Kid ASA

Kid ASA

In case of discrepancies between the Norwegian text and the English translation, the Norwegian text shall prevail.

Protokoll fra ordinær generalforsamling

Det ble avholdt ordinær generalforsamling i Kid ASA, org.nr. 988 384 135 ("**Selskapet**") mandag den 12. mai 2025 elektronisk.

Oversikt over representerte aksjonærer følger vedlagt protokollen.

Møtet ble åpnet av Styrets leder, Espen Gundersen.

Dagsorden:

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

Espen Gundersen ble valgt som møteleder og Berit Fjell Kamhaug ble valgt til å medundertegne protokollen sammen med møteleder.

2. Godkjennelse av innkallingen og dagsorden

Innkallingen og dagsorden ble godkjent.

3. Godkjennelse av årsregnskap og Styrets årsberetning for Kid ASA og konsernet for 2024, herunder disponering av årets resultat, samt behandling av redegjørelse om foretaksstyring og revisors beretning

I henhold til Styrets forslag traff generalforsamlingen følgende vedtak:

Årsregnskapet og årsberetningen for 2024 godkjennes.

Det foreslåtte utbyttet på NOK 5,00 per aksje godkjennes.

4. Fullmakt til å beslutte utdeling av utbytte

I henhold til Styrets forslag traff generalforsamlingen følgende vedtak:

Minutes of annual general meeting

The annual general meeting of Kid ASA, org. no. 988 384 135 (the "**Company**") was held on Monday 12 May 2025 electronically.

A record of shareholders represented at the meeting is attached to these minutes.

The meeting was opened by the Chairman of the Board, Espen Gundersen.

Agenda:

1. Election of a chairperson and a person to co-sign the minutes

Espen Gundersen was elected as chairperson, and Berit Fjell Kamhaug was elected to co-sign the minutes along with the chairperson.

2. Approval of the notice and the agenda

The notice and the agenda were approved.

3. Approval of the annual accounts and directors' report of Kid ASA and the group for 2024, including allocation of the result of the year, as well as consideration of the statement on corporate governance and audit report

In accordance with the proposal of the Board of Directors, the general meeting passed the following resolution:

The annual accounts and the directors' report for 2024 are approved.

The proposed dividend of NOK 5.00 per share is approved.

4. Authority to approve the distribution of dividends

In accordance with the proposal of the Board of Directors, the general meeting passed the following resolution:

Styret gis i henhold til allmennaksjeloven § 8-2 (2) fullmakt til å beslutte utdeling av utbytte på grunnlag av Selskapets årsregnskap for 2024. Fullmakten kan utøves én gang.

Fullmakten gjelder frem til ordinær generalforsamling i 2026.

5. Fastsettelse av honorar til Styrets medlemmer

Generalforsamlingen vedtok at Styrets honorar for perioden mai 2024 til ordinær generalforsamling i 2025 skal være som følger:

Styreleder:	NOK 700.000
Styremedlem:	NOK 435.000
Tillegg medlem av revisjonsutvalg:	NOK 17.000 per møte

Generalforsamlingen vedtok honorar på NOK 50.000, til to av styrets medlemmer for å tilrettelegge prosessen rundt rekruttering av ny CEO, i tråd med valgkomiteens anbefaling.

6. Godkjennelse av honorar til Selskapets revisor

Generalforsamlingen godkjente honoraret til Selskapets revisor.

7. Valg av ny revisor

I henhold til Styrets forslag traff generalforsamlingen følgende vedtak:

"PwC AS gjenvelges som revisor for regnskapsåret som starter 1. januar 2025."

8. Valg av medlemmer til Styret

Generalforsamlingen gjenvalgte Karin Bing Orgland som styremedlem for en periode på to år.

The Board of Directors is authorized pursuant to the Public Limited Companies Act § 8-2 (2) to approve the distribution of dividends based on the Company's annual accounts for 2024. The authority may be used one time.

The authority shall remain in force until the annual general meeting in 2026.

5. Determination of the remuneration of the members of the Board of Directors

The general meeting resolved that the remuneration of the Board of Directors for the period from May 2024 to the annual general meeting in 2025 shall be as follows:

Chairman:	NOK 700,000
Board member:	NOK 435,000
Additional fee to member of the audit committee:	NOK 17,000 per meeting

The general meeting approved the remuneration of NOK 50,000 to two of the board members to facilitate the process of recruiting the new CEO, in accordance with the recommendation from the Nomination Committee.

