



## **NOTICE OF EXTRAORDINARY GENERAL MEETING IN ENSURGE MICROPOWER ASA**

An Extraordinary General Meeting of Ensurge Micropower ASA ("the Company") will take place:

**1 December 2022 at 09.00 hours (CET)**

At the date of the instant notice the Company's resolved share capital amounts to NOK 232,634,834.19 divided into 234,984,681 shares with par value per share of NOK 0.99. Each share gives the right to one vote at the Extraordinary General Meeting. At the date of the instant notice, the Company does not hold any of its own shares. The Company's registered Articles of Association, last amended on 26 July 2022, is available at [www.ensurge.com](http://www.ensurge.com) (the Articles were resolved amended on 8 November 2022 in connection with Tranche 1 of the Private Placement, as defined in section 3 below, announced on such date, but these amended Articles have not been registered in the Register of Business Enterprises as of the date of this Notice).

The Board has determined that the Extraordinary General Meeting will be held as an electronic meeting, whereby the shareholders can participate electronically by following the Extraordinary General Meeting through a live audiocast, submit questions in writing during the Extraordinary General Meeting and exercise voting rights through the electronic system. See the enclosed briefing for further information on how to participate online at the Extraordinary General Meeting.

**If you wish to participate at the Extraordinary General Meeting, we ask that you submit the enclosed Notice of Attendance/Power of Attorney form to: DNB Bank ASA, Verdipapirtjenester, to arrive no later than 29 November 2022 at 12.00 hours CET. The Notice of Attendance/Power of Attorney form provides more information about attendance, voting etc. According to the Company's Articles of Association, shareholders who have not timely given such Notice of Attendance may be barred from participating at the Extraordinary General Meeting.**

**When participating electronically, you will need to log in to the electronic meeting before the Extraordinary General Meeting opens in order to attend and vote at the Extraordinary General Meeting.**

The Board invites the shareholders to submit questions to the Board in advance, and to exercise their voting rights by submitting Power of Attorney forms with voting instructions prior to the Extraordinary General Meeting.

Each shareholder may be accompanied by one adviser and the adviser may submit questions on behalf of the shareholder at the Extraordinary General Meeting. Furthermore, shareholders have the right to request information from the board members and the managing director in accordance with Section 5-15 of the Norwegian Public Limited Companies Act ("PLCA").

The instant notice with attachments and other documents related to the Extraordinary General Meeting are available at the Company's website [www.ensurge.com](http://www.ensurge.com) or can be requested from the Company at no charge from [info@ensurge.com](mailto:info@ensurge.com).

The Extraordinary General Meeting will consider and resolve the following matters. For the avoidance of doubt, it is noted that any shareholder has the right to put forward alternative resolutions on the various agenda items.

**1. Registration of participating shareholders; election of a person to chair the Meeting and a person to cosign the minutes**

The Chair of the Board of the Company, Morten Opstad, will open the Extraordinary General Meeting. The Board proposes that Morten Opstad shall be elected to chair the Extraordinary General Meeting.

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

The Board proposes that the notice and agenda are approved.

**3. Private Placement; Issuance of Tranche 2 Shares and amendment of articles of association**

Reference is made to the Company's announcement at Oslo Børs NewsWeb on 8 November 2022 regarding the private placement of 27,500,000 new shares at a subscription price of NOK 2.00 per share with gross proceeds amounting to NOK 55 million (the "**Private Placement**"). The Company has retained Skandinaviska Enskilda Banken AB (Publ) and SpareBank 1 Markets AS (together the "**Managers**") as managers in respect of the Private Placement.

The Board of Directors had in place an authorization from the 25 May 2022 Annual General Meeting to issue shares in connection with private placements. As such authorization could not cover the entire Private Placement, the Private Placement has been structured as follows:

The Private Placement is divided into:

- i) one tranche consisting of 18,256,183 new shares ("**Tranche 1**" and the new shares issued thereunder the "**Tranche 1 Shares**"); and
- ii) one tranche consisting of 9,243,817 new shares ("**Tranche 2**" and the new shares issued thereunder the "**Tranche 2 Shares**").

