

NOTICE OF EXTRAORDINARY GENERAL MEETING

Due to the current COVID 19 situation, StrongPoint's Board of Directors has decided to call for an Extraordinary General Meeting on a digital platform only, as announced at the Company's website strongpoint.com/investor.

The meeting will be held **at 09.00 hrs CET on 22 October 2020**

The Board of Directors has decided the following practical arrangements:

- The webcast will be one-way communication. All shareholders' votes need to be completed in advance
- The Chairman of the Board, the CEO and CFO, and the chairman of the Compensation Committee will be present at the company's headquarter to facilitate and lead the meeting. The Chairman of the Compensation Committee will present the proposal for the Long Term Incentive Program for StrongPoint's Group Management
- How to vote:
 - o Submit your votes in advance on email to investor@strongpoint.com by 1600 CET on 20 October 2020.
 - o An appropriate form is attached with this notice.

The Extraordinary General Meeting (EGM) will be opened by the Chairman of the Board of Directors, Morthen Johannessen, who will chair the meeting. Hilde Gilen will co-sign the minutes. The Board of Directors proposes the following agenda:

1. Record of attending shareholders and votes in advance

2. Approval of the notice and the agenda

3. Approval of dividend for the 2019 financial year

Due to the uncertainties related to the COVID-19 virus outbreak, the dividend proposal was at the April Annual General Meeting postponed until further notice. Given the company's performance year to date, expected outlook and solid liquidity position, the Board of Directors now find it correct to propose a dividend payment also for the financial year 2019.

The Board of Directors proposes a dividend of NOK 0.60 per share for the financial year 2019, which represents a total dividend payment of MNOK 26.6. The dividend is payable to the shareholders as of 22 October 2020. Payment of dividends to foreign shareholders will be deducted for any Norwegian withholding tax (up to 25 % of the dividend) in accordance with applicable regulations.

4. Approval of Long Term Investment Program

The Board of Directors has over time worked on compensation programs that align key personnel's remuneration and incentives with shareholders' interest. Share purchase programs, mandatory use of part of management's cash bonuses to buy shares and Board of Directors partly compensated in shares are all examples of this. In order to also cover the more long term aspects the Board has considered some different alternatives, and have concluded that a share based Long Term Incentive Program (LTIP) for Group Management would be a good instrument also for StrongPoint.

1. Share incentive program for Group Management

The Board of Directors intends to launch an equity-settled, share-based option plan as part of the total remuneration plan for the Group management team. The option program is designed to align and incentivize management performance with shareholder value creation and to attract and retain high calibre executive management and key personnel. The Board considers this to be an important element in the efforts to reach the communicated 2025 strategic milestones and ambitions. The Participants will be eligible to participate in the company's incentive program called Long Term Incentive Program "LTIP" 2020.

The share options allocated under LTIP 2020 will be allocated to the Participants based on company- and individual goal achievement, and at the Board's discretion. The Board will take into consideration the company's goals and strategies as well as targeted performance for executive management, when granting options.

The option plan is a performance-based remuneration scheme reflecting the underlying long-term value creation of the company. The limits for the allocation of share options to the Participants is determined by the board, within the board mandates approved by the EGM.

The EGM is requested to authorize the Board to settle the options either by issuing new shares or by acquiring own shares in the market. The number of options granted under the LTIP 2020 grant will not exceed 3 % of the total current outstanding shares of the company. The LTIP will continue with yearly allocation of shares, each at 1-3 % of the total outstanding shares of the company. The total number of options shall never exceed 10 % of outstanding shares.

The option scheme will be granted with a strike price equal to the market price at grant. The options will vest over three years, with ¼ vesting after one year, ¼ after two years, and the remaining 2/4 after three years. Any non-exercised options expire five years after grant. The authorization suggested below is, however, limited to one year only.

The Board will decide further terms and conditions. A presentation of the considerations done by the Board of Directors will be distributed before the EGM and will be presented in the meeting. Further details will be presented to relevant parties in LTIP 2020 program.

