holdings	17,957	32,712	15,808	13	18,426	35,461
Bonds/securities and other receivables	776	805	617	13,364	28,074	24,576
Total financial fixed assets	2,962,767	3,128,978	3,893,423	48,520	137,443	142,948
Total fixed assets	3,095,341	3,385,159	4,176,812	3,021,258	3,459,943	3,310,067
Current assets						
Inventory	0	0	0	11	1,028,201	1,121,844
Accounts receivable	382	1,777	361	12	538,478	559,056
Other receivables	137,290	4,898	26,526	15	124,773	117,039
Total receivables	137,672	6,175	24,888	441,451	674,095	685,592
Bank deposits, cash, and cash equivalents	103,862	500,973	103,847	21	105,163	77,222
Total current assets	241,535	509,748	130,135	1,864,915	1,875,181	2,042,272
TOTAL ASSETS	3,336,876	3,894,907	4,306,947	4,886,173	5,335,144	5,352,339

Balance Sheet : EQUITY AND LIABILITIES

	Fjord Seafood ASA			Fjord Seafood Group		
	2001	2002	Note	2001	2002	2001
Equity						
Share capital	201,842	477,424	474,947	17	474,947	477,424
Own shares	-5%	-5%	-5%	17	-5%	-5%
Share premium fund	2,018,515	1,556,652	1,624,307	17	1,624,307	1,624,307
Other paid in equity	17,781	17,781	17,781	17	17,781	17,781
Minority interests	-242,426	808,695	133,767	17	1,045,403	1,484,268
Total equity	2,075,116	2,810,135	2,240,424	164,145	2,109,359	1,687,708
Liabilities						
Deferred tax	0	0	0	8	26,574	26,011
Other provisions for liabilities	0	0	9,801	5/6/8	23,728	17,858
Total provisions for liabilities	0	0	9,801	50,312	44,418	110,703
Debt to financial institutions	1,018,870	1,010,846	2,010,000	19/20	2,350,712	1,831,580
Other long-term liabilities	0	0	0	19	86,978	99,225
Total long-term liabilities	1,018,870	1,010,846	2,010,000	2,437,690	1,721,863	1,945,035
Debt to financial institutions	0	0	0	19/21	116,229	794,333
Accounts payable	1,171	8,359	10,523	15	462,848	401,095
Taxes payable	0	0	0	9/10	3,201	3,782
Other public fees and taxes	831	0	3,850		4,611	4,653
Other short-term liabilities	240,085	32,552	12,610		147,190	187,921
Total current liabilities	242,897	40,926	24,720	796,937	1,449,905	1,608,894
Total liabilities	1,261,767	1,051,772	2,034,720	3,234,627	3,205,768	3,644,032
TOTAL EQUITY AND LIABILITIES	3,336,876	3,894,907	4,306,947	4,886,173	5,335,144	5,352,339

03ic, 25 March 2004

 Rolf Domstein
 Chairman of the Board
 Marianne E. Johnsen
 Employee representative
 André Borg
 Employee representative
 Volter Fjorvig
 Morten Fjorvig
 Sveinung
 Benit Englesang
 Svein Helle
 Truls Rottne
 Frank Olsen
 Employee representative
 Roy Lindstein
 Hage Midlum
 President and CEO

Accounting principles

The annual report, which comprises the income statement, balance sheets, cash flow statements, and notes for the Group and the parent company, has been prepared in accordance with the Norwegian Public Limited Liability Companies Act, the Norwegian Accounting Principles in Norway as of December 31, 2003.

The annual report has been prepared based on the fundamental principles governing historical cost accounting, comparing operations, congruence and caution. Transactions are recorded to accounts at their value at the time of the transaction. Income is entered as it is earned and costs are booked against the related earned income. Applicable accounting principles are presented in detail below. In certain circumstances, the accounting principles require management to make the best possible estimates for the income statement and balance sheet.

For profit and loss items, cash flow and balance sheets, historical figures for the three most recent years are presented. Historical figures are not adjusted for subsequent acquisitions or other business changes. A separate note presents reworked, pro forma figures to facilitate comparison.

Consolidation principles

Consolidated consolidated accounts comprise the accounts of companies in which the parent company or subsidiary has a direct or indirect controlling influence. A controlling interest exists if a party directly or indirectly owns more than 50% of the voting capital in the controlled entity. Companies under temporary owners-

hip are not consolidated. The Group accounts show the companies' financial position, profit from the year's activity and cash flow combined for the Group as a whole. Uniform accounting principles are applied to all companies in the Group. If a company is a subsidiary, the Group's accounting principles are included in its consolidated accounts up to the point of divestiture.

For phased acquisitions of ownership interests, the value of the assets and liabilities at the time of establishment of the Group relationship is used as basis for consolidation. Subsequent purchases of further shareholdings in existing subsidiaries will not affect the valuation of assets and liabilities, with the exception of goodwill, which is analyzed for each acquisition.

Elimination of internal transactions and balances
All significant transactions and balances between companies in the Group are eliminated.

Elimination of shareholdings in subsidiaries

Shareholdings in subsidiaries are eliminated in the Group accounts according to the acquisition method. The difference between the cost price of the net ownership interest and the recorded value of the net assets at the time of acquisition is analyzed and allocated for the individual balance sheet items.

According to their actual value, any/for-what is recorded in equity as shareholdings and amortized in accordance with underlying assumptions and expected economic lifespan. If a negative added value occurs, it is capitalized as goodwill and amortized in accordance with underlying assumptions. Goodwill and shareholdings are presented together in the balance sheet, and the combined result is presented in the income statement.

Deferred tax provisions are made for excess values, except for goodwill and licenses. The nominal tax rate is used when calculating deferred tax.

Translation of accounts

Foreign subsidiaries' accounts in foreign currencies are translated using the average exchange rate for the consolidation period. The balance sheet of the foreign subsidiary is translated at the exchange rate on the balance sheet date. Differences owing to profit and loss transactions being translated at the average exchange rate and balance sheet value translation at the exchange rate on the balance sheet date are booked against equity. The effect of changes in currency exchange rates on the previous year's balance sheet is also booked against equity. The effect of changes in the US dollar as their functional currency.

Minority interests

Minority interests' share of after-tax profit and shareholders' equity are shown as separate items in the income statement and balance sheet.

Associated companies

Associated companies are defined as companies in which the Group has an ownership interest of 20-50%, where the investment is of a long-term, strategic nature, and where the Group can exercise significant influence.

Associated companies are consolidated in the Group's accounts according to their actual value. The Group's share of profit in an associated company is its proportionate amount of the after-tax profit of the associated company, less any depreciation of surplus value related to the acquisition. Companies' assets at the time of acquisition, in the income statement the share of profit in associated companies is shown under financial items. In the

balance sheet, ownership interests in associated companies are entered as fixed assets.

Treatment of joint ventures

Through 2002 and first half of 2003 the Group held 50% of joint ventures, which were treated as equity investments. Joint ventures are defined as entities jointly controlled by the Group and one or more other companies. Ownership in joint venture companies is accounted for according to the gross method in the consolidated accounts, so that the Group's share of profits in a joint venture is limited in the profit and loss statement. In the balance sheet, proportionate ownership interests are shown accordingly. In the parent company's accounts, the cost method is used, i.e., the proportionate ownership interest is recorded at historical cost; profits from joint ventures are not reflected in the parent company's profit and loss account.

General accounting principles

Valuation of current assets and short-term liabilities is made at lowest/highest of acquisition cost and market value. Market value is defined as estimated future sales price less estimated sales costs.

Fixed assets are recorded at acquisition cost. Fixed assets that have a limited economic life span are depreciated over the economic lifetime of the asset. If the estimated recoverable amount for the asset is lower than the carrying amount, the carrying amount is made. Specific principles are normally applied to liabilities.

In accounting with generally accepted accounting principles, there are some exceptions to the general valuation rules. These exceptions are commented on in the respective notes to the accounts.

Contingent losses
Losses that are deemed likely to occur and that are quantifiable are recorded.

Classification principles

Assets and liabilities associated with regular business cycle and items that are not classified as current assets or current liabilities are classified as long-term liabilities and provided as long-term. All other assets are classified as fixed assets. Other liabilities are classified as long-term liabilities and provided as long-term.

Accounting principles for significant accounting entries

Income recognition
Income is entered when it is earned. Income is thus normally entered at the time of delivery for sales of goods and services.

Operating income is entered less VAT, discounts, bonuses and other sales costs. Freight costs related to sale of fish in the Farming Division are presented separately and consist of external freight costs that the customers pay when buying fish. Freight costs relating to the VAP Division are not presented separately as they are part of the Group's production process.

Cost recognition/matching

Costs are matched and expensed when the income to which the costs relate incur. Costs that cannot be directly matched to income are expensed as incurred and depreciated over the useful life of the asset. Depreciation or amortization of the asset is decided using or discontinuance is decided upon.

Other income

Other incomes are defined as incomes that are not derived directly from the Group's regular business operations.

Intangible assets
Intangible assets that are expected to generate future income, such as licenses and goodwill in subsidiaries, are capitalized and amortized over their economic lifespans. Straight-line amortization is applied over the asset's useful life. Research and development costs with research and development are expensed as incurred.

The value of licenses acquired by the company is capitalized. Licenses that are considered perpetual are not subject to depreciation or amortization.

Fixed assets

Fixed assets are entered in the balance sheet at acquisition cost less accumulated depreciation and write-downs. Costs associated with normal maintenance and repairs are expensed as they incur. Costs for major repairs that extend the economic lifespan of assets are capitalized. Assets that are repaired are expensed. Assets are considered fixed assets if the economic lifespan exceeds three years and the cost price exceeds NOK 15 000. Interests associated with facilities under construction are capitalized as part of the cost price. Assets leased on terms that largely transfer rights and obligations to the Group (financial leasing) are capitalized as assets and the financial obligations are entered as other long-term debt. Operational leasing obligations are treated as regular leasing costs and presented as ordinary operating expenses.

Depreciation

Ordinary depreciations are applied on a straight-line basis over the economic lifespan of the asset, based on the asset's historical cost price. Similar principles are applied to intangible assets. Depreciation is recorded as ordinary operating expenses. Leased

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Note 1 : CHANGE IN GROUP STRUCTURE

THE ACCOUNTING YEAR 2003

During the year, the group has merged with holding companies in Belgium and closed down activities in three units in the Netherlands. In Norway, the group has sold off a legal unit that was inactive as of 2002, Branna Flakvik AS, and the merger of Fjord Seafood Norway AS and Sismar AS was completed in 2003.

In the year 2003, the group has completed the following corporate integrations.

Company	Transaction term	Description of compensation	Integrated into the accounts as of	Goodwill in the acquisition
Precedas Fisheries S.L.U	Purchase of shares (100%)	Assumption of liabilities	01.07.2003	0
Byrhnes Fishmottel AS	Purchase of shares, including 63%	Cash and contribution of debt	01.01.2003	0

THE ACCOUNTING YEAR 2002

The joint venture, Fjord Demstein Holding, 50% of which was owned by Fjord Seafood ASA and 50% by Demstein ASA, was dissolved with a demerger with accounting effect as per 1 July 2002. Fjord Demstein Holding was 100% owned by the Peters Group and the Engfar Group. Through the demerger, Peters and Demstein are now separate entities. Fjord Seafood Trading AS, Fjord Seafood Trading AS (UK) and Fjord Seafood Trading AS (USA) are now part of Fjord Demstein Holding. The acquisition of Fjord Seafood Holding AS, which was owned by the Peters Group, Fjord Seafood AS, was completed in accordance with the transaction principle, this transaction was treated as an acquisition of the Peters Group. Fjord Seafood AS held the value as of 1 July 2002, the date when the Group was established, as a basis for determining a standard of value.

Information related to Peters:

Description of company	Transaction term	Integrated into the accounts as of	Goodwill in the acquisition
Peters Holding AS	Demerger	01.07.02	TEUR 99 166
			Shares in Fjord Demstein Holding worth 476 000
			333 000 demerger debt
			Goodwill in the balance sheet related to joint ventures was eliminated as a result of the changes in 2002. No additions to goodwill 2002.
			-TEUR 20 842
			-TEUR 78 232

THE ACCOUNTING YEAR 2001

In 2001, the group completed the following corporate integrations

Company	Transaction term	Description of compensation	Integrated into the accounts as of	Goodwill in the acquisition
Sigm Marine Farm AS	Purchase of shares (100%)	746 shares in Fjord Seafood ASA	01.01.2001	0
Konneret Conlises LLC	Purchase of shares (100%)	14 000 shares in Fjord Seafood ASA	01.04.2001	TEUR 21 304
Konneret Minamura Ltd	Purchase of shares (100%)	174 978 cash settlement	01.04.2001	0
Winward Seafood LLC	Purchase of shares (100%)	19 214 cash settlement	01.07.2001	TEUR 1 304

The acquisitions were entered in the accounts at the actual value on the transaction date. For some of the acquisitions, a precise transaction date was not available. The acquisitions were entered in the accounts at the actual value on the transaction date. For some of the acquisitions, a precise transaction date was not available. Effective 31 December 2001, the joint venture, Fjord Demstein Holding, acquired the Engfar Group. In connection with this transaction, Fjord Seafood made a total inclusion of NOK 242 357 000 in the company.

ment. The Group also uses foreign currency exchange rate options as instruments to hedge future sales.

The group has entered into long term currency swaps to hedge investments in foreign operations and loans to foreign subsidiaries. Gains or losses on these financial instruments are booked against the group's equity for the part that relates to the hedging of investment in subsidiaries. In the parent company accounts the gain or loss are booked towards the shareholding in subsidiaries. The remaining gain or loss on the long term currency swap, which will relate to loans to subsidiaries, are booked in the profit and loss account.

Interest hedging instruments are not carried in the balance sheet; the effect from this hedging is reported in the profit and loss account for the period that it relates to.

Cash flow statement
The cash flow statement is prepared in accordance with the indirect method. Cash and cash equivalents comprise cash, bank deposits and other short-term liquid placements that immediately and with minimal exchange risk can be converted into known cash amounts, and that have due dates under three months from their date of acquisition. Cash effects from acquired or sold companies are included as of the time the companies were integrated in the accounts.

IFRS
International Financial Reporting Standards will be implemented in Norway in 2005. This issue is further described in note no. 25 to the annual accounts.

lowest of cost price and estimated net sales price.

The cost price of processed goods comprises direct material costs, direct salaries and a share of indirect processing costs. The cost price of purchased goods is the actual purchase price, due to lengthy production time, interest costs are included in the cost price of small and fish in sea. Costs related to natural losses and overproduction are allocated to the sellable biomass.

Receivables
Receivables are entered at face value less expected losses.

Deferred taxes and taxation costs
Deferred tax is calculated on the basis of temporary differences between accounting and taxation values at the close of the accounting year. Nominal taxation rates are used in the calculations. Tax increases and tax decreasing differences are offset against each other within the same time interval. Deferred tax assets arise from temporary differences that give rise to future tax deductions. Taxes for the year comprise changes in deferred tax and deferred tax assets, taxes payable for the year and adjustments for errors in previous years' calculations.