The Tranche 1 Shares were resolved issued by the Board of Directors on 8 November 2022 pursuant to the board authorization to issue shares given by the 25 May 2022 Annual General Meeting.

The Private Placement structure of the transaction will inherently require a waiver of existing shareholders' preferential rights to subscribe for new shares. The Board has considered the Private Placement in light of the equal treatment obligations under the Norwegian Securities Trading Act and Oslo Børs Circular no. 2/2014 and deems that the Private Placement would be in compliance with these requirements. The Board holds the view that it will be in the common interest of the Company and its shareholders to raise equity through a private placement, in view of current market conditions and the growth opportunities currently available to the Company. A private placement enables the Company to raise capital in an efficient manner, and the Private Placement is structured to ensure that a marked based subscription price is achieved.

Tranche 2 of the Private Placement remains subject to approval by the Extraordinary General Meeting, and any deviation from preferential rights would thus require the approval by the Extraordinary General Meeting, as well as the approval and publication of a listing prospectus.

There are no events of substantial importance to the Company which have occurred after the last balance sheet date.

A copy of the last annual financial statement, annual report and auditor's report is available at the Company's office and on [www.ensurge.com](http://www.ensurge.com) for inspection.

Further to the foregoing, the Board of Directors proposes that the Extraordinary General Meeting passes the following resolution:

*It is resolved that the Company's share capital is increased with NOK 9,151,378.83 from NOK 232,634,834.19 to NOK 241,786,213.02 by issuance of 9,243,817 new shares, each having a par*

value of NOK 0.99, in a private placement of shares for a subscription price per share of NOK 2.00. The total par value of NOK 9,151,378.83 shall be added to the share capital of the Company, while the remaining NOK 9,336,255.17 is share premium. The new shares shall be subscribed for in equal parts by Skandinaviska Enskilda Banken AB and SpareBank 1 Markets AS for resale to the investors who have been allocated shares in the placement. The existing shareholders' preferential right is deviated from. Subscription for the new shares shall be made on a separate subscription form. The subscription shall be made no later than 8 December 2022 (or such later date as determined by the Board, but no later than 15 December 2022). The subscription price shall be paid within 8 December 2022 to a bank account specified by the Company in writing (or such later date as determined by the Board, but no later than 15 December 2022). The new shares shall carry shareholder rights, including right to dividends or other distributions that are declared, from registration of the share capital increase in the Norwegian Register of Business Enterprises. The estimated costs related to the private placement, both Tranche 1 and Tranche 2, are approximately NOK 4.3 million, which includes fees to the Managers and the legal advisors assisting on the placement, and preparation of a prospectus.

By reason of the proposed share issue in section 3, the Board of Directors proposes that Section 4 of the Company's Articles of Association is amended to read:

*"The Company's share capital is NOK 241,786,213.02 divided into 244,228,498 shares each having a par value of NOK 0.99."*

#### **4. Subsequent Offering; Issuance of new shares and amendment of articles of association**

As the Private Placement proposed in section 3 will have a diluting effect on existing shareholders, the Board is proposing that a subsequent offering is carried out at a subscription price per share equal to the subscription price in the Private Placement, i.e. NOK 2.00 (hereinafter the "**Subsequent Offering**") in order to reduce the diluting effect.

In order for the Subsequent Offering to reduce the diluting effect for the shareholders in reference to the amount of shares that are proposed issued in the Private Placement, the Board finds it appropriate to propose that the Company may issue shares, at a subscription price per share equal to the subscription price in the Private Placement, being NOK 2.00 per share, raising up to NOK 15 million in the Subsequent Offering.

The Subsequent Offering is conditional upon the approval of the Private Placement as set out in section 3 above.

A prospectus will be published prior to the commencement of the subscription period in the Subsequent Offering setting forth all the details of the offering.

