

MINUTES
OF
AN EXTRAORDINARY GENERAL MEETING OF
AKER CARBON CAPTURE AS

On Wednesday, September 23, 2020, an extraordinary general meeting of Aker Carbon Capture AS was held at Oksenøyveien 8 in Fornebu.

1. OPENING OF THE GENERAL MEETING

Frode Strømø declared the general meeting open.

The record regarding attendance by the shareholders showed that 355 136 421 of the company's total of 566,060,400 shares were represented, including by way of prior electronically voting and proxy votes. Thus, 62,74% of the total share capital participated in the general meeting. The list of participating shareholders is enclosed to these minutes as appendix 1. The voting results for the agenda items are set out on page 3 and 4.

2. ELECTION OF A PERSON TO CHAIR THE MEETING AND A PERSON TO CO-SIGN THE MINUTES OF MEETING

The general meeting adopted the following resolution:

Frode Strømø is elected to chair the meeting and Pernille Brente is appointed to sign the minutes of meeting together with the chairman.

3. APPROVAL OF THE NOTICE OF THE MEETING AND THE AGENDA

The general meeting adopted the following resolution:

The general meeting approves the notice and agenda for the meeting.

4. ELECTION OF NEW MEMBERS TO THE BOARD OF DIRECTORS

The general meeting adopted the following resolution:

The board shall hereby consist of the following members:

Henrik O. Madsen (chairman)

Kristian M. Røkke (director)

Øyvind Eriksen (director – new)

Nina Jensen (director – new)

Oscar Graff (director – new)

Kjell Inge Røkke (deputy director – new)

5. AUTHORIZATION TO ACQUIRE OWN SHARES IN CONNECTION WITH ACQUISITIONS, MERGERS, DE-MERGERS OR OTHER TRANSACTIONS

The general meeting adopted the following resolution:

- 1) *The board is authorized to acquire own shares in the company up to an aggregate nominal value of NOK 56,606,040.*
- 2) *The highest and lowest purchase price for each share shall be NOK 50 and NOK 1, respectively. The authorization may only be used for the purpose of utilising the company's shares as transaction currency in acquisitions, mergers, de-mergers or other transactions. The board is otherwise free to decide the method of acquisition and disposal of the company's shares.*
- 3) *The authorization shall be exercised in accordance with the provisions of the Private Limited Liability Act and is valid until the annual general meeting in 2022, though at the latest until June 30, 2022.*

6. AUTHORIZATION TO ACQUIRE OWN SHARES IN CONNECTION WITH ANY FUTURE SHARE PROGRAM FOR EMPLOYEES

The general meeting adopted the following resolution:

- 1) *The board is authorized to acquire own shares in the company up to an aggregate nominal value of NOK 11,321,208.*
- 2) *The highest and lowest purchase price for each share shall be NOK 50 and NOK 1, respectively. The authorization may only be used for the purpose of sale and/or transfer of the company's shares to employees in the company as part of the company's share- and incentive program as approved by the board of directors. The board is otherwise free to decide the method of acquisition and disposal of the company's shares.*
- 3) *The authorization shall be exercised in accordance with the provisions of the Private Limited Liability Act and is valid until the annual general meeting in 2022, though at the latest until June 30, 2022.*

7. AUTHORIZATION TO ACQUIRE OWN SHARES FOR THE PURPOSE OF INVESTMENT OR SUBSEQUENT SALE OR DELETION OF SHARES

The general meeting adopted the following resolution:

- 1) *The board is authorized to acquire own shares in the company up to an aggregate nominal value of NOK 56,606,040.*
- 2) *The highest and lowest purchase price for each share shall be NOK 50 and NOK 1, respectively. The power of attorney may only be used for the purpose of investment or subsequent sale or deletion of shares. The board is otherwise free to decide the method of acquisition and disposal of the company's shares.*
- 3) *The authorization shall be exercised in accordance with the provisions of the Private Limited Liability Act and is valid until the annual general meeting in 2022, though at the latest until June 30, 2022.*

Protokoll for generalforsamling AKER CARBON CAPTURE AS

ISIN: NO0010890304 AKER CARBON CAPTURE AS
 Generalforsamlingsdato: 23.09.2020 11.00
 Dagens dato: 23.09.2020

