



In case of discrepancy between the original text in the Norwegian language and the English language translation, the Norwegian text shall prevail.

**PROTOKOLL FRA EKSTRAORDINÆR
GENERALFORSAMLING**

I

B2 IMPACT ASA

Den 4. september 2025 kl. 10.00 ble det avholdt helelektronisk ekstraordinær generalforsamling i B2 Impact ASA, org.nr. 992 249 986 ("Selskapet").

Generalforsamlingen ble åpnet av styrets leder, Ole Grøterud, som opptok fortegnelse over de møtende aksjonærerne. Fortegnelsen, inkludert antall aksjer og stemmer representert, er inntatt som Vedlegg 1 til denne protokollen.

I henhold til fortegnelsen var 220.183.215 av totalt 369.727.152 aksjer og stemmer utstedt, tilsvarende 59.55% av aksjekapitalen, representert på den ekstraordinære generalforsamlingen. Selskapet eier per dags dato ingen egne aksjer.

Følgende saker forelå til behandling:

1 VALG AV MØTELEDER

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

"Hans Cappelen Arnesen fra Advokatfirmaet Thommessen AS velges som møteleder."

Beslutningen ble truffet med nødvendig flertall, jf. stemmeresultatet inntatt som Vedlegg 2 til denne protokollen.

**2 VALG AV PERSON TIL Å MEDUNDERTEGNE
PROTOKOLLEN**

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

"Jan G Hellinx ble valgt til å undertegne protokollen sammen med møtelederen."

Beslutningen ble truffet med nødvendig flertall, jf. stemmeresultatet inntatt som Vedlegg 2 til denne protokollen.

**MINUTES FROM EXTRAORDINARY
GENERAL MEETING**

IN

B2 IMPACT ASA

An extraordinary general meeting of B2 Impact ASA, reg. no. 992 249 986 (the "**Company**") was held on 4 September 2025 at 10:00 hours (CEST) by digital means.

The General Meeting was opened by the Chair of the Board of Directors, Ole Grøterud, who made a record of attending shareholders. The record of attending shareholders, including the number of shares and votes represented, is attached to these minutes as Appendix 1.

Pursuant to the record, 220,183,215 of a total of 369,727,152 shares and votes issued, corresponding to 59.55 % of the share capital, were represented at the extraordinary general meeting. The Company currently holds no shares in treasury.

The following matters were discussed:

1 ELECTION OF THE CHAIR OF THE MEETING

In accordance with the Board of Directors' proposal, the General Meeting made the following resolution:

"Hans Cappelen Arnesen from Advokatfirmaet Thommessen AS is elected to chair the meeting."

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

**2 ELECTION OF A PERSON TO CO-SIGN THE
MINUTES**

In accordance with the Board of Directors' proposal, the General Meeting made the following resolution:

"Jan G Hellinx was elected to sign the minutes together with the chair of the meeting."

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

[Handwritten signatures]



3 GODKJENNELSE AV INNKALLING OG DAGSORDEN

I samsvar med styrets forslag fattet generalforsamlingen følgende vedtak:

«Innkallingen og dagsordenen er godkjent»

Beslutningen ble truffet med nødvendig flertall, jf. stemmeresultatet inntatt som Vedlegg 2 til denne protokollen.

4 VALG AV NYTT MEDLEM TIL STYRET

Valgkomiteen har foreslått at Prateek Puri velges som nytt styremedlem for perioden frem til ordinær generalforsamling i 2027. Informasjon om det foreslalte styremedlemmet var tilgjengelig i valgkomiteens innstilling. Som følge av dette var det foreslått at Jessica Sparrfeldt fratrer sitt styreverv som styremedlem.

I tråd med valgkomiteens innstilling og styrets forslag fattet generalforsamlingen følgende vedtak:

Prateek Puri velges som styremedlem for perioden frem til ordinær generalforsamling i 2027.

Beslutningen ble truffet med nødvendig flertall, jf. stemmeresultatet inntatt som Vedlegg 2 til denne protokollen.

Etter valget består styret av følgende personer:

- Ole Grøterud (styreleder)
- Adele Bugge Norman Pran (styremedlem)
- Prateek Puri (styremedlem)
- Ellen Hanetho (styremedlem)
- Henrik Wennerholm (styremedlem)

5 FASTSETTELSE AV GODTGJØRELSE TIL DET NYE STYREMEDLEMMET

Den ordinære generalforsamlingen avholdt den 22. mai 2025 fastsatte en godtgjørelse på NOK 435.000 for styrets medlemmer.