Thus, the Board proposes the following resolution:

1. *The Company's share capital may be increased with maximum NOK 7,425,000, by issuance of up to 7,500,000 shares in a Subsequent Offering, each share having a par value of NOK 0.99, for a subscription price per share equal to the subscription price per share in the Private Placement, being NOK 2.00. The minimum amount of share capital increase shall be NOK 742,500 and the minimum number of shares issued shall be 750,000.*
2. *The new shares may be subscribed for by shareholders in the Company as per the date of the Private Placement as of 8 November 2022 (as registered in the Norwegian Central Securities Depository ("**VPS**") two trading days thereafter) (the "**Record Date**"), who (i) were not allocated new shares in the Private Placement, and (ii) are not resident in a jurisdiction where such offering would be unlawful or, for jurisdictions other than Norway, would require any prospectus, filing, registration or similar action ("**Eligible Shareholders**"). Eligible Shareholders will be granted*

*subscription rights that give preferential rights to subscribe for shares in the Subsequent Offering. Eligible Shareholders shall receive subscription rights proportionate to the number of shares in the Company that are registered as held by such Eligible Shareholder on the Record Date. A right to subscribe for a fraction of a share shall be rounded down to the nearest whole share. Oversubscription and subscription without subscription rights is permitted. Oversubscription and unexercised subscription rights will be allocated as determined by the Board of Directors pursuant to criteria to be set out in a prospectus to be approved by the Norwegian Financial Supervisory Authority of Norway (the "FSA") pursuant to chapter 7 of the Norwegian Securities Trading Act and published prior to the commencement of the subscription period in the Subsequent Offering (the "Prospectus"). Unless the Board decides otherwise, the Prospectus shall not be registered with or be approved by authorities outside Norway. The subscription rights are non-transferable and will not be admitted for trading on Oslo Børs.*

- 3. The existing shareholders' preferential rights pursuant to Section 10-4 of the PLCA is deviated from.*
- 4. The subscription period for the Subsequent Offering will commence on 13 December 2022 and end on 3 January 2023 at 16:30 hrs (CET) (or at such later date as determined by the Board, but not later than commencing 4 January 2023 and ending on 25 January 2023). In the event that the Prospectus related to the Subsequent Offering has not been approved by the FSA by the end of 12 December 2022, the subscription period will commence on the first trading day on Oslo Børs following FSA approval and no later than 4 January 2023 and end at 16:30 hrs (CET) 21 calendar days later. The more detailed criteria for subscription will be determined by the Board and described in the Prospectus.*
- 5. Payment of the subscription price shall be made within five (5) days after the expiration of the subscription period. When completing the subscription form, each subscriber domiciled in Norway shall provide a one-time irrevocable authorization to DNB Bank to debit a specific bank account with a Norwegian bank for the amount payable for the shares allocated to the subscriber. The debiting will be done on or about the deadline for payment. For subscribers without a Norwegian bank account, payment shall be made pursuant to the instructions included in the subscription form attached to the Prospectus.*
- 6. The new shares shall carry right to dividend or other distributions that are declared following registration of the share capital increase with the Norwegian Register of Business Enterprises (Nw.: Foretaksregisteret). The costs related to the share capital increase will depend on the total subscription in the Subsequent Offering. Such costs are estimated to amount to up to NOK 1.3 million, including fees to advisors and costs related to the preparation of a prospectus.*
- 7. Following completion of the Subsequent Offering, the Board is authorized to amend Section 4 of the Articles of Association to state the share capital and number of shares following the Subsequent Offering.*
- 8. The Board may at any time prior to completion determine to cancel the Subsequent Offering in case applicable market terms provide grounds for such a cancellation (including if the subscription price exceeds the market price).*
- 9. This share capital increase is conditional upon the Extraordinary General Meeting resolving the private placement in accordance with the Board's proposal in section 3 above.*

**5. Renewal of the Board authorization to increase the Company's share capital by issuance of new shares**

The Board proposes to renew the Board authorization granted by the Annual General Meeting on 25 May 2022 which allows the Board to issue new shares in connection with private placements and / or rights

issues, as the issuance of the Tranche 1 Shares according to Board resolution on 8 November 2022 utilized the full scope of said Board authorization.