6. Approval of the remuneration of the Company's auditor

The general meeting approved the remuneration of the Company's auditor.

7. Election of new auditor

In accordance with the proposal of the Board of Directors the general meeting passed the following resolution:

"PwC is re-elected as auditor for the fiscal year commencing on 1 January 2025."

8. Election of members to the Board of Directors

The general meeting re-elected Karin Bing Orgland as member of the board for a period of two years.

9. Valg av medlemmer til valgkomitéen

Generalforsamlingen gjenvalgte Sten-Arthur Sælør som leder av valgkomitéen for en periode på ett år.

9. Election of members to the nomination committee

The general meeting re-elected Sten-Arthur Sælør as chair of the nomination committee for a period of one year.

10. Fastsettelse av honorar til valg-komiteens medlemmer

Generalforsamlingen vedtok at valgkomiteens honorar for perioden fra mai 2024 til ordinær generalforsamling i 2025 skal være følgende:

Leder:	NOK 80.000
Medlem:	NOK 50.000

10. Determination of the remuneration of the members of the nomination committee

The general meeting resolved that the remuneration of the nomination committee for the period from May 2024 to the annual general meeting in 2025 shall be as follows:

Chair:	NOK 80,000
Member:	NOK 50,000

11. Godkjennelse av retningslinjer om fastsettelse av lønn og annen godtgjørelse til ledende personer

I tråd med bestemmelsene i allmennaksjeloven § 6-16a, og i henhold til styrets forslag traff generalforsamlingen følgende vedtak:

De reviderte retningslinjene for godtgjørelse til ledende personer godkjennes.

11. Approval of guidelines on setting the salary and other remuneration of leading persons

In line with the requirements in the Public Limited Companies Act § 6-16a, and in accordance with the proposal of the Board of Directors, the general meeting passed the following resolution:

The revised guidelines for remuneration to senior executives is approved.

12. Rapport om lønn og annen godtgjørelse til ledende personer

I tråd med bestemmelsene i allmennaksjeloven § 6-16b, og i henhold til styrets forslag traff generalforsamlingen følgende vedtak:

Generalforsamlingen gir sin tilslutning til rapport om lønn og annen godtgjørelse til ledende personer for 2024.

12. Report for remuneration to senior executives

In line with the requirements in the Public Limited Companies Act § 6-16b, and in accordance with the proposal of the Board of Directors, the general meeting passed the following resolution:

The general meeting endorses the report for remuneration to senior executives for 2024.

13. Styrefullmakt til kapitalforhøyelse

13. Board authorisation to increase the share capital

I henhold til styrets forslag traff generalforsamlingen følgende vedtak:

Styret gis i henhold til allmennaksjeloven § 10-14 (1) fullmakt til å forhøye Selskapets aksjekapital med inntil NOK 4.877.419. Innenfor denne samlede beløpsrammen kan fullmakten benyttes flere ganger.

Fullmakten kan bare benyttes til å utstede aksjer som vederlag og til innhenting av ny egenkapital for å styrke Selskapets finansiering.

Fullmakten gjelder frem til ordinær generalforsamling i 2026, dog senest til 30. juni 2026.

Aksjeeiernes fortrinnsrett etter allmennaksjeloven § 10-4 kan fravikes.

Fullmakten omfatter kapitalforhøyelse mot innskudd i penger og mot innskudd i andre eiendeler enn penger. Fullmakten omfatter rett til å pådra selskapet særlige plikter, jf. allmennaksjeloven § 10-2. Fullmakten omfatter beslutning om fusjon etter allmennaksjeloven § 13-5.

In accordance with the proposal of the Board of Directors, the general meeting passed the following resolution:

The Board of Directors is authorized pursuant to the Public Limited Companies Act § 10-14 (1) to increase the Company's share capital by up to NOK 4,877,419. Subject to this aggregate amount limitation, the authority may be used on more than one occasion.

The authority may only be used to issue shares as consideration and to raise new equity in order to strengthen the Company's financing.

The authority shall remain in force until the annual general meeting in 2026, but in no event later than 30 June 2026.

