

PROTOCOL ORDINARY GENERAL MEETING

On April 27, 2023, StrongPoint ASA held the ordinary general meeting.

The ordinary general meeting was conducted via webcast. A few members of the Board of Directors and management were present to oversee the practical implementation. All shareholders were given the opportunity to submit votes in advance.

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

1 RECORD OF ATTENDING SHAREHOLDERS AND VOTES IN ADVANCE

16,130,867 shares and votes, of a total of 44,888,352, were represented, corresponding to 35.9% 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 31 March 2023. As there were no objections from the pre-registered votes, 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 2022 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 2022, 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 554,000 for auditing and related services for the year 2022, was unanimously approved.

5 APPROVAL OF DIVIDEND FOR THE 2022 FINANCIAL YEAR

The Board's proposal to pay a dividend of NOK 0.90 per share for the financial year 2022 was approved unanimously. Total dividend to be paid is MNOK 39.9. The dividend is payable to the shareholders per 27 April 2023. 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.

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)
- Peter Wirén (board member)
- Ingeborg Molden Hegstad (board member)
- Cathrine Laksfoss (board member)
- Audun Nordtveit (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 2022 Annual General Meeting to the 2023 Annual General Meeting. The nomination committee's proposal to increase the remuneration with approximately 5 per cent from the Annual General Meeting 2023 to the Annual General Meeting 2024, 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 approved by 100% of the votes.

The Nomination Committee's proposal to change the remuneration for committee work to a fixed amount per 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 approved by 100% of the votes.

8.7% of the participating votes chose not to vote.

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)
- Inger Johanne Solhaug
- Are Juklestad Berg

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 2022 to the Annual General Meeting 2023 was unanimously approved.

The Nomination Committee's proposal to change the remuneration for committee work to a fixed amount per year of NOK 50,000 for the Chair and NOK 40,000 for the members was unanimously approved.

8.7% of the participating votes chose not to vote.

11 APPROVAL OF THE REMUNERATION REPORT

The remuneration report was approved with 88.8% of the votes in favor, 11.2% was against.

8.7% of the participating votes chose not to vote.

12 LONG TERM INCENTIVE PROGRAM

The Board's proposal of a long-term incentive program was approved with 90.4% of the votes in favor, 9.6% was against.

13 AUTORISATION FOR THE BOARD 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 88.8% 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 2024.
- 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 28 April 2022 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 88.8% 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 2024.
- v. The authorisation to purchase shares granted at the Annual General Meeting on 28 April 2022 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



Hilde Gilen

Votes at the ordinary general meeting 27.04.2023

Name	Number of shares	%
Bransfjell Invest AS	16 500	0,0 %
Bransfjell Norbjørn	196 911	0,4 %
Elvebakken Gisle	47 645	0,1 %
Gilen Hilde Elisabeth Horn	53 827	0,1 %
Gómez Lorena	10 603	0,0 %
Hegstad Ingeborg Molden incl. fully owned companies	23 014	0,1 %
Johannessen Morthen incl. fully owned companies	106 961	0,2 %
Kawa Invest AS	165 000	0,4 %
Laksfoss Cathrine	2 623	0,0 %
Mackie Chris	15 936	0,0 %
Marlborough European Multi-Cap Fun	1 736 000	3,9 %
Mažulis Rimantas	30 523	0,1 %
Nyland Fredrik Johan	15 561	0,0 %
Nyland Halvard Johan	9 090	0,0 %
Olsen, Knut Olav Nyhus	20 227	0,0 %
Quaero Capital Funds Lux Argonaut	1 791 821	4,0 %
Rosén Magnus	15 886	0,0 %
Sole Active AS	2 221 717	4,9 %
SPDR Portfolio Europe ETF	2 031	0,0 %
Stabell Ann Merete	25 989	0,1 %
Strømstangen AS	3 933 092	8,8 %
Stulpinas Julius	38 365	0,1 %
Tveraabak Jacob incl. fully owned companies	225 566	0,5 %
Ugelstad Per Einar	401 200	0,9 %
V. Eiendom Holding AS	1 865 000	4,2 %
Verdipapirfondet DNB SMB	886 783	2,0 %
Vibe Klaus De incl. fully owned companies	93 140	0,2 %
Waalder AS	750 000	1,7 %
Wirén Peter	34 856	0,1 %
Zetterberg Georg (incl. fully owned companies)	1 395 000	3,1 %
	16 130 867	35,9 %
Total number of shares	44 888 352	