

PROTOKOLL FRA ORDINÆR GENERALFORSAMLING I INTEROIL EXPLORATION AND PRODUCTION ASA	MINUTES OF THE ANNUAL GENERAL MEETING OF INTEROIL EXPLORATION AND PRODUCTION ASA
<p>Denne protokollen er utarbeidet på norsk med uoffisiell engelsk oversettelse. Ved uoverensstemmelse mellom norsk og engelsk versjon gjelder den norske versjonen.</p>	<p>These minutes has been drafted in Norwegian language with an unofficial English translation. In case of discrepancy between the Norwegian and English version, the Norwegian version shall prevail.</p>
<p>Den 28. juli 2021 kl. 14:30 ble det avholdt ordinær generalforsamling i InterOil Exploration and Production ASA ("Selskapet") i Advokatfirmaet Schjødt AS' lokaler i Ruseløkkveien 14, Oslo.</p>	<p>On 28 July 2021 at 14:30 hours the annual general meeting was held in InterOil Exploration and Production ASA (the "Company") in Advokatfirmaet Schjødt AS' offices in Ruseløkkveien 14, Oslo.</p>
<p>Til behandling forelå:</p>	<p>The following matters were addressed:</p>
<p>1. Åpning av generalforsamlingen</p> <p>Generalforsamlingen ble åpnet av styrets leder Hugo Quevedo, som deltok via elektronisk kommunikasjon.</p>	<p>1. Opening of the general meeting</p> <p>The general meeting was opened by the chair of the board, Hugo Quevedo, who participated by electronic communication.</p>
<p>2. Fremleggelse av fortegnelse over møtende aksjonærer og fullmektiger</p> <p>Styrets leder fremla fortegnelse over møtende aksjonærer og aksjonærer som hadde avgitt fullmakt - se Vedlegg 1.</p>	<p>2. Presentation of list of participating shareholders, in person or by proxy</p> <p>The chair of the board presented a list of the attending shareholders and shares represented by proxy - see Appendix 1.</p>
<p>3. Valg av møteleder og person til å medundertegne protokollen</p> <p>Audun Bondkall ble valgt til møteleder, og Hugo Quevedo ble valgt til å medundertegne protokollen.</p>	<p>3. Appointment of person to chair the meeting and to co-sign the minutes</p> <p>Audun Bondkall was elected to chair the meeting and Hugo Quevedo was elected to co-sign minutes.</p>
<p>4. Godkjenning av innkalling og dagsorden</p> <p>Innkalling og dagsorden ble godkjent.</p>	<p>4. Approval of notice of meeting and agenda</p> <p>The notice and the agenda were approved.</p>
<p>5. Godkjenning av årsregnskapet for 2020 for selskapet og konsernet samt årsberetningen for 2020</p> <p>I tråd med styrets forslag godkjente generalforsamlingen årsregnskapet for 2020 for InterOil Exploration and Production ASA og konsernet samt styrets årsberetning for 2020, og redegjørelse for foretaksstyring for 2020.</p>	<p>5. Approval of the annual accounts for 2020 for the Company and the group, and the directors' report for 2020</p> <p>In accordance with the proposal from the Board of Directors the general meeting approved the annual accounts for 2020 for InterOil Exploration and Production ASA and the group, the directors' report for 2020, and the statement on corporate governance for 2020.</p>
<p>6. Valg av medlemmer til styret</p>	<p>6. Election of members to the Board of Directors</p>

