

PLEASE COMPLETE IN BLOCK CAPITALS

I/WE

being a member/members of the Company and the holder of ordinary

shares in the Company hereby appoint.....or failing him/her, the Chairman of the meeting, as my/our Proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held on 9 December 2019 at 10 a.m. hrs (GMT) and at any adjournment thereof. I/we hereby direct my/our proxy to vote on the Ordinary Resolutions as set out in the Notice of the Extraordinary General Meeting as follows:

Please indicate how you wish the proxy to vote by completing one of the boxes marked "for", "against" or "withheld" in respect of each of the resolutions below.

ORDINARY RESOLUTIONS		For	Against	Withheld
1.	To appoint Erling Lind as a Director of the Company			
2.	To appoint Erling Lind as Chairman of the Company			
3.	To appoint Christian Andreassen as a Director of the Company			
4.	To appoint Henrik Heiberg as a Director of the Company			
5.	To remove Robert Mott Brown III as a Director of the Company			
6.	To remove Martins Jaunarajs as a Director of the Company			
7.	To remove Ragnhild Merete Myhrstad as a Director of the Company			
8.	To remove Douglas Robert Duncan Low as a Director of the Company			
9.	To remove Viacheslav Lavrentyev as a Director of the Company			

ALL PROXIES should be returned to: Elfrid M. Davidson, DNB Bank ASA, Dronning Eufemias Gate 30, 0191 Oslo, Norway or by email to <u>vote@dnb.no</u>.



Notes:

- To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together.
- 2. In the case of a corporation, this proxy must be given under its common seal or signed by a duly authorised officer, attorney or other person authorised to sign it. A proxy need not be a shareholder.
- 3. In the case of joint shareholders, the signature of one shareholder will be sufficient, but the names of all the joint shareholders shall be stated. The signature of the first named on the register of shareholders of the Company will be accepted to the exclusion of the votes of other joint shareholders.
- 4. The completion and return of this Form of Proxy will not prevent you from attending in person and voting at the Extraordinary General Meeting should you subsequently decide to do so. If you attend the meeting in person, your proxy appointment will automatically be terminated.
- 5. All shareholders and proxies attending in person will be required to provide proof of identify.
- 6. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided. If the proxy is being appointed in relation to less than your full voting entitlement, please enter the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if the proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
- 7. Only those shareholders entered on the relevant register of shareholders of the Company as at 10 a.m. hrs GMT on 30 November 2019 shall be entitled to attend and vote at this Extraordinary General Meeting in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of shareholders after 10 a.m. hrs (GMT) on 30 November 2019 shall be disregarded in determining the rights of any person to attend or vote at this Extraordinary General Meeting.
- The 'Vote Withheld' option is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
- 9. To be valid, Forms of Proxy (and any power of attorney or other written authority, if any, under which it is executed or an office or a notarially verified copy of such power or written authority) must be received by DNB Bank ASA prior to 6 December 2019 at 10 a.m. hrs (GMT).