Aksjeklasse	For	Mot	Avgitte	Avstår	Ikke avgitt	Stemmeberettigede representerte aksjer
Sak 2 Election of a person to chair the meeting, and a person to sign the minutes of meeting together with the chairman						
Ordinær	355 044 126	307	355 044 433	91 988	0	355 136 421
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	99,97 %	0,00 %	99,97 %	0,03 %	0,00 %	
% total AK	62,72 %	0,00 %	62,72 %	0,02 %	0,00 %	
Totalt	355 044 126	307	355 044 433	91 988	0	355 136 421
Sak 3 Approval of the notice of the meeting and the agenda						
Ordinær	355 045 226	207	355 045 433	90 988	0	355 136 421
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	99,97 %	0,00 %	99,97 %	0,03 %	0,00 %	
% total AK	62,72 %	0,00 %	62,72 %	0,02 %	0,00 %	
Totalt	355 045 226	207	355 045 433	90 988	0	355 136 421
Sak 4 Election of new members to the board of directors						
Ordinær	345 663 443	9 380 875	355 044 318	92 103	0	355 136 421
% avgitte stemmer	97,36 %	2,64 %		0,00 %		
% representert AK	97,33 %	2,64 %	99,97 %	0,03 %	0,00 %	
% total AK	61,07 %	1,66 %	62,72 %	0,02 %	0,00 %	
Totalt	345 663 443	9 380 875	355 044 318	92 103	0	355 136 421
Sak 5 Authorization to acquire own shares in connection with acquisitions, mergers, de-mergers or other transactions						
Ordinær	355 133 145	1 307	355 134 452	1 969	0	355 136 421
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	100,00 %	0,00 %	100,00 %	0,00 %	0,00 %	
% total AK	62,74 %	0,00 %	62,74 %	0,00 %	0,00 %	
Totalt	355 133 145	1 307	355 134 452	1 969	0	355 136 421
Sak 6 Authorization to acquire own shares in connection with any future share program for employees						
Ordinær	346 833 553	8 289 208	355 122 761	13 660	0	355 136 421
% avgitte stemmer	97,67 %	2,33 %		0,00 %		
% representert AK	97,66 %	2,33 %	100,00 %	0,00 %	0,00 %	
% total AK	61,27 %	1,46 %	62,74 %	0,00 %	0,00 %	
Totalt	346 833 553	8 289 208	355 122 761	13 660	0	355 136 421
Sak 7 Authorization to acquire own shares for the purpose of investment or subsequent sale or deletion of shares						
Ordinær	346 946 678	8 186 874	355 133 552	2 869	0	355 136 421
% avgitte stemmer	97,70 %	2,31 %		0,00 %		
% representert AK	97,69 %	2,31 %	100,00 %	0,00 %	0,00 %	
% total AK	61,29 %	1,45 %	62,74 %	0,00 %	0,00 %	
Totalt	346 946 678	8 186 874	355 133 552	2 869	0	355 136 421

Kontofører for selskapet:

DNB Bank ASA



For selskapet:

AKER CARBON CAPTURE AS



Aksjeinformasjon

Navn	Totalt antall aksjer	Pålydende	Aksjekapital	Stemmerett
Ordinær	566 060 400	1,00	566 060 400,00	Ja
Sum:				

§ 5-17 Alminnelig flertallskrav

krever flertall av de avgitte stemmer

§ 5-18 Vedtektsendring


krever tilslutning fra minst to tredeler så vel av de avgitte stemmer som av den aksjekapital som er representert på generalforsamlingen

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Aker Carbon Capture

There were no more items on the agenda and the general meeting was adjourned.

Fornebu, September 23, 2020



Frode Strømø

Pernille Brente

Enclosure:

1. List of shareholders participating either personally, by proxy or by electronic voting in advance

Totalt representert

ISIN:	<u>NO0010890304 AKER CARBON CAPTURE AS</u>
Generalforsamlingsdato:	23.09.2020 11.00
Dagens dato:	23.09.2020

Antall stemmeberettigede personer representert/oppmøtt : 1

	Antall aksjer	% kapital
Total aksjer	566 060 400	
- selskapets egne aksjer	0	
Totalt stemmeberettiget aksjer	566 060 400	
Representert ved forhåndsstemme	345 576 949	61,05 %
Sum Egne aksjer	345 576 949	61,05 %
Representert ved fullmakt	166 432	0,03 %
Representert ved stemmeinstruks	9 393 040	1,66 %
Sum fullmakter	9 559 472	1,69 %
Totalt representert stemmeberettiget	355 136 421	62,74 %
Totalt representert av AK	355 136 421	62,74 %

Kontofører for selskapet:

DNB Bank ASA



For selskapet:

AKER CARBON CAPTURE AS