På denne bakgrunn, foreslo Selskapets valgkomité følgende godtgjørelse til det nye styremedlemmet for perioden fra generalforsamlingen og frem til ordinær generalforsamling i 2026:

Godtgjørelsen til styremedlemmer som blir valgt for en kortere periode enn fra den ordinære generalforsamlingen i 2025 og

3 APPROVAL OF THE NOTICE AND THE AGENDA

In accordance with the Board of Directors' proposal, the General Meeting made the following resolution:

"The notice and the agenda are approved."

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

4 ELECTION OF A NEW MEMBER TO THE BOARD OF DIRECTORS

The nomination committee has proposed that Prateek Puri be elected as new board member for the period until the annual general meeting in 2027. Information about the proposed new board member was included in the nomination committee's recommendation. As a result of this, it was proposed that Jessica Sparrfeldt resigns from her board position as a board member.

In accordance with the nomination committee's recommendation and the Board of Directors' proposal the General Meeting made the following resolution:

Prateek Puri is elected as a member of the Board of Directors for the period until the annual General Meeting in 2027.

The resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

After the election, the Board of Directors comprises of the following persons:

- Ole Grøterud (chair)
- Adele Bugge Norman Pran (board member)
- Prateek Puri (board member)
- Ellen Hanetho (board member)
- Henrik Wennerholm (board member)

5 DETERMINATION OF REMUNERATION TO THE NEW BOARD MEMBER

The annual general meeting held on 22 May 2025 resolved remuneration in the amount of NOK 435,000 to the members of the Board of Directors.

On this background, the Company's nomination committee proposed the following remuneration to the new board member for the period from this General Meeting until the annual general meeting in 2026:

The remuneration to board members that are elected for a shorter period than for the period from the annual general



frem til den ordinære generalforsamlingen i 2026 skal være en pro-rata andel av godtgjørelsen til styremedlemmer fastsatt på den ordinære generalforsamlingen i 2025, kalkulert fra datoен det nye styremedlemmet er valgt. Godtgjørelsen for perioden fra ordinær generalforsamling i 2026 fastsettes av den ordinære generalforsamlingen i 2026.

Forslaget til valgkomitéen ble fattet av generalforsamlingen og beslutningen ble truffet med nødvendig flertall, jf. stemmeresultatet inntatt som Vedlegg 2 til denne protokollen.

* * *

Mer forelå ikke til behandling.

Generalforsamlingen ble hevet.

* * *

Oslo, 4. september 2025

Hans Cappelen Arnesen

(Møteleder / Chair of the meeting)

Vedlegg:

1. Fortegnelse over møtende aksjonærer, inkludert antall aksjer og stemmer representert.
2. Stemmeresultater.

meeting in 2025 and until the annual general meeting in 2026 shall be a pro-rata share of the remuneration to the board members determined at the annual general meeting in 2025, calculated from the date of the election of the new board member. The remuneration for the period from the annual general meeting in 2026 will be determined by the annual general meeting in 2026.

The nomination committee's proposal was adopted by the General Meeting, and the resolution was passed with the required majority, cf. the voting result set out in Appendix 2 to these minutes.

* * *

There were no further matters to be discussed.

The General Meeting was adjourned.

* * *

Oslo, 4 September 2025

Jan G Hellinx

Medundertegner / Co-signer)

Appendices:

1. Record of attending shareholders, including the number of shares and votes represented.
2. Voting results.

Vedlegg 1 / Appendix 1: Fremmøtte aksjonærer / Shareholders present

Totalt representert /
 Attendance Summary Report
 B2 Impact ASA
 Ekstraordinær Generalforsamling / EGM
 4 September 2025

Antall personer deltagende i møtet /	9
Registered Attendees:	
Totalt stemmeberettiget aksjer representert	220,183,215
/ Total Votes Represented:	
Totalt antall kontorer representert /	131
Total Accounts Represented:	
 Totalt stemmeberettiget aksjer /	 369,727,152
Total Voting Capital:	
% Totalt representert stemmeberettiget /	59.55%
% Total Voting Capital Represented:	
Totalt antall utstede aksjer / Total Capital:	369,727,152
% Totalt representert av aksjekapitalen / % Total Capital	59.55%
Represented:	
Selskapets egne aksjer / Company Own Shares:	0

