

Adevinta

NOTICE OF THE ANNUAL GENERAL MEETING ADEVINTA ASA

Tuesday 29 June 2021 at 16:00 CEST

The shareholders of Adevinta ASA (the "Company") are hereby given notice of the Annual General Meeting to be held on Tuesday 29 June 2021 at the premises of Advokatfirmaet BAHR AS at Tjuvholmen allé 16 in Oslo. The Board of Directors has decided that the Annual General Meeting will be opened by Lars Knem Christie, partner at Advokatfirmaet BAHR AS.

In order to mitigate effects of the COVID-19, the Board of Directors encourages shareholders to be represented at the Annual General Meeting via proxy and not to be physically present. A proxy form is attached to this notice. The Annual General Meeting will be efficiently conducted through by strictly keeping to the agenda items. Further, it is expected that the Annual General Meeting can be followed live from the Company's website www.adevinta.com to enable shareholders monitoring the meeting. The Company may be prevented from arranging the meeting as a physical meeting. Shareholders should note that additional information on proceedings of the meeting may be given on short notice and announced on the Company's profile on www.newsweb.no and the Company's website.

The annual report for 2020 and other relevant documents are available on the Company's website www.adevinta.com.

Agenda:

1. Approval of the notice and agenda of the Annual General Meeting

2. Election of chairperson for the meeting

The Board of Directors proposes that Lars Knem Christie chairs the Annual General Meeting.

3. Election of a person to co-sign the minutes

The Board of Directors proposes that that one person represented at the Annual General Meeting is elected to co-sign the minutes together with the chairperson of the meeting.

4. Approval of the financial statements and the Board of Directors' Report for 2020 for Adevinta ASA and the Adevinta Group

The financial statements, accompanying notes, and the Board of Directors' Report will be included in the annual report and available on the Company's website www.adevinta.com.

Resolution proposal:

"The General Meeting approved the financial statements and the Board of Directors' Report for 2020 for Adevinta ASA and the Adevinta Group."

5. Consideration of report for Corporate Governance

According to section 5-6 of the Norwegian Public Limited Companies Act, the Annual General Meeting shall consider the Company's account of corporate governance in compliance with section 3-3b of the Norwegian Accounting Act. The Company's report on corporate governance is included in the annual report and available on the Company's website www.adevinta.com.

6. Approval of the Board of Directors' declaration of salary and other remunerations to the senior management

The declaration of salary and other remunerations to the senior management is included in the annual report for 2020 in note 9 and available on the Company's website www.adevinta.com.

The guidelines are subject to the approval by the Annual General Meeting and are binding on the Board of Directors.

Resolution proposal:

"The General Meeting approved and adopted the Board of Directors' declaration of salary and other remunerations to the senior management."

7. Approval of the auditor's fee for 2020

In 2020, €200,000 was paid to the Company's auditing firm Ernst & Young AS for audit-related services for the parent company Adevinta ASA. For 2020, the Group paid the auditing firm Ernst & Young AS a total of €800,000 for audit-related services provided to the Group as a whole and €1.1 million for other services provided to the Group as a whole. The Board of Directors proposes the remuneration to the Company's auditor for 2020 of € 200,000 for the ordinary audit of the parent company Adevinta ASA to be approved.

Resolution proposal:

"The General Meeting approved the auditor's fee of € 200,000 for the ordinary audit of Adevinta ASA."

8. Election of members to the Board of Directors

The Company's Nomination Committee has proposed amendments to the Company's Board of Directors, as further described in the Committee's proposal. The proposal of the Nomination Committee is available on the Company's website www.adevinta.com.

The shareholders are invited to vote on each of the proposed members. It is proposed that the shareholders approve the proposal made by the Nomination Committee.