Foreign currency and interest - Hedging
Accounts receivable and debt in foreign currencies are valued at the year-end exchange rate.

Accounts receivables associated with sales in foreign currencies and sales in foreign currencies are largely hedged by forward exchange contracts. Forward exchange contracts are reported through the profit and loss statement through the profit and loss statement.

items that are recorded in the balance sheet are subject to depreciation, and the carrying amounts are reduced by the lessening less paid after deduction of estimated interest costs.

Write-down of assets
If there is an indication of reduced value of fixed assets a calculation of the estimated recoverable amount is made. The recoverable amount will be the higher of the expected sales price and a net present value of the estimated cash flow from the assets value of operation. Assets that are not in use, or held for sale, are valued individually. For other assets the reduction amount is determined on the basis of the cash flows that can be separated, written down and reported separately in the profit and loss account.

Subsidiaries in the parent company's accounts
Subsidiaries are generally defined as companies in which the Group has an ownership interest exceeding 50%, where the investment is of a long-term, strategic nature, and where the Group has a controlling interest. Subsidiaries are treated in the parent company's accounts in accordance with the cost method.

Shares
Other shares are valued at the lowest of average acquisition cost and market value. Shares that have suffered a permanent decline in value are written down to market value.

Inventories comprise feed, packaging, raw, juveniles, small, fish in sea, slaughtered fish and processed fish. Inventories of goods are valued at the

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Note 2 : PRO FORMA PROFIT AND LOSS ACCOUNT

In order to give a picture of historical earnings on the basis of the Group's current size, a pro forma profit and loss account has been prepared for previous periods. The figures for 2003 are actual figures.

	2003	2002	2001
PROFIT AND LOSS STATEMENT			
Operating revenues	4,086,518	4,440,358	4,179,667
Operating expenses excluding depreciation and write-downs on fixed assets	-4,024,837	-4,444,648	-4,175,176
Operating profit/loss before depreciation and write-downs	61,681	-4,381,002	24,471
Depreciation	-277,324	-259,129	-302,775
Write-downs	-447,793	-65,353	-372,110
Operating profit/loss	-463,436	-351,002	-450,414
Net financial items	-273,365	-185,378	-227,178
Profit/loss before tax	-736,801	-536,380	-677,613
Taxes	136,799	139,515	109,460
Profit/loss for the year	-599,999	-396,865	-568,153
Profit/loss per share for the period (NOK)	-1,27	-0,74	-1,83

Basis for preparation of pro forma accounts

The figures for 2001 and 2002 were prepared by taking into account the following transactions as if they were carried out on 1 January 2001.

- Acquisition of the Conti Sea Group
- Sale of the joint venture, Fjord Demysen Holding
- Acquisition of the Pesters Group

These acquisitions have been entered in the accounts at actual value on the date of acquisition according to the transaction principle. Aggregate historical figures have been adjusted for financial expenses, changes in deferred tax, amortisation of value added and goodwill (intangible at the time of acquisition). The earnings from the sale of Fjord Demysen Holding have been excluded from the operating revenues. For the debt financing of acquisitions, the Group's average borrowing rate for the period in question has been employed. Historical profits and losses were charged with imputed interest rates in accordance with these terms. The tax expenses were calculated using the different countries' tax rates.

Note 3 : COMPANIES CONSOLIDATED IN THE GROUP ACCOUNTS

Company	Country/Business address	Ownership/holding share
Parent company	Norway / Brønnøysund	
Fjord Seafood ASA		
Subsidiaries		
Fjord Fiskestasjon Høland AS	Norway / Alstahaug	51,1 %
Fjord Seafood Norway AS	Norway / Ørmenøy	100,0 %
Fjord Seafood Sales AS	Norway / Håley	100,0 %
Byrnes Fiskeogtak AS	Norway / Byrnes	100,0 %
Pesters Holding AS	Norway / Oslo	100,0 %
Pesters Special BV	Belgium	100,0 %
Dumex Ltd	Denmark	100,0 %
Heffland Enterprises Ltd.	British Virgin Island	100,0 %
Salmaamerica Ltd.	British Virgin Island	100,0 %
Cullivadera de Salmaeres Lineo Ltda.	Chile	100,0 %
Fjord Seafood Chile S.A.	Chile	100,0 %
Salmaeres Americanos Ltda.	Chile	100,0 %
Salmaeres Invest S.A.	Chile	100,0 %
Salmaeres Ltd.	Chile	100,0 %
Fjord Seafood Sales Danmark A/S	Denmark	100,0 %
Sir-Holding SA	France	100,0 %
Smaller SCI	France*	100,0 %
LMB SA	France	100,0 %
Appetit Marine SA	France	100,0 %
CESSI SA	France	100,0 %
CESSI	France	100,0 %
Belisco EHF	Iceland	100,0 %
Breszen BV	Netherlands	100,0 %
Gabr Stork Holding B.V	Netherlands	100,0 %
Gabr Stork Behrer B.V	Netherlands	100,0 %
Stork Specials B.V	Netherlands	100,0 %
Stork Specials B.V	Netherlands	100,0 %
Ditte B.V	Netherlands	100,0 %
Van Nieuwenhuysen B.V	Netherlands	100,0 %
Acquaerica International Holding S.A.	Netherlands	100,0 %
Salmaamerica Corp.	Panama	100,0 %
Salmaamerica Corp.	Panama	100,0 %
Minimurca Ltd.	Panama	100,0 %
Robson Fish Farm Company Ltd.	Scotland	100,0 %
Robson Fish Farm Company Ltd.	Scotland	100,0 %
Robson Fish Farm Company Ltd.	Scotland	100,0 %
Stork UK Ltd	Scotland	100,0 %
Pesters UK Ltd	Scotland	100,0 %
Wisco Processing Ltd	Scotland	100,0 %
Pescado Delhordo S LU	Switzerland	100,0 %
Alimer	Switzerland	100,0 %
Alimer	Switzerland	100,0 %
Alimer	Switzerland	100,0 %
Salmaeres of Main LLC	USA	100,0 %
Duckling River Fish Farm LLC	USA	100,0 %
Fjord Seafood USA LLC	USA	100,0 %
Island Aquaculture Company LLC	USA	100,0 %
Treats Islands Fisheries Inc	USA	100,0 %
Winward Seafood LLC	USA	100,0 %

1) Major reported and merged will be reported in 2001.
 2) Reported and merged will be reported in 2001.
 3) Company's accounts were discontinued in 2003 (liquidated in 2004).
 4) Both companies sold at the end of 2003 or beginning of 2004, and will not be consolidated in the Group as of 1 January 2004.

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Amounts in NOK 1,000

SALE REVENUES BY CUSTOMERS' LOCATION

	2003	2002*	2001*
EU	1,736,326	1,786,078	1,650,473
Rest of Europe	140,768	139,350	6,113
USA	8,402	14,685	6,020
Rest of North America	742	7,256	0
Asia	3,364	3,194	7,256
Rest of Asia	1,559	1,417	2,652
Other regions	1,120	3,181	1,165
Rest of North America	378	675	331
South America	167	0	0
Total VAP sales revenues, non-Group customers	1,897,337	1,956,348	1,475,071

* To show comparable figures, 2002 and 2001 figures are historical accounting figures for the former Pleters Group. Today these are included in the VAP division's figures. No adjustments have been made to reflect subsequent changes in ownership, associated goodwill, or other changes. The Fjord Seafood Group included only 50% of the figures for 2001 and first half of 2002, since Pleters Group at that time was owned as a joint venture together with Bonstems ASA.

GROUP FIGURES BY BUSINESS AREA

KEY FIGURE	Farming	VAP	ASAVE/Im.	Group	Group
Sales revenues, non-Group customers	2,120,241	1,897,337	0	4,017,578	3,915,553
Sales revenues, Group customers	190,552	11,766	-202,258	0	0
Total sales revenues	2,310,793	1,909,103	-202,258	4,017,578	3,915,553
Write-offs and depreciation	-685,023	-38,335	-3,358	-422,344	-299,648
Write-offs and depreciation of goodwill	-44,190	-57,489	-400	-97,770	-6,517
Other operating expenses	-2,317,476	-1,802,558	187,184	-3,950,890	-3,238,275
Operating profit/loss	-439,916	17,400	-37,672	-459,928	-151,021
Assets	2,852,720	1,142,649	183,777	4,838,174	5,205,145
Liabilities	-2,309,956	-1,140,310	183,839	-3,268,428	-3,248,621
Investments during the year	83,324	53,969	301	138,592	122,244
Number of employees on 31.12.	1,820	1,180	14	3,014	3,684

GROUPS SALES REVENUES BY CUSTOMERS' LOCATION

KEY FIGURES	Farming	VAP	Group	Group
EU	615,828	1,736,326	2,352,154	1,820,312
USA	795,748	8,402	799,170	861,238
Rest of Europe	194,857	140,768	335,624	317,196
Japan	214,187	1,559	215,746	207,794
Rest of Asia	144,665	4,744	147,409	151,130
South America	82,555	1,637	82,722	102,798
Russia	35,022	3,854	35,076	26,299
China	27,350	1,120	27,350	21,151
Other regions	19,659	1,220	17,779	36,028
Rest of North America	7,352	370	7,720	5,441
Total external sales revenues	2,120,241	1,897,337	4,017,578	3,915,553

Amounts in NOK 1,000

Note 4 : BUSINESS SEGMENT REPORTING

Fjord Seafood is organized into two divisions: Farming and Value Added Products (VAP). The Farming division comprises the Group's aquaculture activities, and its slaughterhouses and processing activities in the USA and Norway. The VAP division comprises the remaining business in Europe, which is active in value-added processing and sale of fish products. In 2001 and the first half of 2002, the joint ventures, Fjord Bonstems Holding, was also part of the VAP business area.

FARMING	2003	2002	2001
Sales revenues, non-Group customers	1,136,819	708	711,770
Sales revenues, Group customers	114,500	7	327,700
Total sales revenues	1,251,319	715	1,039,470
Write-offs and depreciation	-224,378	-59,544	-718,926
Write-offs and depreciation of goodwill	-10,509	0	-24,444
Other operating expenses	-1,275,911	-121,101	-758,263
Operating profit/loss	-269,488	-280,937	-866,882
Assets	1,029,837	153,742	264,137
Liabilities	-1,463,839	87,362	-381,931
Investments in the period	41,280	4,803	13,107
Number of employees on 31.12.	410	49	227

KEY FIGURES	USA	Chile	Admin (Elim.)	Total
Sales revenues, non-Group customers	291,445	0	2,150,241	2,441,686
Sales revenues, Group customers	190,552	-320,750	190,552	250,354
Total sales revenues	482,000	-320,750	2,340,793	2,692,044
Write-offs and depreciation	-113,524	0	-589,082	-702,606
Write-offs and depreciation of goodwill	-46,951	0	-44,190	-91,141
Other operating expenses	-2,746,466	-305,402	-2,317,476	-5,369,344
Operating profit/loss	-351,124	-351,124	-439,916	-1,142,164
Assets	3,468,077	6,076,597	9,950,737	19,495,411
Liabilities	-2,427,741	-2,777,256	-33,407	-5,228,404
Investments in the period	74,357	245,048	0	319,405
Number of employees on 31.12.	2,380	2,380	1,820	6,580

SALES REVENUES BY CUSTOMERS' LOCATION

KEY FIGURES	2003	2002	2001
USA	770,768	851,329	713,161
EU	615,828	671,410	1,020,474
Japan	214,187	205,770	253,082
Rest of Europe	194,857	793,312	317,196
Rest of Asia	144,665	151,130	207,794
South America	82,555	102,798	102,798
Russia	35,022	24,557	26,299
China	27,350	21,151	21,151
Other regions	19,659	32,897	23,074
Rest of North America	7,352	4,827	11,771
Total Farming sales revenues, non-Group customers	2,120,241	2,354,448	2,482,877

VALUE ADDED PRODUCTS (VAP)

KEY FIGURES	Netherlands	Belgium	France	Scotland	Switzerland	Adm./Elim.	Total	100%	100%
Sales revenues, non-Group customers	312,815	1,083,812	304,167	46,979	177,559	0	1,825,337	1,956,348	1,675,071
Sales revenues, Group customers	4,597	39,024	23,177	36,711	0	-151,738	11,766	9,034	7,919
Total sales revenues	317,412	1,122,836	327,344	83,690	177,559	-151,738	1,937,103	1,965,382	1,682,990
Write-offs and depreciation	-7,848	-16,014	-6,978	-2,416	-2,106	-1,003	-30,465	-43,168	-33,744
Write-offs and depreciation of goodwill	-7,903	-5,123	-2,431	293	-12,835	-40,486	-52,648	-49,994	-2,211
Other operating expenses	-799,975	-1,659,340	-314,431	-170,889	-123,645	-1,802,558	-1,903,994	-1,508,365	-1,193,000
Operating profit/loss	37,486	-571,344	-3,465	-111,220	-111,029	-44,467	-17,460	47,034	70,350
Assets	142,792	0	451,642	206,233	39,331	47,618	826,616	1,742,447	1,634,821
Liabilities	89,774	419,235	128,444	33,226	23,252	426,756	1,490,787	-1,455,845	-588,747
Investments during the year	6,191	22,245	22,973	437	1,122	0	53,769	49,337	167,084
Number of employees on 31.12.	275	463	318	121	39	4	1,180	1,284	1,348

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Note 5 : RESTRUCTURING COSTS AND OTHER NON-RECURRING ITEMS

Amounts in NOK 1 000

The annual accounts have been marked significantly by financial write-downs and cost allocations made in connection with reorganization and restructuring.

The Group has implemented changes in its operations during the year, especially in the Farming business area. These changes are related to the closing of production facilities in the USA and Norway, with the associated write-down of operating assets and goodwill, as well as layoffs and terminations. In addition, the former Pleters' head office in Belgium in the MFP business area is being closed. The Group has decided to start selling unused facilities and licenses in Chile. At the end of this year an agreement was entered into for the sale of the operations in Switzerland, and Fjord Seafood is considering wind down or sale of the farming operations in Maine, USA.