Kapasitet / Capacity	Sub Total:		3	6	220,183,215
	<u>Registrerte Deltakere /</u> <u>Registered Attendees</u>	<u>Registrerte Ikke-Stemmeberettigede</u> <u>Deltakere / Registered Non-Voting</u> <u>Attendees</u>	<u>Registrerte Stemmer /</u> <u>Registered Votes</u>	<u>Kontoer /</u> <u>Accounts</u>	
Gjest / Guest (web)	0	6			
Forhåndsstemmer / Advance votes	1	0	93,020,828	102	
Styrets leder med fullmakt / COB with Proxy	1	0	109,766,094	27	
Styrets leder med instruksjoner / COB with instruc	1	0	17,396,293	2	

Freddy Hermansen
 DNB Bank ASA
 Issuer services

Vedlegg / Appendix 2: Stemmeoversikt / Voting overview

B2 Impact ASA EKSTRAORDINÆR GENERALFORSAMLING / EGM 04 September 2025

Som registreringsansvarlig for avstemmingen på generalforsamlingen for aksjonærene i selskapet avholdt den 04 September 2025, BEKREFTES HERVED at resultatet av avstemmingen er korrekt angitt som følger:-

/

As scrutineer appointed for the purpose of the Poll taken at the General Meeting of the Members of the Company held on 04 September 2025, I HEREBY CERTIFY that the result of the Poll is correctly set out as follows:-

Totalt antall stemmeberettigede aksjer / Issued voting shares: 369,727,152

	STEMMER / VOTES FOR	%	STEMMER / VOTES MOT	%	STEMMER / VOTES AVSTÅR	STEMMER TOTALT / VOTES TOTAL	% AV STEMME- BERETTIG KAPITAL AVGITT STEMME / % ISSUED VOTING SHARES VOTED	IKKE AVGITT STEMME I MØTET / NO VOTES IN MEETING
1	220,178,971	100.00	0	0.00	4,244	220,183,215	59.55%	0
2	220,178,971	100.00	0	0.00	4,244	220,183,215	59.55%	0
3	220,178,369	100.00	0	0.00	4,846	220,183,215	59.55%	0
4	220,026,890	99.93	147,017	0.07	9,308	220,183,215	59.55%	0
5	220,154,152	100.00	602	0.00	28,461	220,183,215	59.55%	0

Freddy Hermansen
DNB Bank ASA
Issuer services

Attendance Details

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Meeting: B2 Impact ASA, AGM 04 September 2025

	<u>Attendees</u>	<u>Votes</u>
Gjest / Guest	6	
Forhåndsstemmer / Advance votes	1	93,020,828
Styrets leder med fullmakt / COB with Proxy		109,766,094
Styrets leder med instruksjoner / COB with instructions		17,396,293
Total	9	220,183,215