Generally, as the Company is working to further develop its business operations, it may be necessary that the Board is able to commit transactions on a short notice. The required 21-days' notice for a general meeting may delay this process.

The Board proposes that the board authorizations shall be maximized individually and collectively to a total nominal value of NOK 24,178,621.302, representing 10 per cent of the share capital of the Company following the completion of the Private Placement (including the share capital increase in connection with Tranche 2 of the Private Placement in accordance with section 3).

The Board proposes that the authorizations shall expire on the date of the 2023 Annual General Meeting, however no later than 30 June 2023.

By reason of the above, the Board proposes the adoption of the following separate authorizations to the Board to issue shares:

**(a) Board authorization to issue shares in private placements**

1. *The Board of Directors of Ensurge Micropower ASA (the "Company") is authorized to accomplish one or more share capital increases by issuing new shares. The total amount by which the share capital may be increased is NOK 24,178,621.302 (representing 10 per cent of the resolved share capital of the Company following registration of Tranche 1 as announced on Oslo Børs on 8 November 2022 and approval of Tranche 2 of the Private Placement); provided, however, that under no circumstances shall the number of shares that may be issued by the Board individually and collectively under this section 5 exceed 10% of the registered share capital in the Company at the time the authorization is used. Any previous authorizations given to the Board to issue shares shall be, and hereby are, withdrawn with effect from the date this authorization is registered in the Register of Business Enterprises (not including the Board authorization given in section 10 of the minutes of the Annual General Meeting dated 3 June 2021).*
2. *The authorization may be used in connection with private placements and share issues to suitable investors (may be existing and/or new shareholders, hereunder employees in the Company or its subsidiaries) in order to raise additional capital for the Company. The authorization does not comprise share capital increases in connection with mergers, cf. Section 13-5 of the PLCA.*
3. *In the event the Company's share capital or nominal value per share is changed by way of a capitalization issue, stock split, stock consolidation, share capital reduction by reduction of the par value etc., following the approval of this authorization, the maximum nominal value of the shares that may be issued under this authorization shall be adjusted accordingly.*
4. *Existing shareholders are waiving their pre-emptive right to subscribe for shares according to the PLCA in the event of a share capital increase as authorized herein.*
5. *The Board is authorized to decide upon the subscription terms, including issue price, date of payment and the subscribers' right to sell shares to others.*
6. *Payment of share capital in connection with a share capital increase authorized herein may be made by way of non-cash contribution and other special subscription terms, as same are provided in Section 10-2 of the PLCA.*
7. *The Extraordinary General Meeting authorizes the Board to amend the Company's Articles of Association concerning the size of the share capital when the instant authorization is used.*
8. *The authorization shall be valid until the 2023 Annual General Meeting, but not later than 30 June 2023.*
9. *The new shares, which may be subscribed for according to this authorization, shall have right to dividends declared subsequent to the subscriber having paid the subscription price and the associated share capital increase having been registered in the Register of Business Enterprises.*

*In other respects, the shares shall have shareholder rights from the time of issuance, unless the Board determines otherwise.*

