

*In case of discrepancy between the original text in the Norwegian language and the English language translation, the Norwegian text shall prevail.*

**PROTOKOLL FRA ORDINÆR  
GENERALFORSAMLING**

Den 27. mai 2020 kl. 09.00 ble det avholdt ordinær generalforsamling i B2Holding ASA, org nr. 992 249 986, ("**Selskapet**"), på kontorene til Advokatfirmaet Thommessen AS i Haakon VII's gate 10, 0161 Oslo.

Generalforsamlingen ble åpnet av styrets leder, Jon Harald Nordbrekken, som opptok fortegnelse over de møtende aksjeeierne. Fortegnelsen, inkludert antall aksjer og stemmer representert, er inntatt som Vedlegg 1 til denne protokollen.

I henhold til fortegnelsen var 225.916.143 av totalt 409.932.598 aksjer og stemmer, tilsvarende 55,11% av aksjekapitalen, representert på generalforsamlingen.

Følgende saker ble behandlet:

**1 VALG AV MØTELEDER**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

*Hans Cappelen Arnesen fra Advokatfirmaet Thommessen AS velges til møteleder.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemmingsresultat inntatt som Vedlegg 2 til protokollen.

**2 GODKJENNELSE AV INNKALLING OG  
DAGSORDEN**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

*Innkalling og dagsorden godkjennes.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemmingsresultat inntatt som Vedlegg 2 til protokollen.

**MINUTES OF ANNUAL  
GENERAL MEETING**

The annual general meeting of B2Holding ASA, reg. no. 992 249 986 (the "**Company**"), was held on 27 May 2020 at 09:00 hours (CEST) at the offices of Advokatfirmaet Thommessen AS at Haakon VII's gate 10, 0161 Oslo.

The General Meeting was opened by the Chairman of the Board of Directors, Jon Harald Nordbrekken, who made a record of attending shareholders. The record of attending shareholders, including the number of shares and votes represented, is attached to these minutes as Appendix 1.

Pursuant to the record, 225,916,143 of a total of 409,932,598 shares and votes, corresponding to 55.11% of the share capital, were represented at the general meeting.

The following matters were discussed:

**1 ELECTION OF THE CHAIR OF THE  
MEETING**

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

*Hans Cappelen Arnesen from Advokatfirmaet Thommessen AS is elected to chair the meeting.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

**2 APPROVAL OF THE NOTICE AND THE  
AGENDA**

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

*The notice and the agenda are approved.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

**3 VALG AV PERSON TIL Å  
MEDUNDERTEGNE PROTOKOLLEN**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

*Jon Harald Nordbrekken velges til å undertegne protokollen sammen med møtelederen.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

**4 GODKJENNELSE AV ÅRSREGNSKAPET  
OG ÅRSBERETNINGEN FOR  
REGNSKAPSÅRET 2019**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

*Selskapets regnskap og Selskapets årsrapport, herunder konsernregnskap og årsberetning, for regnskapsåret 2019 godkjennes.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

**5 GODTGJØRELSE TIL SELSKAPETS  
REVISOR FOR 2019**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

*Godtgjørelse etter regning til Selskapets revisor for revisjon og revisjonsrelaterte tjenester i regnskapsåret 2019 godkjennes.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

**6 GODTGJØRELSE AV STYRETS  
MEDLEMMER**

**6.1 Styrets medlemmer**

I samsvar med valgkomiteens innstilling fattet generalforsamlingen følgende vedtak:

*Valgkomitéens forslag til godtgjørelse til styrets medlemmer godkjennes.*

**3 ELECTION OF A PERSON TO CO-SIGN  
THE MINUTES**

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

*Jon Harald Nordbrekken is elected to sign the minutes together with the chairman of the meeting.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

**4 APPROVAL OF THE ANNUAL ACCOUNTS  
AND ANNUAL REPORT FOR THE  
FINANCIAL YEAR 2019**

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

*The Company's annual accounts and the Company's annual report, including the group's annual accounts and the board of directors' report, for the financial year 2019 are approved.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

**5 REMUNERATION TO THE COMPANY'S  
AUDITOR FOR 2019**

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

*Remuneration based on invoices to the Company's auditor for audit and audit related services during the financial year 2019 is approved.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

