

Before the National Contact Point for Responsible Business Conduct Norway

PAX, Civil Society Coalition on Natural Resources, Global Idé, Liech Victims Voices, Norwegian Church Aid, Norwegian People's Aid, South Sudan Council of Churches and Swedwatch (complainants) against Aker BP ASA and Aker ASA (respondents)

ATTACHMENTS

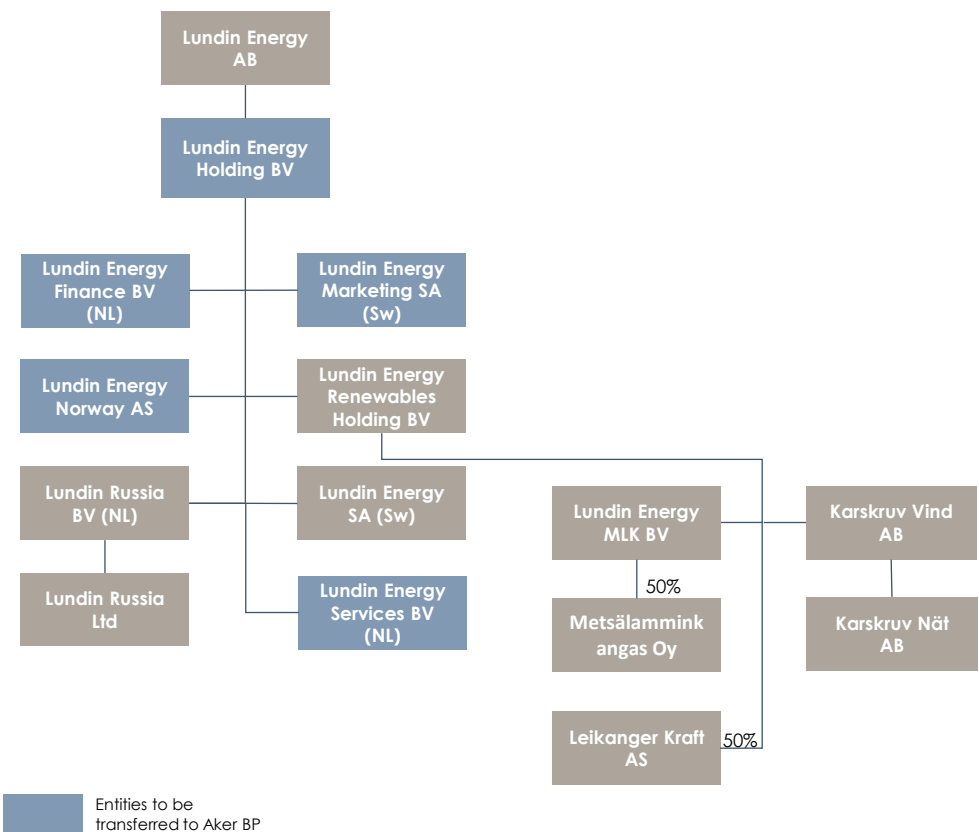
TO

RESPONSE AND SUBMISSIONS OF AKER BP ASA AND AKER ASA

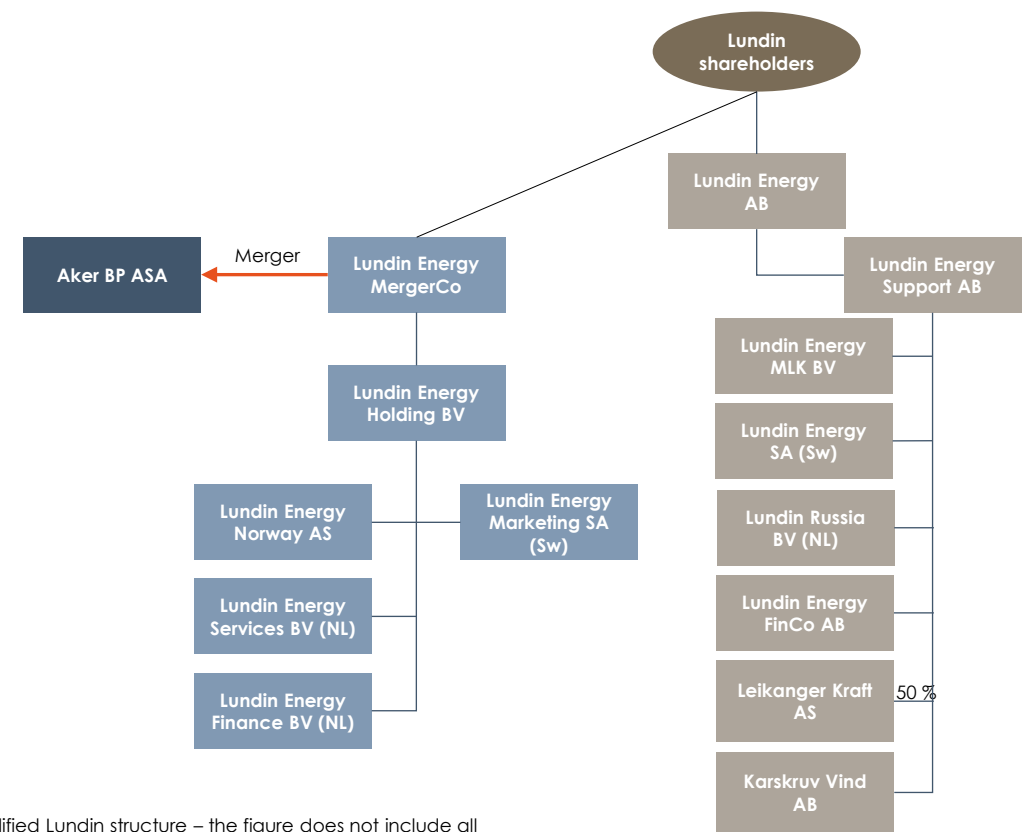
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| Attachment 1: | Lundin legal structure before and after the transaction |
| Attachment 2: | Shareholder proposal from PAX to the Annual General Meeting, Lundin Energy AB, dated 9 February 2022: Proposal to bring the Combination Proposal between Aker BP and the Company in line with both Customary Law and the Lundin Energy's human rights obligations |
| Attachment 3: | Letter by PAX et.al. to the Chairman of the Board and CEO of Aker BP and the Chairman of the Board of Aker ASA, dated 24 March 2022 |

Lundin legal structure

Lundin Structure as of signing (Dec 2021)



Lundin Structure at Closing (July 2022)



Simplified Lundin structure – the figure does not include all companies under Lundin Energy Support AB

Proposal to bring the Combination Proposal between Aker BP and the Company in line with both Customary Law and the Lundin Energy's human rights obligations

A shareholder proposes to modify the Combination Proposal with Aker BP in order for the Company to retain sufficient means to adequately contribute to remedy and reparation of victims of adverse impacts that the Company may have contributed to.

Explanation

It is the Company's human rights policy to remedy all its negative impacts <https://www.lundin-energy.com/sustainability/peoplesociety/human-rights/>. The terms of the Combination Proposal defeats this commitment.