*10. Shares that are not fully paid cannot be transferred or sold.*

**(b) Board authorization to issue shares in rights issues**

- 1. The Board of Directors of Ensurge Micropower ASA (the "Company") is authorized to accomplish one or more share capital increases by issuing new shares. The total amount by which the share capital may be increased is NOK 24,178,621.302 (representing 10 per cent of the resolved share capital of the Company following registration of Tranche 1 as announced on Oslo Børs on 8 November 2022 and approval of Tranche 2 of the Private Placement); provided, however, that under no circumstances shall the number of shares that may be issued by the Board individually and collectively under this section 5 exceed 10% of the registered share capital in the Company at the time the authorization is used. Any previous authorizations given to the Board to issue shares shall be, and hereby are, withdrawn with effect from the date this authorization is registered in the Register of Business Enterprises (not including the Board authorization given in section 10 of the minutes of the Annual General Meeting dated 3 June 2021).*
- 2. The instant authorization may be used in connection with rights issues to existing shareholders of the Company in order to raise additional capital for the Company. The authorization does not comprise share capital increases in connection with mergers, cf. Section 13-5 of the PLCA.*
- 3. In the event the Company's share capital or nominal value per share is changed by way of a capitalization issue, stock split, stock consolidation, share capital reduction by reduction of the par value, etc., following the approval of this authorization, the maximum nominal value of the shares that may be issued under this authorization shall be adjusted accordingly.*
- 4. The Board is authorized to decide upon the subscription terms, including issue price, date of payment and the subscribers' right to sell shares to others.*
- 5. Payment of share capital in connection with a share capital increase authorized herein may be made by way of non-cash contribution and other special subscription terms, as same are provided in Section 10-2 of the PLCA.*
- 6. The Extraordinary General Meeting authorizes the Board to amend the Company's Articles of Association concerning the size of the share capital when the instant authorization is used.*
- 7. The authorization shall be valid until the 2023 Annual General Meeting, but not later than 30 June 2023.*
- 8. The new shares, which may be subscribed for according to this authorization, shall have right to dividends declared subsequent to the subscriber having paid the subscription price and the associated share capital increase having been registered in the Register of Business Enterprises. In other respects, the shares shall have shareholder rights from the time of issuance, unless the Board determines otherwise.*
- 9. Shares that are not fully paid cannot be transferred or sold.*

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10 November 2022  
Ensurge Micropower ASA

Morten Opstad  
Chair of the Board of Directors

Ref no:                      PIN code:

**Notice of Extraordinary General Meeting**

Meeting in Ensurge Micropower ASA will be held on 1 December 2022 at 09.00 a.m. Virtual.

The shareholder is registered with the following amount of shares at summons: \_\_\_\_\_ and vote for the number of shares owned per 30.11

**IMPORTANT MESSAGE:****The Extraordinary General Meeting will be held as a digital meeting only, with no physical attendance for shareholders.**Please log in at <https://web.lumiagm.com/191780926>**You must identify yourself using the reference number and PIN code from VPS that you will find in investor services (Corporate Actions – General Meeting – ISIN) or sent you by post on this form (for non-electronic actors) Shareholders can also get their reference number and PIN code by contacting DNB Bank Registrars Department by phone +47 23 26 80 20 (8:00-a.m. to 3:30 p.m. ) or by e-mail [genf@dnb.no](mailto:genf@dnb.no).****On the company's web page You will find an online <https://ensurge.com/> guide describing more in detail how you as a shareholder can participate in the Virtual meeting.****Deadline for registration of proxies and instructions: 29 November 2022 at 12:00 p.m.****Notice of attendance**Shareholders are only allowed to participate online and no pre-registration is required. Shareholders must be logged in before the meeting starts. **If you are not logged in before the general meeting starts, you will not be able to attend.** Log in starts an hour before.

Shareholders who do not wish to participate online can give proxy to another person.

**Proxy without voting instructions** for Extraordinary General Meeting of Ensurge Micropower ASA

Ref no:                      PIN code:

**Proxy should be registered through the Company's website <https://ensurge.com/> or through VPS Investor Services.**

For granting proxy through the Company's website, the above-mentioned reference number and PIN code must be stated.

In VPS Investor Services chose *Corporate Actions - General Meeting – ISIN*.Investor Services can be accessed either through <https://www.euronextvps.no/> or your account operator.Alternatively you may send this form by e-mail to [genf@dnb.no](mailto:genf@dnb.no), or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The proxy must be received no later than **29 November 2022 at 12:00 p.m. The form must be dated and signed in order to be valid.**

If you do not state the name of the proxy holder, the proxy will be given to the Chair of the Board of Directors or an individual authorised by him or her.