Resolution proposal:

"The General Meeting approves the election of the following members to the Board of Directors:

Orla Noonan (Chair) (re-election, with term until the Annual General Meeting in 2022)

Fernando Abril-Martorell Hernandez (re-election, with term until the Annual General Meeting in 2022)

Peter Brooks-Johnson (re-election, with term until the Annual General Meeting in 2022)

Sophie Javary (re-election, with term until the Annual General Meeting in 2022)

Kristin Skogen Lund (re-election, with term until the Annual General Meeting in 2022)

Julia Jaekel (new member, with term until the Annual General Meeting in 2022)

Michael Nilles (new member, with term until the Annual General Meeting in 2022)."

9. Approval of remuneration to the members of the Board of Directors

The General Meeting shall determine the remuneration payable to the members of the Company's Board of Directors, including any additional fees payable to directors who take part in committee work. The

remuneration for the coming period, including the additional fees, is to be determined in advance.

The Company's Nomination Committee has proposed remuneration to the Company's Board of Directors for the period from the Annual General Meeting 2021 until the Annual General Meeting in 2022, as further described in the Committee's proposal. The proposal of the Nomination Committee is available on the Company's website www.adevinta.com.

It is proposed that the shareholders approve the proposal made by the Nomination Committee.

Resolution proposal:

"The General Meeting approves the remuneration for the Board of Directors and Board Committees for the period until the annual general meeting in 2022:

Chair of the Board: NOK 1,450,000

Other Board members: NOK 750,000

Chair of the Audit & Risk Committee: NOK 225,000

Other members of the Audit & Risk Committee: NOK 140,000

Chair of the Remuneration Committee: NOK 150,000

Other members of the Remuneration Committee: NOK 100,000

Chair of the Integration Committee: NOK 225,000

Other members of the Integration Committee: NOK 140,000."

10. Election of members to the Nomination Committee

The Company's Nomination Committee has proposed amendments to the Company's Nomination Committee, as further described in the Committee's proposal. The proposal of the Nomination Committee is available on the Company's website www.adevinta.com.

It is proposed that the shareholders approve the proposal made by the Nomination Committee.

Resolution proposal:

"The General Meeting approves the election of Ole E. Dahl as new member to the Nomination Committee with a term until the Annual General Meeting in 2023. The election of Mr. Dahl to the Nomination Committee is subject to, and shall take effect from, the completion of the acquisition of eBay Classified Group as announced by the Company on 21 July 2020."

11. Approval of remuneration to the members of the Nomination Committee

The General Meeting shall determine the remuneration payable to the members of the Company's Nomination Committee. The remuneration for the coming period is to be determined in advance.

The Company's Nomination Committee has proposed remuneration to the Company's Nomination Committee for the period from the Annual General Meeting 2021 until the Annual General Meeting in 2022, as further described in the Committee's proposal. The proposal of the Nomination Committee is available on the Company's website www.adevinta.com.

It is proposed that the shareholders approve the proposal made by the Nomination Committee.

Resolution proposal:

"The General Meeting approves the remuneration for the Nomination Committee for the period until the annual general meeting in 2022:

Chair of the Nomination Committee: NOK 158,000

Other Nomination Committee members: NOK 105,000."

12. Authorisation to the Board of Directors to increase the share capital

The Board of Directors proposes that the Annual General Meeting grants to the Board of Directors an authorisation to issue new shares in the Company. The authorisation is proposed to be limited to approx. 10% of the share capital. The Board of Directors believes it is in the Company's interest to have the flexibility to raise capital in order to ensure that the Company is equipped to participate in value accretive opportunities going forward, which in turn will allow the Company to execute on its growth strategy, for strengthening of its equity and/or to use shares as consideration in relation to acquisition of businesses. In addition to this, the Board of Directors can issue shares to employees of the Adevinta group as part of incentive schemes.

The Board of Directors has proposed to restrict the authorisation so that that the number of shares to be issued pursuant to this authorisation and the authorisation in agenda item 13 to issue convertible loans, in the aggregate cannot exceed approx. 10% of the Company's share capital (as further detailed in the proposed resolution).

The purpose of the authorisation assumes that the shareholders' pre-emptive rights to subscribe for new shares may be deviated from, ref. the Norwegian Public Limited Liability Companies Act § 10-4.