Ian Lundin, Alex Schneider, and indirectly the Company itself, have been indicted for complicity in grave war crimes. These crimes include military targeting of civilians, burning of villages, use of children in warfare, arbitrary killings, destruction of crops, and forced displacement. By their nature, these crimes inflict material damage and harm people. The case file that the Swedish Prosecution Authority has served to the Court contain abundant evidence of direct links between the Company's operations and war crimes.

The duty to compensate and repair harm inflicted on others is a basic tenet of national and international customary law and Lundin Energy is committed to remedy any negative impacts. The terms of the Transaction Agreement with AkerBP establishes that "Lundin Energy has agreed to indemnify the Target against losses, liabilities, costs or expenses, arising or incurred as a result of the underlying facts and circumstances relating to the Indictment, ..." [Press release, 21 December, 2021 <https://mb.cision.com/Public/1629/3476768/8df49f051f9a4f05.pdf>]. This requires that, after the Merger, Lundin Energy retain sufficient means to meet these obligations.

The merger with Aker BP will dramatically reduce the net asset value of the Company. Among the known liabilities of Lundin Energy after the merger are the costs of three legal defence teams and forfeiture of MUS\$ 150 in criminal revenues. The [available estimation](#) of the costs of a remedy process is MUS\$ 700. The Company makes no provisions for the forfeiture or for a remedy process [End of Year Financial Report 2021].

The Combination Proposal risks to deprive Lundin Energy of sufficient means to honour its human rights obligations and is to be modified accordingly.