Gjest / Guest **6**

Votes Representing / Accompanying

Voting Card

Forhåndsstemmer / Advance vo **1**

93,020,828

<u>Votes</u>	<u>Representing / Accompanying</u>	<u>Voting Card</u>
52,913,000	Prioritet Group AB	ADV
2,847,048	RANASTONGJI AS	
1,860,000	FEMWEN AS	
150,000	AMBLE INVESTMENT AS	
30,000	GRØNNINGSÆTER, PETTER ORVIK	
15,000	BARDSNES, JAN ASBJØRN	
15,000	HARALDITT AS	
5,350	MIKALSEN, JARLE	
4,244	HAUGEN, DANIEL ANDREAS	
3,587	BRATLAND, SVEIN RUNAR	
2,200	ANDERSSEN, REIDAR BREMNES	
1,112	Helle, Håkon Gjersum	
875	LUND, HAVARD	
602	SVENSKERUD, PER MORTEN NORHEIM	
285	ACAY, LINDA BEATHE	
22,887	QUONIAM FUNDS SELECTION SICAV - EUROPEAN SMALL CAP	
97	THE BANK OF NOVA SCOTIA	
54,941	THE BOEING COMPANY EMPLOYEE SAVINGS PLANS MASTER TRUST	
10,951	MISSOURI EDUCATION PENSION TRUST	
600,100	TWO SIGMA ABSOLUTE RETURN PORTFOLIO, LLC	
1,259	CC&L Q US EQUITY EXTENSION MASTER FUND LTD.	
5,091	SCOTIA CAPITAL INC	
204,798	ACADIAN NON-U.S. SMALL-CAP EQUITY EXTENSION FUND, LLC	
42,892	PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO	
392,875	ARROWSTREET INVESTMENT TRUST -ARROWSTREET ACWI EX US ALPHA EXTENSION T	
24,334	CONSTELLATION DEFINED CONTRIBUTION RETIREMENT PLAN TRUST	
892	CC&L Q MARKET NEUTRAL FUND II	
18,802	THE BANK OF NOVA SCOTIA	
6,763	SCOTIA CAPITAL INC	
875,000	MANDARINE FUNDS - MANDARINE EUROPE MICROCAP	
2,603	CC&L ALL STRATEGIES FUND	
6,255	CC&L Q WORLD EX-USA EQUITY EXTENSION MASTER FUND LTD.	
766,395	ALFRED BERG INDEKS	
5,106	CC&L U.S. Q MARKET NEUTRAL ONSHORE FUND II	
26	CC&L Q 140/40 FUND	
44,700	TWO SIGMA EQUITY RISK PREMIA PORTFOLIO, LLC	
339,800	TWO SIGMA EQUITY SPECTRUM PORTFOLIO LLC	
5,219	PROVIDENCE HEALTH & SERVICES AND SWEDISH HEALTH SERVICES MASTER RETIRE	
17,199	THE PENSION BOARDS-UNITED CHURCH OF CHRIST, INC.	
21,744	EXELON CORPORATION DEFINED CONTRIBUTION RETIREMENT PLANS MASTER TRUST	
4,785	PROVIDENCE HEALTH & SERVICES CASH BALANCE RETIREMENT PLAN TRUST	
41,685	POLICEMEN'S ANNUITY AND BENEFIT FUND OF CHICAGO	
26,447	EXELON CORPORATION PENSION MASTER RETIREMENT TRUST	
9,571	UTAH STATE RETIREMENT SYSTEMS	
2,608,744	VERDIPAPIRFONDET KLP AKSJENORGE INDEKS	
1,015,497	KOMMUNAL LANDSPENSJONSKASSE GJENSIDIG FORSIKRINGSSELSKAP	
8,010	STRATEGIC INTERNATIONAL EQUITY FUND	
36,580	CC&L Q WORLD EX-USA EQUITY EXTENSION MASTER FUND LTD	
10,500	PGIM STRATEGIC INVESTMENTS, INC.	
1,660,966	VERDIPAPIRFONDET STOREBRAND NORGE FOSSILFRI	
595,655	VERDIPAPIRFONDET STOREBRAND AKSJE INNLAND	
1,815,651	VERDIPAPIRFONDET STOREBRAND INDEKS-NORGE	

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Forhåndsstemmer / Advance votes