**6 REMUNERATION FOR BOARD MEMBERS**

**6.1 Board members**

In accordance with the Nomination Committee's proposal, the general meeting adopted the following resolution:

*The Nomination Committee's proposal for remuneration to the members of the Board of Directors is approved.*



Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

## **6.2 Revisjonsutvalgets medlemmer**

I samsvar med valgkomiteens innstilling fattet generalforsamlingen følgende vedtak:

*Valgkomitéens forslag til godtgjørelse til Revisjonsutvalgets medlemmer godkjennes.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

## **6.3 Kompensasjonsutvalgets medlemmer**

I samsvar med valgkomiteens innstilling fattet generalforsamlingen følgende vedtak:

*Valgkomitéens forslag til godtgjørelse til Kompensasjonsutvalgets medlemmer godkjennes.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

## **7 GODTGJØRELSE TIL VALGKOMITEENS MEDLEMMER**

I samsvar med valgkomiteens innstilling fattet generalforsamlingen følgende vedtak:

*Valgkomitéens forslag til godtgjørelse til valgkomitéens medlemmer godkjennes.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

## **8 VALG**

### **8.1 Valg av styre**

I samsvar med valgkomiteens innstilling valgte generalforsamlingen følgende personer som styremedlemmer for perioden frem til ordinær generalforsamling i 2022:

- Harald Thorstein (styreleder)

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

## **6.2 Members of the Audit Committee**

In accordance with the Nomination Committee's proposal, the general meeting adopted the following resolution:

*The Nomination Committee's proposal for remuneration to the members of the Audit Committee is approved.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

## **6.3 Members of the Remuneration Committee**

In accordance with the Nomination Committee's proposal, the general meeting adopted the following resolution:

*The Nomination Committee's proposal for remuneration to the members of the Remuneration Committee is approved.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

## **7 REMUNERATION FOR MEMBERS OF THE NOMINATION COMMITTEE**

In accordance with the Nomination Committee's proposal, the general meeting adopted the following resolution:

*The Nomination Committee's proposal for remuneration to members of the Nomination Committee is approved.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

## **8 ELECTIONS**

### **8.1 Election of the Board of Directors**

In accordance with the Nomination Committee's proposal, the general meeting elected the following board members for the period until the annual general meeting in 2022:

- Harald Thorstein (Chair)

- *Trond Kristian Andreassen (styremedlem)*
- *Niklas Wiberg (styremedlem)*
- *Grethe Wittenberg Meier (styremedlem)*
- *Trygve Lauvdal (styremedlem)*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

Etter valget består Selskapets styre av følgende personer:

- Harald Thorstein (leder)
- Niklas Wiberg (styremedlem)
- Adele Bugge Norman Pran (styremedlem)
- Kari Skeidsvoll Moe (styremedlem)
- Trond Kristian Andreassen (styremedlem)
- Grethe Wittenberg Meier (styremedlem)
- Trygve Lauvdal (styremedlem)

## **8.2 Valgkomiteen**

I samsvar med valgkomiteens innstilling valgte generalforsamlingen følgende personer som medlemmer av valgkomiteen for perioden frem til ordinær generalforsamling i 2021:

- *Kjetil Garstad (leder)*
- *Albert Collett*
- *Hans Thrane Nielsen*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

## **9 STYRETS ERKLÆRING OM FASTSETTELSE AV LØNN OG ANNEN GODTGJØRELSE TIL LEDENDE ANSATTE**

Generalforsamlingen behandlet styrets erklæring om fastsettelse av lønn og annen godtgjørelse til ledende

- *Trond Kristian Andreassen (board member)*
- *Niklas Wiberg (board member)*
- *Grethe Wittenberg Meier (board member)*
- *Trygve Lauvdal (board member)*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

After the election, the following persons constitute the Company's Board of Directors:

- Harald Thorstein (Chair)
- Niklas Wiberg (board member)
- Adele Bugge Norman Pran (board member)
- Kari Skeidsvoll Moe (board member)
- Trond Kristian Andreassen (board member)
- Grethe Wittenberg Meier (board member)
- Trygve Lauvdal (board member)

## **8.2 The Nomination Committee**

In accordance with the Nomination Committee's proposal, the general meeting elected the following persons as members of the Nomination Committee for the period until the annual general meeting in 2021:

- *Kjetil Garstad (Chair)*
- *Albert Collett*
- *Hans Thrane Nielsen*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

## **9 THE BOARD OF DIRECTORS' STATEMENT ON THE DETERMINATION OF SALARY AND OTHER REMUNERATION TO THE EXECUTIVE MANAGEMENT**

The Board of Directors' declaration on determination of salary and other remuneration to the executive management was considered by the general meeting.

ansatte. Erklæringen er inntatt i årsregnskapet for 2019.

