

PROTOCOL ORDINARY GENERAL MEETING

On April 25, 2024, StrongPoint ASA held the ordinary general meeting.

The ordinary general meeting was held at ABG Sundal Colliers ASA's offices, Ruseløkkveien 26, Oslo.

The ordinary general meeting was opened by the Chairman of the Board Morthen Johannessen.

1 RECORD OF ATTENDING SHAREHOLDERS AND VOTES IN ADVANCE

12,691,472 shares and votes, of a total of 44,888,352, were represented, corresponding to 28.3% of the issued shares.

2 APPROVAL OF THE NOTICE AND THE AGENDA

It was stated that the notice had been sent to all shareholders with a known address on 04 April 2024. As there were no objections, the notice and agenda were approved. The chairman of the meeting declared the ordinary general meeting legally set.

3 APPROVAL OF THE ANNUAL ACCOUNTS AND THE ANNUAL REPORT OF THE 2023 FINANCIAL YEAR

The board's proposals for annual accounts, annual report and principles for corporate governance were published in the company's annual report on the company's website together with the notice of the general meeting. The auditor's report was also included in the annual report.

The board's proposal for annual accounts and annual report for the financial year 2023, as well as the company's principles for corporate governance, were unanimously approved.

4 APPROVAL OF THE AUDITOR'S FEE

In accordance with the Board of Directors proposal, the remuneration of the company's auditor Ernst & Young with NOK 592,780 for auditing and related services for the year 2023, was unanimously approved.

5 DIVIDEND FOR THE 2023 FINANCIAL YEAR

It was informed that the Board of Directors do not propose to pay a dividend for the financial year 2023.

6 THE BOARD OF DIRECTORS REPORT ON CORPORATE GOVERNANCE

Pursuant to section 5-6 (4) of the Norwegian Public Limited Liability Companies Act, the annual general meeting shall review and evaluate the board of directors' report on corporate governance which has been prepared in accordance with section 3-3b of the Norwegian Accounting Act. The statement is included in the annual report which is available at the Company's web-page strongpoint.com. The report was not subject to voting by the General Meeting.

7 BOARD MEMBERS

The chairman of the board, Morthen Johannessen, explained the nomination committee's recommendation. A board member is elected for one (1) year at a time. The nomination committee's proposed one change. The nomination committee's proposal was unanimously approved and the following board members were elected:

- Morthen Johannessen (Chairman)
- Ingeborg Molden Hegstad (board member)
- Cathrine Laksfoss (board member)
- Audun Nordtveit (board member)
- Pål Wibe (board member)

8 DETERMINATION OF REMUNERATION TO THE BOARD MEMBERS

In accordance with the nomination committee's proposal, the board remuneration was unanimously approved in the period from the 2023 Annual General Meeting to the 2024 Annual General Meeting. The nomination committee's proposal to hold the remuneration at the same level as current year from the Annual General Meeting 2024 to the Annual General Meeting 2025, set at NOK 610,000 for the Chairman of the Board and NOK 305,000 for each of the other board members (of which 20% of gross fees must be used for share purchases), was unanimously approved.

The Nomination Committee's proposal to hold the remuneration for committee from the Annual General Meeting 2024 to the Annual General Meeting 2025 at the same level as current year:

- Chairman of the audit committee: NOK 70,000 per year
- Members of the audit committee: NOK 60,000 per year
- Chairman of the remuneration committee: NOK 50,000 per year
- Members of the remuneration committee: NOK 40,000 per year

was unanimously approved.

9 ELECTION OF MEMBERS OF THE NOMINATION COMMITTEE

The chairman of the board, Morthen Johannessen, explained the nomination committee's recommendation. A member of the nomination committee is elected for two (2) years at a time. The nomination committee's proposal were unanimously approved and the following members were elected to the nomination committee:

- Hilde Horn Gilen (Chair) (2023-2025)
- Are Juklestad Berg (2023-2025)
- Inger Johanne Solhaug (2024-2026)

10 SPECIFICATION OF THE RUMENERATION TO THE MEMBERS OF THE NOMINATION COMMITTEE

In accordance with the Nomination Committee's proposal, the remuneration of the nomination committee's members in the period from the Annual General Meeting 2023 to the Annual General Meeting 2024 was unanimously approved.

The Nomination Committee's proposal to hold the remuneration for committee work from the Annual General Meeting 2024 to the Annual General Meeting 2025 at the same level as current year of NOK 50,000 for the Chair and NOK 40,000 for the members was unanimously approved.

11 APPROVAL OF THE REMUNERATION REPORT

The remuneration report was approved with 99.98% of the votes in favor, 0.02% was against.

12 LONG TERM INCENTIVE PROGRAM

The Board's proposal of a long-term incentive program was approved with 82.1% of the votes in favor, 17.9% was against.

