

Energeia AS

Protokoll fra ekstraordinær generalforsamling

Mandag 10. november 2025 kl. 09.30 ble det avholdt ekstraordinær generalforsamling i Energeia AS, org. nr. 995 807 866 ("**Selskapet**") i Selskapets lokaler i Cort Adellers gate 33, 0254 Oslo.

Møtet ble åpnet av styremedlem Knut Bringedal som foretok en oversikt over deltakende aksjonærer og fullmakter. Fortegnelse over representerte aksjer og angivelse av utfallet av avstemningene er inntatt som vedlegg 1 til protokollen.

Følgende saker forelå på agendaen:

1. Valg av møteleder og en person til å medundertegne protokollen

Sverre Sandvik ble valgt som møteleder og Knut Bringedal ble valgt til å undertegne protokollen sammen med møteleder.

2. Godkjenning av innkallingen og dagsorden

Innkallingen og dagsorden ble godkjent.

3. Kapitalforhøyelse for å tilrettelegge for aksjespleis

I henhold til styrets forslag traff generalforsamlingen følgende vedtak:

- (i) *"Selskapets aksjekapital forhøyes med NOK 2,08 ved utstedelse av 208 nye aksjer, hver pålydende NOK 0,01.*
- (ii) *Aksjene tegnes til tegningskurs NOK 0,03 per aksje.*
- (iii) *De nye aksjene skal tegnes av Jemma Invest AS, ved tegning i generalforsamlingsprotokollen. Aksjonærenes fortrinnsrett til tegning av aksjene settes følgelig til side.*
- (iv) *Tegningsbeløpet skal betales innen 11. november 2025 på en særskilt emisjonskonto.*
- (v) *Aksjene gir rett til utbytte fra og med tidspunktet for registreringen av kapitalforhøyelsen i Foretaksregisteret.*
- (vi) *Selskapets kostnader i forbindelse med kapitalforhøyelse anslås til NOK 500.*
- (vii) *Selskapets vedtekter § 4 skal oppdateres til å reflektere ny aksjekapital og nytt antall aksjer etter kapitalforhøyelsen."*

I henhold til og på de vilkår som fremgår av overnevnte kapitalforhøyelsesvedtak tegner Jemma Invest AS, org.nr. 915 868 258 og med registrert adresse Kongsskogen 93, 1385 Asker, seg for totalt 208 nye aksjer i Selskapet, hver pålydende NOK 0,01 og til tegningskurs NOK 0,03 per aksje, totalt for NOK 6,24. Selskapets vedtekter, samt årsregnskap og årsberetning for regnskapsårene 2024 og 2023 er tilgjengelig for tegneren i Selskapets lokaler i Cort Adellers gate 33, 0254 Oslo og på Selskapets nettsider.

Oslo, 10. november 2025

Signed by:

B3F957F3C4DE445...

Jarl Egil Markussen, styreleder i Jemma Invest AS

4. Aksjespleis (omvendt splitt)

I henhold til styrets forslag traff generalforsamlingen følgende vedtak:

- (i) *"Det vedtas å gjennomføre en aksjespleis (omvendt splitt) i forholdet 250:1, hvor 250 eksisterende aksjer i Selskapet, hver med pålydende verdi NOK 0,01 slås sammen til én ny aksje med pålydende verdi NOK 2,50.*
- (ii) *Med en spleis på 250:1 vil aksjonærer som har færre enn 250 aksjer ikke få tildelt hele aksjer, og disse beholdningene vil bortfalle uten kompensasjon.*
- (iii) *Aksjeeiere som ikke eier et antall aksjer som er delelig med 250 skal i forbindelse med gjennomføringen av aksjespleisen få sin aksjeholdning avrundet nedover, slik at aksjeeieren får et helt antall aksjer. Brøkdelsaksjer vil ikke bli utstedt og aksjeeierne vil ikke motta noen kompensasjon for avrundingen. Brøkdelsaksjene skal samles til hele aksjer og selges på Euronext Growth Oslo. Salgsprovenyet skal doneres til et veldedig formål etter styrets skjønn.*
- (iv) *Styret gis fullmakt til å fastsette det endelige tidspunktet for gjennomføring av aksjespleisen, herunder relevante nøkkeldatoer slik som ex.dato, siste dag inklusive og eierregistreringsdato (record date), samt alle praktiske forhold knyttet til gjennomføringen.*
- (v) *Ved gjennomføring av aksjespleisen endres vedtektenes § 4 til å reflektere aksjekapital samt nytt antall aksjer og ny pålydende etter aksjespleisen.*
- (vi) *Dette vedtaket er betinget av at kapitalforhøyelsen som angitt i sak 3 vedtas og registreres i Foretaksregisteret."*

5. Valg av nytt styremedlem

I henhold til valgkomiteens forslag traff generalforsamlingen følgende vedtak:

"Stig Myrseth velges til nytt styremedlem i Selskapet for en periode på 2 år. Styret består etter dette av følgende personer:

- *Christian Dovland (styreleder)*
- *Petter Myrvold (styremedlem)*
- *Knut Bringedal (styremedlem)*
- *Merete Lie Holen (styremedlem)*
- *Stig Myrseth (styremedlem)"*

6. Valg av nytt medlem til valgkomiteen

I henhold til valgkomiteens forslag traff generalforsamlingen følgende vedtak:

"Kurt Oddvar Austrått velges til nytt medlem i valgkomiteen for en periode på 2 år. Valgkomiteen består etter dette av følgende personer:

- *Jørgen Pleyrn Ulvness (leder)*
- *Henning Olsen*
- *Kurt Oddvar Austrått"*

Det forelå ingen flere saker på agendaen, og møtet ble hevet.

10. november 2025

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Sverre Sandvik (sign.)
Møteleder

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Knut Bringedal (sign.)

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CEO

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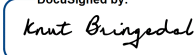
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Knut Bringedal
kb@obligoim.com

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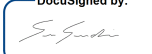
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Certified Delivery Events	Status	Timestamp
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Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
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