	2003	2002
RESTRUCTURING/WRITE-DOWNS/NON-RECURRING COSTS		
Allocations associated with reorganization of operations in Norway (Farming)	-5 357	0
Allocations associated with reorganization of operations in the USA (Farming)	-3 184	0
Allocations associated with reorganization of operations in Chile (Farming)	-10 519	0
Allocations associated with reorganization of operations in Chile (Farming)	6 645	0
Other wage related allocations	-1 728	-2 346
Total restructuring/non-recurring costs recorded under wages and personnel expenses	-14 914	-13 695
Allocations related to operations in Norway (Farming)	-17 526	-36 730
Allocations related to operations in Scotland/Netherlands (MFP)	3 071	0
Other costs	-5 070	-5 784
Total restructuring/non-recurring costs recorded under other operating expenses	-20 525	-42 514
Write-downs of operating assets, Norway (Farming)	-133 457	-43 955
Write-downs of operating assets, Scotland (Farming)	-25 000	-25 000
Write-downs of operating assets, Chile (Farming)	-84 244	0
Write-downs of operating assets, USA (Farming)	-115 874	-8 110
Other write-downs operating assets	0	-14 302
Total restructuring/non-recurring costs recorded under write-down of operating assets	-468 572	-91 003
Write-down of goodwill, USA (Farming)	-24 000	0
Write-down of goodwill, Norway (Farming)	-5 458	-2 800
Write-down of goodwill, Switzerland (MFP)	-10 812	0
Total restructuring/non-recurring costs recorded under write-down of goodwill	-40 270	-29 800
Costs associated with new financing	0	-34 651
Write-down of financial investments	-20 584	0
Write-down associated companies	-35 709	0
Other non-recurring costs, financing	0	-7 260
Total restructuring/non-recurring costs recorded under financing expenses	-57 293	-41 911
TOTAL RESTRUCTURING AND NON-RECURRING COSTS	-584 248	-242 581
RECORDED TO INCOME		
Reversal of negative goodwill, Scotland/Netherlands (MFP), recorded under amortization of goodwill	0	14 500
Gain from sale of subsidiary, booked as other income	16 400	0
Gain from sale of subsidiary, booked as other income	20 700	0
Gain on divestiture of joint venture, recorded under other operating revenues	0	200 044
NET SPECIFIED ITEMS	-547 148	11 943

Note 6 : PAYROLL AND OTHER PERSONNEL EXPENSES, COMPENSATION TO MANAGEMENT

Amounts in NOK 1 000

Overview of number of employees and wages and salaries

Fjord Seafood ASA	2003	2002	2001
Average number of employees	17	22	22
Total average number of employees including 20 employees in Fjord Seafood ASA	22	3024	3 928

At year-end 2003, there were 3,014 employees in the group including 20 employees in Fjord Seafood ASA.

	2003	2002	2001
WRITE-DOWNS OF PAYROLL EXPENSES			
Wages and salaries	16 504	52,912	477 183
National insurance contributions	2 816	92 409	47 273
Pension expenses	1 703	9 724	8 118
Other benefits	3 526	71 184	32 375
Total payroll expenses	25 150	706 421	565 179
Payroll expenses in joint venture (1st half of 2002)		104 537	131 754
Total payroll expenses	25 150	706 421	649 845
Total personnel expenses	25 150	706 421	649 845

* In 2002 the Pleters Group 100% included in the figures for second half. In the first half 2002 and the total 2001 no parts of the Pleters Group are included in the figures for the costs in the joint venture Fjord Dominium Holding which included the Pleters Group is shown in a separate line in the table.

PENSION PLANS

Defined Benefit Plan
The group has an early retirement plan (ERP) for its employees in Norway, which by the end of 2003 covers 252 employees. This is a defined benefit pension plan that offers investment alternatives. Under Norwegian accounting standards for pension expenses, this plan is treated as a contribution plan, where the costs associated with the plan are expensed when they occur. The plan covered a total of 24 persons at year end.

Contribution Plan
Employees in the Norwegian Group companies with salaries that exceed 9 times the Norwegian national insurance base amount are included in a contribution plan that offers investment alternatives. Under Norwegian accounting standards for pension expenses, this plan is treated as a contribution plan, where the costs associated with the plan are expensed when they occur. The plan covered a total of 24 persons at year end.

LOANS TO EMPLOYEES
Loans to employees amounted to a total of NOK 1 378, of which NOK 946 were in Norwegian companies.

SHARE OPTION PLAN FOR MANAGEMENT AND KEY PERSONNEL
The group has a share option plan for management and key personnel. The plan runs for three years. Each participant has been assigned a fixed number of shares, of which one third are earned each year. When the share option plan was established in 2002, a total of 13 571 332 options were included in the programme. The average price in the plan was set at NOK 3 per share.

The group management has entered into this plan as follows:

Position	Total number of options assigned as of 31.12.03	Number earned as of 31.12.03
Sverre Hareem	525 000	150 000
Oyvind Fylling-Kjosen	525 000	150 000
Jon-Dag-Egner	300 000	200 000
Gaert Vermeiren	300 000	200 000

An individual share option plan was established for the group CEO in March 2004, whereby he has been awarded 2 000 000 options, a third of which can be exercised yearly for three years from May 2004. The exercise price has been set at NOK 3.75 per share.

Note 7 : EARNINGS PER SHARE

Amounts in NOK 1 000

	2003	2002	2001
EARNINGS PER SHARE (EPS) IN NOK			
Profit for the year after tax (1)	-781 988	-192 342	-742 563
Time-weighted average of shares issued and outstanding (2)	442 125	304 076	105 438
1) Reconciliation of earnings per share:			
Profit for the year	-781 988	-192 342	-742 563
- dividend and other payments to preferred shares	0	0	0
+ adjustments to equity	0	0	0
Profit for the year used in calculating EPS	-781 988	-192 342	-742 563

2) Determination of average number of shares issued

	2003	2002
Number of shares outstanding as of 1 January	424 807 351	201 045 527
Share issue, 31 January 2003	10 264 647	
Share issue, 5 July 2002		89 759 238
Share issue, 8 August 2002		4 006 706
Share issue, 11 November 2003	5 056 505	
Payment in shares to Engjør Holding		11 180 556
Pre-emptive rights issue, 7 October 2002		4 304
Average number of shares outstanding*	442 124 523	304 074 351
Number of shares as of 31 December	474 967 387	427 403 751

* Own shares are included in the figure for number of shares, but not in calculations of average number of shares. Members of the Group management team are entitled to subscribe to shares in the company. Nevertheless, a diluted per-share profit has not been calculated, because exercising these options would improve earnings per share.

Amounts in NOK 1 000

REMUNERATION TO BOARD MEMBERS AND CORPORATE MANAGEMENT

	Group CEO	Board Directors
Wages and salaries	1 311	0
Contributions to pension plans	1 037	0
Remuneration	0	1 466

The CEO has right to pension from turned 62 years, with 67% of salary at retirement. The pension stops when CEO turns 80 years. Time of earning is 14 years. At early retirement the right of pension is reduced in accordance with actual time of earning.

If the services of the Group CEO are terminated by the company, he is entitled to receive one year's salary after termination of employment in addition to his salary during the termination period, this is on the condition that the Group CEO agrees to leave his position as of the determined date. The Group CEO is entitled to receive a lump sum payment of 12 months' salary if he is terminated by the company. The Group CEO may be entitled to the above-mentioned post-termination salary under certain conditions. In addition, the Group CEO is subject to a restraint clause that, if invoked by the company, entitles them to one year's salary.

Other Group management
Members of the Group's management team have individual agreements with the company that regulate salaries, bonuses, payment upon termination of employment, if any, and option plans. All bonus plans are performance-dependent, and no bonuses were, or will be, paid for 2003. The agreements upon termination of employment entitles board members to more than one year's salary, share and beyond salary during the termination period.

AUDITORS' FEES	KPMG		KPMG		Total
	Fjord Seafood ASA	Rest of Norway	Outside-Norway	Total	
Regular auditing services*	2 073	1 471	4 568	8 332	83
Other services	588	0	229	817	
Total fees for 2003	2 761	1 471	4 817	9 249	83
Total fees for 2002	9 351	2 015	4 735	16 101	2 743

* Regular auditing services include the following:
- All services that, pursuant to law and generally accepted accounting practices, are required to be performed by auditors so that the auditor shall be able to submit his/her auditor's report to the consolidated accounts, the annual accounts of the parent company and the accounts of all consolidated subsidiaries, including necessary extra work and consultancy associated with the presentation of the accounts as required by law.
- Signature on trading statements and annual reports for employer's national insurance contributions, cf. Auditor's verification of taxes and public fees.
- Agreed control actions as requested by company management or by inspection from Shareholders' meetings.
- Services related to certifications or confirmations by the company's auditor as required by law and regulations.
- Services related to other confirmations or certifications made by the appointed auditor.

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Note 8 : TANGIBLE AND INTANGIBLE FIXED ASSETS

Amounts in NOK 1,000

TANGIBLE FIXED ASSETS	Fjord Seafood Group		Fjord Seafood ASA	
	Land, buildings and property	Plant and equipment	Fishery traps, etc. and fittings	Total
Acquisition cost as of 1 January	516 472	988 637	100 770	1 719 324
Additions, purchased operating assets	39 607	75 852	4 501	120 136
Disposals	(109 689)	(109 327)	(22 717)	(249 525)
Acquisition cost as of 31 December	527 396	954 970	27 423	1 603 543
Accumulated ordinary depreciation as of 1 January	(82 747)	(475 084)	(10 779)	(66 319)
Ordinary depreciation for the year	(33 876)	(122 035)	(6 847)	(179 477)
Accumulated depreciation, disposals	42 817	70 871	1 978	124 661
Accumulated depreciation as of 31 December	(74 626)	(528 259)	(15 128)	(618 013)
Accumulated write-downs as of 1 January	(40 447)	(37 869)	49	(2)
Write-downs/reversals for the year	(9 619)	(100 233)	(4 610)	(214 517)
Accumulated write-downs as of 31 December	(131 466)	(140 092)	(4 609)	(276 167)
Foreign currency adjustments	12 203	9 170	(337)	21 702
Book value as of 31 December	329 227	277 778	9 246	616 251
Economic lifetime	Up to 20 years	3-10 years	7 years	2-10 years
Depreciation schedule	Straight-line	Straight-line	Straight-line	Straight-line

LEASING RECORDED IN THE BALANCE SHEET	Fjord Seafood Group		Fjord Seafood ASA	
	Land, buildings and property	Plant and equipment	Ships, traps, etc. and fittings	Total
Acquisition cost as of 31 December	4 440	175 086	676	180 224
Accumulated depreciation as of 31 December	(4 409)	(84 645)	(547)	(99 601)
Foreign currency adjustments	281	(328)	9	(40)
Book value as of 31 December	2 232	90 113	158	91 435

Operating assets financed by financial leasing as specified here are included in the table for the Group's tangible fixed assets. Depreciation is according to the specifications for each group. Fjord Seafood ASA does not have any leased tangible fixed assets recorded in the balance sheet.

INTANGIBLE FIXED ASSETS	Fjord Seafood Group		Total
	Goodwill	Licenses	
Acquisition cost as of 1 January	1 384 803	1 390 868	2 775 671
Additions through mergers	0	7 893	7 893
Additions, purchased operating assets	7 178	6 377	13 555
Disposals	(2 046)	(2 046)	(4 092)
Acquisition cost as of 31 December	1 389 935	1 403 102	2 793 037
Accumulated ordinary depreciation as of 1 January	(97 578)	(8 350)	(105 928)
Ordinary depreciation for the year	(51 170)	(2 477)	(53 647)
Accumulated depreciation as of 31 December	(152 748)	(10 827)	(163 575)
Write-downs/reversals for the year	(275 870)	(82 332)	(358 202)
Accumulated write-downs as of 31 December	(40 830)	(202 073)	(242 903)
Accumulated write-downs as of 31 December	(315 930)	(324 356)	(640 286)
Foreign currency adjustments	77 447	(79 589)	(2 142)
Book value as of 31 December	989 770	1 042 310	2 032 080
Economic lifetime	5-70 year	Perpetual/10 year	
Depreciation schedule	Straight-line		

WRITE-DOWN OF ASSETS

Fjord Seafood has made substantial write-down of fixed assets, licenses and goodwill during 2003. These elements have been specified in note no. 5. During the year this operation in Chile has evaluated all the licenses, and decided to put a value of licenses up for sale. In this process the best technical purchase price for the total volume of licenses has been split on each individual license. Based on the estimated sales price for the licenses put up for sale, a write-down of MNOK 66,2 has been accounted for in 2003.

ANNUAL LEASING COSTS OF OPERATING ASSETS NOT RECORDED IN THE BALANCE SHEET

	Fjord Seafood Group		Fjord Seafood ASA	
	2001	2002	2003	2001
Office premises	1 506	7 577	3 760	3 220
Machinery, furniture and fittings, equipment, etc.	4 864	16 249	13 178	1 191
Motor vehicles	0	1 421	523	0
Other assets	0	0	0	0

The assets above are not recorded in the balance sheet because the leasing agreements do not meet the criteria for classification as financial leasing, in accordance with generally accepted accounting principles.

INVESTMENT GRANTS

The Group has received investment grants. These grants are conditioned upon the investments for which they were given not being sold before a specified date. The grants are recorded in the balance sheet as other long-term liabilities. They are recorded to income in annual amounts that correspond to the depreciation that opposes to the operating assets in question.

	Fjord Seafood Group		Fjord Seafood ASA	
	2002	2003	2002	2001
Gross value of grants received	23 364	22 013	13 567	
Recorded to income as of 31 December	(12 302)	(10 302)	(5 938)	
Foreign currency adjustments	(489)	(490)	37	
Net grants, joint venture	10 573	11 221	7 666	

Amounts in NOK 1,000

BOOK VALUE OF LICENSES	Fjord Seafood Group		Total
	Country	Number of licenses*	
Norway	513	511 932	
Chile*	110,0	306 675	
Scotland	10,0	77 622	
USA	15,6	0	
Total	188,9	938 221	
Other licenses**		164 899	
Total licenses		1 042 310	

* Foreign licenses have been converted so that they correspond to Norwegian license volumes.
 ** Other licenses for fishery production and other licenses for use in production, as well as value assigned to licenses that have not yet been formally granted in Chile.

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Note 9 : TAX IN THE GROUP ACCOUNTS

Amounts in NOK 1 000

TAX FOR THE YEAR IN THE PROFIT AND LOSS ACCOUNT	2003	2002	2001
Norway	0	-769	-7 161
Foreign units	-16 497	-11 937	-703
Joint venture	0	0	-14 121
Total tax payable	-16 497	-12 706	-21 985
Norway	167 073	125 171	105 529
Foreign units	-15 777	22 333	21 916
Joint venture	0	0	0
Change in deferred tax/balance sheet	151 296	147 832	126 445
Correction of earlier years' tax	0	7 178	6 708
Taxes related to profit for the year	136 799	137 304	111 372

TAX PAYABLE IN THE BALANCE SHEET

	2003	2002	2001
Tax payable in Norway on profit for the year	0	0	-7 161
Tax payable associated with equity transactions in Norwegian companies	0	0	6 565
Total tax payable in Norway	0	0	-596
Tax payable, foreign units	6 261	9 295	-725
Tax payable, joint venture	0	0	-8 455
Tax payable in balance sheet	-8 281	-9 295	-9 782

SPECIFICATION OF BASIS FOR DEFERRED TAX/TAX ASSETS

	2003	2002	2001
Tax increasing/reducing temporary differences			
Fixed assets	313 306	26 827	-73 191
Current assets	-385 155	-471 070	-343 895
Liabilities	102 693	7 892	115
Pension commitments	3 224	723	723
Other differences	4 877	65 168	78 408
Unclaimed refund on dividends/credit deduction carryforward	32 941	39 219	3 575
Tax loss carryforward	979 798	761 487	340 604
Total temporary differences	1 059 100	447 409	6 135
Deferred tax in the balance sheet	24 573	26 031	26 645
Deferred tax in balance sheet	288 596	125 389	31 946
Deferred tax in balance sheet, joint venture	0	0	-17 118
Deferred tax assets, not recognized in balance sheet	40 923	29 199	28 793

Fjord Seafood ASA treats fish farming operations in Chile as taxable in Norway in accordance with the NOFUS regulations. This treatment has been contested by the Norwegian taxation authorities, and the calculated deferred tax benefit associated with Chile (including NOKK 71.7), is therefore not included in the above presentation. See also note 16.