<p>I tråd med valgkomitéens innstilling, vedtok generalforsamlingen at styret skal bestå av følgende personer:</p> <p>Hugo Quevedo (Styreleder) - gjenvelges for en periode på to år</p> <p>Nicolás Acuña - gjenvelges for en periode på to år</p> <p>Germán Ranftl - gjenvelges for en periode på to år</p> <p>Laura Mármol - gjenvelges for en periode på to år</p> <p>Carmela Saccomanno - gjenvelges for en periode på to år</p> <p>Isabel Valado Ramudo - nytt styremedlem valgt for en periode på to år</p>	<p>In accordance with the proposal from the Nomination Committee, the general meeting resolved that the Board of Directors shall consist of the following persons:</p> <p>Hugo Quevedo (Chair) - re-elected for a period of two years</p> <p>Nicolás Acuña - re-elected for a period of two years</p> <p>Germán Ranftl - re-elected for a period of two years</p> <p>Laura Mármol - re-elected for a period of two years</p> <p>Carmela Saccomanno - re-elected for a period of two years</p> <p>Isabel Valado Ramudo - new board member elected for a period of two years</p>
<p>7. Valg av medlemmer til valgkomitéen</p> <p>I tråd med valgkomitéens innstilling, vedtok generalforsamlingen at valgkomitéens skal bestå av følgende personer, valgt for en periode på to år:</p> <p>Hugo Quevedo (Komitéens leder)</p> <p>Norberto Caneva</p> <p>Neil Arthur Bleasdale</p>	<p>7. Election of members to the nomination committee</p> <p>In accordance with the proposal from the Nomination Committee, the general meeting resolved that the Nomination Committee shall consist of the following persons, elected for a period of two years:</p> <p>Hugo Quevedo (Chair)</p> <p>Norberto Caneva</p> <p>Neil Arthur Bleasdale</p>
<p>8. Fastsettelse av honorar til styret og medlemmene av valgkomitéen</p> <p>I tråd med valgkomitéens innstilling, vedtok generalforsamlingen å opprettholde nivået på honorar til styrets medlemmer som vedtatt på ordinær generalforsamling i 2020, hvilket gir følgende honorarer for perioden fra ordinær generalforsamling i 2021 til ordinær generalforsamling i 2022:</p> <ul style="list-style-type: none"> • Styrets leder - NOK 400 000 årlig • Styremedlemmer - NOK 200 000 årlig (med unntak av de medlemmene som har inngått en servicekontrakt med selskapet, med mindre annet er avtalt.) <p>Honorarene som er vedtatt ovenfor er de samlede honorarene som vil bli utbetalt til det enkelte medlemmet av styret for</p>	<p>8. Determination of the remuneration of the members of the Board of Directors and the members of the nomination committee</p> <p>In accordance with the proposal from the Nomination Committee, the general meeting resolved to uphold the amounts for remuneration to the members of the Board of Directors as approved at the annual general meeting in 2020, which gives the following remuneration for the period from the annual general meeting in 2021 to the annual general meeting in 2022:</p> <ul style="list-style-type: none"> • Chairman - NOK 400,000 per annum • Board members - NOK 200,000 per annum (except for those members who have entered into a service agreement with a Group company, unless otherwise agreed.) <p>The fees resolved above are the total fees that will be awarded to the individual members of the board for their services to the Company, not</p>

<p>vedkommendes verv for Selskapet, ikke kun som styremedlem, men også som medlem av eventuelle underutvalg Selskapet måtte ha. Honorarene er derfor vedtatt basert på en forutsetning om at alle styremedlemmene vil fortsette å fungere som medlemmer av revisjonsutvalget.</p> <p>Generalforsamlingen vedtok at det ikke skal betales honorarer til valgkomitéens medlemmer for perioden fra ordinær generalforsamling i 2021 og frem til ordinær generalforsamling i 2022.</p>	<p>only as board members, but also any subcommittee that the Company may have. Therefore, the fees are resolved under the assumption that all board members will continue to act as members of the audit committee.</p> <p>The general meeting resolved that no fees shall be paid to the members of the Nomination Committee for the period from the annual general meeting in 2021 to the annual general meeting in 2022.</p>
<p>9. Godkjenning av godtgjørelse til revisor</p> <p>Generalforsamlingen besluttet å godkjenne revisors godtgjørelse for 2020 for InterOil Exploration and Production ASA etter regning fra revisor.</p>	<p>9. Approval of the auditor's fee</p> <p>The general meeting resolved to approve the auditor's fee for 2020 for InterOil Exploration and Production ASA in accordance with the invoice from the auditor.</p>
<p>10. Styrets retningslinjer om lønn og annen godtgjørelse til ledende ansatte i InterOil Exploration and Production ASA</p> <p>I tråd med styrets forslag fattet generalforsamlingen følgende vedtak:</p> <p><i>"Generalforsamlingen gir sin tilslutning til styrets retningslinjer om fastsettelse av lønn og annen godtgjørelse til ledende ansatte etter allmennaksjeloven § 6-16a."</i></p>	<p>10. The Board of Directors' guidelines on salary and other remuneration for the management of InterOil Exploration and Production ASA</p> <p>In accordance with the proposal from the Board of Directors the general meeting passed the following resolution:</p> <p><i>"The general meeting endorses the Board's guidelines regarding the determination of salaries and other remunerations of leading employees pursuant to the Public Limited Liability Act Section 6-16a."</i></p>
<p>11. Fullmakt til kapitalforhøyelse</p> <p>I tråd med styrets forslag fattet generalforsamlingen vedtak om å utstede følgende fullmakt for styret til å forhøye Selskapets aksjekapital:</p> <ol style="list-style-type: none"> Aksjekapitalen skal kunne forhøyes med opp til totalt NOK 45 540 532. Fullmakten kan benyttes til (i) vederlag ved oppkjøp og strategiske investeringer, (ii) kapitalforhøyelser som gjøres for å tilveiebringe finansiering for selskapets virksomhet; og/eller (iii) andre kapitalforhøyelser som etter styrets oppfatning anses å være i Selskapets beste interesse. Styret kan fravike aksjonærenes fortrinnsrett til tegning av aksjer etter allmennaksjeloven § 10-4. Fullmakten omfatter kapitalforhøyelse med innskudd i andre eiendeler enn penger eller rett til å pådra selskapet særlige plikter, samt kapitalforhøyelser i forbindelse med fusjon. Fullmakten kan benyttes én eller flere ganger. 	<p>11. Authorisation to increase the share capital</p> <p>In accordance with the proposal from the Board of Directors the general meeting resolved to grant the Board of Directors the following authorization to increase the Company's share capital:</p> <ol style="list-style-type: none"> The share capital may be increased by up to a total of NOK 45,540,532. The authorisation may be used for (i) consideration in acquisitions and strategic investments, (ii) capital increases done to provide financing for the company's business; and/or other share capital increases which are considered by the board of directors to be in the Company's best interest. The board may derogate from the shareholders' pre-emptive rights pursuant to the Norwegian Public Limited Liability Companies Act Section 10-4. The authorisation comprises capital increases by contributions in kind or with rights to charge the Company with special obligations, as well as share capital increases in connection with mergers.

