

Ref no: PIN code:

Notice of Annual General Meeting

An Annual General Meeting of REC SOLAR ASA
will be held on 29 May 2015 at 14:00 CET at
Felix Conference Center, Oslo, Norway

If the above-mentioned shareholder
is an enterprise, it will be represented by: _____
Name of enterprise's representative (To grant a proxy, use the proxy form below)

Notice of attendance/voting prior to the meeting

The undersigned will attend the Annual General Meeting on 29 May 2015 and vote for:

Own shares
Other shares in accordance with enclosed Power of Attorney

A total of _____ Shares

This notice of attendance must be received by DNB Bank ASA no later than 16:00 CET on 24 May 2015.

Notice of attendance may be sent electronically through the Company's website www.recgroup.com/agm2015 or through VPS Investor Services. Advance votes may only be cast electronically, through the Company's website www.recgroup.com/agm2015 or through VPS Investor Services. To access the electronic system for notification of attendance and advance voting through the Company's website, the above-mentioned reference number and PIN code must be stated. Notice 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, 0021 Oslo, Norway.

Place Date Shareholder's signature (If attending personally. To grant a proxy, use the form below)

Proxy (without voting instructions)

Annual General Meeting of REC SOLAR ASA

Ref no: PIN code:

This proxy form is to be used for a proxy without voting instructions. To grant a proxy with voting instructions, please go to page 2.

If you are unable to attend the Annual General Meeting in person, this proxy may be used by a person authorised by you, or you may send the proxy without naming the proxy holder, in such case, the proxy will be deemed to be given to the Chair of the Board of Directors or a person authorised by him.

The proxy form should be received by DNB Bank ASA, Registrar's Department no later than 16:00 CET on 24 May 2015.

The proxy may be sent electronically through REC Solar ASA's website www.recgroup.com/agm2015, or through VPS Investor Services. It may also be sent by e-mail: genf@dnb.no Post to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway.

The undersigned _____

hereby grants (tick one of the two):

☐ the Chair of the Board of Directors (or a person authorised by him), or

☐ _____
(Name of proxy holder in capital letters)

a proxy to attend and vote for my/our shares at the Annual General Meeting of REC SOLAR ASA on 29 May 2015.

Place Date Shareholder's signature (Signature only when granting a proxy)

With regard to rights of attendance and voting, 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 no: PIN code:

Proxy with voting instructions

(Advance votes may be cast electronically, through the Company's website www.recgroup.com/agm2015)

This proxy form is to be used for a 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. You may grant a proxy with voting instructions to a person authorised by you, or you may send the proxy without naming the proxy holder, in which case the proxy will be deemed to have been given to the Chair of the Board of Directors or a person authorised by him.

The proxy form must be received by DNB Bank ASA, Registrar's Department, no later than 16:00 CET on 24 May 2015.
It may be sent by e-mail: genf@dnb.no /regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway.

The undersigned _____

hereby grants (tick one of the two):

☐ the Chair of the Board of Directors (or a person authorised by him), or

☐ _____
(Name of proxy holder in capital letters)

a proxy to attend and vote for my/our shares at the Annual General Meeting of REC SOLAR ASA
on 29 May 2015.

The votes shall be exercised in accordance with the instructions below. Please note that if any items below are not voted on (not ticked off); this will be deemed to be an instruction to vote "for" the proposals in the notice. However, if any motions are made from the floor in addition to or in replacement of the proposals in the notice, the proxy holder may vote or abstain from voting at his discretion. In such case, the proxy holder will vote on the basis of his reasonable understanding of the motion. The same applies if there is any doubt as to how the instructions should be understood. Where no such reasonable interpretation is possible, the proxy holder may abstain from voting.

Agenda Annual General Meeting 2015	For	Against	Abstention
2. Election of chairman of the meeting and co-signatory	☐	☐	☐
3. Approval of notice and agenda	☐	☐	☐
4. Approval of auditor's remuneration	☐	☐	☐
5. Approval of 2014 financial statements and directors' report	☐	☐	☐
6.1 Advisory vote regarding compensation to leading employees	☐	☐	☐
6.2 Approval of statement regarding incentive plans	☐	☐	☐
7. Dissolution of the Company	☐	☐	☐
8. Election of Liquidation Board	☐	☐	☐
9. Remuneration of members of the Liquidation Board	☐	☐	☐
10.1 Authorization to issue shares for investments, mergers and acquisitions	☐	☐	☐
10.2 Authorization to issue shares for effectuation of mandatory share issues or consolidation of shares	☐	☐	☐
10.3 Authorization to issue shares to provide financial flexibility	☐	☐	☐
11.1 Authorization to acquire treasury shares to fulfil the Company's obligations under share purchase programs for its employees	☐	☐	☐
11.2 Authorization to acquire treasury shares in connection with share option programs	☐	☐	☐
11.3 Authorization to acquire treasury shares to increase return for shareholders	☐	☐	☐
12 Election of members to the Board of Directors	☐	☐	☐
13 Election of members to the Nomination Committee	☐	☐	☐
14. Remuneration of Directors and members of the Nomination Committee	☐	☐	☐

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

With regard to rights of attendance and voting, 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.