CARRYFORWARD PERIOD FOR TAX LOSSES

Amounts in NOK 1 000

To Year	Norway	Abroad	RISK amount
2006	0	16 652	0.00423
2005	0	68 914	0.01175
2004	0	0	-0.18500
2003	0	0	0.00700
2002	2 811	0	-0.24161
2001	4 047	1 020	0.97921
2000	209 955	2 232	0.00000
1999	245 939	230	-0.17337
1998	0	135 524	
Total	758 703	222 275	

Note 10 : TAX IN THE FJORD SEAFOOD ASA ACCOUNTS

TAX FOR THE YEAR IN THE PROFIT AND LOSS ACCOUNT

	2003	2002	2001
Pre-tax loss	-725 523	-14 967	-447 471
Income from associated companies and joint venture	58 935	-176 538	10 544
Write-down of shares in subsidiaries	467 475	125 000	0
Change in other temporary differences	260 372	34 372	350 850
Permanent differences	-118 730	-45 846	25 700
Base to which tax applies	-69 451	-94 915	-50 557
Tax payable on profit for the year	0	0	0
Gross change in deferred tax assets	60 151	71 831	115 540
Change in deferred tax assets, US subsidiaries (LLC)	0	14 341	0
Total taxes for the year	60 151	86 172	115 540

SPECIFICATION OF BASIS FOR DEFERRED TAX AND DEFERRED TAX ASSETS

	2003	2002	2001
Tax increasing/reducing temporary differences			
Shares	1 138 837	524 122	344 750
Preceivables	115 000	0	0
Intangible fixed assets and long-term financial items	8 052	0	0
Losses carried forward	775 901	207 868	80 698
Unclaimed refund carried forward	488	488	435
Total temporary differences	1 528 578	727 377	445 283
Deferred tax assets, Norway	264 903	200 471	124 479
Deferred tax assets, USA	14 851*	14 841*	0
Total deferred tax assets	279 754	215 312	124 479
Deferred tax assets in Norway not recorded in balance sheet	163 079		

* Fjord Seafood USA, LLC, Atlantic Salmon of Maine LLC, OverVap River Fish Farm LLC and Windward Seafood LLC are partner-assessed companies, where Fjord Seafood ASA is the only partner and Fjord Seafood ASA is the party subject to taxation. The companies in the USA have significant tax loss carryforwards as a result of the losses in 2003. Fjord Seafood has chosen to limit their recognition of the deferred tax benefit in the balance sheet so that only the tax benefit related to losses prior to 2003 is recorded in the balance sheet.

Amounts in NOK, 1 000

Note 12 : ACCOUNTS RECEIVABLE

Accounts receivable are recorded in accordance with the lower value principle at the lower of nominal or fair value.

Note 13 : SHARES AND HOLDINGS IN OTHER COMPANIES

Shares and holdings where Fjord Seafood does not have significant influence are recorded in accordance with the cost method. Shares and holdings are recorded at the lower of acquisition cost and fair value.

Company	Number of shares	Ownership %	Acquisition cost	Book value
Stoltfisheri	10 633 261	10,0 %	5 959	5 959
Aqua Gen AS	292 668	11,1 %	20 371	5 000
Saley Sjøfarm AS	70	35,0 %*	4 414	2 500
Signe og Bernt Jarm AS	405	40,0 %*	405	506
Norskal AS	500	9,1 %	1 000	1 000
Leopard Invest AS	500	9,1 %	500	500
Other shares			435	435
Total book value, shares and holdings owned by Fjord Seafood ASA			33 313	15 008

In 2003 Fjord Seafood ASA wrote down the shares in Aqua Gen AS by 15 784 and the shares in Saley Sjøfarm AS by 2 114.

* Fjord Seafood does not have a significant influence over these companies, consequently, they are not treated in the Group accounts according to the equity method.

Amounts in NOK, 1 000

TAX ON ITEMS RECORDED DIRECTLY AGAINST EQUITY	2003	2002	2001
Tax on share issue costs	1 081	7 161	11 115

TAX FOR THE YEAR IS DETERMINED AS FOLLOWS

	NOK	%
Tax, calculated at average nominal tax rate on pre-tax profit	205 564	-28,0 %
Deferred tax benefit associated with write-down of shares and receivables not recorded in balance sheet, subsidiaries	-163 979	22,6 %
Difference between accounting and tax losses, shares	33 630	-4,7 %
Profit from associated companies	-15 842	2,2 %
Effect of permanent differences	-86	0,1 %
Total tax expense for the year	60 151	8,2 %

TEMPORARY DIFFERENCES, SHARES
Due to the tax-free demerger of Fjord Dumshen Holding AS, there is a difference between the tax book value and accounting value of shares in Priors Holding AS. The deferred tax effect is included in the valuation of the shares. No deferred tax has therefore been recorded for these shares. The difference between the tax book value and accounting value of the shares is NOK 16 161 000.

LOSSES TO BE CARRIED FORWARD
Losses to be carried forward at the close of the accounting period in Norway totalled NOK 275 878 000. The loss carryforward period expires primarily in 2012 and 2013.

REFERRED TAX ASSETS ASSOCIATED WITH NORWEGIAN TAXATION NOT RECORDED IN BALANCE SHEET
Fjord Seafood has received a decision from the Norwegian Tax Court on the basis of ownership of Norwegian unincorporated companies located in countries with low taxation rates. The Norwegian tax authorities have declared to accept this principle for Fjord Seafood's tax returns for 2001 and 2002. Fjord Seafood has consequently applied this decision to the tax assessment form of Fjord Seafood. It is therefore considered legal action in this case. The loss for the 2001 and 2002 income years in NOK 777 428 000, corresponding to a deferred tax benefit of NOK 77 680 000, in accordance with the generally accepted accounting practices, the deferred tax benefit has not been recorded in the balance sheet or specified in the figures presented in this note, as the outcome of the case is uncertain.

Note 11 : INVENTORY

INVENTORY	2003	2002	2001
Raw materials 1)	78 424	75 515	47 958
Goods in progress 2)	289 509	287 854	863 938
Finished goods	169 365	228 674	179 443
Total inventory	1 038 301	1 121 864	1 061 418
Inventory, joint venture		0	149 741
Book value of inventory	1 038 301	1 121 864	1 211 159
Total inventory write-downs	53 876	44 068	158 803

1) Includes lease, net and packaging.

2) Goods in progress comprise mainly smelt and fish in the sea.

SUPERCILL IN THE USA
At the turn of the year in both 2002/2003 and 2003/2004, a weather phenomenon occurred on the eastern coast of the USA, in which the sea temperature fell below freezing (superchill). This led to significant losses of fish for Fjord Seafood as well as other aquaculture businesses in the area. Fjord Seafood has made a provision of MNOK 18,6 to cover the expected losses related to this incident.

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Note 14 : SUBSIDIARIES

Amounts in NOK 1 000

Fjord Seafood ASA is the parent company in the Group. In the parent company accounts, investments in subsidiaries are recorded at the lower of acquisition cost or fair value.

COMPANY DETAILS	Acquisition date	Business address	Ownership %	Acquisition cost	Bank value in Fjord Seafood ASA
Fjord Seafood Norway AS	01.01.99	Oslo	100 %	497 079	277 049
Fjord Seafood Chile AS	01.01.99	Valdivia	100 %	37 655	37 655
Fjord Seafood Chile S.A.	01.10.00	Chile	99.7 %	884 041	591 560
Saimmeqraa Corporation	01.10.00	Panama	100 %	500 000	420 259
Fjord Seafood USA LLC	01.08.01	USA	100 %	1 722 144	84 649
Moravia LLC	01.08.01	USA	100 %	1 722 144	84 649
Peters Holdings AS	01.07.02	Oslo	100 %	475 000	512 867
Norsk Høstbroskammer AS	25.06.02	Bremøy	100 %	1 100	110
total				3 058 404	1 853 979

Acquisition cost in the set up to actual acquisition cost plus later share issues. Included in book value is realized and unrealized holding effects.

WRITE-DOWNS CARRIED OUT IN 2003

The value of the shares in Minamimura Ltd was written down by NOK 54 478 000 as of 31 December 2003. The value of the shares in Fjord Seafood USA LLC was written down by NOK 210 799 000 as of 31 December 2003. The value of the shares in Fjord Seafood Norway AS was written down by NOK 200 000 000 as of 31 December 2003.

The write-downs were made after a comparison of book value towards reported loans, cash flows generated by the companies. Some of these entities have substantial intangible accounting losses throughout the year, and significant write-downs have been made in the company accounts as well as in the consolidated accounts related to these units.

Note 15 : INTERCOMPANY PAYABLES/RECEIVABLES

Fjord Seafood ASA has the following payables/receivables (all from other companies in the Group):

	SHORT-TERM RECEIVABLES		LOANS TO SUBSIDIARIES	
	2003	2002	2003	2002
130 480	2 854	23 459	1 914 037	653 537
				662 411

In connection with the new loan agreement with Nordica in February 2003, loans from Nordica to subsidiaries were transferred to Fjord Seafood ASA, which made, in turn, loans to the subsidiaries. Reference is made to the note on debt.

The book value of loans to the USA has been written down by NOK 115 million in the accounts of Fjord Seafood ASA. This write-down does not have any effect on the consolidated accounts.

	OTHER SHORT-TERM LIABILITIES		ACCOUNTS PAYABLE	
	2003	2002	2003	2002
231 073	0	0	9 474	654
668	0	0		0
231 741	0	0	9 474	654

Note 16 : ASSOCIATED COMPANIES

Amounts in NOK 1 000

Associated companies are companies in which the Group has a significant ownership interest, ranging from 20-50 percent, and over which the Group is able to exercise significant influence. Associated companies are recorded in the Group accounts in accordance with the equity method.

OWNED BY FJORD SEAFOOD ASA		OWNED BY OTHER GROUP COMPANIES				Total for the Group	Total for the Group in NOK 2003
Fjord Seafood ASA	Shareholder AS	Shareholder AS	MRP	Other EIF companies			

FORMAL DETAILS

Acquisition date	Business address	Ownership %	Shareholder AS	MRP	Other EIF companies	Total	Shareholder AS	MRP	Other EIF companies	Total
2000	Lerjord	34,8 %	1997	2002						
			30,1 %		25,0 %					
	Ownership/holding share									

DETAILS RELATED TO ACQUISITION

Acquisition cost	82 772	6 642	3 619	72 433	1 244	4 944				98 622	43 522
Equity recorded in balance sheet at the time of acquisition	82 772	2 668	786	86 248	112	46	2 534			89 035	85 986
Of which:		3 024	2 650	4 684	-279	-2 371	2 341			3 361	5 969
Licenses							2 395			2 395	2 395
Goodwill		774	648	942	1 87	3 882				4 991	4 993

DETAILS RELATED TO THE YEAR'S FIGURES

Opening balance as of 1 January	50 079	4 533	1 742	58 374	363	-3 425	6 900	747	61 779	67 431
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- +/- Foreign currency adjustments of balance sheet items revalued to equity
- + Additions through mergers/acquisitions
- Transferred to subsidiaries
- Disposed by sales

Profit items for the year

+/- This year's profit/loss	-18 914	-138	-930	-19 951	216	712	-302		-17 325	-16 455
+/- Share of profit/loss of joint venture										-579
+/- Share of profit/loss of other companies										-4 009
+/- Share of profit/loss of other companies										-54
+/- Write-downs										-36 808
+/- Distribution effect on profit										357

Total profit

+/- Foreign currency adjustments, profit										12	521
+/- Revaluation of equity										442	-177
Capital in the period	5 100			5 100						5 100	-1 712

NET VALUE ASSOCIATED COMPANIES 2003

	0	4 319	444	4 983	615	-3 232	401	713	5 479	41 779	
Book value investment in associated companies										401	713
Book value of liability, included in other provisions for liabilities										-2 817	-3 425

- * The following companies are included here: Saimme Labs AS, Norway, ownership interest 40% and New DHC Inc, Maine USA, ownership interest 45.5%
- ** The Shareholding in Fjord Merit AS has been written down to fair based on an estimation of fair value.

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Note 17 : EQUITY

Amounts in NOK 1 000

GROUP'S EQUITY	Fund for				Total 2002
	Share capital	Own shares	Other equity	Minority interests	
Opening balance	427 404	-596	1 755 245	452	2 189 359
Change in equity for the year:					
Profit for the year			-781 788	-6	-781 794
Capital increases/mergers II	47 543		76 574		124 117
Transfer to share issues			1 081		1 081
Share issues			107 665		107 665
Acquisition/disposal of minority interests			1 445		1 445
Other items recorded to equity			-19 428		-19 428
Total	474 947	-596	1 931 444	1 911	1 931 485

EQUITY OF FJORD SEAFOOD ASA	Fund for				Total 2002
	Share capital	Own shares	Other equity	Minority interests	
Opening balance	427 404	-596	1 554 452	17 981	2 000 135
Change in equity for the year:					
Profit for the year			-675 371		-675 371
Capital increases/mergers II	47 543		76 574		124 117
Tax related to share issues			1 081		1 081
Other items recorded to equity			444		444
Total	474 947	-596	1 631 307	17 981	1 724 639

1) In the first quarter of 2003 a private placement for cash of NOK 28 million with the Icelandic company Samherji was carried out, in which Samherji acquired 11 200 000 shares. In November 2002, a private placement for cash of NOK 100 million with institutional investors was carried out, in which the investors acquired 38 303 834 shares. The issue costs related to the aforementioned issues totalled NOK 1.8 million.

OWN SHARES
Fjord Seafood ASA bought 596 shares in the market in 2001 at a total price of NOK 18 220 620, which is equal to the number of shares held as of 31 December 2002. Own shares are recorded at face value and charged against paid in equity. Other payments related to the acquisition of own shares are recorded as a deduction in earned equity.

Fjord Seafood acquired its own shares to use them as remuneration for business acquisitions and mergers, and to issue shares to employees. Acquisitions and disposals of the company's own shares are completed at the stock exchange price of the shares at the time an agreement for acquisition or disposal is entered into. Pursuant to Section 2-5 of the Norwegian Accounting Act on convertible financial assets, the average acquisition price is used for calculating any according gains/losses on the sale of the company's own shares. Other payments are included in other paid-in equity. Fjord Seafood ASA does not buy or sell any of its own shares in 2003.

