

Proposals of the Board of Directors of Klappir Green Solutions hf.

for the company's annual meeting on 24 March 2026.

Agenda item 3

Submission of the Consolidated Financial Statements for 2025

The Board of Directors proposes to the Annual General Meeting that the Consolidated Financial Statements for 2025 be approved. The company's 2025 annual financial statements are available on the company's website.

Agenda item 4

Decision on the allocation of profit during the financial year 2025

The Board of Directors proposes to the Annual General Meeting that no dividend will be paid to shareholders for the year 2025 and that the profit be added to the company's equity.

Agenda item 5

Amendments to the Articles of Association

A. The Board of Directors proposes to the Annual General Meeting that the authorization for the Board of Directors to decide an increase in the company's share capital in Class B shares by up to EUR 97,397, which is intended to enable the company to meet its' obligations under stock option agreements based on the company's stock option plan approved on 23 November 2016, be extended. The authorization is set to expire on 13 April 2026 but will, if the proposal is approved, be extended until 24 March 2031. The proposal entails the following amendment to Article 5.3 of the company's Articles of Association:

5.3	<p>Til viðbótar almennri hækkunarheimild stjórnar í gr. 5.2. samþykkti hluthafafundur, haldinn 24. mars 2026, einnig heimild til stjórnar félagsins til að ákveða hækkun á hlutafé félagsins í B-flokki hlutabréfa um allt að EUR 97.397 (evrur nítiu og sjö þúsund þrjú hundruð nítiu og sjö) og gildir sú heimild til 24. mars 2031. Heimildina má nýta í eitt skipti eða fleiri. Heimildinni er ætlað að gera stjórn félagsins kleift að mæta skuldbindingum félagsins samkvæmt kaupréttarsamningum sem byggja á kaupréttaráætlun þess sem samþykkt var 23. nóvember 2016. Um hlutina gilda ákvæði samþykkt félagsins eftir því sem við á. Hlutirnir veita rétt í félaginu þegar þeir hafa verið greiddir.</p> <p>Stjórn félagsins skal annast nánari útfærslu á hækkuninni.</p> <p>Hluthafar falla frá forgangsrétti sínum til nýrra hluta.</p>	<p>In addition to the general increase authorization to the Board of Directors in Art. 5.2, the shareholders' meeting held on 24 March 2026 also authorized the Board of Directors to decide on an increase in the company's share capital in Class B shares by up to EUR 97,397 (euros ninety-seven thousand three hundred ninety-seven). This authorization shall be valid until 24 March 2031 and may be utilized in one or more instances. The authorization is intended to enable the Board of Directors to meet the company's obligations under stock option agreements based on the company's stock option plan approved on 23 November 2016. The provisions of the company's Articles of Association apply to the shares, as applicable. Rights attached to the shares become valid once the shares have been paid for. The company's Board of Directors shall take care of further implementation of the increase.</p>
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- B. The Board of Directors proposes to the Annual General Meeting that an amendment be made to so that shareholders' meetings need not be convened with an advertisement in the national media. The proposal entails the following amendment to Article 7.7 of the company's Articles of Association:

7.7	Til hluthafafunda skal boða með rafrænum hætti þannig að tryggður sé skjótur aðgangur að fundarboðinu á jafnréttisgrundvelli. Skulu notaðir traustir miðlar sem tryggja virka útbreiðslu upplýsinga til almennings á Evrópska efnahagssvæðinu.	Shareholders' meetings shall be convened electronically in order to ensure prompt access to the notice of the meeting on an equal basis. Reliable media shall be used to ensure the effective dissemination of information to the public in the European Economic Area.
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- C. The Board of Directors proposes to the Annual General Meeting that an amendment be made to the composition of the company's Board of Directors for it to be composed of five members and one reserve member. The proposal entails the following amendment to Article 10.1 of the company's Articles of Association:

10.1	Aðalfundur kýs árlega fimm aðalmenn og einn varamann í stjórn félagsins. Um hæfi þeirra fer að lögum.	The Annual General Meeting elects five members and one reserve member to the Board of Directors annually. Their eligibility is governed by law.
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- D. The Board of Directors proposes to the Annual General Meeting that the numbering of the Articles of Association be corrected, as there is currently no Article 11. Consequently, the proposal entails amending the current Article 12 to become Article 11, Article 13 to become Article 12, and so forth.

Agenda item 7

Election of the company's auditors

The Board of Directors proposes to the Annual General Meeting that KMPG ehf., and Jón Arnar Óskarsson, a certified public accountant at the firm, be re-elected as the company's auditing firm.

Agenda item 8

Decision on remuneration for members of the Board of Directors

The Board of Directors proposes to the Annual General Meeting that the remuneration remain unchanged, at ISK 50,000 for each Board meeting attended.

Agenda item 9

Decision on the company's remuneration policy

The Board of Directors proposes to the Annual General Meeting that the submitted remuneration policy be approved without amendment but an English translation is to be included. The company's remuneration policy is available on the company's website.