

**INNKALLING TIL EKSTRAORDINÆR
GENERALFORSAMLING I ANDFJORD SALMON AS**

Ekstraordinær generalforsamling i Andfjord Salmon AS (org. nr. 913 379 403) (**Selskapet**) vil bli avholdt i Selskapets lokaler på Kvalnes, Andøya den 1. juli 2022 kl. 12.00.

Det blir gitt mulighet til de som er forhåndspåmeldt å overvære møtet via videokonferanse.

Generalforsamlingen vil bli åpnet av styrets leder eller en annen person utpekt av styret, som også vil foreta fortegnelse over møtende aksjeeiere og fullmakter.

Følgende saker foreligger på agendaen:

**1. VALG AV MØTELEDER OG EN PERSON TIL Å
MEDUNDERTEGNE PROTOKOLLEN**

Styret foreslår at Roger Brynjulf Mosand velges som møteleder, og at en person som er til stede på generalforsamlingen utpekes til å medundertegne protokollen.

**2. GODKJENNELSE AV INNKALLING OG
DAGSORDEN**

Styret foreslår at generalforsamlingen fatter følgende vedtak: *"Innkallingen og agendaen godkjennes"*.

3. VALG AV NYTT STYREMEDLEM

Som annonsert 22. juni 2022, har Selskapet gjennomført en rettet emisjon mot Jerónimo Martins Group (**JMG**), hvorefter JMG har blitt en av Selskapets største aksjonærer med 10,1% av aksjene. Som del av denne investeringen og i lys av eierandelen foreslår styret og Selskapets nominasjonskomite at JMG blir representert i Selskapets styre ved at António Serrano utpekes som nytt styremedlem. Styret vil etter det bestå av Roger Brynjulf Mosand (leder), Gro Skaar Knutsen, Tore Traaseth, Knut Roald Holmøy, Bettina Flatland, Kim Marius Strandenæs, Roy Bernt Pettersen og António Serrano (ny).

Kort om António Serrano:

António Serrano er administrerende direktør i Jerónimo Martins Agro-Alimentar siden januar 2015. Han er professor ved Évora universitet og har tidligere vært landbruks-, bygdeutviklings- og fiskeriminister i Portugal.

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**NOTICE OF EXTRAORDINARY GENERAL MEETING IN
ANDFJORD SALMON AS ¹**

An extraordinary general meeting in Andfjord Salmon AS (org. no. 913 379 403) (the **Company**) will be held in the Company's offices at Kvalnes, Andøya at 12.00 CET on 1 July 2022.

It will be possible for preregistered attendees to attend the meeting via videolink.

The general meeting will be opened by the chair of the board or another person appointed by the board, whom will also record attending shareholders and proxies.

The following items are on the agenda:

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

The board proposes that Roger Brynjulf Mosand is elected to chair the general meeting, and that a person present at the general meeting is appointed to co-sign the minutes.

2. APPROVAL OF NOTICE AND AGENDA

The board proposes that the general meeting makes the following resolution: *"The notice and the agenda are approved."*

3. APPOINTMENT OF NEW BOARD MEMBER

As announced on 22 June 2022, the Company has completed a share issue directed against Jerónimo Martins Group (**JMG**), following which JMG has become one of the largest shareholders in the Company with 10.1% of the shares. As part of this investment and in light of the shareholding, the board and the nomination committee proposes that JMG is represented on the Company's board by appointing António Serrano as new board member. The board will then consist of Roger Brynjulf Mosand (chair), Gro Skaar Knutsen, Tore Traaseth, Knut Roald Holmøy, Bettina Flatland, Kim Marius Strandenæs, Roy Bernt Pettersen and António Serrano (new).

About António Serrano:

António Serrano, CEO of Jerónimo Martins Agro-Alimentar since January 2015, Professor at the Évora University. He was also Minister of Agriculture, Rural Development and Fisheries of the 18th Constitutional Government of Portugal.

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¹ This notice has been prepared both in Norwegian and in English. In case of discrepancies between the two, the Norwegian version shall prevail.

Deltakelse og påmelding

Aksjeeiere har rett til å delta på generalforsamlingen personlig eller ved fullmektig etter eget valg. Aksjonærer kan også forhåndsstemme eller gi fullmakt i henhold til instruksjonene under. Påmeldings- og fullmaktsskjemaer er vedlagt innkallingen.

Forhåndsstemming og fullmakter

Aksjeeiere kan avgi stemme for hver enkelt sak på dagsorden på forhånd. Slike forhåndsstemmer må avgis elektronisk via Selskapets hjemmeside eller VPS' investortjenester for aksjeeiere som har tilgang til dette.