**9.1 Rådgivende avstemning over styrets retningslinjer for fastsettelse av lønn og annen godtgjørelse til ledende ansatte**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

*Generalforsamlingen gir sin tilslutning til styrets retningslinjer for fastsettelse av lønn og annen godtgjørelse til ledende ansatte.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

**9.2 Godkjenning av styrets forslag til retningslinjer for aksjeverdibasert godtgjørelse**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

*Generalforsamlingen godkjenner styrets forslag til retningslinjer om aksjeverdibasert godtgjørelse til ledende ansatte.*

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

**10 REDEGJØRELSE FOR FORETAKSSTYRING**

Det ble referert til hovedinnholdet i redegjørelsen om eierstyring og selskapsledelse som er utarbeidet i henhold til regnskapsloven § 3-3b. Redegjørelsen er inntatt i årsrapporten for 2019.

Det ble ikke fremsatt noen bemerkninger til redegjørelsen.

**11 FULLMAKTER TIL STYRET**

**11.1 Fullmakt til å forhøye aksjekapitalen for å honorere opsjoner tildelt av Selskapet**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

The declaration is included in the annual report for 2019.

**9.1 Advisory vote on the Board of Directors' guidelines on the determination of salary and other remuneration to the executive management**

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

*The general meeting endorses the board of directors' guidelines for the determination of salary and other remuneration to the executive management.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

**9.2 Approval of the Board of Directors' proposal for guidelines on equity based remuneration**

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

*The general meeting approves the board of directors' proposal for guidelines regarding equity-based remuneration to the executive management.*

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

**10 STATEMENT ON CORPORATE GOVERNANCE**

The main contents of the statement on corporate governance prepared in accordance with Section 3-3b of the Norwegian Accounting Act was referred to. The statement is included in the annual report for 2019.

No remarks to the statement was made by the general meeting.

**11 AUTHORIZATIONS TO THE BOARD OF DIRECTORS**

**11.1 Authorization to increase the share capital to honor options granted by the Company**

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

- |  |   |
|--|---|
| <p>(i) "I henhold til allmennaksjeloven § 10-14 gis styret fullmakt til å forhøye Selskapets aksjekapital med inntil NOK 2.233.449,40.</p> | <p>(i) Pursuant to Section 10-14 of the Norwegian Public Limited Liability Companies Act, the Board of Directors is granted an authorization to increase the Company's share capital by up to NOK 2,233,449.40.</p>     |
| <p>(ii) Aksjeeiernes fortrinnsrett til nye aksjer etter allmennaksjelovens § 10-4 kan fravikes, jf. § 10-5.</p>                            | <p>(ii) The shareholders' preferential to the new shares pursuant to section 10-4 of the Norwegian Public Limited Liability Companies Act may be deviated from, cf. section 10-5.</p>                                   |
| <p>(iii) Fullmakten omfatter ikke kapitalforhøyelse mot innskudd i andre eiendeler enn penger, jf. allmennaksjeloven § 10-2.</p>           | <p>(iii) The authorization does not cover capital increase against non-cash contributions, including capital increases by way of set-off, cf. section 10-2 of the Norwegian Public Limited Liability Companies Act-</p> |
| <p>(iv) Fullmakten omfatter ikke kapitalforhøyelse ved fusjon etter allmennaksjeloven § 13-5."</p>   | <p>(iv) The authorization does not cover capital increases in connection with mergers pursuant to section 13-5 of the Norwegian Public Limited Liability Companies Act.</p>   |
| <p>(v) Fullmakten gjelder frem til Selskapets ordinære generalforsamling i 2021, likevel ikke lenger enn til og med 30. juni 2021.</p>     | <p>(v) The authorization is valid until the Company's Annual General Meeting in 2021, but no longer than to and including 30 June 2021.</p>   |

Beslutningen ble truffet med nødvendig flertall, jf. avstemmingsresultat inntatt som Vedlegg 2 til protokollen.

