

UNOFFICIAL OFFICE TRANSLATION – IN CASE OF DISCREPANCY THE NORWEGIAN VERSION SHALL PREVAIL:

**INNKALLING TIL ORDINÆR GENERALFORSAMLING I
OCEAN GEOLOOP AS**

Ordinær generalforsamling i Ocean Geoloop AS avholdes:

Torsdag den 20. april 2023 klokken 14.00 (CET)

Møtet blir avholdt i lokalene til Schjødt i Tordenskiolds gate 12, 0160 Oslo.

Aksjonærene som ikke ønsker å møte fysisk kan avgi forhåndsstemme, gi styreleder (eller andre) fullmakt til å representere aksjonæren på generalforsamlingen, eller delta via Teams.

Stemme kan avgis ved å fylle ut vedlagte avstemmingsskjema og sende kopi av utfylt skjema til mopl@schjodt.no med kopi til maria.hosen@oceangeoloop.no.

Det vil bli gitt mulighet til å delta på generalforsamling over Teams. Aksjonærer som ønsker å delta på generalforsamlingen via Teams bes følge instruksjer nedenfor under "Digital deltakelse".

Følgende agenda vil bli behandlet på generalforsamlingen, som åpnes av styrets leder Anders Onarheim (eller den han utpeker):

- 1. Valg av møteleder og representant til å undertegne protokollen**
- 2. Godkjenning av innkallingen og agendaen**
- 3. Godkjenning av årsregnskap for 2022**

Styret foreslår at årsregnskapet for 2022 godkjennes, og at selskapets underskudd for 2022 på NOK 42 762 215 dekkes av egenkapitalen.

**NOTICE OF ORDINARY GENERAL MEETING IN
OCEAN GEOLOOP AS**

An ordinary general meeting of Ocean Geoloop AS will be held on:

Thursday 20 April 2023 at 14:00 (CET)

The meeting will be held on the premises of Schjødt in Tordenskiolds gate 12, 0160 Oslo.

Shareholders prevented from attending physically may vote in advance, authorize the chairman (or others) of the board to represent the shareholder at the general meeting, or participate through Teams.

Voting can be done by filling out the attached voting form and by sending a copy of the completed form to mopl@schjodt.no with a copy to maria.hosen@oceangeoloop.no.

It will be possible to attend the general meeting by Teams. Shareholders wishing to attend the general meeting via Teams are asked to follow the instructions below under "Digital participation".

The following agenda will be discussed at the general meeting, which will be opened by the chairman of the board, Anders Onarheim (or a person appointed by him):

- 1. Election of the chair of the meeting and representative to sign the minutes**
- 2. Approval of the notice and agenda**
- 3. Approval of financial statements for 2022**

The board of directors propose that the financial statements for 2022 are approved, and that the company's deficit in 2022 of NOK 42,762,215 is covered by the company's equity.

4. Godkjenning av styrehonorar for 2022

Styret foreslår at styrets leder skal godtgjøres med NOK 500 000, og at øvrige styremedlemmer (med unntak av Morten Platou) godtgjøres med NOK 175 000 for utøvelsen av styrevervet for 2022. Advokat Morten Platou er engasjert og intet særskilt styrehonorar foreslås derfor for Platou utover godtgjørelse som skjer etter regning.

5. Godtgjørelse til revisor

Styret foreslår at revisors bistand til selskapets revisjon mv. for regnskapsåret 2022 godtgjøres etter regning.

6. Valg av styre

Styret foreslår at generalforsamlingen velger følgende styre:

- Anders Onarheim (styreleder)
- Lars Sperre
- Morten Platou
- Ole Rogstad Jørstad
- Maren Hjort Bauer
- Martha Kold Bakkevig

Digital deltakelse

Aksjonærer som ønsker å delta på generalforsamlingen via Teams må sende epost til mopl@schjodt.no med kopi til maria.hosen@oceangeoloop.no innen den 20. april 2023 klokken 12:00 (CET). Vi ber om at aksjonærene angir navn på eier av aksjene og antall aksjer aksjonæren eier. Aksjeselskaper som eier aksjer bes angi navn og rolle på den som representerer aksjeselskapet på generalforsamlingen.

4. Approval of directors' remuneration for 2022

The board of directors propose that the chairman of the board shall be remunerated with NOK 500,000, and the remaining directors (except for Morten Platou) is remunerated with NOK 175,000, for exercising the duty as directors in 2022. Lawyer Morten Platou is hired in, and no special remuneration is thus proposed for Platou in excess of remuneration through invoicing.