Frist for å avgi forhåndsstemmer er 30. juni 2022 kl. 17:00. Frem til denne fristen kan stemmer som allerede er avgitt endres eller trekkes tilbake.

Aksjeeiere kan gi fullmakt til styrets leder (eller den han utpeker) eller en annen person til å stemme for sine aksjer. Fullmakt og forhåndsstemmer kan sendes inn elektronisk via VPS' investortjenester eller ved å fylle ut og sende inn fullmaktsskjemaet vedlagt denne innkallingen i henhold til de instruksjoner som følger av skjemaet. Fullmakten må være skriftlig, datert, underskrevet og sendt inn i tide. Styret ber aksjeeiere sende inn fullmakter slik at de mottas av Selskapet innen 30. juni 2022 kl. 17:00.

Melding til forvaltere og aksjonærer med forvalterkonto

Reelle eiere av aksjer som er registrert på forvalterkonto som ønsker å utøve sine rettigheter på generalforsamlingen må registrere seg direkte i VPS aksjeeierregister og bli registrert i VPS før generalforsamlingen for å sikre at de er berettiget til å møte og avgi stemme.

Aksjonærrettigheter

Aksjeeiere kan i en viss utstrekning fremsette alternative vedtaksforslag for punkter som allerede er inkludert i agendaen og kreve at medlemmer av styret og/eller daglig leder på generalforsamlingen gir tilgjengelig informasjon om forhold slik det ytterligere fremgår av allmennaksjeloven. Aksjeeiere kan ikke kreve at nye saker settes på dagsorden da fristen for å kreve dette er utløpt, jf. aksjeloven § 5-11. Aksjeeiere har rett til å ta med rådgiver, og kan gi talerett til én rådgiver

Andre forhold

Andfjord Salmon AS er et norsk aksjeselskap og aksjeloven gjelder for Selskapet. På dagen for innkallingen har Selskapet utstedt i alt 41 038 927 aksjer. Alle aksjene har én stemme hver.

Attendance and registration

Shareholders are by law entitled to attend the general meeting in person or by a proxy of their own choice. Shareholders may also cast votes prior to the meeting or grant a proxy in accordance with the instructions set out below. Registration and proxy forms are attached to the notice.

Advance voting and proxies

Shareholders may cast votes for each matter on the agenda in advance. Such advance voting must be made online through the Company's websites or VPS' investor services for shareholders having access to such.

The deadline for submitting advance votes is 30 June 2022 at 17:00 (CET). Until the deadline, votes already cast may be changed or withdrawn.

Shareholders may give proxy to the chair of the board (or whomever he authorizes) or another person to vote for its shares. Proxies and early voting may be submitted electronically through VPS' investor services or by completing and submitting the registration or proxy form attached to this notice in accordance with the instructions set out therein. The proxy must be in writing, dated, signed and timely submitted. The board requires shareholders to submit proxies so they are received by the Company no later than 30 June 2022 at 17:00 hours (CET).

Notice to nominee holders and shareholders with nominee accounts

Beneficial owners of shares registered with nominee accounts who wish to exercise their rights at the general meeting must register themselves directly in the VPS registry of shareholders and be registered with the VPS prior to the general meeting to ensure their eligibility to meet and cast vote

Shareholder rights

Shareholders may to a certain extent table alternative resolutions for items already included on the agenda and request in the general meeting that members of the board and/or the chief executive officer provide available information about matters as set out in the Private Companies Act. Shareholders cannot require new items put on the agenda as the deadline for such has lapsed, cf. section 5-11 of Private Companies Act. Shareholders are entitled to bring advisors, and may grant the right of speech to one advisor.

Other matters

Andfjord Salmon AS is a Norwegian private limited company subject to the rules of the Private Companies Act. As of the date of this notice, the Company has issued 41,038,927 shares. Each of the shares represent one vote.

Følgende dokumenter, samt andre dokumenter og informasjon knyttet til generalforsamlingen, vil være tilgjengelig på Selskapets hjemmeside www.andfjord.no:

- Innkallingen til ekstraordinær generalforsamling
- Påmeldings- og fullmaktsskjema

Aksjeeiere kan kontakte Selskapet per e-post post@andfjord.no eller via Selskapets hjemmeside for å få tilsendt nevnte vedlegg vederlagsfritt per post.

The following documents, as well as other documents regarding the general meeting, will be available on the Company's website www.andfjord.no:

- The notice for the extraordinary general meeting
- Registration and proxy form

Shareholders may contact the Company by email post@andfjord.no or through the Company's website in order to request the documents in question by post free of charge.