FJORD SEAFOOD ASA - UNRESTRICTED EQUITY	2003		2002		2001	
	Share capital	Own shares	Other equity	Minority interests	Share capital	Own shares
Other equity	151 746	927 420	-242 475		151 746	927 420
Bank value: intangible assets	0	0	0	0	0	0
Bank value: intangible assets	-277 746	-277 746	-118 531	-124 174	-277 746	-277 746
Par value company's own shares	0	-596	-596	0	0	-596
Losses to shareholders	-243	-243	-243	-243	-243	-243
Company's unrestricted equity	0	604 718	0	0	0	604 718

Note 18 : SHAREHOLDER INFORMATION

Amounts in NOK 1 000

SHARES	2003	2002	2001
Shares outstanding in Fjord Seafood ASA as of 31 December	474 947 387	427 403 751	201 641 927
Own shares	-596 400	-596 400	-596 400
Calculated average number of shares outstanding	442 124 523	304 672 751	105 438 000

All shares in the company carry the same rights, and there is only one class of shares. Each share has a par value of NOK 1.

TWENTY LARGEST SHAREHOLDERS AS OF 31 DECEMBER 2003

SHAREHOLDER	No. of shares held	Ownership %
Domstein ASA	53 418 144	11,25 %
Emphar Holding AS ¹⁾	35 000 000	7,37 %
Oslo Norge	24 248 150	5,11 %
Oslo Norge	20 223 007	4,26 %
Oslo Norge	12 744 400	2,68 %
Umeå Invest AS	8 500 000	1,79 %
Fininvest AS	6 805 478	1,43 %
Horvik Advokatfirma	6 500 000	1,37 %
Hjelvik	6 410 000	1,35 %
Openside Net Sparebank ASA	5 171 000	1,08 %
Oslo Norge	5 039 000	1,06 %
Nordica Vest	4 851 673	1,02 %
Fundfinans ASA	4 372 500	0,92 %
Vicarna AS	4 200 000	0,88 %
Space AS	3 889 700	0,82 %
Vegopartners Aasnes Norge, Nor	3 579 734	0,76 %
Lognes Jøva AS	3 144 267	0,67 %
Firstadlet Norge Vold	2 142 243	0,45 %
Total 20 largest shareholders	233 841 144	49,23 %
Total other shareholders	241 106 607	50,77 %
Total number of shares	474 947 387	

SHARES HELD BY DIRECTORS AND KEY PERSONNEL

Position	No. of shares held
Reid Domstein II	29 832
Reid Tegløsing	5 507
Director	41 000
EXP Sales & Marketing Europe	336
Oslo Norge	336

1) Number of shares held includes shares owned by companies and other parties with whom Reid Domstein can be identified in accordance with the law. In addition, Reid Domstein has a significant ownership interest in Domstein ASA, which is, in turn, a significant shareholder in Fjord Seafood ASA, see specification above. Domstein ASA is also a shareholder of Emphar Holding AS.

OPTION PLANS
The Group has established two option plans for the employees and other parties, which is described in further detail in the notes on personnel expenses. Upon the establishment of the first plan, a total of 13 571 302 options were included in the plan, and by the end of 2003 a total of 154 026 options had been exercised. A plan was established in March 2004, that grants the Group CEO the right to subscribe for a maximum of 2 000 000 shares in the company.

AUTHORIZATION TO ISSUE SHARES
The shareholders' meeting of Fjord Seafood has authorized the Board to issue up to 100 000 000 new shares in the company, and the Board has exercised this authority to issue 73 761 634 at the end of 2003. The authorization also allows the Board to issue shares for contributions in kind and other employee-related options granted under employee option programs. This authorization is valid until the ordinary shareholders' meeting in 2004.

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Note 19 : DEBT AND DERIVATIVES

NEW BANK AGREEMENT - RESTRICTING OF GROUP'S DEBT
 In February 2003 the Group entered into a renegotiated agreement with its main bank, Nordica, and the overall limit for this new agreement was NOK 2 300 000 with a term of five years. In June 2003, the Group established a loan facility with a limit of USD 37 200 000 for its Chilean operations with a term of three and five years. Both these agreements enabled the Group to finance significant portions of its former short-term liabilities on a long-term basis.

Currency	2003		2002	
	Average interest rate	Debt amount in NOK	Average interest rate	Debt amount in NOK
NOK	5.06 %	2 022 708	9.17 %	542 213
USD	4.52 %	14 172	6.09 %	33 064
EUR	4.52 %	14 232	6.09 %	33 064
GBP	5.14 %	216	6.63 %	4 750
Total long-term debt owed to financial institutions		2 350 712		1 622 438

Currency	2003		2002	
	Average interest rate	Debt amount in NOK	Average interest rate	Debt amount in NOK
NOK	5.21 %	890 000	9.76 %	350 000
USD	4.25 %	107 373	4.67 %	43 000
EUR	4.23 %	34 480	5.94 %	15 500
GBP	6.34 %	9 899		
Total long-term interest-bearing debt owed to financial institutions		2 016 901		1 010 864

Currency	2003		2002	
	Average interest rate	Debt amount in NOK	Average interest rate	Debt amount in NOK
NOK	5.21 %	890 000	9.76 %	350 000
USD	4.25 %	107 373	4.67 %	43 000
EUR	4.23 %	34 480	5.94 %	15 500
GBP	6.34 %	9 899		
Total long-term interest-bearing debt owed to financial institutions		2 016 901		1 010 864

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	Average interest rate	Debt amount in NOK	Average interest rate	Debt amount in NOK
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USD	4.25 %	107 373	4.67 %	43 000
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Total long-term interest-bearing debt owed to financial institutions		2 016 901		1 010 864

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	Average interest rate	Debt amount in NOK	Average interest rate	Debt amount in NOK
NOK	5.21 %	890 000	9.76 %	350 000
USD	4.25 %	107 373	4.67 %	43 000
EUR	4.23 %	34 480	5.94 %	15 500
GBP	6.34 %	9 899		
Total long-term interest-bearing debt owed to financial institutions		2 016 901		1 010 864

The Group's debt broken down by currency, including the effect of the currency swaps entered into, is as follows:

	NOK	USD	EUR	GBP	CHF	Others	Total
Bank deposits	9 005	49 946	10 427	2 203	11 075	2 689	105 343
Current liabilities	21 985	42 940	43 255	11 459	0	-3 230	114 229
Long-term liabilities	2 022 708	204 738	120 636	2 569	0	0	2 350 712
Leasing debt	71 933			5 879			77 812
Foreign currency adjustment due to swaps	-1 120 000	714 714	219 431	117 756			4 901
Net interest-bearing debt	188 341	894 449	444 366	195 456	-11 475	-4 409	2 444 500

FINANCIAL COVENANTS
 The majority of the Group's debt is secured by mortgages on its assets. Debt covenants entail certain restrictions with regard to investments and acquisitions, as well as restrictions on the Group taking on additional debt. The loan agreements define requirements concerning the Group's liquidity, in addition to requirements that must be met with regard to financial ratios associated with net interest-bearing debt in relation to EBITDA and the equity ratio.
 Nordica has granted Fjord Seafood a waiver for the requirements stipulated in the loan agreement until June 2004. This waiver from Nordica stipulates a new equity ratio requirement of 30% for the period.

FORD SEAFOOD ASA - LONG-TERM DEBT OWED TO FINANCIAL INSTITUTIONS
 Fjord Seafood ASA has drawn all its long-term loans in Norwegian kroner. The total loan amount is NOK 2 010 000 000, and the average interest rate at the end of 2003 is 5.3%.

REPAYMENT SCHEDULE FOR LONG-TERM DEBT	2004	2005	2006	2007	2008	Sum
Repayment schedule, long-term debt	200 000	200 000	400 000	200 000	1 010 000	2 010 000

FOREIGN CURRENCY ADJUSTMENT OF THE FJORD SEAFOOD ASA LOAN PORTFOLIO
 The debt of Fjord Seafood ASA is broken down by foreign currency, including the effect of the currency swaps entered into (as described above), is as follows:

Currency	2003		2002	
	Average interest rate	Debt amount in NOK	Average interest rate	Debt amount in NOK
NOK	5.21 %	890 000	9.76 %	350 000
USD	4.25 %	107 373	4.67 %	43 000
EUR	4.23 %	34 480	5.94 %	15 500
GBP	6.34 %	9 899		
Total long-term interest-bearing debt owed to financial institutions		2 016 901		1 010 864

GROUP'S LONG-TERM DEBT FROM FINANCIAL INSTITUTIONS

Currency	2003		2002	
	Average interest rate	Debt amount in NOK	Average interest rate	Debt amount in NOK
NOK	5.06 %	2 022 708	9.17 %	542 213
USD	4.52 %	14 172	6.09 %	33 064
EUR	4.52 %	14 232	6.09 %	33 064
GBP	5.14 %	216	6.63 %	4 750
Total long-term debt owed to financial institutions		2 350 712		1 622 438

GROUP'S REPAYMENT SCHEDULE FOR LONG-TERM DEBT

	2004	2005	2006	2007	2008	Total
Repayment schedule, long-term debt	281 832	290 715	473 406	254 634	1 038 955	2 350 712
Repayment schedule, leasing debt	26 049	24 393	16 070	7 669	3 449	77 812

GROUP'S DEBT WITH MATURITY EXCEEDING FIVE YEARS

	2003	2002
Amounts owed to financial institutions	34 743	1 302 846
Other long-term debt	0	1 370
Total debt with maturity exceeding five years	34 743	1 304 216

FOREIGN CURRENCY ADJUSTMENT OF LOAN PORTFOLIO
 To reduce the foreign currency risk associated with international operations, payments for shares in foreign companies and intercompany loans are financed in full or in part by raising debt or entering into long-term derivative contracts in the same foreign currency. This means that Fjord Seafood ASA has entered into a portfolio of long-term currency swaps.

LONG-TERM CURRENCY SWAPS ENTERED INTO

Currency	GROUP RECEIVES		GROUP PAYS	
	Amount	Interest rate	Amount	Interest rate
NOK	750 000	Nisar + 2 %	107 373	6.25 %
NOK	200 000	Nisar + 2 %	34 483	Embar + 2.15 %
NOK	110 000	Nisar + 2 %	9 897	Libor + 2.17 %

The foreign currency effect of the swaps entered into as of 31 December 2003 totals NOK 4.5 million, and it is reported in the parent company's and Group's balance sheet at other provisions for liabilities.
 The currency swaps had the effect of interest rate fixing in USD had a negative market value of NOK 24.1 million as of 31 December 2003.

Note 20: SECURED LIABILITIES AND GUARANTEE LIABILITIES

Amounts in NOK 1,000

	Fjord Seafood ASA			Fjord Seafood Group		
	2001	2002	2003	2003	2002	2001
BOOK VALUE OF DEBT SECURED BY MORTGAGES, GUARANTEES, AND PLEDGES						
1,018,890	1,010,844	2,010,000	2,427,048	2,301,725	2,472,057	
			77,870	92,040	100,053	
1,018,890	1,010,844	2,010,000	2,504,918	2,393,765	2,574,110	
Total debt secured by pledged assets			0	0	321,091	
Total debt secured by pledged assets, joint venture						
1,018,890	1,010,844	2,010,000	2,504,918	2,393,765	2,897,201	
380,348	210,341	35,252	7,824	210,341	380,348	
Guarantee liabilities, joint venture			0	0	0	45
380,348	210,341	35,252	7,824	210,341	380,393	
Total guarantee liabilities						

BOOK VALUE OF ASSETS PLEDGED AS SECURITY FOR DEBT

	Fjord Seafood ASA			Fjord Seafood Group		
	2001	2002	2003	2003	2002	2001
Concessions, licenses, etc.			0	176,963	163,119	
Land, buildings, etc.			282,175	339,633	287,399	
Ships			9,177	18,461	28,788	
Fixtures and fittings, machines, office equipment, tools, etc.	5,195	4,319	219,142	290,302	429,103	
Inventory	384	1,277	881,035	729,585	709,542	
Share in subsidiaries	2,175,261	2,080,250	1,753,978	304,370	177,866	
Other shares	19,957	82,990	0	2,426	82,990	
Cash			15,851	75,556	0	
Total assets pledged as security	2,201,297	2,471,936	3,881,278	1,627,749	1,942,303	1,844,075
Total assets pledged as security, joint venture			0	0	0	491,221
Total book value of assets pledged as security						2,355,296

The financing from Nordea is secured by all assets that may be pledged as security in accordance with Norwegian law for the Group's Norwegian, Scottish and North-American operations. The aforementioned operations are also jointly and severally liable for all debt owed to Nordea. The operations in Chile and the European operations have separate financing arrangements. They pledge their own assets and have their own guarantees between the companies.

Note 21: SHORT-TERM INTEREST-BEARING DEBT AND DRAWING RIGHTS

Amounts in NOK 1,000

	Fjord Seafood ASA			Fjord Seafood Group		
	2001	2002	2003	2003	2002	2001
SHORT-TERM INTEREST-BEARING DEBT						
0	0	0	0	19,903	458,809	472,943
Bank overdraft				0	0	384,237
Other short-term interest-bearing debt				0	0	0
0	0	0	0	19,903	458,809	472,943
Total short-term interest-bearing debt						
Total short-term interest-bearing debt, joint venture						
0	0	0	0	0	0	108,988
Total short-term interest-bearing debt, Group						108,988
116,229	774,333	774,333	116,229	774,333	774,333	945,548
UNUSED DRAWING RIGHTS						
36,943	153,939	177,500	177,500	231,705	231,705	71,997
Unused part of bank overdraft facility				0	0	9,803
Unused part of other drawing rights, Group				0	0	0
34,943	153,939	177,500	177,500	231,705	231,705	81,800
Total unused drawing rights, Group						
Unused drawing rights, joint venture				0	0	49,740
Total unused drawing rights						131,540

RESTRICTED FUNDS

	Fjord Seafood ASA			Fjord Seafood Group		
	2001	2002	2003	2003	2002	2001
602	1,013	1,013	1,013	1,013	1,013	7,763
Tax withholdings				0	0	51,699
Other restricted funds				0	0	0
52,411	1,013	1,013	1,013	1,013	1,013	59,472
Total restricted funds, Group						
Restricted funds, joint venture				0	0	283
Total restricted funds						59,855

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Note 22: DETAILS CONCERNING FINANCIAL MARKET RISK

Amounts in million USD

FOREIGN CURRENCY RISK

1. **Foreign currency risk in the balance sheet**
 The Group is exposed to various foreign currencies due to the fact that the Group's operations are located in many parts of the world. To reduce this foreign currency risk, the Group makes payments in shares in foreign companies and borrows in foreign currencies through issuing debt or entering into long term derivative contracts in a foreign currency. Reference is also made to Note 17.

2. Foreign currency risk associated with sales in foreign currencies

The bulk of the foreign currency risk is associated with sales in foreign currencies by the Group's Norway-based operations that have significant portions of their operating revenues in foreign currencies (primarily EUR, USD and JPY), whereas their operating expenses are primarily in NOK and the Chilean operation where parts of the costs are in Chilean pesos and for income mostly in USD. This risk is covered on an ongoing basis through foreign currency hedging instruments. The Group's foreign currency hedging instruments consist of forward contracts with a total notional value of NOK 241 million as of 31 December 2003, and there were no contracts maturing after June 2004. As of 31 December 2003 the portfolio had a negative market value of MNOK 1.5.

INTEREST RATE RISK

As of 31 December 2003 the adjustable portion of the loan portfolio had interest rate periods of up to six months. In addition, the Group has entered into various interest rate swaps. Whether a trader's position in the swap portfolio should be hedged is observed on a continuous basis as part of the financial management.