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

#### **11.2 Fullmakt til å forhøye aksjekapitalen i forbindelse med oppkjøp og innhenting av egenkapital**

#### **11.2 Authorization to increase the share capital in connection with acquisitions and raising equity**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

- |   |  |
|---|--|
| <p>(i) I henhold til allmennaksjeloven § 10-14 gis styret fullmakt til å forhøye Selskapets aksjekapital med inntil NOK 4.099.325, tilsvarende 10 % (avrundet) av aksjekapitalen.</p> | <p>(i) Pursuant to section 10-14 of the Norwegian Public Limited Liability Companies Act, the Board of Directors is granted an authorization to increase the Company's share capital by up to NOK 4.099.325, equivalent to 10% (rounded) of the share capital.</p> |
| <p>(ii) Aksjeeiernes fortrinnsrett til de nye aksjer etter allmennaksjeloven § 10-4 kan fravikes, jf. § 10-5.</p>   | <p>(ii) The shareholders' preferential right to the new shares pursuant to section 10-4 of the Norwegian Public Limited Liability Companies Act may be deviated from, cf. section 10-5.</p>  |
| <p>(iii) Fullmakten omfatter kapitalforhøyelse mot innskudd i andre eiendeler enn penger, jf. allmennaksjeloven § 10-2.</p>   | <p>(iii) The authorization comprises share capital increase against contribution in kind, cf. section 10-2 of the Norwegian Public Limited Liability Companies Act.</p>  |
| <p>(iv) Fullmakten omfatter ikke kapitalforhøyelse ved fusjon etter allmennaksjeloven § 13-5.</p>   | <p>(iv) The authorization does not comprise share capital increase in connection with mergers</p>  |

- (v) Fullmakten gjelder frem til Selskapets ordinære generalforsamling i 2021, likevel ikke lenger enn til og med 30. juni 2021.

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

### 11.3 Fullmakt til å erverve egne aksjer

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

- (i) I henhold til allmennaksjeloven § 9-4 gis styret fullmakt til å kjøpe, på vegne av Selskapet, egne aksjer med en samlet pålydende verdi opp til NOK 4.099.325, tilsvarende 10 % (avrundet) av aksjekapitalen.
- (ii) Det høyeste beløp som kan betales per aksje er lik fem dagers volumvektet gjennomsnittspris på aksjene som er notert på Oslo Børs før tidspunktet for ervervet pluss 5 %, og det minste er NOK 0,10.
- (iii) Styret har fullmakt til å erverve og avhende egne aksjer slik styret finner det hensiktsmessig. Erverv skal likevel ikke skje ved tegning av egne aksjer.
- (iv) Egne aksjer ervervet under fullmakten kan enten benyttes til å oppfylle Selskapets forpliktelser i tilknytning til oppkjøp, incentivordninger for ansatte, oppfylle eventuelle "earn-out" ordninger, selges for å styrke Selskapets egenkapital eller slettes.
- (v) Fullmakten gjelder frem til Selskapets ordinære generalforsamling i 2021, likevel ikke lenger enn til og med 30. juni 2021.

Beslutningen ble truffet med nødvendig flertall, jf. avstemningsresultat inntatt som Vedlegg 2 til protokollen.

\* \* \*

Mer forelå ikke til behandling.

pursuant to section 13-5 of the Norwegian Public Limited Liability Companies Act.

- (v) The authorization is valid until the Company's Annual General Meeting in 2021, but no longer than to and including 30 June 2021.

