

**Meeting type:** Hybrid Meeting  
**Date:** April 24, 2025, 16:30  
**Location:** Ytrebygdsvegen 215, 5258 Blomsterdalen Bergen

### **Item 1: Opening of the general meeting**

The general meeting was opened by the Chairman of the Board.

### **Item 2: List of attendees**

The following is a summary of the number of shareholders represented at the general meeting:

	<b>Shares/Votes</b>	<b>Share capital</b>	<b>% of shares/votes</b>	<b>% of total capital</b>	<b>Shareholders</b>
Total in company	15,852,979	6,341,191.6			2701
- own shares	1,023	409.2			1
Voting shares	15,851,956	6,340,782.4	100.00%	100.00%	2700
Represented by joining	5,886,767	2,354,706.8	37.14%	37.14%	16
Represented by pre-voting	124,592	49,836.8	0.79%	0.79%	6
Represented directly	6,011,359	2,404,543.6	37.92%	37.92%	22
Represented by proxy	1,084,089	433,635.6	6.84%	6.84%	4
Total representatives entitled to vote	7,095,448	2,838,179.2	44.76%	44.76%	26
Total representatives entitled to vote (of total capital)	7,095,448	2,838,179.2	44.76%	44.76%	26

### **Item 3: Approval of the notice and the agenda**

The Norwegian text prevails all potential contradictions related to the English text in the minutes.

#### **The following was approved:**

The notice convening the general meeting and the agenda is approved.

### **Item 4: Election of person to chair the meeting**

Morten Foros Krohnstad is elected to chair the meeting.

### **Item 5: Selection of person to co-sign the minutes together with the Chairman of the meeting.**

Aslak Fisketjønn is chosen to co-sign the minutes with the chair.

**Item 6: Approval of the annual accounts**

The financial statements for last year were presented to the general meeting.

**The following was approved:**

Norwegian:

Årsregnskapet for 2024 godkjennes av generalforsamlingen.

English:

The annual accounts for 2024 are approved by the General Meeting.

**Item 7: Review of the auditor's annual report**

The auditor's report was reviewed.

**Item 8: Approval of the board's annual report**

The board's annual report was presented to the general meeting.

**The following was approved:**

Norwegian:

Styrets årsberetning for 2024 godkjennes av generalforsamlingen.

English:

The Board's annual report for 2024 is approved by the General Meeting.

## Item 9: Authorization to the Board to increase share capital

In order to carry out a capital increase more efficiently the board requested a power of attorney from the general meeting to increase the share capital, cf. section 10-14 of the Companies Act .

### The following was approved:

Norwegian:

1. Styret gis fullmakt i henhold til aksjeloven § 10-14 til å forhøye aksjekapitalen med inntil 30% - inntil NOK 24 730 647,24 - ved å utstede inntil 4 755 893 nye aksjer i Lifecare ASA hver pålydende NOK 5,20.
2. Fullmakten innebærer at styret gis fullmakt til å bestemme tidspunkt for og tegningskurs ved kapitalforhøyelser.
3. Fullmakten gjelder i ett år fra vedtakstidspunktet.
4. Aksjonærenes fortrinnsrett etter aksjeloven §10-4 skal kunne fravikes, jf. aksjeloven §10-5. Fullmakten gjelder også innskudd i andre eiendeler enn penger og/eller rett til å pådra selskapet særlige plikter, jf. Aksjeloven §10-2.

Styret gis fullmakt til å gjennomføre de vedtektsendringer som forhøyelse av aksjekapitalen nødvendiggjør

English:

1. The Board is authorized in accordance with the Norwegian Companies Act § 10-14 to increase the share capital by up to 30% - up to NOK 24 730 647,24 by issuing up to 4 755 893 new shares in Lifecare ASA each nominal NOK 5.20.
2. The authorization means that the Board is authorized to determine the time and subscription price for capital increases.
3. The authorization is valid for one year from the date of the decision.
4. The shareholders' pre-emptive right pursuant to the Norwegian Companies Act §10-4 may be waived, cf. the Norwegian Companies Act §10-5. The authorization also applies to deposits in assets other than money and / or the right to incur special obligations for the Company, cf. the Norwegian Companies Act §10-2.