Resolution Proposal:

“(i) The Board of Directors is authorised pursuant to the Public Limited Liability Companies Act § 10-14 (1) to increase the Company's share capital on one or more occasions by up to NOK 24,498,859 (the “Maximum Amount”) by the issue of shares in any or all share classes as may be issued at the time of the use of the authorisation. This authorisation and the authorisation to issue convertible loans as set out in item 13 of the minutes from the Annual General Meeting held 29 June 2021, shall, however, be restricted so that they cannot be utilised to issue shares and convertible loans that in the aggregate would result in a share capital increase in excess of the Maximum Amount upon full conversion of any convertible loans. The Maximum Amount shall be reduced to NOK 13,698,970 until the company has increased its share capital to NOK 244,988,596.20 at completion of the acquisition of eBay Classified Group as announced by the Company on 21 July 2020.

(ii) The authority shall remain in force until the Annual General Meeting in 2022, but in no event later than 30 June 2022.

(iii) The shareholders' pre-emptive rights pursuant to § 10-4 of the Public Limited Liability Companies Act may be set aside.

(iv) The authority includes capital increases against contributions in cash and contributions other than in cash. The authority includes the right to incur special obligations for the Company, cf. § 10-2 of the Public Limited Liability Companies Act. The authority includes resolutions on mergers in accordance with § 13-5 of the Public Limited Liability Companies Act.

(v) Upon registration of this authorisation with the Norwegian Register of Business Enterprises, this authorisation replaces previously granted authorisation to increase capital.”

13. Authorisation to the Board of Directors to issue convertible loans

The Board of Directors is continually considering how to further develop the Company in accordance with its strategy. Identifying and setting up the right financial structure is an important part of this.

In order to continue to provide the Board of Directors with sufficient flexibility to put in place an efficient and flexible financial structure, in the context of the current market environment and to utilise the alternatives the Norwegian Companies Act provides for, it is desirable that the Board of Directors is granted a power of attorney to enter into convertible loans.

It is further proposed to authorise the Board of Directors to waive existing shareholders' pre-emptive rights in order to allow the possibility for new investors subscribing the loan.

The Board of Directors has, however, proposed to restrict the authorisation so that that the number of shares to be issued pursuant to convertible loans under this authorisation and the authorisation in agenda

item 12 to issue new shares, in the aggregate cannot exceed approx. 10% of the Company's share capital (as further detailed in the proposed resolution).

Resolution proposal:

“(i) The Board of Directors is authorised to raise new convertible loans on one or several occasions up to a total amount of NOK 7,500,000,000 (or the equivalent in other currencies) (“convertible loans”).

(ii) The share capital of the Company may be increased by a total of NOK 24,498,859 (the “Maximum Amount”) as a result of the convertible loans being converted into equity by the issue of shares in any or all share classes as may be issued at the time of the use of the authorisation. This authorisation and the authorisation to issue shares as set out in item 12 of the minutes from the Annual General Meeting held 29 June 2021, shall, however, be restricted so that they cannot be utilised to issue shares and convertible loans that in the aggregate would result in a share capital increase in excess of the Maximum Amount upon full conversion of any convertible loans. The Maximum Amount shall be reduced to NOK 13,698,970 until the company has increased its share capital to NOK 244,988,596.20 at completion of the acquisition of eBay Classified Group as announced by the Company on 21 July 2020.

(iii) The shareholders' pre-emptive rights to subscribe the loans pursuant to the Public Limited Companies Act § 11-4 cf. § 10-4 and § 10-5 may be set aside.

(iv) This authorisation shall be effective from the date it is registered in the Norwegian Register of Business Enterprises and shall be valid until the Annual General Meeting in 2022, however not later than 30 June 2022.

(v) Upon registration of this authorisation with the Norwegian Register of Business Enterprises, this authorisation replaces previously granted authorisation to issue convertible loans.”

14. Authorisation to the Board of Directors to buy back the Company's shares

The Board of Directors proposes that the General Meeting resolves to grant the Board of Directors an authorisation to buy back up to approx. 10% of the Company's shares for a period from the date of this Annual General Meeting and until the Annual General Meeting of the Company in 2022, but in no event later than 30 June 2022.