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

### 11.3 Authorization to acquire treasury shares

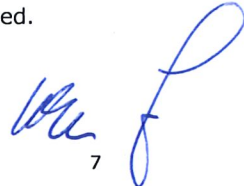
In accordance with the board of directors' proposal, the general meeting adopted the following resolution:

- (i) Pursuant to section 9-4 of the Norwegian Public Limited Liability Companies Act, the Board of Directors is granted an authorization to, on behalf of the Company, acquire own shares with a total nominal value of up to NOK 4,099,325, equaling 10% (rounded) of the share capital.
- (ii) The maximum amount to be paid per share is the volume weighted average price as quoted on the Oslo Stock Exchange for the five business days prior to the time of the acquisition plus 5%, and the minimum is NOK 0.10.
- (iii) The Board of Directors is authorized to acquire and sell shares held in treasury as it deems appropriate, provided however that the acquisition shall not be made by subscription of own shares.
- (iv) Treasury shares acquired under the authorization may be utilized to either fulfil the Company's obligations in connection with acquisitions, employee incentive arrangements, fulfilment of earn-out arrangements, be sold to strengthen the Company's equity or be cancelled.
- (v) The authorization is valid until the Company's Annual General Meeting in 2021, but no longer than to and including 30 June 2021.

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

\* \* \*

There were no further matters to be discussed.



Generalforsamlingen ble hevet.

\* \* \*



Hans Cappelen Arnesen  
(Møteleder / Chair of the meeting)

The general meeting was adjourned.

\* \* \*



Jon Harald Nordbrekken  
(Medundertegner / Co-signer)

**Vedlegg:**

1. Fortegnelse over møtende aksjonærer, inkludert antall aksjer og stemmer representert.
2. Stemmeresultater

**Appendices:**

1. Record of attending shareholders, including the number of shares and votes represented.
2. Voting results





## Total Represented

ISIN:	<u>NO0010633951 B2HOLDING ASA</u>
General meeting date:	27/05/2020 09.00
Today:	27.05.2020

Number of persons with voting rights represented/attended : 2

	Number of shares	% sc
Total shares	409,932,598	
- own shares of the company	0	
Total shares with voting rights	409,932,598	
Represented by own shares	2,200,000	0.54 %
Represented by advance vote	29,084,322	7.10 %
<b>Sum own shares</b>	<b>31,284,322</b>	<b>7.63 %</b>
Represented by proxy	12,373,842	3.02 %
Represented by voting instruction	182,257,979	44.46 %
<b>Sum proxy shares</b>	<b>194,631,821</b>	<b>47.48 %</b>
<b>Total represented with voting rights</b>	<b>225,916,143</b>	<b>55.11 %</b>
<b>Total represented by share capital</b>	<b>225,916,143</b>	<b>55.11 %</b>

Registrar for the company:

DNB Bank ASA

*Henriette Sandvik*

Signature company:

B2HOLDING ASA





## Protocol for general meeting B2HOLDING ASA

ISIN:	<u>NO0010633951 B2HOLDING ASA</u>
General meeting date:	27/05/2020 09.00
Today:	27.05.2020

Shares class	FOR	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
<b>Agenda item 1 Election of the Chair of the meeting</b>						
Ordinær	225,896,143	0	225,896,143	20,000	0	225,916,143
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	55.11 %	0.00 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>225,896,143</b>	<b>0</b>	<b>225,896,143</b>	<b>20,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 2 Approval of the notice and the agenda</b>						
Ordinær	225,890,943	5,200	225,896,143	20,000	0	225,916,143
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	55.10 %	0.00 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>225,890,943</b>	<b>5,200</b>	<b>225,896,143</b>	<b>20,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 3 Election of a person to co-sign the minutes</b>						
Ordinær	225,896,143	0	225,896,143	20,000	0	225,916,143
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	55.11 %	0.00 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>225,896,143</b>	<b>0</b>	<b>225,896,143</b>	<b>20,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 4 Approval of the annual accounts and annual report for the financial year 2019</b>						
Ordinær	225,896,143	0	225,896,143	20,000	0	225,916,143
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	55.11 %	0.00 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>225,896,143</b>	<b>0</b>	<b>225,896,143</b>	<b>20,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 5 Remuneration to the Company's auditor for 2019</b>						
Ordinær	225,887,999	4,144	225,892,143	24,000	0	225,916,143
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	55.10 %	0.00 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>225,887,999</b>	<b>4,144</b>	<b>225,892,143</b>	<b>24,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 6.1 Remuneration for board members</b>						
Ordinær	225,842,473	70,183	225,912,656	3,487	0	225,916,143
votes cast in %	99.97 %	0.03 %		0.00 %		
representation of sc in %	99.97 %	0.03 %	100.00 %	0.00 %	0.00 %	
total sc in %	55.09 %	0.02 %	55.11 %	0.00 %	0.00 %	
<b>Total</b>	<b>225,842,473</b>	<b>70,183</b>	<b>225,912,656</b>	<b>3,487</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 6.2 Remuneration for members of the Audit Committee</b>						
Ordinær	225,845,393	70,144	225,915,537	606	0	225,916,143
votes cast in %	99.97 %	0.03 %		0.00 %		
representation of sc in %	99.97 %	0.03 %	100.00 %	0.00 %	0.00 %	
total sc in %	55.09 %	0.02 %	55.11 %	0.00 %	0.00 %	
<b>Total</b>	<b>225,845,393</b>	<b>70,144</b>	<b>225,915,537</b>	<b>606</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 6.3 Remuneration for the members of the Remuneration Committee</b>						