Egbert Wesselink
PAX
www.unpaiddebt.org



Kjell Inge Røkke
Chairman of the Board
and majority owner
Aker ASA

Øyvind Eriksen
Chairman of the Board
Aker BP

Karl Johnny Hersvik
Chief Executive Officer
Aker BP

24 March 2022

Dear Mr. Røkke, Mr. Eriksen and Mr. Hersvik,

Many thanks for the occasion to discuss the acquisition by Aker BP of Lundin Energy's oil and gas assets with Mr. Hersvik and other Directors of your companies. We are writing to further clarify our concerns about potential liabilities arising from the announced merger between Aker BP and Lundin Energy. These liabilities arise from the credible allegations of contributions by Lundin Energy (previously Lundin Oil AB) to gross and systematic human rights violations, committed during the company's operations in what was then Sudan between 1997 and 2003.

Lundin Energy executives Ian Lundin and Alex Schneider were indicted on 11 November 2021 by the Swedish public prosecutor for complicity in international atrocity crimes. The prosecutor charges that Ian Lundin and Alexandre Schneider intentionally promoted ("främjade") military operations carried out by the Sudanese military forces and Government-allied militias in order to create the conditions for the company's oil operations, despite substantial reports demonstrating that Sudanese military forces and allied militias systematically perpetrated human rights abuses, including grave war crimes. The criminal charges are entirely due to the executives' roles within the company at the time.¹ The prosecutor has presented evidence that Lundin Energy regularly provided logistical and material support to abusive armed forces.

The criminal case in Sweden is based on an extensive investigation and the case file is publicly available.² There is also a rich body of contemporary reports about human rights violations by governmental and non-governmental organizations, academics, and experts.³ These reports, the Swedish indictment, and the evidence referenced therein, indicate that between 1997 and 2003, the Sudanese military forces and Government-allied militias targeted civilians, burned villages, forced children to participate in armed conflict, destroyed crops of local farmers, and forcibly displaced communities for the purpose of enabling Lundin Energy to operate. The crimes alleged in the indictment resulted in thousands of people being killed, raped, impoverished, traumatized, and displaced from their homes. Ample information about impacts on the population can be found in the Swedish prosecutor's case file and at www.unpaid-debt.org. Further details can be provided upon request.

1. The investigation file and all filings in the case are publicly accessible and can be requested from the Stockholm district court here: <https://www.domstol.se/stockholms-tingsratt/>.

2. Idem.

3. See <https://unpaiddebt.org/resources/documentation/>.

Lundin Energy's Norwegian assets are directly linked to the company's alleged criminal activities. According to Lundin Energy's third quarter financial report from 2003, the profit derived from the sales of its Sudan operations enabled the purchase of assets on the Norwegian Continental Shelf, which marked the start of Lundin Energy's operations in Norway.⁴ In the 11 November 2021 indictment, the Swedish prosecutor alleges that Lundin Energy's operations in Sudan should be viewed as a criminal activity and the profit from the 2003 sale of its Block 5A activities should be forfeited.⁵ The direct links between Lundin Energy's Norwegian assets and alleged war crimes are undeniable. They bring liabilities for their owner that do not disappear at the stroke of a pen.

Victims publicly claimed their right to remedy and reparation from Lundin Energy in 2016.⁶ However, they have not received a response to this day. The survivors of war crimes and other human rights violations that Lundin Energy allegedly enabled will continue to claim the rights to remedy and reparations from whomever can be held responsible for inheriting the legacy of Lundin Energy, including Aker BP and the members of its Board of Directors.

As this case stands now, our opinion is that Aker BP's acquisition defies the goal of Norway's National Action Plan on business and human rights, that "victims of grave and systematic human rights violations as a result of business activities have access to effective remedy."⁷ The Norwegian Government expects Norwegian enterprises to comply with the OECD Guidelines for Multinational Enterprises and the United Nations Guiding Principles on Business and Human Rights. In our opinion, the terms of the acquisition do not comply with these standards for failure to conduct an adequate human rights due diligence, to meaningfully engage with stakeholders, to disclose information, and for facilitating ongoing unremediated impacts.

On 10 June 2021 the Norwegian Parliament adopted the Transparency Act. According to Section 4 b), enterprises shall, in accordance with the OECD Guidelines for Multinational Enterprises "identify and assess actual and potential adverse impacts on fundamental human rights and decent working conditions that the enterprise has either caused or contributed toward, or that are directly linked with the enterprise's operations, products or services via the supply chain or business partners". According to Section 4 c) enterprises shall cease, prevent or mitigate adverse impact based on the enterprise's prioritizations and assessments pursuant to (b). We consider that Aker BP's acquisition would be in breach of the Transparency Act. We furthermore claim that the acquisition contradicts Aker BP's own Human Rights Policy⁸, which acknowledges the right to remedy of victims of adverse human rights impacts.