The pre-emptive rights of the shareholders under § 10-4 of the Public Limited Companies Act may be set aside.

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

14. Styrefullmakt til erverv av Selskapets egne aksjer

I henhold til styrets forslag traff generalforsamlingen følgende vedtak:

Styret gis i henhold til allmennaksjeloven § 9-4 fullmakt til på vegne av Selskapet å erverve aksjer i Selskapet ("egne aksjer") med en samlet pålydende verdi på inntil NOK 4.877.419.

Ved erverv av egne aksjer kan det ikke betales et vederlag pr. aksje som er mindre enn NOK 70 eller som overstiger NOK 200.

Styret fastsetter på hvilke måter egne aksjer kan erverves eller avhendes.

14. Board authorisation for the acquisition of the Company's own shares

In accordance with the proposal of the Board of Directors, the general meeting passed the following resolution:

The board of directors is authorized pursuant to the Public Limited Liability Companies Act § 9-4 to acquire shares in the Company ("own shares") on behalf of the Company with an aggregate nominal value of up to 4,877,419.

When acquiring own shares, the consideration per share may not be less than NOK 70 and may not exceed NOK 200.

The Board of Directors determines the methods by which own shares can be acquired or disposed of.

Fullmakten gjelder frem til ordinær generalforsamling i 2026, dog senest til 30. juni 2026.	*The authority shall remain in force until the annual general meeting in 2026, but in no event later than 30 June 2026.*
Da det ikke var flere saker på dagsorden, ble møtet avsluttet.	As there were no further matters on the agenda the meeting was adjourned.
Oversikt over stemmegivning på de enkelte punktene er vedlagt protokollen.	An overview over the voting results on each item is attached to the minutes.

Espen Gundersen

Berit Fjell Kamhaug

Total Represented

ISIN:	NO0010743545 KID ASA
General meeting date:	12/05/2025 15.00
Today:	12.05.2025

Number of persons with voting rights represented/attended : 1

	Number of shares	% sc
Total shares	40,645,162	
- own shares of the company	0	
Total shares with voting rights	40,645,162	
Represented by advance vote	24,838,997	61.11 %
Sum own shares	**24,838,997**	**61.11 %**
Represented by proxy	1,168,737	2.88 %
Sum proxy shares	**1,168,737**	**2.88 %**
Total represented with voting rights	**26,007,734**	**63.99 %**
Total represented by share capital	**26,007,734**	**63.99 %**

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE

Signature company:

KID ASA

Attendance List Attendance KID ASA 12/05/2025

Ref no	First Name	Company/Last name	Repr. by	Participant	Share	Own	Proxy	Total	% sc	% represented	% registered
					Ordinær	24,838,997	0	24,838,997	61.11 %	95.51 %	95.51 %
1491372	Chariman of the Board	of Directors (or a person authorised by him or her)		Proxy Solicitor	Ordinær	0	1,168,737	1,168,737	2.88 %	4.49 %	4.49 %

Protocol for general meeting KID ASA

ISIN:	NO0010743545 KID ASA
General meeting date:	12/05/2025 15.00
Today:	12.05.2025