**The undersigned:** \_\_\_\_\_  
hereby grants (tick one of the two)

- the Chair of the Board of Directors (or a person authorised by him or her), or
- \_\_\_\_\_ (NB: Proxy holder must send an e-mail to [genf@dnb.no](mailto:genf@dnb.no) for log in details)  
(Name of proxy holder in capital letters)

proxy to attend and vote for my/our shares at the Extraordinary General Meeting of Ensurge Micropower ASA on 1 December 2022.

Place

Date

Shareholder's signature (only for granting proxy)

**Ref no:**
**PIN code:**
**Proxy with voting instructions** for Extraordinary General Meeting in Ensurge Micropower ASA

If you are unable to attend the meeting, you may use this proxy form to give voting instructions to Chair of the Board of Directors or the person authorised by him or her. For instruction to other Proxy holders, submit a Proxy without voting instructions and agreed directly with the proxy holder how votes should be cast.

Proxies with voting instructions to Chair of The Board of Directors cannot be submitted electronically, and must be sent to [genf@dnb.no](mailto:genf@dnb.no) (scanned form) or by regular Mail to DNB Bank ASA, Registrars' Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The form must be received by DNB Bank ASA, Registrars' Department no later than **29 November at 12:00 p.m.**

**Proxies with voting instructions must be dated and signed to be valid.**

**The undersigned:** \_\_\_\_\_

hereby grants the Chair of the Board of Directors (or the person authorised by him or her) proxy to attend and vote for my/our shares at the Extraordinary General Meeting of Ensurge Micropower ASA on 1 December 2022.

The votes shall be exercised in accordance with the instructions below. If the sections for voting are left blank, this will be counted as an instruction to vote in accordance with the Board's and Nomination Committee's recommendations. However, if any motions are made from the attendees in addition to or in replacement of the proposals in the Notice, the proxy holder may vote at his or her discretion. If there is any doubt as to how the instructions should be understood, the proxy holder may abstain from voting.

Agenda for the Extraordinary General Meeting 1 December 2022		For	Against	Abstention
1	Registration of participating shareholders; election of a person to chair the meeting and a person to co-sign the minutes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Approval of the Notice and agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Approval of Private Placement; Issuance of Tranche 2 Shares and amendment of articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Approval of Subsequent Offering; Issuance of new shares and amendment of articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5(a)	Board authorization to issue shares in private placements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5(b)	Board authorization to issue shares in rights issues	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 Place

Date

Shareholder's signature (Only for granting proxy with voting instructions)



# GUIDE FOR ONLINE PARTICIPATION ENSURGE MICROPOWER ASA 1 DECEMBER 2022

Ensurge Micropower ASA will hold extraordinary general meeting on 1 December 2022 at 09:00 am CET as a digital meeting, where you get the opportunity to participate online with your PC, phone or tablet. Below is a description of how to participate online.

We also point out that you also can give a proxy before the meeting. See the notice for further details on how to authorize a proxy. If you give a proxy, you can still log on to the general meeting to follow and ask questions, but you will not have the opportunity to vote on the items.

By participating online, shareholders will receive a live webcast from the general meeting, the opportunity to ask written questions, and vote on each of the items. Secure identification of shareholders is done by using the unique reference number and PIN code assigned to each shareholder by the Norwegian Central Securities Depository (**Euronext VPS**) in relation to this General Meeting.

