



**PROTOKOLL  
FRA  
EKSTRAORDINÆR  
GENERALFORSAMLING  
I  
HEXAGON COMPOSITES ASA**

Org.nr. 938 992 185

*(Denne protokollen er utarbeidet både på norsk og engelsk. Ved uoverensstemmelser mellom de to versjonene, skal den norske versjonen ha forrang.)*

Ekstraordinær generalforsamling i Hexagon Composites ASA ("Selskapet") ble avholdt:

Tid: 13. november 2020, kl. 13:00

Sted: Selskapets lokaler i Korsegata 4B, N-6002 Ålesund.

Følgende saker var på dagsorden:

**1. ÅPNING AV MØTET VED STYRETS LEDER, OG REGISTRERING AV FREMMØTTE AKSJEIEIERE OG FULLMAKTER**

110 324 273 av totalt 201 619 712 aksjer var representert, tilsvarende ca. 54,72% av Selskapets samlede aksjekapital. Fortegnelse over fremmøtte aksjonærer, herunder fullmakter, er vedlagt denne protokollen.

**2. VALG AV MØTELEDER OG MINST EN PERSON TIL Å SIGNERE PROTOKOLLEN SAMMEN MED MØTELEDER**

Generalforsamlingen fattet følgende vedtak:

**MINUTES  
FROM  
EXTRAORDINARY GENERAL MEETING  
OF  
HEXAGON COMPOSITES ASA**

Reg. No. 938 992 185

*(These minutes have been prepared in both Norwegian and English. In case of variation in the content of the two versions, the Norwegian version shall prevail.)*

An Extraordinary General Meeting of Hexagon Composites ASA (the "Company") was held:

Time: 13 November 2020 at 13:00 (CEST)

Place: The Company's office at Korsegata 4 B, N-6002 Aalesund, Norway.

The following matters were on the agenda:

**1. OPENING OF THE MEETING BY THE CHAIRMAN OF THE BOARD, AND REGISTRATION OF ATTENDING SHAREHOLDERS AND PROXIES**

110 324 273 of a total of 201 619 712 shares were represented, corresponding to approximately 54.72% of the Company's total share capital. A list of attending shareholders, including proxies, is attached to these minutes.

**2. ELECTION OF THE CHAIRMAN OF THE MEETING AND AT LEAST ONE PERSON TO SIGN THE MINUTES TOGETHER WITH THE CHAIRMAN**

The general meeting adopted the following resolution:

*"Knut Trygve Flakk ble valgt som møteleder.*

*Geir Torset ble valgt til å medundertegne protokollen sammen med møteleder."*

### **3. GODKJENNELSE AV INNKALLING OG DAGSORDEN**

Generalforsamlingen fattet følgende vedtak:

*"Innkalling og dagsorden ble godkjent."*

### **4. FULLMAKT TIL STYRET TIL Å FORETA UTDELING AV UTBYTTE**

Generalforsamlingen fattet følgende vedtak:

*"Styret gis fullmakt til å beslutte og foreta utdeling av utbytte basert på Selskapets årsregnskap for 2019, jf allmennaksjeloven § 8-2(2). Fullmakten kan bare benyttes til å dele ut realutbytte i form av aksjer i Hexagon Purus Holding AS. Fullmakten gjelder frem til ordinær generalforsamling i 2021."*

\* \* \* \* \*

Det forelå ingen flere saker til behandling. Møteleder takket deltakerne for oppmøtet. Generalforsamlingen ble hevet.

\* \* \* \* \*

Vedlagt følger en detaljert oversikt over utfallet av avstemningene, herunder blant annet antall stemmer for og mot de respektive beslutningene, jf. bestemmelsen i allmennaksjeloven § 5-16.

*"Knut Trygve Flakk was elected to chair the meeting.*

*Geir Torset was elected to co-sign the minutes together with the chairman of the meeting."*

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

The general meeting adopted the following resolution:

*"The notice of the meeting and the agenda were approved."*

### **4. AUTHORISATION TO THE BOARD TO APPROVE DISTRIBUTION OF DIVIDEND**

The general meeting adopted the following resolution:

*"The board of directors is authorised to approve a distribution of dividend based on the Company's annual accounts for 2019 pursuant to section 8-2 (2) of the Norwegian Public Limited Liability Companies Act. The authorisation may only be used for distribution of shares in Hexagon Purus Holding AS. The authorisation shall remain in force until the Annual General Meeting in 2021."*

\* \* \* \* \*

There were no further items on the agenda. The chairman of the meeting thanked the participants for attending. The meeting was adjourned.