On this background, it is proposed that the general meeting adopts the following:

1.1 Authorization to the Board to increase the share capital through the issue of new shares

The board proposes that the general meeting passes the following resolution:

- (i) "Pursuant to section 10-14 of the Public Limited Liability Companies Act, the board is granted authorization to increase the company's share capital by issuing new shares with a total nominal value of up to NOK 825,394.84 equal to 1 331 282 shares, each with a nominal value of NOK 0.62.
- (ii) The authorization may be exercised through one or several capital increases.
- (iii) This authorization may only be exercised in connection with the share options allocated under LTIP 2020 for the company's executive management and key personnel.
- (iv) The existing shareholders' pre-emptive rights may be waived.
- (v) The Board is granted the power to determine the subscription rate and the conditions for subscription.
- (vi) The authorization is valid until the AGM in 2021, expiring at the latest on 30 June 2021."

1.2 Authorization to the Board to acquire own shares

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

- (i) "The company may acquire own shares. Pursuant to section 9-4 of the Public Limited Liability Companies Act, the Board is hereby authorized to make such acquisitions on behalf of the company and may further dispose of such shares.
- (ii) This authorization may only be exercised in connection with the share options allocated under LTIP 2020 for the company's executive management.
- (iii) The maximum nominal value of the shares which the company may acquire in total may not exceed NOK 825,394.84. The Board may use the authorization on several occasions within the scope of the total nominal value as mentioned.
- (iv) The minimum and the maximum amount which may be paid for each share is NOK 0.10 and NOK 100 respectively. The Board determines the consideration when disposing of the Company's own shares.
- (v) The Board decides, in its own discretion, in which ways the company's own shares shall be acquired.
- (vi) The authorization to acquire own shares is valid until the AGM in 2021, expiring at the latest on 30 June 2021."

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Shareholders wishing to vote at the extraordinary general meeting are requested to give notice by sending the attached voting form to the company's email address investor@strongpoint.com by 16:00 CET on 20 October 2020.

In order to register votes, the following alternatives are available:

- The shareholders can send in written votes in advance. The form, including detailed instructions for the use of the form, is available on the company's website and attached to this notice. Completed form with votes in advance need to be sent to the company's email address investor@strongpoint.com before 16:00 CET on 20 October 2020.
- If the shareholder does not have access to a printer, send an email to investor@strongpoint.com and the company will send a template where the shareholder can fill in the information directly in the email and return it to investor@strongpoint.com

StrongPoint ASA is a public limited company subject to the rules of the Norwegian Public Limited Companies Act. As of the date of this notice, the company has issued 44 376 040 shares, each of which has one vote. The shares also have the same rights. As of the date of this notice, the company holds 95 717 own shares, for which votes cannot be cast.

This notice, other documents related to the matters that will be addressed at the extraordinary general meeting, including the documents referred to in this notice, proposed resolutions to the items in the suggested agenda, as well as the company's Articles of Association, are available at the company's website: <https://www.strongpoint.com/about-strongpoint/investor/reports-financial-data/notice-to-general-assembly/>

Shareholders can contact the company by post, email or telephone to be sent the relevant documents. Address: StrongPoint ASA, Slynga 10, 2005 Rælingen, email: investor@strongpoint.com or telephone no: +47 03254.

Rælingen, 28 September 2020

For the Board of Directors of StrongPoint ASA

Morthen Johannessen
Chairman

Overview of appendices etc to the notice which are available at the company's internet site set out above

Appendix 1: Form for voting to the extraordinary general meeting

VOTES IN ADVANCE – EXTRAORDINARY GENERAL MEETING 22 OCTOBER 2020 IN STRONGPOINT ASA

The extraordinary general meeting 22 October 2020 is held digitally due to the risk of COVID-19 virus infection. If the shareholder would like to send in votes in advance, this form should be sent on email investor@strongpoint.com no later than 4pm on 20 October 2020.

If the shareholder does not have access to printer and scanner without unnecessary risk of infection of the COVID-19-virus, the shareholder should send an email to investor@strongpoint.com and the company will send a template where the shareholder can fill in the information directly in the email and return it to investor@strongpoint.com

The votes shall be cast in accordance with the instructions below. Please note that **if the alternatives below are not ticked off, this will be deemed to be an instruction to vote "in favour" of the proposals in the notice.**

Items:	In favour	Against	No vote
2. Approval of the notice and the agenda for the extraordinary general meeting			
3. Approval of dividend for the 2019 financial year			
4. Approval of Long Term Investment Program			

The name and address of the shareholder: _____

_____ Date _____ Place _____ Shareholder's signature

If the shareholder is a company, a current certificate of registration must be attached to the form.