Interest rate swap agreements entered into

Currency	Principal	Group pays	Group receives	Maturity
EUR	2 000	Fixed 2.41 % p.a.	Evapor	July 2006
EUR	2 000	Fixed 4.30 % p.a.	Evapor	July 2004

As of 31 December 2003 the interest rate hedging contracts had a negative market value of NOK 0.2 million.

EFFECT OF INTEREST RATE CHANGES

Group's debt in foreign currency	Share of debt, incl. currency swaps	Gain (increase) from the increase in interest rate
NOK	29.1 %	9 967
USD	37.8 %	2 477
EUR	17.8 %	3 447

Note 23: TRANSACTIONS WITH RELATED PARTIES

SALES BETWEEN RELATED PARTIES

All sales of products between companies in the Group and with affiliated companies are conducted on market terms. Loans from the parent company to other companies in the Group are also conducted on market terms.

COOPERATIVE AGREEMENT WITH DOMSTEIN

In accordance with an agreement with the shareholder, Domstein ASA, Fjord Seafood leased premises and purchased administrative services from Domstein ASA related to Fjord Seafood's operations in Måke, Norway. The cooperative agreement was cancelled at the close of 2003 and was terminated at the close of 2003. The fee to Domstein during the period of notice amounted to MNOK 5, and at the termination of the agreement Fjord Seafood is obligated to pay up to MNOK 5 as an additional lump sum payment. The costs have been accounted for in 2003. A new agreement on cooperation with reduced scope has been entered into in 2004.

Note 24: CONTINGENT LIABILITIES

Together with other companies in the USA, Fjord Seafood USA has been warned of a possible lawsuit, claiming that the company have not been sufficiently informed about the PCB level in farmed salmon. It is too early to say anything about the expected outcome of the warning.

Note 25: NEW ACCOUNTING RULES AS OF 2005 - IFRS

Fjord Seafood ASA will have to implement International Financial Reporting Standards (IFRS) for reporting accounts in 2005. Comparable figures for 2004 will have to be prepared by revising the reporting for 2004. There are still uncertainties about the way in which the international reporting standards will actually look in 2005, and there is considerable uncertainty about the way in which many of the standards shall be interpreted and applied. It is therefore too early to perform a detailed analysis of how the IFRS will affect the accounts of Fjord Seafood.

The main changes in relation to IFRS are at the end of 2003, Fjord Seafood expects that the consolidated accounts will be particularly affected by the following areas:

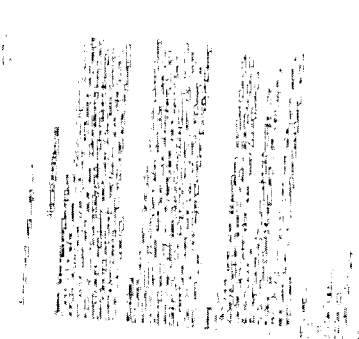
- Reporting of debt that falls due within 12 months
- Reporting of financial instruments
- Reporting of options for employees
- Reporting of goodwill

IFRS is required to report the value of fish in the sea at a fair value based on prices in the market or based on expected future cash flows, without taking historical cost into consideration. This will entail greater volatility in the accounting and losses for all fish farming operations. It is likely that a considerable amount of the biomass will continue to be valued at cost, but it is still uncertain how these rules will be put into practice.

The introduction of IFRS entails that the value of currency swaps, interest swaps and other financial instruments must be entered in the accounts. The requirements for allocation of fair value to assets in the event of acquisitions and mergers will be expanded, and this can lead to changes in the calculation of goodwill. Depreciation of goodwill can be entered in the accounts but impairment tests must be performed. IFRS also requires that all debt is valued at fair value. IFRS requires that share-based remuneration shall be entered in the accounts at fair value.

Fjord Seafood expects that the first quarter by report in 2005 will be reported in accordance with IFRS, but Fjord Seafood will also provide more detailed information about changes in the accounting in the annual report for 2004.

Auditors' report for 2003



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VALUES Committing to results

- We are committed to our goals and to deliver agreed results on time. We take corrective actions when required
- We keep our promises, and understand that quality starts with each and every one of us
- We strive towards the best results for the whole group and are loyal to the company and decisions made

Excellence in seafood – a simple vision about going the extra mile

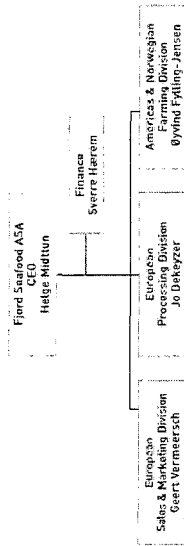
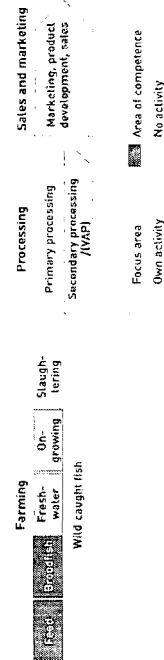
In 2004 Fjord Seafood will embark on a whole new journey – one where the employees will pull together to make the company a leading, integrated, global supplier of value added seafood, through continuous focus on customers' and consumers' needs, quality, innovation and environmental responsibility.

The foundations were laid in 2003 with the introduction of a common vision, strategy and set of values throughout the organisation. The organisational structure was also revamped on the basis of the three new divisions: European Sales and Marketing, European Processing and Americas and Norwegian Farming.

The reason for this new structure is to sharpen the focus on sales and marketing, and also to integrate the resources in this area in a single unit. By integrating the processing units in a single division and focusing solely on production, we expect to see better exploitation of our infrastructure and more collaboration across national boundaries. In the Americas we are operating with a separate, fully-integrated value chain, but the farming operations in Norway and Chile will collaborate on further development of the farming business.

In order to strengthen the sense of belonging and affiliation among the employees and create a uniform profile, all the companies in the Group will have Fjord Seafood in their names.

The new structure will benefit the most important group – the customers and consumers. Simply put, the Sales and Marketing Division will identify their needs, the Processing Division will produce goods that live up to expectations and our farming activities will ensure that Fjord Seafood supplies raw materials of high quality.



President & CEO Helge Midttun (48)

Helge Midttun took office as President & CEO of Fjord Seafood ASA on 23 April 2003. In 1979, he graduated from the Norwegian School of Economics and Business Administration, earning a degree in economics (Ivitekonomi). Between 2000 and 2002 he was President & CEO of Det norske Veritas, after holding the same post in Zenitel. Between 1976 and 1979, he was employed by Rieber & Sen, and among other things managed their operations in the Czech Republic for four years. Helge Midttun is married and lives in Askar.



Chief Financial Officer Sverre Hareem (38)

Sverre Hareem has an economics degree (Ivitekonomi) and took up the post of CFO & EVP of Fjord Seafood ASA on 15 March 2003. Mr. Hareem comes from the post of CEO of Dyno Nipm/Dynex and had previously worked in Dyno Nobel Europe, Intelita and Lwob. Sverre Hareem is married and lives in Bærum.



EVP Americas and Norwegian Farming Øyvind Fylling-Jensen (47)

Øyvind Fylling-Jensen has been an employee of Fjord Seafood ASA since 7 January 2002. Just as Executive Vice President Europe and then as COO Farming Division. Mr. Fylling-Jensen trained as a veterinarian and has a Ph.D. in veterinary pathology, with additional educational qualifications in management. Previous positions include EVP Operations in Dynal AS, CEO of Med-Lab AS and VP Sales & Marketing in Alpharma. Øyvind Fylling-Jensen is married and lives in Oslo.



EVP European Sales and Marketing Geert Vermeersch (39)

Geert Vermeersch started in Pieters Visbedrijf on 1 September 1991. He had previously been employed in Vandemonekk Group (1987-1991) and in 1991 worked for Acris Strategic Partners/Arthur D. Little as a consultant. Since 2001 Mr. Vermeersch has held the post of CEO of Pieters Visbedrijf. Geert Vermeersch has a MBA from Australian University in Sydney, is married and lives in Knaaltem, Belgium.



EVP European Processing Jo Daleyzer (38)

Jo Daleyzer started in Pieters Visbedrijf in 1993 as technical manager, but since 1995 has worked mostly in operational management (2000-2003) as Executive Director Operations in Pieters Group. He is an engineer in Chemicals and is also qualified in process analysis and supply chain management. Between 1992 and 1993 Jo Daleyzer worked in Morbel NV in Oostende. He is married and lives in Ypersele, Belgium.



VALUES Satisfying customers

- We build close and lasting relationships with customers
- We are proactive in understanding and responding to customers' and consumers' needs
- We have a commercial mind-set towards our external customers
- We take the same pride in satisfying our internal customers as our external customers



VALUES Embracing change

- We encourage learning and continuous improvement
- We have a pro-active approach to changes in our markets
- We are open to suggestions and new ideas



European Sales and Marketing

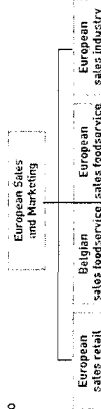
Customer satisfaction is one of Fjord Seafood's core values. This means that we will continue to build good, close and permanent relationships with our customers and meet their needs and wishes.

In order to ensure that this takes place in the optimum way and with a uniform approach in Europe, a separate division has been established for sales and marketing in Europe. To do justice to the diversity of the market the division, which is headed by Geert Vermeersch (39), is divided into the three areas of retail, foodservice and industry.

Customers in the retail segment consist of the big European food chains. Fjord Seafood supplies fresh and frozen fish, ready-to-eat meats and snacks that are sold mostly under the chains' own brands. This is a demanding, but challenging segment. Spaniards, French and Dutch have different gastronomic cultures, and modern consumers have quite different demands than they did a mere few years ago as regards variation, preparation time and quality.

In the foodservice market Fjord Seafood has a very strong position in Belgium, and a separate department has therefore been devoted to the Belgian market, Belgian sales foodservice. The rest of Europe is serviced through European sales foodservice, where Fjord Seafood will work vis-à-vis both existing and new customers. Important customer groups are the catering chains, public institutions, airlines and hotels.

The industry department delivers fish to industrial customers in Europe, who use fish as raw materials for other production.



Geographic spread of sales (turnover), external sales only

	Percentage
EU	83,55 %
Asia	9,75 %
Norway	3,50 %
Russia/Eastern Europe	2,20 %
Other regions	2,00 %
Total	100,00 %

Product types, product weight sold

	Percentage
Whole salmon (fresh and frozen)	41,99 %
Other value added products	15,45 %
Other sea food products (shrimps, trout)	14,76 %
Salmon fillets, portions, loins etc	14,13 %
Flatfish and Whitefish	13,67 %
Total	100,00 %

European Processing

The European Processing Division is led by Jo Dekeyser (36) and conducts operations in several countries. The division produces the broad product portfolio that Fjord Seafood offers its customers in Europe.

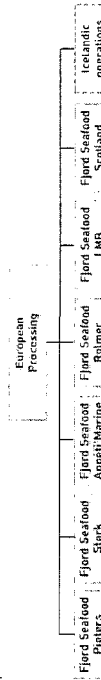
Fresh and frozen elaborated seafood is produced in France, in particular in the companies Fjord Seafood Rolmer and Fjord Seafood Appelt/Marine. Fjord Seafood LMB is especially designed for salmon filleting and portioning.

Fjord Seafood Pleters in Belgium prepares products for retail and the food service market, for example fresh portion packages, ready-to-eat food and smoked salmon.

Fjord Seafood Sterk in the Netherlands is the company's specialist in coated products.

All of the companies use salmon from Fjord Seafood's own farming production in Norway or Scotland. White fish, from which several products are made, comes from Fjord Seafood's partners in Iceland. Various other species are bought in the European and Asian markets.

In addition to the processing companies mentioned, the division also includes Fjord Seafood Scotland. The company is engaged in farming of salmon plus simple processing and smoking. The more advanced processes were moved to Belgium in 2003 so that the production could be as close as possible to the end customers, allowing greater flexibility, shorter delivery times and longer product shelf-life.



Production



Fjord Seafood Appelt/Marine	Fresh, frozen food and ready meals
Fjord Seafood Rolmer	Fresh filleted, steaks and meals
Fjord Seafood LMB	Filleters
Fjord Seafood Pleters	Fresh and frozen food; portions, meals, meal components, smoked salmon
Fjord Seafood Sterk	Coated products
Fjord Seafood Scotland	Farming, fillets, smokehouse


VALUES Believing trust

- We operate our business in accordance with laws and regulations and show honesty and integrity in our work
- We show environmental responsibility and support a sustainable development for the environment and natural resources
- We have respect for the individual, different cultures and encourage people to voice their opinions

VALUES Having a fighting spirit

- We are positive, encouraging, cooperative and helpful towards each other
- We work with high energy and a smile
- We take initiative and do not give up



Americas and Norwegian Farming

The Americas and Norwegian Farming Division comprises all operations in Chile and the USA, plus farming in Norway.

Chilean operations consist of integrated farming, processing and sales. The bulk of the production is sold in the USA through the American sales organisation Fjord Seafood USA. But there are also important markets in South America and Japan.

In addition to the sales organisation, Fjord Seafood also has its own farming and processing operations in the USA; the farming is done by the company Atlantic Salmon of Maine, whereas Ducktrap is engaged in smoking salmon, marketed under its own brand.

In Norway this division is engaged in producing smolt, growing, slaughtering, packing and distribution. Norwegian production is sold through the division European Sales and Marketing.

The division is led by Øyvind Fylling-Jensen [27], head of the former Farming division.

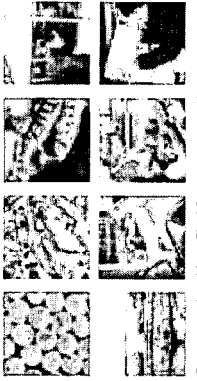
Produced volume 2003

(tons, living weight 'g-smelt)	2003	2002
Norway Atlantic	35 244	37 758
Norway Atlantic Trout	33 872	35 288
Trout	1 354	2 471
Scotland** Atlantic	6 709	6 310
Chile Atlantic	34 784	23 357
Chile Atlantic Trout	3 351	7 718
Coho*	3 534	1 726
USA Atlantic	2 276	7 036
USA Atlantic Trout	2 276	7 036
Total Atlantic	79 216	74 443
Total Atlantic Trout	72 977	68 537
Trout	2 705	4 187
Coho	3 534	1 726

* Production in Chile was 2003 tons, 2002 15 tons. The production in Chile was 2003 tons, 2002 15 tons. The production in Chile was 2003 tons, 2002 15 tons.

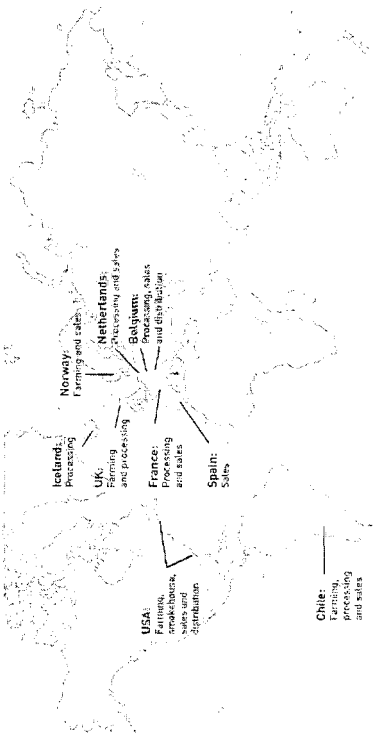
** Division after the re-organizational structure was introduced March 1, 2004.

