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Proposal from the Nomination Committee to the Yara International ASA Annual General Meeting 12th June 2023

The Nomination Committee in Yara International ASA consists of the following members:

Otto Sørberg (chair)

Partner, Vektor Consulting AS

Thorunn Kathrine Bakke

Director in Norwegian Ministry of Trade, Industry and Fisheries, Ownership Department

Ann Kristin Brautaset

Deputy Director Equities, Folketrygdfondet

Ottar Ertzeid

Independent board member

Reference is made to Yara's web pages for further information on the Nomination Committee members:

<https://www.yara.com/this-is-yara/corporate-governance/shareholders/nomination-committee/>

Since the General Meeting in May 2022 the Nomination Committee has held 31 meetings, including individual meetings with all members of Yara's Board of Directors ("Board") and CEO. The Nomination Committee has as part of its work sought input directly from Yara's largest shareholders, and more broadly through communication on Yara's web pages. The committee has had a dialogue with shareholders who have wished to share their views. The committee has received the Board's own evaluation and has reviewed the Board's work and composition.

The term for the current Board members runs until 2024. Since the previous General Meeting two Board members, Birgitte Vartdal and Håkon Reistad Fure, have withdrawn. The Nomination Committee proposes that the General Meeting holds elections for a period of two years for three new Board members to strengthen the Board.

In preparing its proposal, the Nomination Committee has in particular considered the need for Yara's Board to be broadly composed and represent a diverse group with regards to relevant competence and experience, including the requirement of minimum 40 percent representation of both genders in the Board. The need for continuity and the candidates' independence have also been considered by the Nomination Committee. The Company's strategy and business influences what competence the Board should have. The Nomination Committee has in its work considered several competence profiles. Competence areas that the Nomination Committee have considered favorably include experience from the company's value chains, experience from relevant industries, international operations, competence and experience as a senior executive, transformation and change management processes, sustainability and the green transition, finance and the capital markets as well as geopolitical understanding.

The term for the current members of the Nomination Committee runs until 2024. Thorunn Kathrine Bakke has announced that she wishes to resign as a member of the Nomination Committee and the committee proposes to nominate one new member to the Nomination Committee. The Nomination Committee therefore proposes that the General Meeting holds elections for a period of one year for one new Nomination Committee member to strengthen the committee until the election of a full

committee in the General Meeting 2024. The Nomination Committee has in preparing its proposal emphasized the need for broad and relevant competency and experience, and taken into consideration candidate suggestions from larger shareholders.

The Nomination Committee proposes an increase of around 4.4 percent to the remuneration of corporate body representatives. In addition, the Nomination Committee proposes a special increase in the compensation related to the Chair's remuneration of in total around 9.4 percent. This is based on a holistic evaluation which includes amongst other dimensions the increase in the role's responsibility and benchmarking against similar roles in the market. The Nomination Committee highlights the importance of being able to offer remuneration which contributes to recruitment and retention of needed competence and experience in the Board.

The Nomination Committee makes the following proposal to the Yara International ASA General Meeting 12th June 2023:

1. Election of Board members

The Nomination Committee proposes to elect for a period of two years Therese Log Bergjord, Tina Lawton, and Harald Thorstein as new Board members.

Therese Log Bergjord (born 1965) has had extensive management roles in international companies within offshore energy, food-service and aquaculture. She is currently CEO of Skretting, a global producer and supplier of feed for the aquaculture industry, and is a part of the group management of Nutreco. She is also a board member of SeaBOS (Seafood Business for Ocean Stewardship initiative). She has a long career with ConocoPhillips Norway (1984-2003). In 2003, she made a change of industry to the aquaculture industry, where she worked in the farming company Panfish until 2007. In this role, she contributed significantly to the turnaround of the company. She has previously held various management positions in Compass Group (2009-2017), and finished her term there as Managing Director for the Nordic region. She has been a board member in several companies across multiple industries, including Næringslivets Hovedorganisasjon (2011-2017), Sparebank 1 SR-Bank (2017-2020), and Norsk Olje og Gass (2010 – 2014). Bergjord has an educational background in Business Administration from the University of Stavanger and BI Norwegian Business School. Bergjord is considered to add expertise to the board in areas such as management of large international businesses, industrial production, sustainability and global value chains in food production. Bergjord is considered to have the necessary qualifications and experience which fulfill requirements by Norwegian legislation related to the composition of the Board's sustainability and audit committee. She is a Norwegian citizen living in Norway. Bergjord is independent of Yara's executive management and material business contacts. She does not own shares in Yara (per May 12, 2023).