Shares class	For	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
Agenda item 1 Election of a chairperson and a person to co-sign the minutes						
Ordinær	26,007,734	0	26,007,734	0	0	26,007,734
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.99 %	0.00 %	63.99 %	0.00 %	0.00 %	
Total	**26,007,734**	**0**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 2 Approval of the notice and the agenda						
Ordinær	26,007,734	0	26,007,734	0	0	26,007,734
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.99 %	0.00 %	63.99 %	0.00 %	0.00 %	
Total	**26,007,734**	**0**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 3 Approval of the annual accounts and directors report of Kid ASA and the group for 2024, including allocation of the result of the year,						
Ordinær	26,002,991	0	26,002,991	4,743	0	26,007,734
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.98 %	0.00 %	99.98 %	0.02 %	0.00 %	
total sc in %	63.98 %	0.00 %	63.98 %	0.01 %	0.00 %	
Total	**26,002,991**	**0**	**26,002,991**	**4,743**	**0**	**26,007,734**
Agenda item 4 Authority to approve the distribution of dividends						
Ordinær	26,007,734	0	26,007,734	0	0	26,007,734
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.99 %	0.00 %	63.99 %	0.00 %	0.00 %	
Total	**26,007,734**	**0**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 5 Determination of the remuneration of the members of the Board of Directors						
Ordinær	26,007,479	255	26,007,734	0	0	26,007,734
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.99 %	0.00 %	63.99 %	0.00 %	0.00 %	
Total	**26,007,479**	**255**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 6 Approval of the remuneration of the Companys auditor						
Ordinær	25,926,587	81,147	26,007,734	0	0	26,007,734
votes cast in %	99.69 %	0.31 %		0.00 %		
representation of sc in %	99.69 %	0.31 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.79 %	0.20 %	63.99 %	0.00 %	0.00 %	
Total	**25,926,587**	**81,147**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 7 Election of new auditor						
Ordinær	25,884,124	123,610	26,007,734	0	0	26,007,734
votes cast in %	99.53 %	0.48 %		0.00 %		
representation of sc in %	99.53 %	0.48 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.68 %	0.30 %	63.99 %	0.00 %	0.00 %	
Total	**25,884,124**	**123,610**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 8.1 Election of member to the Board of Directors - Karin Bing Orgland						
Ordinær	24,838,378	1,169,356	26,007,734	0	0	26,007,734
votes cast in %	95.50 %	4.50 %		0.00 %		
representation of sc in %	95.50 %	4.50 %	100.00 %	0.00 %	0.00 %	
total sc in %	61.11 %	2.88 %	63.99 %	0.00 %	0.00 %	
Total	**24,838,378**	**1,169,356**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 9.1 Election of member to the nomination committee - Sten-Arthur Sælør						
Ordinær	26,007,734	0	26,007,734	0	0	26,007,734
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.99 %	0.00 %	63.99 %	0.00 %	0.00 %	
Total	**26,007,734**	**0**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 10 Determination of the remuneration of the members of the nomination committee						

Shares class	For	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
Ordinær	26,007,734	0	26,007,734	0	0	26,007,734
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.99 %	0.00 %	63.99 %	0.00 %	0.00 %	
Total	**26,007,734**	**0**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 11 Approval of guidelines on setting the salary and other remuneration of leading persons						
Ordinær	21,175,192	4,832,242	26,007,434	300	0	26,007,734
votes cast in %	81.42 %	18.58 %		0.00 %		
representation of sc in %	81.42 %	18.58 %	100.00 %	0.00 %	0.00 %	
total sc in %	52.10 %	11.89 %	63.99 %	0.00 %	0.00 %	
Total	**21,175,192**	**4,832,242**	**26,007,434**	**300**	**0**	**26,007,734**
Agenda item 12 Report on salary and other remuneration to senior executives						
Ordinær	21,057,853	4,949,499	26,007,352	382	0	26,007,734
votes cast in %	80.97 %	19.03 %		0.00 %		
representation of sc in %	80.97 %	19.03 %	100.00 %	0.00 %	0.00 %	
total sc in %	51.81 %	12.18 %	63.99 %	0.00 %	0.00 %	
Total	**21,057,853**	**4,949,499**	**26,007,352**	**382**	**0**	**26,007,734**
Agenda item 13 Board authorisation to increase the share capital						
Ordinær	26,007,129	605	26,007,734	0	0	26,007,734
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	100.00 %	0.00 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.99 %	0.00 %	63.99 %	0.00 %	0.00 %	
Total	**26,007,129**	**605**	**26,007,734**	**0**	**0**	**26,007,734**
Agenda item 14 Board authorisation for the acquisition of the Companys own shares						
Ordinær	25,964,971	42,763	26,007,734	0	0	26,007,734
votes cast in %	99.84 %	0.16 %		0.00 %		
representation of sc in %	99.84 %	0.16 %	100.00 %	0.00 %	0.00 %	
total sc in %	63.88 %	0.11 %	63.99 %	0.00 %	0.00 %	
Total	**25,964,971**	**42,763**	**26,007,734**	**0**	**0**	**26,007,734**

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE

Signature company:

KID ASA

Share information

Name	Total number of shares	Nominal value	Share capital	Voting rights
Ordinær	40,645,162	1.20	48,774,194.40	Yes
Sum:				

§ 5-17 Generally majority requirement
requires majority of the given votes

§ 5-18 Amendment to resolution
Requires two-thirds majority of the given votes
like the issued share capital represented/attended on the general meeting