5. Remuneration to the auditor

The board of directors propose that the auditor is remunerated for assistance with auditing the 2022 financial statements by invoicing.

6. Election of board of directors

The board of directors propose that the shareholders' meeting elect the following new board:

- Anders Onarheim (chairman)
- Lars Sperre
- Morten Platou
- Ole Rogstad Jørstad
- Maren Hjort Bauer
- Martha Kold Bakkevig

Digital participation

Shareholders who wish to attend the general meeting via Teams must send an email to mopl@schjodt.no with a copy to maria.hosen@oceangeoloop.no before 20 April 2023 at 12:00 (CET). We request that the shareholders state the name of the owner of the shares and the number of shares the shareholder owns. Companies owning shares is asked to state the name and role of the person representing the company on the shareholders' meeting.

Det vil bli sendt ut en link til Teams til de aksjonærene som har informert selskapet om at de ønsker å delta digitalt. Vi ber om at de som skal delta logger seg inn minst fem minutter før generalforsamlingen begynner.

Spørsmål

Ved spørsmål kan følgende kontaktes:

Morten Platou
mopl@schjodt.no

A link to Teams will be sent to the shareholders who have informed the company that they want to participate digitally. We ask that those who are to participate log in at least five minutes before the general meeting begins.

Questions

If questions, the following can be contacted:

Morten Platou
mopl@schjodt.no

Oslo, 11. april 2023 / Oslo, 11 April 2023
På vegne av styret / on behalf of the board of directors

Anders Onarheim
Styreleder/Chairman of the
Board

Vedlegg

1. Blankett for fullmakt til styreleder og stemmeinstruks (Engelsk)
2. Årsregnskap 2022 (tilgjengelig på selskapets hjemmeside og vedlegges ikke innkallingen)
3. Revisjonsberetning 2022 (tilgjengelig på selskapets hjemmeside og vedlegges ikke innkallingen)

Attachments

1. Form for proxy to chairman of the board and advance-voting (English)
2. Financial statements 2022 (available at the company's webpage, and is not attached to this notice)
3. Auditor's statement 2022 (available at the company's webpage, and is not attached to this notice)

Vedlegg 1 / Appendix 1 - Proxy with voting instructions for Ocean Geoloop AS

If you are unable to attend the general meeting, you may use this proxy form to give voting instructions to the chairman of the board of directors or any person authorized by him. Proxy and instruction to any other persons than the chairman must be agreed directly with such proxy holder, and such proxy holder must present the proxy to the chairman once the general meeting has started.

A copy of this proxy with voting instructions must be sent by email to mopl@schjodt.no (with copy to maria.hosen@oceangeoloop.no) (scanned form) or by regular mail to Advokatfirmaet Schjødt AS, att: Morten Platou, Tordenskiolds gate 12, 0160 Oslo / P.O. Box 2444 Solli, 0201 Oslo. The form must be received by Morten Platou no later than 20 April 2023 at 12:00 (CET).

Proxies with voting instructions must be dated and signed in order to be valid. If a shareholder who wishes to give proxy is a company, the company certificate of that shareholder must be attached together with the proxy form. The chairperson of the general meeting may decide that a proxy is invalid and disregard such proxy for vote counting.

The undersigned Shareholder hereby grants the Chairman of the Board of Directors Anders Onarheim (or any person authorized by him) proxy to attend and vote for my/our shares at the ordinary general meeting of Ocean Geoloop AS on 20 April 2023 at 14:00 (CET).

The votes shall be exercised in accordance with the instructions below. If the sections for voting are left blank, this will be counted as an instruction for the Chairman to vote at his sole discretion. If any proposals are made by 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.

The Shareholder hereby votes for all shares in Ocean Geoloop AS owned by Shareholder in accordance with the form below at the ordinary general meeting of Ocean Geoloop AS on 20 April 2023:

Agenda	For	Against	Abstention
1. Election of chairperson of the meeting and person to co-sign the minutes as proposed by the board in the general meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of notice and agenda for the shareholders' meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of financial statements for 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of directors' remuneration for 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Approval of auditor's remuneration for 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Election of board of directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Name of shareholder (capital letters):

Name of representative if shareholder is a company (capital letters):

Number of shares:

Place:

Date:

Signature:
