

Ref no:

PIN-code:

**Notice of Ordinary General Meeting**

Ordinary General Meeting in Circa Group AS will be held on 25 May 2023 at 09:00 as a virtual meeting.

The shareholder is registered with the following amount of shares at summons: \_\_\_\_\_ and vote for the number of shares registered in Euronext per Record date 16 May 2023.

**The deadline for electronic registration of advance votes, proxy of and instructions is 23 May 2023 at 16:00 CET.**

**Electronic registration**

*Alternatively, "Form for submission by post or e-mail for shareholders who cannot register their elections electronically".*

**Step 1 – Register during the enrollment/registration period:**

- Either through the company's website [www.circa-group.com](http://www.circa-group.com) using a reference number and PIN – code (for those of you who receive the notice by post-service), or
- Log in through VPS Investor services; available at [euronextvps.no](http://euronextvps.no) or through own account keeper (bank/broker). Once logged in - choose Corporate Actions – General Meeting – ISIN

You will see your name, **reference number**, **PIN - code** and balance. At the bottom you will find these choices:

**"Enroll"** - There is no need for registration for online participation, enrollment is not mandatory

**"Advance vote"** - If you would like to vote in advance of the meeting

**"Delegate Proxy"** - Give proxy to the chair of the Board of Directors or another person

**"Close"** - Press this if you do not wish to register

**Step 2 – The general meeting day:**

**Online participation:** Please login through <https://dnb.lumiagm.com/101469390>. You must identify yourself using the **reference number and PIN - code** from VPS - see step 1 above. Shareholders can also get their reference number and PIN code by contacting DNB Bank Registrars Department by phone +47 23 26 80 20 (08:00-am – 3:30 pm).

If you are not logged in before the meeting starts, you will be granted access, but without the right to vote.

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**Form for submission by post or e-mail for shareholders who cannot register their elections electronically.**

The signed form can be sent as an attachment in an e-mail\* to [genf@dnb.no](mailto:genf@dnb.no) (scan this form) or by post service to DNB Bank Registrars Department, P.O Box 1600 Sentrum, 0021 Oslo. Deadline for registration of advance votes, proxies and instructions must be received no later than **23 May 2023 at 16:00 (CET)** If the shareholder is a company, the signature must be in accordance with the company certificate.

\*Will be unsecured unless the sender himself secure the e-mail.

**\_\_\_\_\_ shares would like to be represented at the general meeting in Circa Group AS as follows (mark off):**

- Open proxy for the Board of Directors or the person he or she authorizes (do not mark the items below)
- Proxy of attorney with instructions to the Board of directors or the person he or she authorizes (mark "For", "Against" or "Abstain" on the individual items below)
- Advance votes («For», «Against» or «Abstain» on the individual items below)
- Open proxy to (do not mark items below – agree directly with your proxy solicitor if you wish to give instructions on how to vote)

\_\_\_\_\_  
(Enter the proxy solicitors name in the block letters)

Note: Proxy solicitor must contact DNB Bank Registrars Department by phone +47 23 26 80 20 (08:00-am – 3:30 pm) for login details.

Voting must take place in accordance with the instructions below. Missing or unclear markings are considered a vote in line with the board's and the election committee's recommendations. If a proposal is put forward in addition to, or as a replacement for, the proposal in the notice, the proxy determines the voting.

Agenda for the Ordinary Annual General Meeting 25 May 2023	For	Against	Abstain
1 Opening of the general meeting	No voting		
2 Election of a chairperson of the general meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Election of a person to co-sign the minutes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Approval of the notice and agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Approval of the annual accounts and the board of directors' report for Circa Group AS and the group for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Approval of the auditor's fee for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 Election of members to the board of directors	No voting		
Re-election of Lars Peder Sørvaag Sperre	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Re-election of Rune Sollie	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Re-election of Trond Stangeby	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Re-election of James Allan Henneberry	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Re-election of Gregory Ross Court	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Election of Martin Laudénbach as new chairperson for the board of directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 Election of new auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 Proposal of board authorisation for share capital increases	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 Amendments to the articles of association	No voting		
10.1 Amendment to § 6 - Signatory	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.2 Amendment to §7 – General meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**The form must be dated and signed**

Place

Date

Shareholder's signature