Shares class	FOR	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
Ordinær	225,838,148	70,183	225,908,331	7,812	0	225,916,143
votes cast in %	99.97 %	0.03 %		0.00 %		
representation of sc in %	99.97 %	0.03 %	100.00 %	0.00 %	0.00 %	
total sc in %	55.09 %	0.02 %	55.11 %	0.00 %	0.00 %	
<b>Total</b>	<b>225,838,148</b>	<b>70,183</b>	<b>225,908,331</b>	<b>7,812</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 7 Remuneration for members of the Nomination Committee</b>						
Ordinær	220,438,148	5,475,383	225,913,531	2,612	0	225,916,143
votes cast in %	97.58 %	2.42 %		0.00 %		
representation of sc in %	97.58 %	2.42 %	100.00 %	0.00 %	0.00 %	
total sc in %	53.77 %	1.34 %	55.11 %	0.00 %	0.00 %	
<b>Total</b>	<b>220,438,148</b>	<b>5,475,383</b>	<b>225,913,531</b>	<b>2,612</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 8.1.1 Election of the Board of Directors - Harald Thorstein (Chair)</b>						
Ordinær	224,856,916	1,039,227	225,896,143	20,000	0	225,916,143
votes cast in %	99.54 %	0.46 %		0.00 %		
representation of sc in %	99.53 %	0.46 %	99.99 %	0.01 %	0.00 %	
total sc in %	54.85 %	0.25 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>224,856,916</b>	<b>1,039,227</b>	<b>225,896,143</b>	<b>20,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 8.1.2 Election of the Board of Directors - Trond Kristian Andreassen (board member)</b>						
Ordinær	224,862,116	1,034,027	225,896,143	20,000	0	225,916,143
votes cast in %	99.54 %	0.46 %		0.00 %		
representation of sc in %	99.53 %	0.46 %	99.99 %	0.01 %	0.00 %	
total sc in %	54.85 %	0.25 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>224,862,116</b>	<b>1,034,027</b>	<b>225,896,143</b>	<b>20,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 8.1.3 Election of the Board of Directors - Niklas Wiberg (board member)</b>						
Ordinær	224,860,110	898,033	225,758,143	158,000	0	225,916,143
votes cast in %	99.60 %	0.40 %		0.00 %		
representation of sc in %	99.53 %	0.40 %	99.93 %	0.07 %	0.00 %	
total sc in %	54.85 %	0.22 %	55.07 %	0.04 %	0.00 %	
<b>Total</b>	<b>224,860,110</b>	<b>898,033</b>	<b>225,758,143</b>	<b>158,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 8.1.4 Election of the Board of Directors - Grethe Wittenberg Meier (board member)</b>						
Ordinær	225,894,137	2,006	225,896,143	20,000	0	225,916,143
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	55.11 %	0.00 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>225,894,137</b>	<b>2,006</b>	<b>225,896,143</b>	<b>20,000</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 8.1.5 Election of the Board of Directors - Trygve Lauvdal (board member)</b>						
Ordinær	224,854,910	1,039,227	225,894,137	22,006	0	225,916,143
votes cast in %	99.54 %	0.46 %		0.00 %		
representation of sc in %	99.53 %	0.46 %	99.99 %	0.01 %	0.00 %	
total sc in %	54.85 %	0.25 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>224,854,910</b>	<b>1,039,227</b>	<b>225,894,137</b>	<b>22,006</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 8.2.1 Election of the Nomination Committee - Kjetil Garstad (leder)</b>						
Ordinær	225,884,937	9,200	225,894,137	22,006	0	225,916,143
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	55.10 %	0.00 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>225,884,937</b>	<b>9,200</b>	<b>225,894,137</b>	<b>22,006</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 8.2.2 Election of the Nomination Committee - Hans Thrane Nielsen (member)</b>						
Ordinær	225,884,937	9,200	225,894,137	22,006	0	225,916,143
votes cast in %	100.00 %	0.00 %		0.00 %		