<p>6. Fullmakten gjelder frem til ordinær generalforsamling i 2022, men uansett ikke lenger enn til 30. juni 2022.</p> <p>7. Tegningskursen som skal betales for aksjene skal fastsettes av styret i forbindelse med hver emisjon.</p> <p>8. Styret registrerer nye vedtekter basert på tegnet beløp.</p> <p>9. Fullmakten erstatter tidligere avgitte fullmakter til forhøyelse av selskapets aksjekapital.</p>	<p>5. The authorisation may be used one or more times.</p> <p>6. The authorisation is valid until the annual general meeting in 2022, but no longer than until 30 June 2022.</p> <p>7. The subscription price shall be determined by the board in connection with each issuance.</p> <p>8. The board of directors will register new articles of association based on the amount subscribed for.</p> <p>9. The authorisation replaces previously granted authorisations to increase the share capital.</p>
<p>Flere saker forelå ikke til behandling, og møtet ble hevet.</p>	<p>There being no more items on the agenda, the general meeting was adjourned.</p>

Oslo, 28. juli 2021 / 28 July 2021



Audun Bondkall



Hugo Quevedo

Vedlegg 1/Appendix 1: Fortegnelse over møtende aksjonærer og aksjonærer representert ved fullmakt/ List of the attending shareholders and shares represented by proxy

Vedlegg 2/Appendix 2: Stemmeresultater/Voting results

Total Represented

ISIN:	<u>NO0010284318 INTEROIL EXPLORATION AND PROD. ASA</u>
General meeting date:	28/07/2021 14.30
Today:	28.07.2021

Number of persons with voting rights represented/attended : 1

	Number of shares	% sc
Total shares	182,162,129	
- own shares of the company	0	
Total shares with voting rights	182,162,129	
Sum own shares	0	0.00 %
Represented by proxy	91,669	0.05 %
Represented by voting instruction	36,331,251	19.94 %
Sum proxy shares	36,422,920	20.00 %
Total represented with voting rights	36,422,920	20.00 %
Total represented by share capital	36,422,920	20.00 %

Registrar for the company:

DNB Bank ASA

Signature company:

INTEROIL EXPLORATION AND PROD. ASA

Protocol for general meeting INTEROIL EXPLORATION AND PROD. ASA

ISIN:	NO0010284318 INTEROIL EXPLORATION AND PROD. ASA
General meeting date:	28/07/2021 14.30
Today:	28.07.2021

Shares class	FOR	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
Agenda item 3 Appointment of person to chair the meeting and to co-sign the minutes						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920
Agenda item 4 Approval of notice of meeting and agenda						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920
Agenda item 5 Approval of the annual accounts for 2020 for the Company and the group, and the directors report for 2020						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920
Agenda item 6 Election of members to the Board of Directors						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920
Agenda item 7 Election of members to the nomination committee						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920
Agenda item 8 Determination of the remuneration of the members of the Board of Directors and the members of the nomination committee						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920
Agenda item 9 Approval of the auditors fee						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920

Shares class	FOR	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
Agenda item h The Board of Directors guidelines on salary and other remuneration for the management of Interoil Exploration and Production ASA						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920
Agenda item 11 Authorisation to increase the share capital						
Ordinær	36,422,920	0	36,422,920	0	0	36,422,920
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 %	20.00 %	0.00 %	20.00 %	0.00 %	0.00 %	
Total	36,422,920	0	36,422,920	0	0	36,422,920

Registrar for the company:

DNB Bank ASA

Signature company:

INTEROIL EXPLORATION AND PROD. ASA

Share information

Name	Total number of shares	Nominal value	Share capital	Voting rights
Ordinær	182,162,129	0.50	91,081,064.50	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