The Board is authorized to implement the amendments to the Articles of Association that an increase in the share capital necessitates

## **Item 10: Authorization to the Board to increase share capital to cover obligations under the incentive program for employees**

To be able to issue shares in connection with the company's option / share program to employees, the board requested a power of attorney from the general meeting to increase the share capital, cf. section 10-14 of the Companies Act .

### **The following was approved:**

Norwegian:

1. For anvendelse i opsjons- og aksjeprogram for medarbeidere i selskapet gis styret fullmakt i henhold til aksjeloven § 10-14 til å forhøye aksjekapitalen med inntil 5% av aksjekapitalen - NOK 4 121 774,54 ved å utstede inntil 792 648 nye aksjer i Lifecare ASA, hver pålydende NOK 5,20. Fullmakten omfatter også medarbeidere som jobber via konsulentavtale, men ikke styrets medlemmer.
2. Fullmakten innebærer at styret gis fullmakt til å fastsette nærmere betingelser for deltakelse i programmet.
3. Fullmakten gjelder i ett år fra vedtakstidspunktet.
4. Aksjonærenes fortrinnsrett etter aksjeloven §10-4 skal kunne fravikes, jf. aksjeloven §10-5.
5. Styret gis fullmakt til å gjennomføre de vedtektsendringer som forhøyelse av aksjekapitalen nødvendiggjør.

English:

1. For use in the option and share program for employees in the Company, the Board is authorized in accordance with the Norwegian Companies Act § 10-14 to increase the share capital by up to 5% of the share capital – NOK 4 121 774,54 by issuing up to 792 648 new shares in Lifecare ASA each with a nominal value of NOK 5.20. The authorization also applies to employees who work via a consultancy agreement, but not the board members.
2. The authorization means that the Board is authorized to determine further conditions for participation in the program.
3. The authorization is valid for one year from the date of the decision.
4. The shareholders' pre-emptive right pursuant to the Norwegian Companies Act §10-4 may be waived, cf. the Norwegian Companies Act §10-5.
5. The Board is authorized to implement the amendments to the Articles of Association that an increase in the share capital necessitates

## **Item 11: Approval of the Remuneration Policy**

### **The following was approved:**

Norwegian:

«Policy for Remuneration for Executive Management of Lifecare ASA» godkjennes.

English:

The "Policy for Remuneration for Executive Management of Lifecare ASA" is approved.

## **Item 12: Approval of the Remuneration Report 2024**

### **The following was approved:**

Norwegian:

Godtgjøreelsesrapporten for 2024 godkjennes i rådgivende avstemning, jf. allmennaksjeloven § 6-16 b.

English:

The remuneration report for 2024 is approved in an advisory vote, pursuant to Section 6-16 b of the Norwegian Public Limited Liability Companies Act.

### **Item 13: Approval of remuneration to the Auditor**

The Board proposed that the auditor be remunerated on account.

#### **The following was approved:**

Norwegian:

Revisor honoreres etter regning.

English:

The Auditor is remunerated according to invoice

### **Item 14: Determination of remuneration to the Board of Directors**

Proposals for remuneration to the board members for the period from last year's ordinary general meeting to this year's ordinary general meeting were presented to the general meeting.

#### **The following was approved:**

Norwegian:

Generalforsamlingen godkjenner følgende godtgjørelse til styrets medlemmer for regnskapsåret 2024 (alle beløp i NOK):

Morten Foros Krohnstad: 350 000

Trine Teigland: 240 000

Lutz Heinemann: 220 000

Hans Hekland: 255 000

Tone Kvåle: 270 000

English:

The General Meeting approves the following remuneration to the members of the Board of Directors for the financial year 2024 (all amounts in NOK):

Morten Foros Krohnstad: 350 000

Trine Teigland: 240 000

Lutz Heinemann: 220 000

Hans Hekland: 255 000

Tone Kvåle: 270 000

### Item 15: Determination of remuneration to the Nomination Committee

Proposals for remuneration to the members of the Nomination committee for the period from last year's ordinary general meeting to this year's ordinary general meeting were presented to the general meeting.