Shares class	FOR	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
representation of sc in %	99.99 %	0.00 %	99.99 %	0.01 %	0.00 %	
total sc in %	55.10 %	0.00 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>225,884,937</b>	<b>9,200</b>	<b>225,894,137</b>	<b>22,006</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 9.1 Advisory vote on the Board of Directors' guidelines on the determination of salary and other remuneration to the executive management</b>						
Ordinær	200,980,634	24,908,965	225,889,599	26,544	0	225,916,143
votes cast in %	88.97 %	11.03 %		0.00 %		
representation of sc in %	88.96 %	11.03 %	99.99 %	0.01 %	0.00 %	
total sc in %	49.03 %	6.08 %	55.10 %	0.01 %	0.00 %	
<b>Total</b>	<b>200,980,634</b>	<b>24,908,965</b>	<b>225,889,599</b>	<b>26,544</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 9.2 Approval of the Board of Directors' proposal for guidelines on equity based remuneration</b>						
Ordinær	201,000,669	24,913,993	225,914,662	1,481	0	225,916,143
votes cast in %	88.97 %	11.03 %		0.00 %		
representation of sc in %	88.97 %	11.03 %	100.00 %	0.00 %	0.00 %	
total sc in %	49.03 %	6.08 %	55.11 %	0.00 %	0.00 %	
<b>Total</b>	<b>201,000,669</b>	<b>24,913,993</b>	<b>225,914,662</b>	<b>1,481</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 11.1 Authorization to increase the share capital in connection with the Company's share option program</b>						
Ordinær	189,034,182	36,855,417	225,889,599	26,544	0	225,916,143
votes cast in %	83.68 %	16.32 %		0.00 %		
representation of sc in %	83.67 %	16.31 %	99.99 %	0.01 %	0.00 %	
total sc in %	46.11 %	8.99 %	55.10 %	0.01 %	0.00 %	
<b>Total</b>	<b>189,034,182</b>	<b>36,855,417</b>	<b>225,889,599</b>	<b>26,544</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 11.2 Authorization to the Board of Directors to increase the share capital in connection with acquisitions and raising equity</b>						
Ordinær	222,870,170	3,023,361	225,893,531	22,612	0	225,916,143
votes cast in %	98.66 %	1.34 %		0.00 %		
representation of sc in %	98.65 %	1.34 %	99.99 %	0.01 %	0.00 %	
total sc in %	54.37 %	0.74 %	55.11 %	0.01 %	0.00 %	
<b>Total</b>	<b>222,870,170</b>	<b>3,023,361</b>	<b>225,893,531</b>	<b>22,612</b>	<b>0</b>	<b>225,916,143</b>
<b>Agenda item 11.3 Authorization to acquire treasury shares</b>						
Ordinær	222,820,938	3,080,428	225,901,366	14,777	0	225,916,143
votes cast in %	98.64 %	1.36 %		0.00 %		
representation of sc in %	98.63 %	1.36 %	99.99 %	0.01 %	0.00 %	
total sc in %	54.36 %	0.75 %	55.11 %	0.00 %	0.00 %	
<b>Total</b>	<b>222,820,938</b>	<b>3,080,428</b>	<b>225,901,366</b>	<b>14,777</b>	<b>0</b>	<b>225,916,143</b>

Registrar for the company:

DNB Bank ASA

*Henriette Sandvik*

Signature company:

B2HOLDING ASA

#### Share information

Name	Total number of shares	Nominal value	Share capital	Voting rights
Ordinær	409,932,598	0.10	40,993,259.80	Yes
<b>Sum:</b>				

**§ 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