No registration is required for shareholders who want to participate online, but shareholders **must be logged in before the general meeting starts.**

Shareholder who does not find their reference number and PIN code for access or have other technical questions is welcome to call DNB Registrars Department on phone + 47 23 26 80 20 (between 08:00-15:30), or send an e-mail to [genf@dnb.no](mailto:genf@dnb.no)

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## HOW TO ACCESS THE ONLINE GENERAL MEETING

To be able to participate online, you must go to the following website: <https://web.lumiagm.com>

either on your smartphone, tablet or PC. All major known browsers, such as Chrome, Safari, Edge, Firefox etc. are supported.

enter Meeting ID: **191-780-926** and click **Join**:

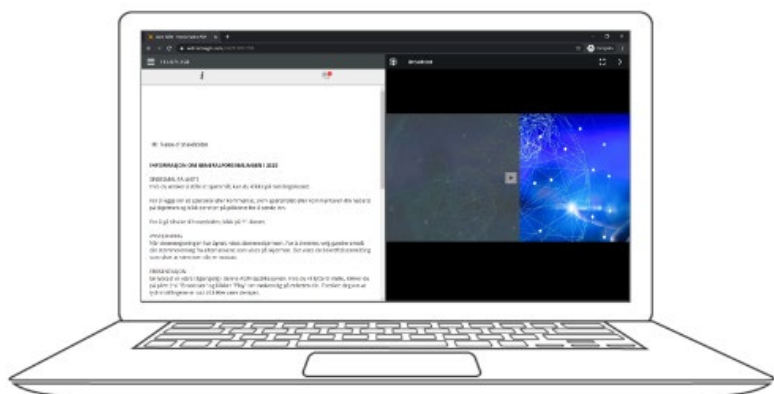
You must then identify yourself with.

**a) Ref. number from VPS for the general meeting**

**b) PIN code from VPS for general meeting**

**You will have the opportunity to log in one hour before the general meeting starts.**

Once you have logged in, you will be taken to the information page for the general meeting. Here you will find information from the company, and how this works technically. Note that you must have internet access throughout the meeting.



## HOW TO RECEIVE YOUR REFERENCE NUMBER AND PIN CODE

All shareholders registered in the VPS are assigned their own unique reference and PIN code for use in the General Meeting, available to each shareholder through VPS Investor Services. Access VPS Investor Services, select Corporate Actions, General Meeting. Click on the ISIN and you can see your reference number (Ref.nr.) and PIN code.

All VPS directly registered shareholders have access to investor services either via <https://www.euronextvps.no> or internet bank. Contact your VPS account operator if you do not have access.

Shareholders who have not selected electronic corporate messages in Investor Services will also receive their reference number and PIN code by post together with the summons from the company (on registration form).

**Custodian registered shareholders:** Shares held through Custodians (nominee) accounts must be transferred to a segregated VPS account registered in the name of the shareholder to have voting rights on the General Meeting. Once shares are transferred to the segregated VPS account, a reference number and PIN code are assigned to this account. Please contact your custodian for further information.

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## HOW TO VOTE

### VOTING

When items are available for voting, you can vote on all items as quickly as you wish. Items are closed for voting as the general meeting considers them. Items will be pushed to your screen. Click on the vote icon if you click away from the poll.

To vote, press your choice on each of the issues. FOR, AGAINST or ABSTAIN. Once you have cast your vote, you will see that your choice is marked. You also get a choice where you can vote jointly on all items. If you use this option, you can still override the choice on items one by one if desired.

To change your vote, click on another option. You can also choose to cancel. You can change or cancel your vote until the chair of the meeting concludes the voting on the individual items. Your last choice will be valid.

**NB: Logged in shareholders who have given a power of attorney will not have the opportunity to vote but can follow and write messages if desired.**



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## QUESTIONS TO THE CHAIRPERSON

### MESSAGING

Questions or messages relating to the items on the agenda can be submitted by the shareholder or appointed proxy at any time during the meeting as long as chair of the meeting holds this open.

If you would like to ask a question relating to the items on the agenda, select the messaging icon.

Enter your question in the message box that says "Ask a Question". When you have finished writing your question, click on the submit button.

Questions submitted online will be moderated before going to the chair. This is to avoid repetition of questions as well as removal of inappropriate language.

**All shareholders who submit questions will be identified with their full names, but not holding of shares.**