

## EAM Solar ASA

### Notice of extraordinary general meeting 2022

Notice is hereby served that an extraordinary general meeting (the "EGM") of EAM Solar ASA (the "Company") will be held at 09:00 CET on 6 September 2022 at the Company's offices at Bryggetorget 7, Oslo.

The EGM will be opened by the chair of the Board of directors, Ragnhild Wiborg, confer section 5-12 of the Norwegian Public Limited Liability Companies.

#### Agenda:

1. Opening of the meeting
2. Election of a chairperson and a person to co-sign the minutes
3. Approval of the notice and the agenda
4. Decision to distribute as dividend the new shares acquired in Energeia AS

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- A. Proposal for resolution and/or comments to item 4 to are set out in Appendix 1.
- B. EAM Solar ASA has a share capital of NOK 68,522,100 divided into 6,852,210 shares, each with a nominal value of NOK 10. Each share carries one vote at the Company's general meetings. EAM Solar ASA does not hold any treasury shares.
- C. The shareholders have the following rights in respect of the general meeting:
  - The right to attend the general meeting, either in person or by proxy.
  - The right to speak at the general meeting.
  - The right to be accompanied by an advisor at the general meeting and to give such advisor the right to speak.
  - The right to require information from the members of the board of directors and the chief executive officer about matters which may affect the assessment of (i) the approval of the annual accounts and directors' report, (ii) items which have been presented to the shareholders for decision and (iii) the Company's financial position, including information about activities in other companies in which the Company participates and other business to be transacted at the general meeting, unless the information demanded cannot be disclosed without causing disproportionate harm to the Company.
  - The right to present alternatives to the board's proposals in respect of matters on the agenda at the general meeting.
- D. This notice and the appendices thereto are available at the Company's web site, [www.eamsolar.no](http://www.eamsolar.no)
- E. In accordance with section 6 of the Company's articles of association, the appendices to this notice, will not be sent by post to the shareholders. Shareholder may nonetheless demand to be sent the appendices by post free of charge. If a shareholder wishes to have the documents sent to him, such request can be addressed to the Company by email to [gloria@eam.no](mailto:gloria@eam.no).
- F. Shareholder are recommended to attend by proxy, shareholders who nevertheless wish to physically attend the general meeting are requested to return the enclosed attendance form (Appendix 2) to the Company in time to be received by the Company no later than 2 September 2022 at 16:00 CET.
- G. Shareholders may appoint a proxy to attend and vote on their behalf. In this case a written and dated proxy must be provided. The enclosed proxy form (Appendix 3) may be used.

- H. Please note that proxies without voting instructions may trigger disclosure requirements under Norwegian law. Under the Norwegian Securities Trading Act section 4-2 third paragraph 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) reaches or exceeds the disclosure thresholds under the Norwegian Securities Trading Act section 4-2 second paragraph.

EAM Solar ASA  
15 August 2022

Ragnhild Wiborg  
Chair of the board of directors,

**Appendices:**

1. Proposed resolutions
2. Attendance form
3. Proxy form

**Appendix 1****Item 4 - Decision to distribute as dividend the new shares acquired in Energeia AS**

Based on the Board of Director's decision to participate in the issuance of 6,852,210 new shares in Energeia AS at a subscription price of NOK 0.02 per share for a total consideration of NOK 137,044.20, the Board proposes to distribute the same shares as dividend, which was set a prerequisite for the subscription.

As a consequence of the dividend of shares, all shareholders in EAM Solar ASA will receive 1 share in Energeia AS per share they own in EAM Solar ASA. After distribution the shareholders EAM Solar ASA will own 14.42% of the outstanding shares in Energeia AS.

Proposed resolution:

*"The EGM passed the following resolution: The EGM approves the Board's proposal to dividend out the newly acquired shares in Energeia AS to the shareholders. The shareholders will receive 1 share in Energeia AS for each share they hold in EAM Solar ASA."*

## Appendix 2

**EAM SOLAR ASA  
ATTENDANCE FORM**

The undersigned will attend the general meeting of EAM Solar ASA on 6 September 2022.

I/we own: \_\_\_\_\_ shares

I/we am proxy for: \_\_\_\_\_ shares (*please attach proxy form(s)*)

Signature: \_\_\_\_\_

Name of shareholder: \_\_\_\_\_ (block letters)

Place/date: \_\_\_\_\_

Date of birth/reg. no.: \_\_\_\_\_

**Please send the attendance form to: EAM Solar ASA, Bryggetorget 7, N-0250 Oslo, Norway, email: [gloria@eam.no](mailto:gloria@eam.no) . If the shareholder is a legal entity, please enclose documentation evidencing the representation by the signatory. Please make sure that the attendance form is received by the company no later than 3 September 2022 at 16:00 CET**

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## Appendix 3

EAM SOLAR ASA  
PROXY FORM

As the owner of \_\_\_\_\_ shares in EAM Solar ASA I/we hereby appoint

☐ The Chairman of the Board of directors

☐ \_\_\_\_\_ (insert name)

as my/our proxy to represent and vote for my/our shares at the annual general meeting of EAM Solar ASA to be held on 6 September 2022.

If none of the alternatives above has been ticked the chairman of the board will be considered appointed as proxy. If the chairman of the board has been appointed as proxy, the chairman of the board can appoint another member of the board or the management to represent and vote for the shares covered by the proxy.

If the shareholder so desires and the chairman of the board has been appointed as proxy, the voting instructions below can be filled in and returned to the Company. The shares will then be voted in accordance with the instructions.

**Voting instructions:**

Resolution	Vote for	Vote against	Abstain
Approval of notice of meeting and agenda			
Decision to distribute as dividend the new shares acquired in Energeia AS			

If voting instructions are given the following applies:

- If the box "Vote for" has been ticked, the proxy is instructed to vote for the proposal in the notice, with any changes suggested by the board of directors, the chairman of the board or the chairperson of the meeting. In case of changes in the proposals included in the notice, the proxy can at his/her own discretion abstain from voting the shares.
- If the box "Vote against" has been crossed out, this implies that the proxy is instructed to vote against the proposal in the notice, with any changes suggested by the board, the Chairman of the Board or the chairman of the meeting. In case of changes in the proposals included in the notice, the proxy can at his/her own discretion abstain from voting the shares.
- If the box "Abstain" has been ticked, the proxy is instructed to abstain from voting the shares.
- If none of the boxes have been ticked, the proxy is free to decide how to vote the shares.
- In respect of elections, the instructions are only valid for voting in respect of elections of the candidates whom have been listed in the proxy form.
- In respect of a vote over matters that are not included on the agenda and which may validly come before the meeting the proxy is free to decide how the shares shall be voted. The same applies for votes over matters of formal nature, such as election of the chairperson of the meeting, voting order or voting procedure.
- If a shareholder has inserted another person than the chairman of the board as proxy, and wants to give such person instructions on voting, this is a matter between the shareholder and the proxy. In such a situation the company does not undertake any responsibility to verify that the proxy votes in accordance with the instructions.

Signature: \_\_\_\_\_ \*

Name of shareholder: \_\_\_\_\_ (block letters)

Place/date: \_\_\_\_\_

Date of birth/company no: \_\_\_\_\_

Please send the proxy to: EAM Solar ASA, Bryggetorget 7, N-0250 Oslo, Norway, email: [gloria@eam.no](mailto:gloria@eam.no)  
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\* If the proxy is given on behalf of a company or other legal entity, relevant evidence of authority must be attached so as to evidence that the person signing the proxy form is properly authorized. The receiver of the proxy is free in his/her own discretion to use or reject the proxy in case relevant evidence of authority has not been received.