Tina Lawton (born 1967) has broad international management experience in the Agricultural industry having worked for Syngenta and its legacy companies, including AstraZeneca, in North America, Europe and Asia from 1989 to 2019. During this time, she held the position of Regional President APAC, led global Business Units and headed up marketing, sales and business development functions, as well as key initiatives within M&A, Business Transformation, Commercial Excellence, R&D, Operations, Sustainability, Digital and enhancing the Customer Experience. Lawton has been an advisor to Women in Agribusiness, President of CropLife Asia and was awarded the WBCSD Leading Women Award in 2018. She also held the position of Chief Growth Officer at Ynsect, a producer of alternative proteins. She is an adviser to The Cranfield Trust and ADQ, an Abu Dhabi-based investment and holding company. She holds a Bachelor of Arts and Master of Arts in Pure and Applied Biology from the University of Oxford. Lawton is considered to add expertise to the board in areas such as agriculture/food value chains, sustainability, digitalization, transformation and management of large international businesses. She is a British citizen living in Switzerland. Lawton is independent of Yara's executive management and material business contacts. She does not own shares in Yara (per May 12, 2023).

Harald Thorstein (born 1979) has extensive experience as a consultant, board member and as a manager in finance and investment companies. Thorstein is a Partner in the London-based consulting company Arkwright London. He holds board positions in DOF ASA, B2Holding, Odfjell Drilling, AquaShip AS and Jacktel. Thorstein previously worked at Seatankers, where through his area of responsibility he held board positions in several companies, including SFL Corp and Golden Ocean. He has worked in corporate finance at DNB Markets (2008-2011) and was an advisor at Arkwright Consulting (2004-2008). Thorstein holds a degree in civil engineering from NTNU in Industrial Economics and Technology Management. Thorstein has considerable experience from board work and is considered to add expertise to the board in areas such as capital markets, capital allocation, investments, M&A, and audit committee work. Thorstein is considered to have the necessary qualifications and experience which fulfill requirements by Norwegian legislation related to the composition of the Board's sustainability and audit committee. He is a Norwegian citizen living in England. Thorstein is independent of Yara's executive management and material business contacts. He does not own shares in Yara (per May 12, 2023).

Further reference is made to the Nomination Committee's evaluations described above, and to Yara's web pages for information on the current Board members' competence and background: <https://www.yara.com/this-is-yara/management-and-board/>

2. Election of members of the Nomination Committee

Thorunn Kathrine Bakke wishes to withdraw from the Nomination Committee. The Nomination Committee proposes to elect for a period of one year Lars Mattis Hanssen as a new member of the Nomination Committee.

Lars Mattis Hanssen (born 1985) has since 2021 been an asset manager/senior adviser in the Ownership Department in the Ministry of Trade, Industry and Fisheries. He has experience from Investor Relations in Aker BP ASA (2018-2021), from the Norwegian Parliament as political advisor to Jonas Gahr Støre (2014-2017), and from the Budget Department in the Ministry of Finance (2011-2014). Hanssen has a Master's degree in Economics and Business Administration from the Norwegian School of Economics and is a Certified European Financial Analyst (2020). He is independent of Yara's Board and executive management.

Reference is made to Yara's web pages for information on the members of the Nomination Committee: <https://www.yara.com/this-is-yara/corporate-governance/shareholders/nomination-committee/>

3. Call for Board member share ownership

The Nomination Committee calls for Board members to own shares in Yara International ASA, in accordance with the Norwegian Corporate Governance Board (NUES) recommendation. The Nomination Committee asks that each Board member considers the extent of their share ownership, and that the Board also considers the totality of its members' share ownership.

4. Proposal for remuneration of members of the Board of directors

The Nomination Committee proposes the following remuneration for Board members:

Chair:	NOK 780,600
Vice chair:	NOK 444,700
Other members:	NOK 392,000

The remuneration is per year and is calculated proportionally.

Meeting allowance for Board members resident outside Norway:
NOK 33,300 per meeting

Remuneration to deputy Board members attending:
NOK 11,800 per meeting

5. Proposal for remuneration of members of the HR Committee

Chair: NOK 116,400
Other members: NOK 90,300

The remuneration is per year and is calculated proportionally.

6. Proposal for remuneration of members of the Audit and Sustainability Committee

Chair: NOK 210,400
Other members: NOK 130,000

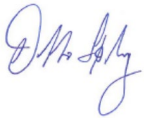
The remuneration is per year and is calculated proportionally.

7. Proposal for remuneration of members of the Nomination Committee

Chair: NOK 9,400 per meeting
Other members: NOK 7,100 per meeting

<https://www.yara.com/this-is-yara/corporate-governance/shareholders/nomination-committee/>

Oslo, 19th May 2022



Otto Sjøberg
Chair of the Nomination Committee