13 AUTORISATION FOR THE BOAD TO INCREASE THE SHARE CAPITAL

The board's proposal that the general meeting in accordance with the Public Limited Liability Companies Act § 10-14 authorize the board to increase the company's share capital by up to NOK 5,580,000, which amounts to 9,000,000 shares, was reviewed. The objective of the authorisation is to give the Board of Directors the possibility to issue shares that can be used in connection with future private placements, acquisitions of companies within the same industry, potential strategic acquisitions and /or mergers and for management and employee incentive programme including the Long Term Incentive program. The general meeting then passed the following resolution with 84.1% of the votes in favor:

- i. Pursuant to 10-14 of the Public Limited Liability Companies Act, the Board of Directors is granted a general authorisation to increase the share capital of the company by up to NOK 5 580 000.
- ii. The authorisation is valid until the next Annual General Meeting, however no longer than 30 June 2025.
- iii. The shareholders' preferential rights to the new shares can be disregarded pursuant to section 10-4 of the Public Limited Liability Companies Act.
- iv. The authorisation also includes an increase in the share capital of non-cash contributions, the right to incur responsibilities for the company, cf. section 10-2 of the Public Limited Liability Companies Act, and a capital increase by merger pursuant to section 13-5 of the Public Limited Liability Companies Act. The authorisation is also applicable in a take-over situation, cf. section 6-17 of the Securities Trading Act, and for management and employee incentive programme.
- v. The authorisation granted at the Annual General Meeting on 27 April 2023 to increase the share capital does not apply from the date this authorisation is registered.

14 AUTORISATION FOR THE BOARD TO ACQUIRE ITS OWN SHARES

The board's proposal that the general meeting in accordance with the Public Limited Liability Companies Act § 9-4 authorizes the board to acquire own shares with a total nominal value of up to NOK 2,728,000, which amounts to 4,400,000 shares, and corresponds to just under 10% of the company's share capital, was reviewed. The objective of the authorisation is to enable the Board of Directors to ensure an optimal capital structure at all times and that the company shall be able to have holdings of own shares which the Board can use as consideration in connection with potential acquisitions and for management and employee incentive programme including the Long Term Incentive program. The general meeting then passed the following resolution with 84.1% of the votes in favor:

- i. Pursuant to section 9-4 of the Public Limited Companies Act, the Board of Directors is authorized to acquire own shares of the company with a total nominal value of NOK 2,728,000, which represents just under 10% of the company's share capital.
- ii. The highest amount which can be paid per share is NOK 100 and the lowest is NOK 0.10.

- iii. The Board of Directors can sell shares at a price that is roughly equivalent to the market price. In addition, the acquisition and sale of shares can take place as the Board of Directors sees fit, however provided that it is not permitted to subscribe for own shares. The authorisation may also be used in take-over situations, cf. Section 6-17 of the Securities Trading Act, and for management and employee incentive programme. The Board of Directors shall ensure that the rules regarding equal treatment of the company's shareholders and the prohibition against granting shareholders unreasonable benefits to the detriment of other shareholders are respected.
- iv. The authorisation is valid until the next Annual General Meeting, however no longer than 30 June 2025.
- v. The authorisation to purchase shares granted at the Annual General Meeting on 27 April 2023 does not apply from the date this authorisation is registered.

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The agenda for the ordinary General Meeting had no further items and the meeting was adjourned.



Morthen Johannessen



Marius Drefvelin

Votes at the ordinary general meeting 25.04.2024

Name	Number of shares	%
Drefvelin Marius	17 000	0,0 %
Gilen Hilde	19 090	0,0 %
Gómez Lorena	19 846	0,0 %
Greger Stein	472	0,0 %
Hetland Eivind	10 000	0,0 %
IFSL Marlborough European Special Situations Fund	1 403 665	3,1 %
Johannessen Morthen incl. fully owned companies	113 989	0,3 %
Kawa Invest AS	170 000	0,4 %
Laksfoss Cathrine	6 138	0,0 %
Laxey AS	74 000	0,2 %
Mažulis Rimantas	30 523	0,1 %
Nordtveit Audun	23 999	0,1 %
Olsen, Knut Olav Nyhus	37 918	0,1 %
Quaero Capital Funds Lux Argonaut	2 011 821	4,5 %
Sole Active AS	2 221 717	4,9 %
SPDR Portfolio Europe ETF	1 290	0,0 %
Stabell Ann Merete	27 960	0,1 %
Stichting Bedrijfstakpensioen Fonds Voor De Media PNO	2 607	0,0 %
Strømstangen AS	3 933 092	8,8 %
Sveinja Invest AS	160 000	0,4 %
Tohatt AS	869 807	1,9 %
Tveraabak Jacob incl. fully owned companies	230 843	0,5 %
Ugelstad Per Einar	422 800	0,9 %
Verdipapirfondet DNB SMB	202 895	0,5 %
Waler AS	680 000	1,5 %
	12 691 472	28,3 %
Total number of shares	44 888 352	