494,359	VERDIPAPIRFONDET STOREBRAND NORGE
766,688	VERDIPAPIRFONDET STOREBRAND VEKST
1,544,522	JPMORGAN FUNDS
90,021	ROBERT BOSCH GMBH
19,686	STATE OF NEW MEXICO STATE INVESTMENT COUNCIL
15,154	STATE OF ALASKA RETIREMENT AND BENEFITS PLANS
98,665	STATE STREET GLOBAL ADVISORS LUXEMBOURG SICAV
168,400	FIDELITY GLOBAL MICRO-CAP FUND
184,354	CITY OF NEW YORK GROUP TRUST
665,000	VERDIPAPIRFONDET EQUINOR AKSJER NORGE
15,928	NORTH ATLANTIC STATES CARPENTERS GUARANTEED ANNUITY FUND
2,574	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE INTERNATIONAL EQUITY ET
248,477	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM
76,393	THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST
41,724	BRIGHTHOUSE FUNDS TRUST II - BRIGHTHOUSE/DIMENSIONAL INTERNATIONAL SMA
13,197	SPDR PORTFOLIO EUROPE ETF
117,843	CITY OF NEW YORK GROUP TRUST
7,002,466	VERDIPAPIRFONDET STOREBRAND NORGE INSTITUSJON
726,524	JPMORGAN FUNDS
94,680	CITY OF NEW YORK GROUP TRUST
5,768	CITY OF NEW YORK GROUP TRUST
118,079	ARROWSTREET ACWI EX US ALPHA EXTENSION TRUST FUND U
162,114	ARROWSTREET CAPITAL NEWBURY FUND LIMITED
13,550	AMERICAN CENTURY ETF TRUST-AVANTIS INTERNATIONAL SMALL CAP EQUITY ETF
35,134	ENSIGN PEAK ADVISORS, INC.
27,845	MAN NUMERIC INTERNATIONAL SMALL CAP
42,397	ALASKA PERMANENT FUND CORPORATION
4,614	AZL DFA INTERNATIONAL CORE EQUITY FUND
1,136,243	ENSIGN PEAK ADVISORS INC
201,114	VIRGINIA RETIREMENT SYSTEM
45,531	CCANDL Q GLOBAL EQUITY FUND
272,672	ALASKA PERMANENT FUND CORPORATION
505,685	ACADIAN INTERNATIONAL SMALL CAP FUND
18,012	CCANDL Q GROUP GLOBAL EQUITY FUND
689,393	ACADIAN NON-US MICROCAP EQUITY FUND, LLC
30,211	ALASKA PERMANENT FUND CORPORATION
3,577,481	Verdipapirfondet DNB AM Norske Aksjer
75,199	WORLD EX US CORE EQ PT OF DFAIDG
1,961,691	DFA-INTL SMALL CAP VALUE PORT
73,842	INT SOC CORE EQ PORTFOLIO OF DFAIDG
8,867	JHVIT INT'L SMALL CO TRUST JOHN HANCOCK INVESTMENT MANAGEMENT SERVICES
500	PHILIP PHILIP HALLMAN
96,494	RAM (LUX) SYSTEMATIC FUNDS
97,678	RAM (LUX) SYSTEMATIC FUNDS
930	CC&L Q 140/40 FUND 2200-1111
151,650	CC&L Q GLOBAL SMALL CAP EQUITY FUND 2300-1111
573	CC&L U.S. Q MARKET NEUTRAL ONSHORE FUND II 2200-1111 WEST GEORGIA ST
1,080,438	CONTINENTAL SMALL SERIES
154,866	DFA - INTERNATIONAL VECTOR EQ PORT
892,479	DFA INT CORE EQTY PORTFOLIO
<hr/>	
93,020,828	

Styrets leder med fullmakt / CO 1

109,766,094

Styrets leder med fullmakt / COB with Proxy

<u>Votes</u>	<u>Representing / Accompanying</u>	<u>Voting Card</u>
32,002,949	VALSET INVEST AS	CBP
30,500,143	STENSHAGEN INVEST AS	
16,374,479	DNB Markets Aksjehandel/-analyse	
15,038,856	SKANDINAViska ENSKILDA BANKEN AB	
4,000,000	STIFTELSEN KISTEFOS	
3,000,000	F2KAPITAL AS	
2,500,000	HANS EIENDOM AS	
2,200,000	NORDBREKKEN, JON HARALD	
1,000,000	SENNI EIENDOM AS	
800,000	ANDERS SVEAAS OG HUSTRU GRANVILDE	
30,000	SEDERHOLM, HENNING	
3,500	HELLINX, GWEN JAN	
3,000	BJØRGVIK, PRANEE	
2,983	OLOMANI, FATON	
2,500	MAGNUSSSEN, SIMEN KILLINGEN	
1,500	RIENKS, PETER	
1,200	HOLT, SIGRID MARGRETE	

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Styrets leder med fullmakt / COB with Proxy

1,000	MODELL, JAN OVE
1,000	WESTBY, EINAR
1,000	STORLI, SNORRE
570	JOHANSEN, ANNE
845	LYTSKJOLD, INGER MARGRETE
246	SKATLAND, BIRGER EVEN
93	TOTLAND, EGIL
	GALAEN, OLE INGVAR
2,300,000	SPAREBANK 1 MARKETS AS
230	ABUSAMRA, MOHAMMED
	<hr/>
	109,766,094

Styrets leder med instruksjoner 1

17,396,293

Styrets leder med instruksjoner / COB with instructions

<u>Votes</u>	<u>Representing / Accompanying</u>
17,373,236	RASMUSSENGRUPPEN AS

Voting Card
CBI

23,057	BATSTØ BRUG AS
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17,396,293