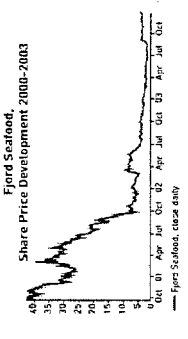
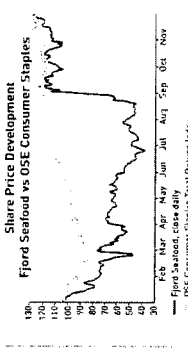
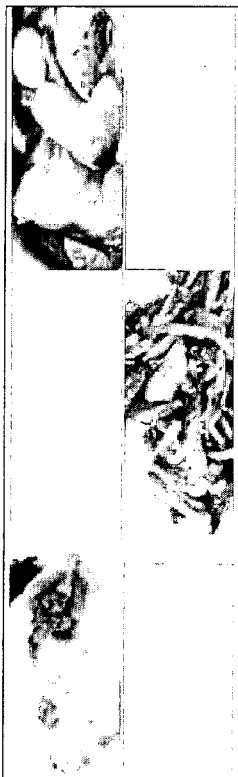
From egg to consumer



Eggs are produced from Fjord Seafood's own broodstock. In our hatcheries the eggs develop to fry and later to smolt. In the smoltification process the fish leaves the freshwater stage and enter the seawater stage. When put into sea the fish weighs approx. 300-100 grams. The smolt continues to grow in the cages until it reaches 1.5 kg. Then the fish is transported to the slaughterhouse, for harvesting and processing, before being sold in the market.

Fjord Seafood's global activities:





Shareholder information

The share
The Fjord Seafood share (OSE:FJOD) was floated on the Oslo Stock Exchange on 17 September 2000, categorised under Consumer Staples.

The highest traded price in the course of 2003 was NOK 9.96, the lowest it was NOK 0.36. At the end of the year the value was NOK 1.605.370.000.

Trading in the course of the year was NOK 2.187.682.000 on a volume of shares of 829.410.000.

Shareholder structure
At the end of the year 474.967.387 shares were registered in the company, held by 8.009 shareholders. Face value was NOK 1 per share.

The biggest overall shareholder was Domstein ASA with 18,2% of which 10,5% constituted Fjord Seafood shares via its wholly-owned subsidiary Enghav Holding AS.

Capital increase
On 20 January 2003 Fjord Seafood signed a cooperation agreement with the Icelandic company Samherji HF, under which Samherji acquired 11,2% of the shares (corresponding to 2,5% of the shares in Fjord Seafood) through a private placement of NOK 78 million. The shares were subscribed for on 17 January 2003.

The board of directors has authorised the company's management to request the board of directors to approve the private placement of Fjord Seafood 10 June 2002. The subscription price was NOK 7,50.

At the beginning of November, Fjord Seafood completed a private placement of 36.363.636 shares at NOK 2,75 each. The placement was directed at private and institutional investors and in all yielded a capital injection of NOK 97 million after transaction costs.

Own shares
Fjord Seafood did not change its holdings of its own shares in 2003, and at the end of the year a holding of 536.600 shares.

Financial calendar 2004

Proposed by the Board of Directors of Fjord Seafood ASA

- 19.02.2004: Presentation of preliminary annual results 2003
- 07.05.2004: Q1 presentation 2004
- 20.08.2004: Q2 presentation 2004
- 29.10.2004: Q3 presentation 2004

Please note that the company holds the right to make changes, if needed.

Shareholder statistics

Shareholding	Number of shares	Number of owners	Percent
1-500	1.168	342.089	0,07 %
501-1000	951	842.068	0,18 %
1001-10000	3.618	17.188.201	3,62 %
10001-50000	1.599	40.242.677	8,47 %
50001-100000	328	25.979.073	5,47 %
100001 +	345	390.373.279	82,19 %
Total	8.009	474.967.387	100,00 %

IR contacts
The company's IR contacts are Information Manager, Therese Rad and CFO Sveire Hørem. Quarterly and annual reports in Norwegian and English, and presentations held, are published on the company's web pages.

General meeting
The general meeting for 2004 will be held on 7 May 2004, in Beddingen 8, 0250 Oslo, or by facsimile or by personal proxy. A proxy may also be given to Chairman of the Board.

Participation must be notified to the company by 12.00 on 4 May, to Information Manager, Therese Rad, telephone 22 82 64 54 or by e-mail: therese.rad@fjordseafood.com.

The shareholders may attend in person or by personal proxy. A proxy may also be given to Chairman of the Board. Shareholders should be sent to Fjord Seafood ASA, Therese Rad, Beddingen 8, 0250 Oslo, or by facsimile or by personal proxy.

Fjord Seafood ASA - 20 largest shareholders

As of 31.12.2003	Number of shares held	Owner	Percent	
Domstein ASA	53 418 164	11,25 %	Ship	
Enghav Holding AS*	35 000 000	7,37 %	88 398 881	20,48 %
Odin Norge	24 248 150	5,11 %	53 418 164	12,50 %
Odin Norden	20 273 607	4,26 %	35 000 000	8,19 %
Institusjonen Fritt Ord	17 460 200	3,68 %	34 551 267	8,08 %
Unvee Invest AS	12 746 400	2,68 %	17 149 563	4,01 %
Firmament AS	8 500 000	1,79 %	15 782 214	3,69 %
Nordica Arkastning	6 805 478	1,43 %	14 366 457	3,36 %
Sjåbåde	6 500 000	1,37 %	6 303 182	1,47 %
Spesialgrønt Nor-Sjæstebank ASA	6 410 000	1,35 %	5 950 000	1,39 %
Time Pensjonkasse	3 121 000	0,66 %	4 952 693	1,16 %
Fondfinans AS	3 000 000	0,63 %	4 876 417	1,14 %
Nordica Vekst	2 851 693	0,60 %	4 796 333	1,12 %
Vicmas AS	4 922 500	0,92 %	4 706 505	1,10 %
Verdipapirfondet Anness Norge, Nor	4 200 000	0,88 %	3 598 934	0,84 %
Verdipapirfondet Anness Norge, Nor	3 887 200	0,82 %	3 519 929	0,84 %
Torgnes Invest AS	3 333 551	0,70 %	3 449 333	0,81 %
Fjordinvest AS	3 164 267	0,67 %	3 333 551	0,78 %
Fjordinvest AS	233 861 144	49,23 %	3 333 551	0,78 %
Total 20 largest shareholders	241 126 263	50,77 %	315 521 749	73,85 %
Total other shareholders	474 967 387	100,00 %	111 882 002	24,18 %
Total number of share	474 967 387	100,00 %	427 403 751	100,00 %

*Enghav Holding AS is wholly owned by Domstein ASA.

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Fjord Seafood's offices

Fjord Seafood ASA Beddingen 8 0250 Orla, Norway Tel: +47 22 82 44 50 Fax: +47 22 82 44 51	Fjord Seafood Clerk P.O. Box 13 8530 Lemmer, The Netherlands Tel: +31 514 548 400 Fax: +31 514 545 299
Fjord Seafood Pleters Kolvestraat 4 8000 Brugge, Belgium Tel: +32 50 45 85 85 Fax: +32 50 45 85 86	Fjord Seafood Spain C/ La masá, 1, 2º B. Esc. 1 28034, Madrid, Spain Tel: +34 91 735 52 08 Fax: +34 91 735 52 17
Fjord Seafood Norway Senteren for Sjømat 8900 Årstad, Norway Tel: +47 75 00 45 00 Fax: +47 75 00 45 01	Fjord Seafood Appelt-Marine Zil' Park, Odessa 59640 Dunckerque, France Tel: +33 3 28 68 79 79 Fax: +33 3 28 68 79 78
Fjord Seafood Chile Ruta 224, Km 8 Camino El Tepual Puerto Montt, Chile Tel: +56 65 45 287 700 Fax: +56 65 256 647	Fjord Seafood Rølmer Rue des Quatre Vents 86300 Challans, France Tel: +33 2 51 49 13 81 Fax: +33 2 51 35 15 01
Fjord Seafood USA 6550 NW 17 Street Suite 105 Miami, Florida 33176, USA Tel: +1 (305) 591-8559 Fax: +1 (305) 591-8599	Fjord Seafood LMB Rue Marengo 1 62000 Boulogne sur Mer, France Tel: +33 3 21 10 67 47 Fax: +33 3 21 30 74 22
Fjord Seafood Scotland 1 Marbank Industrial Estate Sornaway, Isle of Lewis HS2 0DB, Scotland Tel: +44 1851 707 600 Fax: +44 1851 707 611	

Fjord Seafood's annual report is originally published in Norwegian.

Photo:
Eco Brand, page 13 and 47
Sax Hegg, page 4, 13 and 47
Sax Jansen, page 4 and 50
EFF/Marit, page 4 and 49
EFF/Marit, page 4, EFF/Tomsko Sjø, page 5
EFF/Marit, page 4, EFF/From Høst, page 6 and 53
EFF/B&M Quilim, page 7, EFF/Fiskachi Oluqumu, page 7 and 57
EFF/Marit Hummedal, page 47
Translation: Agropos Translatørbyrå AS
Advisory, design and production: Signatur grafisk kommunikasjonsbyrå AS

Corporate Governance in Fjord Seafood

Corporate Governance addresses the relation between the shareholders, Board of Directors and management in a company and is an important tool in order to achieve the owners' confidence. Fjord Seafood has established a Corporate Governance policy which describes important steering principles.

- 1. Owners' rights**
 - Fjord Seafood will have one class of shares where one share has one voting right.
 - Fjord Seafood will ensure that all shareholders will be treated equally.
 - Fjord Seafood will announce the determined date of any General Assembly as soon as practically possible and call the meeting at least two weeks before the day of meeting.
 - Fjord Seafood will encourage the use of power of attorney in the General Assembly when the shareholder cannot meet in person.
 - When a share issue is carried out, the pre-emptive rights of existing shareholders will normally be complied with.
- 2. Independence between shareholders, Board of Directors and Corporate Management**
 - In a situation where Fjord Seafood has one or a few dominating owners, the company will, suggest at least two board members as independent of the dominating owners.
 - Fjord Seafood requires all members of the Board of Directors and Corporate Management to disclose information to the company about their holdings in any shareholders or other business connections of Fjord Seafood ASA or its subsidiaries. Fjord Seafood will disclose such information to the Board of Directors and the Election Committee.
 - Fjord Seafood will not suggest any personnel from Fjord Seafood ASA or its subsidiaries as a member of the Board of Directors, except for employees representatives.
 - The CEO will attend the board meetings of Fjord Seafood ASA, but does not have the right to vote.
 - The CEO will report to the Board of Directors as a body, not to any individual members of the Board of Directors.
- 3. Election Committee and evaluation of board members**
 - Fjord Seafood will have an Election Committee elected by the General Assembly, where the members represent the specter of shareholders.
 - This committee will propose board members, review the evaluation of the Board of Directors and propose compensation to the member of the Board of Directors and the Election Committee to the General Assembly.
 - Members of the committee will be elected for a limited period (normally two years) and will not be members of the Board of Directors.
- 4. Policy on compensation to Board of Directors and Corporate Management**
 - Remuneration to the members of the Board of Directors will consist of a fixed amount and be the same for all members. The exception is the Chairman of the Board, who might have a higher remuneration.
 - Fjord Seafood will remunerate its employees based on performance.
 - Special agreements with individual employees will have to be approved by the Board of Directors.
 - All bonus agreements will include a cap on the bonus.
 - All members of the Board of Directors should know the employment contract of the CEO.
 - If Fjord Seafood ASA or its subsidiaries buy services from members of the Board, this will be authorized by the Board of Directors prior to agreement. Fjord Seafood will not engage lawyers/advocates that represent major shareholders of the company.
- 5. Work instructions for the Board of Directors**
 - The Board of Directors of Fjord Seafood ASA issues written instructions for the work of the Board of Directors.
 - The Board of Directors will evaluate their work annually and report this evaluation to the Election Committee.
- 6. Overall requirements to internal control within Fjord Seafood**
 - Fjord Seafood will ensure that Fjord Seafood has a proper and sufficient internal control. The CEO is responsible for establishing and maintaining internal control.
 - Representatives of Fjord Seafood ASA and its subsidiaries should not have any undisclosed family connection or financial or other type of binding towards the other party when making agreements on behalf of the company.
 - All agreements and decisions that might have a legally binding influence on Fjord Seafood ASA or its subsidiaries shall in general be made in writing, and documentation should be kept for 10 years.
- 7. Cooperation with, and the use of services from, the elected auditor**
 - Fjord Seafood will adopt an open and professional relationship with the elected auditor.
 - Fjord Seafood will not buy other services than audit services from auditors related to accounting issues, and taxation from the elected auditor.
 - The elected auditor will meet with the Board of Directors at least once a year, and in general attend the General Assembly of Fjord Seafood ASA.
 - The elected auditor will report on the company's performance on a continuous basis and at a minimum Fjord Seafood will aim to change audit firm, or at least audit team, every seventh year.
- 8. Fjord Seafood's information policy**
 - Fjord Seafood's information policy will aim to provide correct, clear, relevant and timely information to the shareholders and other stakeholders.
 - Main elements of the information policy will be to ensure that all persons contributing all information, use the information system at Oslo Stock Exchange (OSE) and the Norwegian Media Register (MR).
 - Fjord Seafood will have a plan for information handling in emergency situations to handle enquiries from media and other interest groups.

A leading, integrated, global supplier of value added seafood, this firm serves major food processors and consumers worldwide, and has a strong presence in the United States, Europe, and Asia.