23 June 2022

On behalf of the board of directors of

Andfjord Salmon AS

Roger Brynjulf Mosand
Chairman

Ref no:

PIN code:

Notice of Extraordinary General Meeting

Meeting in Andfjord Salmon AS will be held on 1 July 2022 at 12:00 CET Address: Kvalnesveien 69, 8485 Dverberg, Norway

The shareholder is registered with the following amount of shares at summons: _____ and vote for the number of shares registered per Record Date: 30 June 2022

Deadline for registration of attendance, advance votes, proxy or instructions: 30 June 2022 at 17:00 CET

Advance votes

Advance votes may only be executed electronically, through the Company's website www.andfjordsalmon.com (use ref.nr and pin code on this form) or through VPS Investor Services. In Investor Services chose *Corporate Actions - General Meeting*, click on *ISIN*. Investor Services can be accessed either through <https://www.euronextvps.no/> or your account operator.

Registration for attendance

Notice of attendance should be registered through the Company's website www.andfjordsalmon.com or through VPS Investor Services.

For notification of attendance through the Company's website, the reference number and pin code on this form must be stated.

In VPS Investor Services chose *Corporate Actions - General Meeting*, click on *ISIN*. Investor Services can be accessed either through <https://www.euronextvps.no/> or your account operator. If you are not able to register this electronically, you may send by e-mail to genf@dnb.no, or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway.

This is a physical meeting, and we encourage shareholders to either participate by advance votes, proxy or physically. If any shareholder enrolled prefer to attend electronically, please send an e-mail to post@andfjord.com and we will facilitate for this.

| Place | Date | Shareholder's signature |
|-------|------|-------------------------|
|-------|------|-------------------------|

Proxy without voting instructions for Extraordinary General Meeting of Andfjord Salmon As.

Proxy to another individual to vote for your shares.

Ref no:

PIN code:

Proxy should be registered through the Company's website www.andfjordsalmon.com or through VPS Investor Services.

For granting proxy through the Company's website, the reference number and pin code on this form must be used.

In VPS Investor Services chose *Corporate Actions - General Meeting*, click on *ISIN*. Investor Services can be accessed either through <https://www.euronextvps.no/> or your account operator. If you are not able to register this electronically, you may send by E-mail to genf@dnb.no, or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. If the shareholder is a Company, the signature must be according to the Company's Certificate of Registration. **The Proxy must be dated and signed to be valid.**

The undersigned: _____

hereby grants (if you do not state the name the proxy holder, the proxy will be given to the Chair of the Board of Directors)

the Chair of the Board of Directors (or a person authorised by him or her), or

(Name of proxy holder in capital letters)

proxy to attend and vote for my/our shares at the Extraordinary General Meeting of Andfjord Salmon AS on 1 July 2022.

| Place | Date | Shareholder's signature (only for granting proxy) |
|-------|------|---|
|-------|------|---|

Ref no:

PIN code:

Proxy with voting instructions for Extraordinary General Meeting in Andfjord Salmon AS.

You must use this proxy form to give voting instructions to Chair of the Board of Directors or the person authorised by him or her. Alternatively, you may vote electronically in advance, see separate section above. For Instruction to other than Chair of the Board, give a proxy without voting instructions and agree directly with the proxy holder how voting should be executed.

Proxies with voting instructions can only be registered by DNB, and must be sent to genf@dnb.no (scanned form) or by regular Mail to DNB Bank ASA, Registrars' Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The form must be received by DNB Bank ASA, Registrars' Department no later than **30 June 2022 at 17:00 CET**. If the shareholder is a Company, the signature must be according to the Company's Certificate of Registration.

The Proxy with voting instructions must be dated and signed to be valid.

The undersigned: _____

hereby grants the Chair of the Board of Directors (or the person authorised by him or her) proxy to attend and vote for my/our shares at the Extraordinary General Meeting of Andfjord Salmon AS on 1 July 2022.

The votes shall be exercised in accordance to the instructions below. If the sections for voting are left blank, this will be counted as an instruction to vote in accordance with the Board's and Nomination Committee's recommendations. However, if any motions are made from the attendees in addition to or in replacement of the proposals in the Notice, the proxy holder may vote at his or her discretion. If there is any doubt as to how the instructions should be understood, the proxy holder may abstain from voting.

| Agenda for the Extraordinary General Meeting 2022 | For | Against | Abstention |
|---|--------------------------|--------------------------|--------------------------|
| 1. ELECTION OF CHAIR OF THE MEETING AND A PERSON TO CO-SIGN THE MINUTES | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. APPROVAL OF NOTICE AND AGENDA | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. APPOINTMENT OF NEW BOARD MEMBER | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Place

Date

Shareholder's signature (Only for granting proxy with voting instructions)