\* \* \* \* \*

Attached is a detailed overview of the results and voting, including i.a. number of votes for and against the respective resolutions, cf. the Norwegian Public Limited Liability Companies Act, Section 5-16.

\* \* \* \* \*

*[Signaturside følger på neste side:]*

\* \* \* \* \*

*[The signatures follow on the next page:]*

*[Signaturside for Hexagon Composites ASA` ekstraordinære generalforsamling 13. november 2020]  
[Signature page for Hexagon Composites ASA Annual General Meeting 13 November 2020]*

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Ålesund, 13. november 2020 / Aalesund, 13 November 2020



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Knut Trygve Flakk



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Geir Torset

## Total Represented

ISIN:	<u>NO0003067902 HEXAGON COMPOSITES ASA</u>
General meeting date:	13/11/2020 13.00
Today:	13.11.2020

**Number of persons with voting rights represented/attended : 7**

	<b>Number of shares</b>	<b>% sc</b>
Total shares	201,619,712	
- own shares of the company	1,851,723	
Total shares with voting rights	199,767,989	
Represented by own shares	27,564,789	13.80 %
Represented by advance vote	3,167,785	1.59 %
<b>Sum own shares</b>	<b>30,732,574</b>	<b>15.38 %</b>
Represented by proxy	16,708,516	8.36 %
Represented by voting instruction	62,883,183	31.48 %
<b>Sum proxy shares</b>	<b>79,591,699</b>	<b>39.84 %</b>
<b>Total represented with voting rights</b>	<b>110,324,273</b>	<b>55.23 %</b>
<b>Total represented by share capital</b>	<b>110,324,273</b>	<b>54.72 %</b>

Registrar for the company:

DNB Bank ASA

Signature company:

HEXAGON COMPOSITES ASA



## Protocol for general meeting HEXAGON COMPOSITES ASA

ISIN:	<u>NO0003067902 HEXAGON COMPOSITES ASA</u>
General meeting date:	13/11/2020 13.00
Today:	13.11.2020

Shares class	FOR	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
<b>Agenda item 2 Election of Chairman of the meeting and at least one person to sign the minutes together with the Chairman</b>						
Ordinær	110,315,242	0	110,315,242	9,031	0	110,324,273
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 %	54.72 %	0.00 %	54.72 %	0.00 %	0.00 %	
<b>Total</b>	<b>110,315,242</b>	<b>0</b>	<b>110,315,242</b>	<b>9,031</b>	<b>0</b>	<b>110,324,273</b>
<b>Agenda item 3 Approval of the notice of the meeting and the agenda</b>						
Ordinær	110,315,273	0	110,315,273	9,000	0	110,324,273
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 %	54.72 %	0.00 %	54.72 %	0.00 %	0.00 %	
<b>Total</b>	<b>110,315,273</b>	<b>0</b>	<b>110,315,273</b>	<b>9,000</b>	<b>0</b>	<b>110,324,273</b>
<b>Agenda item 4 Authorisation to the Board to approve distribution of dividend</b>						
Ordinær	105,799,119	4,525,154	110,324,273	0	0	110,324,273
votes cast in %	95.90 %	4.10 %		0.00 %		
representation of sc in %	95.90 %	4.10 %	100.00 %	0.00 %	0.00 %	
total sc in %	52.48 %	2.24 %	54.72 %	0.00 %	0.00 %	
<b>Total</b>	<b>105,799,119</b>	<b>4,525,154</b>	<b>110,324,273</b>	<b>0</b>	<b>0</b>	<b>110,324,273</b>

Registrar for the company:

DNB Bank ASA

Signature company:

HEXAGON COMPOSITES ASA



### Share information

Name	Total number of shares	Nominal value	Share capital	Voting rights
Ordinær	201,619,712	0.10	20,161,971.20	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