Shares acquired may be used in relation to incentive schemes for employees of the Adevinta group, as consideration in connection with acquisition of businesses and/or to improve the Company's capital structure.

Resolution proposal:

“(i) The Board of Directors is authorised pursuant to the Norwegian Public Limited Liability Companies Act to acquire and dispose of own shares in any or all share classes as may be issued at the time of the use of the authorisation in Adevinta ASA. The total nominal value of the shares acquired by the Company may not exceed NOK 24,498,859 (the “Maximum Amount”). The Maximum Amount shall be reduced to NOK 13,698,970 until the company has increased its share capital to NOK 244,988,596.20 at completion of the acquisition of eBay Classified Group as announced by the Company on 21 July 2020.

(ii) The authorisation is valid until the Annual General Meeting in 2022, but in no event later than 30 June 2022.

(iii) The minimum amount which can be paid for the shares is NOK 20 and the maximum amount is NOK 750.

(iv) The Board is free to decide on the acquisition method and possible subsequent sale of the shares.

(v) Shares acquired may be used in relation to incentive schemes for employees of the Adevinta group, as consideration in connection with acquisition of businesses and/or to improve the Company's capital structure.

(vi) Upon registration of this authorisation with the Norwegian Register of Business Enterprises, this authorisation replaces previously granted authorisation to acquire the Company's shares.”

15. Amendments to the Company's articles of association

On 29 October 2020, the extraordinary general meeting of the Company resolved to adopt, inter alia, amendments to the Company's articles of association in connection with the agreement to acquire the eBay Classified business as further described in the notice to that extraordinary general meeting (the "**eBay Classified Acquisition**"). These adopted articles of association (the "**eBay Classified Closing Articles**") will enter into force subject to, and at the time of, completion of the eBay Classified Acquisition.

To ensure that the size and composition of each of the Company's committees promotes work efficiency, the Board of Directors proposes certain amendments to the eBay Classified Closing Articles § 6 no. 5. The adopted eBay Classified Closing Articles § 6 no. 5 and the now proposed new section § 6 no. 5 are included below. This amended section is also subject to, and shall enter into force at the time of, closing of the eBay Classified Acquisition.

Adopted eBay Classified Closing Articles § 6 no. 5:

"Each shareholder, for so long as it holds class A shares representing at least 25% of the total number of class A shares, has the right to designate at least one representative to each committee of the board of directors. The designee for each committee shall be one of the directors appointed by such shareholder pursuant to Article 6 no. 2. The majority of the directors on each committee shall at any time be directors elected by the general meeting, and if required the total number of directors on such committee shall be increased to such higher number required to achieve this."

Resolution proposal:

Section § 6 no. 5 of the eBay Classified Closing Articles shall be:

"Each shareholder, for so long as it holds class A shares representing at least 25% of the total number of class A shares, has the right to designate at least one representative to each committee of the board of directors. The designee for each committee shall be one of the directors appointed by such shareholder pursuant to Article 6 no. 2 All committees will be comprised of either:

- (i) a majority of directors elected by the general meeting; or*
- (ii) an equal number of directors elected by the general meeting and directors appointed by shareholders pursuant to Article 6 no. 2, provided that the Chair of the Committee: (A) is a director elected by the General Meeting; and (B) has the right to cast two votes, while each other member shall only have the right to cast a single vote."*

Shares in the Company and the accompanying right to vote

The Company has a share capital of NOK 136,989,700.40, divided into 684,948,502 shares, each with a nominal value of NOK 0.20. Adevinta owns 1,370,043 treasury shares.

At the Company's general meeting, each existing issued share carries one vote.

If the shares are registered in VPS with a nominee, cf. Section 4-10 of the Public Limited Liability Companies Act, and the beneficial shareholder wishes to attend the meeting and vote for his/her shares, whether in person or by proxy, the beneficial shareholder must re-register the shares in a separate VPS account in the name of the actual shareholder. This must be done prior to the General Meeting.