#### The following was approved:

Norwegian:

Generalforsamlingen godkjenner følgende godtgjørelse til medlemmene av valgkomiteen for regnskapsåret 2024 (alle beløp i NOK):

Christian Hysing-Dahl: 20 000

Marthe Jansen: 20 000

Oddvar Kaarbø: 20 000

English:

The General Meeting approves the following remuneration to the members of the Nomination Committee for the financial year 2024 (all amounts in NOK):

Christian Hysing-Dahl: 20 000

Marthe Jansen: 20 000

Oddvar Kaarbø: 20 000

### Item 16: Election of new board

A new board was selected.

### Item 17: Election of nomination committee

A new nomination committee was elected

The meeting ended.

## Overview of voting

### Item 3: Approval of the notice and the agenda

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	4,813,690	100%	67.84%	67.84%
Votes for	4,813,690	100%	67.84%	67.84%
Votes against	0	0%	0%	0%
Abstained	2,281,758		32.16%	32.16%
<b>Result</b>	<b>Approved</b>			

### Item 4: Election of person to chair the meeting

On election: Morten Foros Krohnstad

Place	Candidate	Elected	Votes	% of cast
1	Morten Foros Krohnstad	Yes	4,805,566	100%

**Item 5: Selection of person to co-sign the minutes together with the Chairman of the meeting.**

On election: Aslak Fisketjønn

Place	Candidate	Elected	Votes	% of cast
1	Aslak Fisketjønn	Yes	4,804,010	100%

**Item 6: Approval of the annual accounts**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	4,808,266	100%	67.77%	67.77%
Votes for	4,808,266	100%	67.77%	67.77%
Votes against	0	0%	0%	0%
Abstained	2,287,182		32.23%	32.23%
<b>Result</b>	<b>Approved</b>			

**Item 8: Approval of the board's annual report**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	6,909,480	100%	97.38%	97.38%
Votes for	6,909,480	100%	97.38%	97.38%
Votes against	0	0%	0%	0%
Abstained	185,968		2.62%	2.62%
<b>Result</b>	<b>Approved</b>			

**Item 9: Authorization to the Board to increase share capital**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	6,823,120	100%	96.16%	96.16%
Votes for	6,120,365	89.7%	86.26%	86.26%
Votes against	702,755	10.3%	9.9%	9.9%
Abstained	272,328		3.84%	3.84%
<b>Result</b>	<b>Approved</b>			

**Item 10: Authorization to the Board to increase share capital to cover obligations under the incentive program for employees**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	6,823,120	100%	96.16%	96.16%
Votes for	6,123,065	89.74%	86.3%	86.3%
Votes against	700,055	10.26%	9.87%	9.87%
Abstained	272,328		3.84%	3.84%
<b>Result</b>	<b>Approved</b>			

**Item 11: Approval of the Remuneration Policy**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	6,899,253	100%	97.23%	97.23%
Votes for	6,112,838	88.6%	86.15%	86.15%
Votes against	786,415	11.4%	11.08%	11.08%
Abstained	196,195		2.77%	2.77%
<b>Result</b>	<b>Approved</b>			

**Item 12: Approval of the Remuneration Report 2024**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	6,823,120	100%	96.16%	96.16%
Votes for	6,123,065	89.74%	86.3%	86.3%
Votes against	700,055	10.26%	9.87%	9.87%
Abstained	272,328		3.84%	3.84%
<b>Result</b>	<b>Approved</b>			

**Item 13: Approval of remuneration to the Auditor**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	6,823,120	100%	96.16%	96.16%
Votes for	6,823,120	100%	96.16%	96.16%
Votes against	0	0%	0%	0%
Abstained	272,328		3.84%	3.84%
<b>Result</b>	<b>Approved</b>			



**Item 14: Determination of remuneration to the Board of Directors**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	6,823,120	100%	96.16%	96.16%
Votes for	6,823,120	100%	96.16%	96.16%
Votes against	0	0%	0%	0%
Abstained	272,328		3.84%	3.84%
<b>Result</b>	<b>Approved</b>			