Geometric Mile
Seattle, WA
Tel: 206.465.4500
Fax: 206.465.4501
www.fjordseafood.com

Appendix IV Resolution with respect to the Share Issue

At the EGM held on 8 March 2005, the following resolution was made:

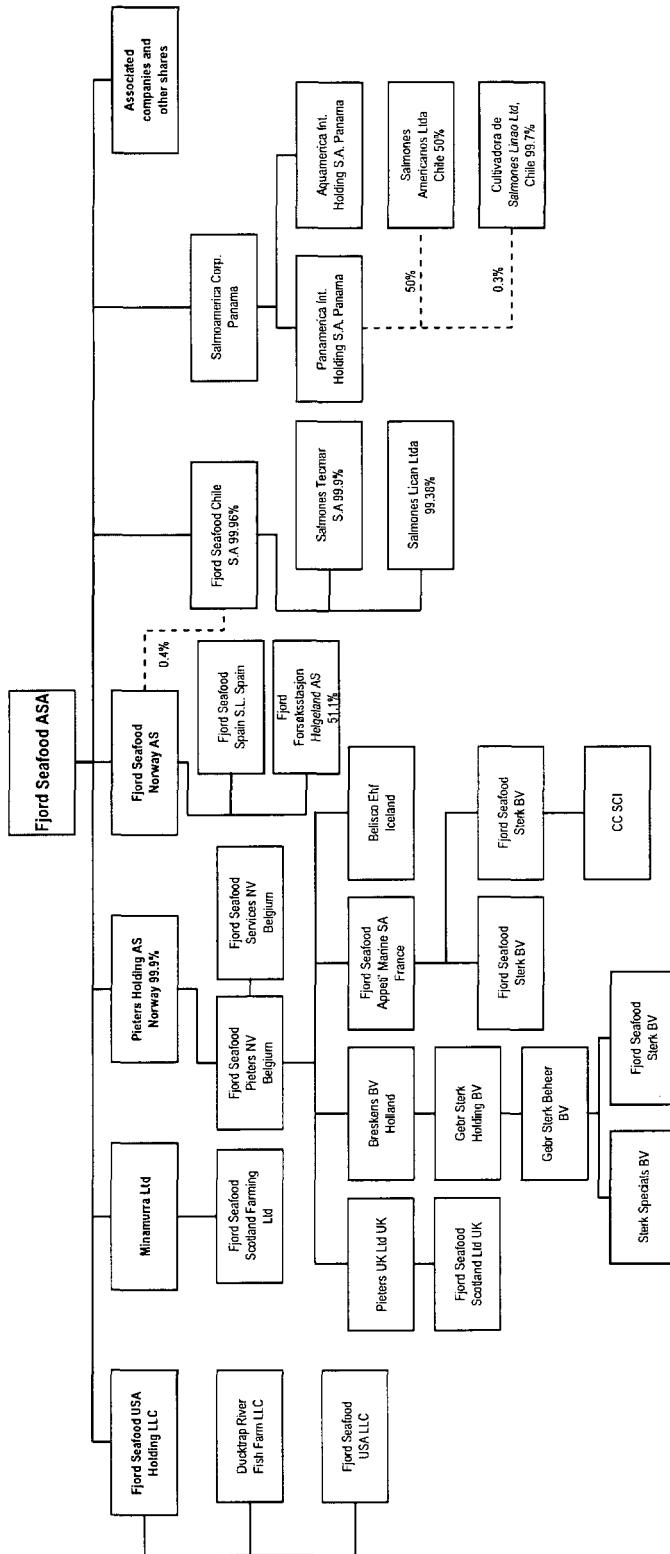
Private placement

- a) The share capital is to be increased by NOK 105,400,000 through the issue of 105,400,000 shares.
- b) The face value of the shares shall be NOK 1.
- c) The shares are to be subscribed to by selected professional investors who have entered into a special subscription agreement with the company. The pre-emptive rights of existing shareholders will be derogated from.
- d) NOK 3.05 shall be paid for each share. Payments are to be made in cash.
- e) The shares are to be subscribed for at the EGM by signing the minutes.
- f) Payment of the shares shall be made approximately on March 9 2005.
- g) The new shares are entitled to dividend rights from the accounting year 2004 onwards. Otherwise the new shares will have rights in the company from the registration date of the increase in capital.
- h) § 4 of the Articles of Association is to be changed to: "The share capital amounts to NOK 580,998,081, divided between 580,998,081 shares at a face value of NOK 1 per share."

Public offering / Rights issue

- a) Share capital is to be increased by a minimum of NOK 1 and a maximum of NOK 20,000,000 through the issue of at least 1 and maximum 20,000,000 shares.
- b) The face value of the shares shall be NOK 1.
- c) The company's shareholders as of 18 February 2005, who did not apply for shares in the private placement described in item 5, will receive subscription rights based on the subscriber's proportionate shareholding as of 18. February 2005. The subscription rights shall be tradable and shall be registered in the company's subscription rights register with the Norwegian Central Securities Depository (Verdipapirsentralen), cf Section 10-6 of the Norwegian Public Limited Companies Act.
- d) One subscription right will give the right to be allotted one new share. Oversubscription and subscription by investors not having rights is permitted. In case of oversubscription, allocation will be made pro rata based on rights held. The Board can carry out appropriate rounding off that appears sensible.
- e) NOK 3.05 shall be paid for each share. Payments are to be made in cash.
- f) Shares are to be subscribed to on a separate subscription form.
- g) The subscription period is from 11 March 2005 to 29 March 2005 at 4:30 pm, both days inclusive.
- h) Payment of the shares shall be made approximately 7 April 2005.
- i) The new shares are entitled to dividend rights for the accounting year 2004. Otherwise the new shares will have rights in the company from the registration date of the increase in capital.
- j) The completion of the share issue is conditional on the completion of the private placement described in 5 above.
- k) § 4 of the Articles of Association is to be changed so that it reflects the company's share capital and the number of shares after the share issue.

Appendix V Legal structure



Appendix VI Subscription form

<p>Fjord Seafood ASA Subsequent Issue March 2005</p>	<p>SUBSCRIPTION FORM</p> <p>For information regarding the share issue in Fjord Seafood ASA (the "Company") and corresponding terms for subscription, allotment and other information, reference is made to the corresponding prospectus dated 8 March 2005 (including appendices) issued in connection with the share issue. In addition, such information may be obtained by contacting the Company. Subscription of new shares may take place from and including 11 March 2005 through 29 March 2005, at: ABG Sundal Collier Norge ASA, P.O. Box 1444 Vika, 0115 Oslo, Norway. Fax: + 47 22 01 60 62 (the "Manager"). The completed subscription form must be received by the Manager no later than 29 March 2005 at 16.30 CET. The Company and the Manager reserve the right to disregard subscription forms received after this deadline.</p> <p>Norwegian subscribers can receive information and subscribe on the following Internet pages: www.fjordsafood.com and www.abgsc.no.</p> <p>Guidelines for the subscriber: Holders of common shares in the Company as of record (i.e., registered in the Norwegian Central Securities Depository – the VPS) at the close of business on 18 February 2005 will receive 0.05 rights to subscribe for new shares for each share held as of such date, each right entitling the shareholder to subscribe for one share in the Company. However, such subscription right does not extend to shareholders who subscribed for shares in the private placement of 105,400,000 shares that was completed on 18 February 2005, or their respective affiliates. Fraction of Subscription Rights will not be distributed, and the number of subscription rights will be rounded down to the nearest whole number. The subscription rights are transferable, and will be listed on Oslo Børs in the subscription period with ticker FJOT. The Subscription Rights are registered with the VPS under the International Securities Identification Number (ISIN) NO 0010262967. Subscribers may subscribe for more shares than their subscription rights entitle them to (oversubscription is permitted). The subscription price is NOK 3.05 per share.</p> <p>By subscribing, the subscriber grants the Manager an irrevocable, specific (one-time) authorisation to debit the allotted subscription amount in NOK from the bank account designated by the subscriber. The allotment of shares will take place on or about 4 April 2005, and the debiting of the account will take place shortly thereafter without any further written notice. In the event that there are not sufficient funds in the account, the Company reserves the right, in accordance with the Public Limited Companies Act section 10-12 and section 2-13, to cancel the application and delete or re-allot the allocated shares. Any delayed payment will accrue an interest of 8.75 percent p.a. The Manager reserves the right to make up to three debits within 30 April 2005 if there are insufficient funds on the account on the debiting date.</p> <p>If the subscriber has not got a Norwegian bank account, he must contact the Manager.</p>												
<p>SPECIFICATION OF THE SUBSCRIPTION</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%; padding: 2px;">Subscriber's VPS-account no.</td> <td style="width: 15%; padding: 2px;">No. of subscription rights</td> <td style="width: 30%; padding: 2px;">Subscribes for (number of shares)</td> <td style="width: 30%; padding: 2px;">(For official use: Serial no.)</td> </tr> <tr> <td colspan="2"></td> <td style="padding: 2px;">Subscription price per share</td> <td style="padding: 2px;">Total amount to be paid</td> </tr> <tr> <td colspan="2"></td> <td style="padding: 2px;">NOK 3.05</td> <td style="padding: 2px;">= NOK</td> </tr> </table>	Subscriber's VPS-account no.	No. of subscription rights	Subscribes for (number of shares)	(For official use: Serial no.)			Subscription price per share	Total amount to be paid			NOK 3.05	= NOK
Subscriber's VPS-account no.	No. of subscription rights	Subscribes for (number of shares)	(For official use: Serial no.)										
		Subscription price per share	Total amount to be paid										
		NOK 3.05	= NOK										
<p>One-time authorisation for debiting account (must be filled in):</p> <p>I/we hereby grants an irrevocable, one-time authorisation to the Manager to debit my/our Norwegian bank account for the allotted amount _____ (the countervalue in NOK of: number of allotted shares * NOK 3.05) _____ Bank account (11 digits)</p> <p>The subscriber confirms that neither it nor any of its affiliates participated in the Private Placement that Fjord Seafood ASA completed on 18 February 2005</p>													
<p>Place and date of subscription. Must be dated within the Subscription Period.</p> <p>Binding signature. The subscriber must be of age. When signed per procura, documentation in the form of company certificate or power of attorney must be enclosed.</p>													
<p>DETAILS RE SUBSCRIBER (REQUIRED INFORMATION)</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%; padding: 2px;">Subscriber's VPS account no.</td> <td rowspan="9" style="width: 60%; padding: 2px; vertical-align: top;">PLEASE NOTIFY THE REGISTRAR OF ANY CHANGES</td> </tr> <tr> <td style="padding: 2px;">Subscriber's first name</td> </tr> <tr> <td style="padding: 2px;">Subscriber's surname/firm etc.</td> </tr> <tr> <td style="padding: 2px;">Street address etc. (private subscribers: home address)</td> </tr> <tr> <td style="padding: 2px;">Postal code and area</td> </tr> <tr> <td style="padding: 2px;">Date of birth and national ID number</td> </tr> <tr> <td style="padding: 2px;">Dividends to be credited to bank account (11 digits)</td> </tr> <tr> <td style="padding: 2px;">Nationality</td> </tr> <tr> <td style="padding: 2px;">Telephone (at day time)/Telefax/e-mail</td> </tr> </table>		Subscriber's VPS account no.	PLEASE NOTIFY THE REGISTRAR OF ANY CHANGES	Subscriber's first name	Subscriber's surname/firm etc.	Street address etc. (private subscribers: home address)	Postal code and area	Date of birth and national ID number	Dividends to be credited to bank account (11 digits)	Nationality	Telephone (at day time)/Telefax/e-mail		
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Appendix VII Tegningsblankett

Fjord Seafood ASA
Etterfølgende emisjon mars 2005
Tegningsblankett

For informasjon i forbindelse med kapitalutvidelsen i Fjord Seafood ASA ("Selskapet") og relaterte vilkår for tegning, tildeling og annen informasjon, vennligst se prospekt datert 8. mars 2005 (inkludert vedlegg) utarbeidet i forbindelse med kapitalutvidelsen. I tillegg kan slik informasjon fås ved å kontakte Selskapet. Tegning av nye aksjer kan finne sted fra og med 11. mars 2005 til og med 29. mars 2005; hos ABG Sundal Collier Norge ASA, Postboks 1444 Vika, 0115 Oslo, Norge. Faks: + 47 22 01 60 62 ("Tilretteleggeren"). Fullstendig utfylt tegningsblankett må være Tilretteleggeren i hende innen 29. mars 2005 klokken 16.30 norsk tid. Selskapet og Tilretteleggeren forbeholder seg retten til ikke å ta hensyn til tegningsblanketter mottatt etter dette tidspunkt.

Norske tegnere kan hente informasjon og tegne på følgende Internetsider: www.fjordseafood.com og www.abgsc.no.

Retningslinjer for tegneren:

Eiere av ordinære aksjer i Selskapet (registrert i VPS) ved børsstutt den 18. februar 2005 vil motta 0,05 tegningsretter per aksje eiet på denne dato. En tegningsrett gir rett til tegne én ny aksje i Selskapet. Tegningsretten gjelder ikke for aksjonærer som tegnet seg i den rettede emisjonen på 105.400.000 aksjer som ble gjennomført den 18. februar 2005 og deres respektive tilknyttede selskaper. Kun hele tegningsretter kommer til å bli distribuert, og avrundning skjer ned til nærmeste hele tegningsrett. Tegningsretten er omsettelig, og vil være notert på Oslo Børs i tegningsperioden med ticker kode FJOT. Rettene er registrert i VPS med ISIN nummer NO 0010262967. Det er anledning til å tegne flere aksjer enn det man har tegningsretter til (overtegning tillatt). Tegningskursen er NOK 3,05 per aksje.

Ved å tegne aksjer gir tegneren Tilretteleggeren en ujenkallelig engangsfullmakt til å debitere den bankkonto som er angitt av tegneren for hele det tildelte tegningsbeløp. Melding om tildeling vil bli sendt ut på eller omkring 4. april 2005, og debiteringen vil skje straks etter, uten at noen ytterligere skriftlig beskjed vil bli gitt. Dersom det ikke er dekning på tegnerens bankkonto for det tildelte beløp, forbeholder Selskapet seg retten til, i henhold til allmennaksjelovens § 10-12 og 2-13, å annullere tegningen og tildele de tegnede aksjer til andre eller slette aksjene. Ved forsøkt betaling vil det påløpe en rente på 8,75 % p.a. Tilretteleggeren reserverer retten til å gjøre opp til tre forsøk innen 30. april 2005 på å debitere tegnerens konto for det tilfellet det mangler dekning på tegnerens konto på dato for debitering.

Hvis tegneren ikke har norsk bankkonto, må Tilrettelegger kontaktes.

SPESIFISERING AV TEGNINGEN

Tegnerens VPS-konto nummer	Antall tegningsretter	Tegner for (antall aksjer)	(For megler: Løpenr.)
		Tegningskurs per aksje	Totalt beløp som skal betales
		NOK 3.05	= NOK

Engangsfullmakt til å debitere bankkonto (må fylles inn):

Jeg/vi gir herved en engangsfullmakt til Tilretteleggeren til å debitere min/vår norske bankkonto for det tildelte beløp (tilsvarende i NOK: antall tildelte aksjer * NOK 3.05) _____ Bankkonto (11 siffer)

Tegneren bekrefter at hverken han/hun eller noen tilknyttede selskaper deltok i den Rettede Emisjonen som ble gjennomført av Fjord Seafood ASA den 18. februar 2005

Sted og dato for tegning
(Må være datert innenfor tegningsperioden.)

Bindende signatur. Tegneren må være myndig.
(Når signert per prokura, må dokumentasjon i form av firmaattest eller eller signert fullmakt være vedlagt.)

INFORMASJON OM TEGEREN (OBLIGATORISK INFORMASJON)

Tegners VPS kontonummer.	VENNLIGST GI BESKJED TIL VPS-KONTOFØRER OM ENDRINGER
Tegners fornavn	
Tegners etternavn/Firmanavn etc.	
Gateadresse (private tegnere: hjemmeadresse)	
Postkode og sted	
Fødselsdato og personnummer	
Ubytte skal krediteres følgende bankkonto (11 siffer)	
Nasjonalitet	
Telefon (dagtid)/Telefaks/e-post	



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