

## NORDIC ELECTROFUEL AS

Org. nr./Company registration no. 916 066 317

### Innkalling til ordinær generalforsamling

Det innkalles herved til ordinær generalforsamling i Nordic Electrofuel AS ("**Selskapet**") den 22. juni 2021 kl. 13.00.

I henhold til § 4 i midlertidig forskrift 27. mars 2020 nr. 464 om unntak fra reglene om fysisk møte i aksjeselskaper og allmennaksjeselskaper som følge av utbruddet av covid-19, skal generalforsamlingen avholdes ved hjelp av Microsoft Teams.

Sakene som skal behandles av generalforsamlingen er beskrevet nedenfor.

Aksjeeierne har frist til 20. juni 2021 til å avgi skriftlig stemme i disse sakene.

Stemme avgis ved å fylle ut vedlagte fullmaktsskjema, se vedlegg 2 og returnere dette per e-post til Selskapet ved [tom.sundby@nordicelectrofuel.no](mailto:tom.sundby@nordicelectrofuel.no) innen fristen angitt ovenfor.

### Dagsorden:

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

Styreleder foreslås som møteleder og vil foreslå en person som er tilstede på generalforsamlingen til å undertegne protokollen sammen med møtelederen.

**2. Godkjennelse av innkallingen og dagsorden**

Styret foreslår at generalforsamlingen fatter følgende vedtak:

*Innkalling og dagsorden godkjennes.*

### Notice of annual general meeting

Notice is hereby served that the annual general meeting of Nordic Electrofuel AS (the "**Company**") will be held on 22 June 2021 at 1.00 pm.

In accordance with paragraph 4 of temporary regulation 27 March 2020 no. 464 regarding the exception from the rules on physical meetings in private and public limited liability companies due to covid-19, the general meeting will be held by way of Microsoft Teams.

The matters to be considered are described below.

The deadline for the shareholders to vote on these matters is 20 June 2021.

Votes are cast by completing the attached proxy form, ref. Appendix 2 and returning it by e-mail to the Company c/o [tom.sundby@nordicelectrofuel.no](mailto:tom.sundby@nordicelectrofuel.no) within the deadline set out above.

### Agenda:

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

The Chairperson of the Board is proposed to chair the meeting and will appoint one person present at the General Meeting to co-sign the minutes together with the chairperson.

**2. Approval of the notice and the agenda**

The Board proposes that the General Meeting makes the following resolution:

*The calling notice and the agenda are approved.*

**3. Godkjenning av årsregnskap for Nordic Electrofuel AS for 2020, herunder disponering av årets resultat**

Årsregnskapet og styrets årsberetning er inntatt i Selskapets årsrapport 2020 som er tilgjengelig på Selskapets hjemmeside:

[www.nordicelectrofuel.no](http://www.nordicelectrofuel.no)

Styrets forslag til vedtak:

"Årsregnskapet og styrets årsberetning for 2020 for Nordic Electrofuel AS inkludert allokering av årets tap godkjennes. Det foreslås ikke utbetaling av utbytte for regnskapsåret 2020."

**4. Fastsettelse av honorar til Selskapets revisor**

Styret foreslår at generalforsamlingen fatter slik beslutning:

"Revisor godtgjøres for regnskapsåret 2020 etter regning"

**5. Orientering om honorar til styrets medlemmer**

Det foreslås at generalforsamlingen vedtar følgende styrehonorar fra ordinær generalforsamling for 2020 til 2021 og fra ordinær generalforsamling 2021 til 2022:

"Styrets leder: Intet særskilt styrehonorar.

Styremedlemmer: NOK 100 000

**6. Valg av nytt styre**

Håvard Lillebo skal fratre som styremedlem. Styret skal heretter bestå av:

Rolf Bruknapp, styreleder  
Ronald Tuft  
Markku Korvenranta  
Harald Norvik  
Bastian Müller

**3. Approval of the annual accounts of Nordic Electrofuel AS for 2020, including allocation of the result of the year**

The Annual Financial Statement and the Board of Directors' Report are included in the Company Annual Report for 2020, which is available on the Company's web page:

[www.nordicelectrofuel.no](http://www.nordicelectrofuel.no)

The Board's proposal for resolution:

"The annual accounts and the Board of Directors' report for 2020 for Nordic Electrofuel AS, including the allocation of the loss of the year is approved. No dividend is proposed for the financial year 2020."

**4. Determination of the remuneration of the Company's auditor**

The Board of Directors proposes that the general meeting passes the following resolution:

"The auditor's remuneration for the fiscal year 2020 as per documented expenses."

**5. Information on remuneration of the members of the board of directors**

It is proposed that the general meeting approves the following board remuneration for services from the Annual General Meeting 2020 to 2021 and the Annual General Meeting 2021 to 2022:

"Chairperson: No particular fee  
Board Directors NOK 100,000

**6. Election of new board of directors**

Håvard Lillebo is resigning as board member. The board shall after this consist of:

Rolf Bruknapp, chairperson of the board  
Ronald Tuft  
Markku Korvenranta  
Harald Norvik  
Bastian Müller

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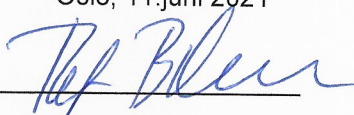
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In case of any discrepancies between the Norwegian text and the English translation, the Norwegian text shall prevail.

Nordic Electrofuel AS

Oslo, 11.juni 2021

Signature:



Rolf Bruknapp

*Styrets leder/Chairperson of the board*

**Vedlegg:**

1. Årsregnskapet for 2020, inkludert revisors beretning
2. Fullmaktsskjema

**Appendix**

1. The annual accounts for 2020, including the auditor's report
2. Proxy form



## PROXY FORM

As the owner of \_\_\_\_\_ shares in Nordic Electrofuel AS I/we hereby appoint

- ☐ The chairperson 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 Nordic Electrofuel AS to be held on 22 June 2021 at 1.00 PM.

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			
Approval of the annual accounts of Nordic Electrofuel AS for 2020, including allocation of the result of the year			
Approval of remuneration of the Company's auditor			
Approval of remuneration of the members of the board of directors			
Election of new board of directors			

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 ticked, 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 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 has been ticked, the proxy is free to decide how to vote the shares.
- 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 to vote the shares. The same applies for votes over formal matters, 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:

\_\_\_\_\_ (block letters)

Place/date:

\_\_\_\_\_

Please send the proxy to Tom Henrik Sundby, CFO, [tom.sundby@nordicelectrofuel.no](mailto:tom.sundby@nordicelectrofuel.no)

\* If the proxy is given on behalf of a company or other legal entity, relevant evidence of authority must be attached to evidence that the person signing the proxy form is properly authorized.