

## MINUTES OF EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting of Norwegian Property ASA, reg no 988 622 036, was held on Monday 10 August 2020 at 08:30 hours (CET) at Bryggegata 6 in Oslo, Norway.

The General Meeting was opened by the Chairman of the Board of Directors, Merete Haugli, who registered the attending shareholders. A list of the attending shareholders is enclosed to the Minutes as [Appendix 1](#).

Thus, 473,227,569 of a total of 499,875,596 shares and votes were represented, or approximately 95.87 % of the voting shares. The company holds 6,250,000 own shares which is included in the above total. The list was approved by the General Meeting.

The following matters were discussed:

### **1 ELECTION OF A PERSON TO CHAIR THE MEETING**

Stig Berge was elected to chair the Meeting. The decision was passed with the required majority, cf. the result of the voting set out in [Appendix 2](#) to the Minutes.

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

The Chairman of the Meeting raised the question whether there were any objections to the notice or the agenda of the General Meeting. No such objections were made and the notice and the agenda were approved. The decision was passed with the required majority, cf. the result of the voting set out in [Appendix 2](#) to the Minutes. The Chairman of the Meeting declared the General Meeting as lawfully convened.

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

Haavard Rønning was elected to sign the Minutes together with the Chairman of the Meeting. The decision was passed with the required majority, cf. the result of the voting set out in [Appendix 2](#) to the Minutes.

### **4 POWER OF ATTORNEY FOR THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL**

In accordance with the Board of Directors' proposal, the General Meeting resolved to grant the Board of Directors a power of attorney to increase the share capital, to be able to raise capital in connection with the acquisition of Veidekke Eiendom, as follows:

- 1. In accordance with Section 10-14 of the Norwegian Public Limited Companies Act, the Board of Directors is granted a power of attorney to increase the company's share capital by up to NOK 49,985,000.*
- 2. The power of attorney is valid until 31 December 2020.*
- 3. The preferential right of the existing shareholders to subscribe for the new shares pursuant to Section 10-4 of the Norwegian Public Limited Companies Act may be deviated from.*
- 4. The power of attorney does comprise share capital increase against contribution in kind, cf. Section 10-2 of the Norwegian Public Limited Companies Act.*



5. *The power of attorney does comprise share capital increase in connection with mergers pursuant to Section 13-5 of the Norwegian Public Limited Companies Act.*

The decision was passed with the required majority, cf. the result of the voting set out in Appendix 2 to the Minutes.

\* \* \*

There were no further matters.

The General Meeting was therefore adjourned.

  
Stig Berge

  
Haavard Rønning

Appendices:

- 1 List of the attending shareholders, with specification of the number of shares and votes they represented in their own name and as proxy, together with the results of the voting.
- 2 Voting results.

**Total Represented**

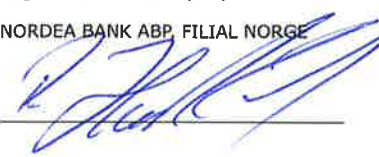
ISIN: NO0010317811 NORWEGIAN PROPERTY ASA  
 General meeting date: 10/08/2020 08.30  
 Today: 10.08.2020

**Number of persons with voting rights represented/attended : 1**

	Number of shares	% sc
Total shares	499,875,596	
- own shares of the company	6,250,000	
Total shares with voting rights	493,625,596	
Represented by advance vote	473,171,527	95.86 %
<b>Sum own shares</b>	<b>473,171,527</b>	<b>95.86 %</b>
Represented by proxy	27,145	0.01 %
Represented by voting instruction	28,897	0.01 %
<b>Sum proxy shares</b>	<b>56,042</b>	<b>0.01 %</b>
<b>Total represented with voting rights</b>	<b>473,227,569</b>	<b>95.87 %</b>
<b>Total represented by share capital</b>	<b>473,227,569</b>	<b>94.67 %</b>

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE



Signature company:

NORWEGIAN PROPERTY ASA



**Protocol for general meeting NORWEGIAN PROPERTY ASA**

ISIN: NO0010317811 NORWEGIAN PROPERTY ASA  
 General meeting date: 10/08/2020 08.30  
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Shares class	FOR	Against	Abstain	Poll in	Poll not registered	Represented shares with voting rights
<b>Agenda item 2 Approval of the notice and the agenda</b>						
Ordinær	473,225,069	2,500	0	473,227,569	0	473,227,569
votes cast in %	100.00 %	0.00 %	0.00 %			
representation of sc in %	100.00 %	0.00 %	0.00 %	100.00 %	0.00 %	
total sc in %	94.67 %	0.00 %	0.00 %	94.67 %	0.00 %	
<b>Total</b>	<b>473,225,069</b>	<b>2,500</b>	<b>0</b>	<b>473,227,569</b>	<b>0</b>	<b>473,227,569</b>
<b>Agenda item 4 Power of attorney for the Board of Directors to increase the share capital</b>						
Ordinær	473,225,044	2,525	0	473,227,569	0	473,227,569
votes cast in %	100.00 %	0.00 %	0.00 %			
representation of sc in %	100.00 %	0.00 %	0.00 %	100.00 %	0.00 %	
total sc in %	94.67 %	0.00 %	0.00 %	94.67 %	0.00 %	
<b>Total</b>	<b>473,225,044</b>	<b>2,525</b>	<b>0</b>	<b>473,227,569</b>	<b>0</b>	<b>473,227,569</b>

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE

Signature company

NORWEGIAN PROPERTY ASA

**Share information**

Name	Total number of shares	Nominal value	Share capital	Voting rights
Ordinær	499,875,596	0.50	249,937,798.00	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