Shareholders' rights

Shareholder may not demand that new issues be put on the agenda after the deadline for doing so has expired; see section 5-11, second sentence of the Norwegian Public Limited Liability Companies Act.

A shareholder is entitled to propose resolutions regarding the issues which the General Meeting is invited to discuss.

A shareholder may demand that, at the General Meeting, directors and the CEO provide available information on matters that may influence assessment of:

1. Approval of the annual financial statements and annual report
2. Issues that have been submitted to the shareholders for decision.
3. The Company's financial position including the operations of other companies in which the Company participates and other issues which the General Meeting will discuss, unless the information requested cannot be provided without causing undue harm to the Company.

If information must be obtained, so that no answer can be given at the General Meeting, a written reply shall be prepared within two weeks after the General Meeting. This reply shall be made available to the shareholders at the Company's office and sent to all the shareholders who have requested such information. If the reply must be regarded as significantly important for assessing factors mentioned in the previous paragraph, the reply shall be sent to all the shareholders with a known address.

Registration for the General Meeting

Shareholders wishing to attend the Annual General Meeting must ensure that their notification of attendance is in the hands of ***DNB Bank ASA at 10:00 CEST on 28 June 2021 at the latest.***

Notification of attendance may be sent electronically through Adevintas' website www.adevinta.com or through VPS Investor Services. The pin code and reference number in the enclosed attendance form must be stated.

Notification of attendance may also be sent by e-mail: genf@dnb.no or by regular mail to *DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, NO-0021 Oslo.*

Please see information in the beginning of this notice regarding the COVID-19 situation and that shareholders are encouraged to be represented on the Annual General Meeting via proxy – and not physically attend.

Proxy forms

Shareholders may authorise their own proxy before the expiry of the registration deadline. A proxy form stating voting instructions may also be given to the Chairperson of the Board of Directors and any person authorised by her. The proxy form that must be used is enclosed with this notice and must be signed and sent to *DNB Bank ASA* at the abovementioned address.

Please note that proxies without voting instructions may trigger disclosure requirements under Norwegian law. Under the Norwegian Securities Trading Act section 4-2 the possession of a proxy without voting instructions is considered equal to ownership of shares or rights to shares. This means that a proxy is required to disclose the proxies if the number of shares to which they relate (together with any shares or rights to shares held by the proxy holder) reaches or exceeds the disclosure thresholds under the Norwegian Securities Trading Act section 4-2.

The financial statements, the Board of Directors' Report and the Auditor's Report for 2020, the Board of Directors' report on corporate governance and declaration of salary and other remuneration to the senior management, proposal of the Nomination Committee, as well as appendices to this notice including attendance and proxy forms will be available on the Company's website www.adevinta.com.

This notice will be sent to all shareholders with a known place of residence. In accordance with article 9 of the Company's Articles of Association, the documents referred to in this notice will not be sent by post to the shareholders. A shareholder may nonetheless demand to be sent such documents by post free of charge. If a shareholder wishes to have the documents sent to him, such a request can be addressed to the Company by email to ir@adevinta.com.

Shareholders may submit any inquiries regarding the Annual General Meeting to *DNB Bank ASA*, tel: (+47) 23 26 80 20.

Oslo, 7 June 2021

FOR THE BOARD OF DIRECTORS OF ADEVINTA ASA

Orla Noonan

Board Chair

Ref. nr.:

Pinkode:

Notice of Annual General Meeting

Meeting in Adevinta ASA will be held on 29 June 2021 at 16:00 (CEST). Address: Tjuvholmen allé 16, 0252 Oslo, Norway

Registration Deadline: 10:00 CEST on 28 June 2021

Notice of attendance

The Undersigned will attend the Annual General Meeting on the 29 June 2021 and cast votes for:

_____ own shares.

Notice of attendance should be registered electronically through the Company's website www.adevinta.com or via VPS Investor Services.

For notification of attendance through the Company's website, the above mentioned pin code and reference number must be stated or, alternatively, through VPS Investor service where pin code and reference number is not needed.

