

**NOTICE OF EXTRA GENERAL MEETING OF THE SHAREHOLDERS OF ABG
SUNDAL COLLIER HOLDING ASA**

The shareholders of ABG Sundal Collier Holding ASA are hereby given notice of an extra general meeting to be held on 18 August 2022 at 10:00 CET at Ruseløkkveien 26, 8th floor, 0251 OSLO, Norway.

The Board of Directors has proposed the following agenda:

1. Opening of the meeting by one Board member and registration of attending shareholders
2. Election of chairman of the meeting and at least one person to co-sign the minutes with the chairman
3. Approval of the notice of meeting and agenda
4. Election of Board member

There are 483,343,195 outstanding shares in the Company, with all shares carrying one vote. At the time of writing, the Company owns 7,068,978 own shares but cannot vote for these shares.

Shareholders who wish to be represented at the extra general meeting by proxy may use the attached proxy form.

Shareholders who own shares in the Company through a nominee/share manager, cf. the Norwegian Public Limited Companies Act section 4-10, must contact the nominee/share manager and request to be directly registered in the Norwegian Central Securities Depository ("VPS") should they wish to attend the extra general meeting using their voting rights.

The shareholders who wish to attend the extra general meeting are asked to return the attached notice of attendance to ABG Sundal Collier Holding ASA no later than 16:00 CET on 17 August 2022. Shareholders who have not returned the notice of attendance by this date may be denied admission to the general meeting.

*Knut Brundtland (sign)**Chairman of the Board of Directors*

**ATTACHMENT 1: The Board of Directors' proposal to the Extra General Meeting
18 August 2022**

The Board of Directors has resolved to make the following proposals to the general meeting.

2. Chairman of the meeting

The Extra General Meeting will be chaired by Knut Brundtland

4. Election of Board Member

See Attachment 2 for the recommendation of the Nomination Committee.

ATTACHMENT 2: The Nomination Committee's proposal to the Extra General Meeting

Proposal of Board member

According to the articles of association, board members are elected for a period of one year.

The Nomination Committee proposes the following candidate as a board member for the period from this Extra General Meeting to 2023:

Cecilia Marlow **New**

The Nomination Committee is of the opinion that the board should represent an important independent, strategic and value-generative element of the total corporate governance structure of ABG Sundal Collier Holding ASA (“ABGSC”).

The Nomination Committee sees benefits with additional Swedish representation on the Board, considering ABGSC's increased activity in Sweden. The Nomination Committee also believes that an additional board member will strengthen and broaden the Board's competence in general.

The Nomination Committee therefore proposes Cecilia Marlow as a new member of the Board, to join the Board elected at the Annual General Meeting held 26 April 2022. Cecilia Marlow has a solid operational CEO background (e.g. as CEO of Kronans Droghandel and Polarn & Pyret) combined with a mix of board assignments. She has previously been a member of the boards of *inter alia* AR Packaging, Nordea Funds Ltd., Clas Ohlson, Platzer Fastigheter and Glocalnet. Current board assignments e.g. include Kivra, Fazer Group and Spendrups.

Cecilia Marlow does not, directly or indirectly, own any shares in ABGSC.

ATTACHMENT 3: Notice of attendance

If you wish to attend the Extra General Meeting, please sign this notice of participation and return to:

ABG Sundal Collier Holding ASA,
Postboks 1444 Vika, 0115 OSLO
e-mail: firmapost@abgsc.no

The notice of attendance must be received by ABG Sundal Collier Holding ASA no later than 16:00 CET on 17 August 2022.

Notice of attendance

I hereby give notice of my attendance at the ABG Sundal Collier Holding ASA Extra General Meeting of Shareholders to be held on 18 August 2022:

_____ as the owner of _____ shares
(Name in capital letters) (number of)

Place:

Date:

Signature

ATTACHMENT 4: Proxy form

If you wish to be represented by a proxy, please sign this proxy form and return to:

ABG Sundal Collier Holding ASA, Postboks 1444 Vika, 0115 OSLO

e-mail: firmapost@abgsc.no

This form must be received by ABG Sundal Collier Holding ASA no later than 16:00 CET on 17 August 2022.

Proxy form

The undersigned is the owner of _____ shares (the "Shares") in ABG Sundal Collier Holding ASA.

The undersigned hereby gives * _____ proxy to represent and vote on my behalf at the ABG Sundal Collier Holding ASA Extra General Meeting of Shareholders to be held on 18 August 2022.

If the undersigned shareholder so desires, and the Chairman of the Extra General Meeting has been appointed as proxy, the voting instruction below can be used and the Chairman will vote on your behalf in accordance with the instructions.

Resolution	Vote for	Vote against	Do not vote
2. Election of chairman of the meeting and at least one person to co-sign the minutes with the chairman			
3. Approval of the notice of meeting and agenda			
4. Election of Board member			
Election of Cecilia Marlow as member of the Board			

Place:

Date:

Name in capital letters: _____

Signature

* If no indication is given, the proxy will be considered granted to the Chairman of the Extra General Meeting