Victims will continue to make their claim that Lundin Energy has ongoing and unremediated impacts to address. The acquisition creates a direct link between Aker BP, the alleged crimes, and the charges against Lundin Energy. A rigorous human rights due diligence process and meaningful engagement with the relevant stakeholders – in this case the victims of war crimes that Lundin Energy allegedly enabled – should therefore be carried out. However, we note that public statements by Aker BP executives about the due diligence process do not mention human rights considerations or perspectives of victims of human rights violations.

4. See e.g., Lundin Petroleum, Q3 Report (2003), p. 2, https://www.lundin-energy.com/download/qtr_3_2003_e/?wpdmdl=5060&refresh=61e9f7d241ae51642723282/.

5. Swedish Prosecution Authority, Prosecution for complicity in grave war crimes in Sudan (Nov. 11, 2021), <https://www.aklagare.se/en/media/press-releases/2021/november/prosecution-for-complicity-in-grave-war-crimes-in-sudan/>.

6. See <https://unpaiddebt.org/remedy-claim/>.

7. Norwegian Ministry of Foreign Affairs, Business and Human Rights, Norway's National Action Plan for the implementation of the UN Guiding Principles p. 40, 2015, https://www.regjeringen.no/globalassets/departementene/ud/vedlegg/nmr/business_hr_b.pdf

8. Aker BP's Human Rights Policy, accessed 16 January 2022.

The terms of Aker BP's acquisition risks contributing to Lundin Energy's continued attempts to avoid its responsibilities. The merger plan foresees a dramatic reduction of Lundin Energy's net asset value⁹. In the Indictment, the Swedish prosecutor requests that the court declare an amount of MSEK 1,391 forfeited from Lundin Energy and imposes a corporate fine of MSEK 3, a combined total of MUSD 150 in financial liabilities.¹⁰ After the acquisition, Lundin Energy will bear all costs and liabilities related to the indictment and its underlying circumstances. The company will make no provisions for the costs of the forfeiture or a remedy process.¹¹ Lundin Energy's fair share in damages due to human rights violations is estimated at MUSD 700 million.¹² Based on the available information, if found guilty, Lundin Energy will not have sufficient assets to fulfil its human rights obligations.

Under the agreed terms of the Lundin Energy acquisition, Aker BP will almost certainly facilitate the perpetuation of severe ongoing and unremediated human rights impacts, and leave victims of war crimes out in the cold.

It would be appropriate for Aker ASA and Aker BP to

- conduct an adequate human rights due diligence for the acquisition,
- express support for the right to remedy of victims of adverse impacts in South Sudan that can be directly linked to Lundin Energy's activities, and
- ensure that after the acquisition, Lundin Energy will retain and allocate sufficient financial means for the fulfilment of its human rights obligations.

We, the undersigned organizations, remain at your disposal should you need more information or wish to further discuss this important matter with us.

South Sudan Council of Churches

Assistance Mission for Africa (AMA)
(South Sudan)

Liech Victims Voices (South Sudan)

Presbyterian Church of South Sudan

Civil Society Coalition on Natural
Resources (South Sudan)

Transitional Justice Working Group (South
Sudan)

Act Church of Sweden

Amnesty International Norway

Amnesty International Sweden

Brot für die Welt / Bread for the World
(Germany)

Cafod (UK) & Trocaire (Ireland)

Christian Aid (UK)

Fellesrådet for Afrika (Norway)

Framtiden i våre hender (Norway)

Global Idé (Sweden)

Norwegian Helsinki Committee

Norwegian Church Aid

Norwegian People's Aid

PAX (The Netherlands)

Redd Barna / Save the Children Norway)

Rights for Peace (UK)

Støttegrupper for Sudan og Sør-Sudan
(Norway)

Strømme Foundation (Norway)

Swedwatch (Sweden)

Christian Council of Norway

The Church of Scotland

9. Lundin Energy, Year End Report (2021), https://www.lundin-energy.com/download/year-end-report-2021/?ind=1643650396637&filename=qr_4_2021_e.pdf&wpdmdl=39087.

10. Swedish Prosecution Authority, Idem.

11. Lundin Energy, Year End Report 2021, p. 14.

12. <https://unpaiddebt.org/calculating-the-debt/>.