**Item 15: Determination of remuneration to the Nomination Committee**

	Shares/Votes	% of votes cast	% of represented votes	% of attending share capital
Total represented	7,095,448		100%	100%
Votes cast	6,823,120	100%	96.16%	96.16%
Votes for	6,823,120	100%	96.16%	96.16%
Votes against	0	0%	0%	0%
Abstained	272,328		3.84%	3.84%
<b>Result</b>	<b>Approved</b>			

**Item 16: Election of new board**

On election: Morten Foros Krohnstad and Hans Johan Hekland

Place	Candidate	Elected	Votes	% of cast
1	Morten Foros Krohnstad	Yes	6,820,420	100%
2	Hans Johan Hekland	Yes	6,820,420	100%

The order of candidates with the same number of votes was decided by drawing lots.

**Item 17: Election of nomination committee**

On election: Marthe Jansen and Oddvar Martin Kaarbøe

Place	Candidate	Elected	Votes	% of cast
1	Marthe Jansen	Yes	6,820,420	100%
2	Oddvar Martin Kaarbøe	Yes	6,820,420	100%

The order of candidates with the same number of votes was decided by drawing lots.

List of attending shareholders

Shareholder	Shares/Votes	% of voting-eligible shares	% of total votes	In person	Proxy	Represented by
Aslak Fisketjønn	1,539	0.01%	0.01%	✓		Aslak Fisketjønn
Audun Spjelkavik	2,700	0.02%	0.02%	✓		Audun Spjelkavik
Bjørn Ringholm Paasche	19,925	0.13%	0.13%		✓	<u>Joacim Holter</u>
Christin Hestness Matthiessen	10,227	0.06%	0.06%	✓		Christin Hestness Matthiessen
Christoffer Wang	22,544	0.14%	0.14%	✓		Christoffer Wang
Cimter AS	102,412	0.65%	0.65%	✓		Joacim Holter
Even Harald Einarsen	364,000	2.30%	2.30%		✓	<u>Morten Foros Krohnstad</u>
Gunnar Jan Ellingsen	1,000	0.01%	0.01%			<u>Gunnar Jan Ellingsen</u>
Holmain AS	57,499	0.36%	0.36%			<u>Tore Holm</u>
Hu Ma Holding AS	21,567	0.14%	0.14%			<u>Hugo Matthiessen</u>
Hugo Matthiessen	14,109	0.09%	0.09%			<u>Hugo Matthiessen</u>
J.P. Morgan SE	700,055	4.42%	4.42%		✓	<u>Morten Foros Krohnstad</u>
Joacim Holter	22,539	0.14%	0.14%	✓		Joacim Holter
Kjell Oskar Myrseth	109	0.00%	0.00%		✓	<u>Morten Foros Krohnstad</u>
Kurt Normann Andreassen	175,222	1.11%	1.11%	✓		Kurt Andreassen
Lacal AS	2,203,362	13.90%	13.90%	✓		Liv Hestness Høgset
Lhh AS	200,000	1.26%	1.26%	✓		Liv Hestness Høgset
Magne Kjetil 03/02/1956	5,424	0.03%	0.03%	✓		Magne Kjetil Nygård
Moun10 AS	135,351	0.85%	0.85%	✓		Christoffer Wang
Rune Frisvold	2,949	0.02%	0.02%	✓		Rune Frisvold
Solbjørg Merethe Isaksen	173	0.00%	0.00%	✓		Solbjørg Merethe Isaksen
Teigland Eiendom AS	2,101,214	13.26%	13.26%	✓		Trine Teigland
Tjelta AS	898,738	5.67%	5.67%	✓		Jostein Tjelta
Tom Guldhav	2,373	0.01%	0.01%	✓		Tom Guldhav
Tore Holm	28,861	0.18%	0.18%			<u>Tore Holm</u>
William Sigval Bergesen	1,556	0.01%	0.01%			<u>William Sigval 08/10/1948</u>

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April 24, 2025

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Morten Foros Krohnstad

	Morten Foros Krohnstad
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Aslak Fisketjønn

	Aslak Fisketjønn
	2025-04-24 15:11 UTC
66c5bd272c30f1382b3dc001	