If you are not able to register this electronically, you may send by E-mail to genf@dnb.no, or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The notice of attendance must be received no later than 28 June 2021 at 10:00 (CEST). Please see information in the beginning of this notice regarding the COVID-19 situation and that shareholders are encouraged to be represented on the Annual General Meeting via proxy – and not physically attend.

If the shareholder is a Company, please state the name of the individual who will be representing the Company: _____

Place	Date	Shareholder's signature
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Proxy without voting instructions for Annual General Meeting of Adevinta ASA

If you are unable to attend the meeting, you may grant proxy to another individual.

Ref. nr.:

Pinkode:

Proxy should be submitted electronically through the Company's website www.adevinta.com or via VPS Investor Services.

For granting proxy through the Company's website, the abovementioned pin code and reference number must be stated. Alternatively through VPS Investor service where pin code and reference number is not needed.

If you are not able to register this electronically, you may send by E-mail to genf@dnb.no, or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The notice of attendance must be received no later than 28 June 2021 at 10:00 (CEST).

If you send the proxy without naming the proxy holder, the proxy will be given to the Chairperson of the Board of Directors and any person authorised by her.

This proxy must be received no later than 28 June 2021 at 10:00 (CEST).

The undersigned _____

hereby grants (tick one of the two)

the Chairperson of the Board of Directors and any person authorised by her, or

(Name of proxy holder in capital letters)

proxy to attend and vote for my/our shares at the Annual General Meeting of Adevinta ASA on 29 June 2021.

Place	Date	Shareholder's signature (Only for granting proxy)
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With regards to your right to attend and vote, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a Company, the Company's Certificate of Registration must be attached to the proxy.

Ref. nr.:

Pinkode:

Proxy with voting instructions

If you are unable to attend the Annual General Meeting in person, you may use this proxy form to give voting instructions to Chairperson of the Board of Directors and any person authorised by her.

Proxies with voting instructions can only be registered by DNB, and must be sent to **genf@dnb.no** (scanned form) or by regular Mail to DNB Bank ASA, Registrars' Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The form must be received by DNB Bank ASA, Registrars' Department no later than **28 June 2021 at 10:00 (CEST)**. **Proxies with voting instructions must be dated and signed in order to be valid.**

The undersigned: _____

hereby grants the Chairperson of the Board of Directors and any person authorised by her proxy to attend and vote for my/our shares at the Annual General Meeting of Adevinta ASA on 29 June 2021.

The votes shall be exercised in accordance to the instructions below. If the sections for voting are left blank, this will be counted as an instruction to vote in accordance with the Board's recommendations. However, if any motions are made from the attendees in addition to or in replacement of the proposals in the Notice, the proxy holder may vote at his or her discretion. No liability is accepted in relation to this proxy, including should it, for any reason, not be voted at the Annual General Meeting as per this proxy.

Agenda for the Annual General Meeting 2021	For	Against	Abstention
1. Approval of the notice and agenda of the Annual General Meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Election of chairperson for the meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Election of a person to co-sign the minutes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of the financial statements and the Board of Director's Report for 2020 for Adevinta ASA and the Adevinta Group	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Consideration of report for corporate governance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Approval of the Board of Director's declaration of salary and other remunerations	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Approval of the auditor's fee for 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Election of members to the Board of Directors			
a) Orla Noonan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Fernando Abril-Martorell Hernandez	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Peter Brooks-Johnson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) Sophie Javary	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) Kristin Skogen Lund	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) Julia Jaekel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g) Michael Nilles	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Approval of remuneration to the members of the board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Election of members of the Nomination Committee			
a) Ole E. Dahl	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Approval of remuneration to the members of the Nomination Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Authorisation to the Board of Directors to increase the share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Authorisation to the Board of Directors to issue convertible loans	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Authorisation to the Board of Directors to buy-back the Company's shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. Amendments to the Company's articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place _____ Date _____ Shareholder's signature (Only for granting proxy with voting instructions) _____

With regards to your right to attend and vote, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a Company, the Company's Certificate of Registration must be attached to the proxy.