# NOTICE OF EXTRAORDINARY GENERAL MEETING IN AKER CARBON CAPTURE ASA

The board of directors hereby calls for an extraordinary general meeting in Aker Carbon Capture ASA, org. no. 925 355496 (the "**Company**"), on 7 March 2025 at 12:00 (CET) as a digital meeting via Lumi at <u>https://dnb.lumiagm.com/142719936</u>.

### **IMPORTANT MESSAGE:**

The Extraordinary General Meeting will be held as a digital meeting only, with no physical attendance for shareholders. To participate in the general meeting, please log in to: <u>https://dnb.lumiagm.com/</u> either on your smartphone, tablet or PC. Enter Meeting ID: 142719936 and click Join. You must then identify yourself with the reference number and PIN code from VPS for the general meeting that you will find in VPS Investor Services (Corporate Actions – General Meeting – ISIN) or sent you by post on this form (for non-electronic actors).

You will have the opportunity to log in one hour before the general meeting starts at 12:00 (CET). **Shareholders must be logged in before the general meeting starts.** 

Shareholders are welcome to contact DNB Registrars Department on phone + 47 23 26 80 20 (between 08:00-15:30) or send an e-mail to genf@dnb.no if they need their reference number and PIN code or if they have technical questions.

Shareholders may find an online guide on the Company's website <u>www.akercarboncaptureasa.com</u> describing how shareholders can participate in the virtual meeting. Shareholders may choose to vote in advance or by proxy as described in this notice.

The following matters are on the agenda:

- 1. Opening of the general meeting by the person appointed by the Board of Directors to open the meeting (no voting)
- 2. Election of a person to chair the meeting, and a person to co-sign the meeting minutes
- 3. Approval of the notice of the meeting and the agenda
- 4. Approval of audited interim balance sheet
- 5. Distribution of dividend based on interim balance sheet
- 6. Capital reduction

The board of directors proposes to amend Article 3 of the Company's articles of association as follows, subject to approval of the proposed capital reduction:

"The company's share capital is NOK 12,084,844.36 divided into 604,242,218 shares, each with a nominal value of NOK 0.02. The shares shall be registered with the Norwegian Central Securities Depository."



### The shares of the Company and the right to vote for shares

The Company's share capital is NOK 604,242,218 divided into 604,242,218 shares each having a par value of NOK 1. Each share is entitled to one vote at the general meeting. There are no limitations for voting rights set out in the articles of association, however, no voting rights may be exercised for the Company's own shares (treasury shares) or for shares held by the Company's subsidiaries. As per the date hereof, the Company holds no own shares.

Each shareholder has the right to vote for the number of shares owned by the shareholder on 28, February 2025 (the record date). Owners of shares held through a custodian must additionally ensure that the Company is notified separately, see below.

#### The shareholders' rights

A shareholder cannot demand that new items are added to the agenda when the deadline for such request has expired, cf. section 5-11 second sentence of the Norwegian Public Limited Liability Companies Act.

A shareholder has the right to make proposals for a resolution regarding the items which will be considered by the general meeting.

A shareholder has the right to require board members and the general manager to provide necessary information to the extraordinary general meeting that may affect consideration of matters submitted to shareholders for decision. The same applies to information regarding the Company's financial condition including information on other companies in which the Company participates and other matters to be addressed at the extraordinary general meeting, unless the information required cannot be disclosed without causing disproportionate harm to the Company.

If additional information is necessary, and an answer cannot be given at the general meeting, a written answer shall be prepared within two weeks from the date of the general meeting. Such answer shall be available to the shareholders at the Company's premises and be sent to shareholders requesting the information. If the answer is considered material for evaluation of the circumstances mentioned in the previous paragraph, the answer should be sent to all shareholders with known address.

#### Participation

The extraordinary general meeting will be held as a digital meeting via Lumi on <u>https://dnb.lumiagm.com/</u> Click on the link or copy the URL of your browser to attend at the general meeting. Aker Carbon Capture ASA meeting ID will be: 142719936.

By participating online via Lumi shareholders can vote on each agenda item, submit written questions from smartphones, tablets or stationary devices as well as follow live webcast (in English). No pre-registration is required for shareholders who want to participate, **but shareholders must be logged on before the general meeting starts**. Note that it will not be possible to log on to the meeting after it has started. We therefore encourage shareholders to log in well in advance of the general meeting. The general meeting is open for login one hour before start-up.

Secure identification of shareholders will be done using the PIN code and reference number listed on the attached form or on the shareholder's account in VPS Investor Services.

More information and guideline regarding digital participation via Lumi is available on <u>www.akercarboncaptureasa.com</u>.

#### Shares held in custodian accounts

According to the Public Limited Liability Companies Act § 1-8, as well as regulations on intermediaries covered by the Central Securities Act § 4-5 and related implementing regulations, notice is sent to custodians who pass on to shareholders for whom they hold shares. Shareholders must communicate with their custodians, who are responsible for conveying votes, proxies or enrolment. Custodians must according to



Section 5-3 of the Public Limited Liability Companies Act register this with the Company no later than 2 working days before the general meeting, i.e. no later than 5 March 2025.

### Proxy with or without voting instructions

Instead of participating online, shareholders may prior to the extraordinary general meeting vote in advance by proxy. Proxy with or without voting instructions can, if desirable, be given the Chair of the Board of Directors, or the person he appoints. Shareholders who wish to participate at the general meeting by proxy without voting instructions are encouraged to register the proxy through the Company's website <u>www.akercarboncaptureasa.com</u> or to send the proxy electronically via "Investortjenester" (VPS Investor services), a service offered by most registrars in Norway, or by completing and returning the enclosed proxy form scanned by email to genf@dnb.no, or alternatively by post to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway. Proxy forms should be received no later than 5 March 2025 at 23:59h CET.

Proxies with voting instructions to the Chair of the Board of Directors cannot be submitted electronically and must be sent by e-mail to genf@dnb.no or by regular mail to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway. For instruction to other proxy holders, submit a proxy without voting instructions and agree directly with the proxy holder how votes should be cast.

## Voting by means of electronic communication prior to the general meeting

Instead of participating online, shareholders may prior to the extraordinary general meeting vote in advance electronically on each agenda item via the Company's website <u>www.akercarboncaptureasa.com</u> or via "Investortjenester" (Investor services) (PIN code and reference number from this notice of general meeting is required). The deadline for prior voting is 5 March 2025 at 23:59h CET. Up until the deadline, votes already cast may be changed or withdrawn. Votes already cast prior to the general meeting will be considered withdrawn should the shareholder attend the general meeting in person or by proxy.

This notice and the enclosed form for notice of attendance/proxy will also be made available on <u>www.akercarboncaptureasa.com</u>. Any shareholder who wants to receive the documents can contact the investor relations department – contact data is available at <u>www.akercarboncaptureasa.com</u> > Investors > Scroll down to "IR Contact" > Find email addresses below.

## Electronic Investor Information and change of address

Aker Carbon Capture urges shareholders to receive investor messages from the Norwegian Central Securities Depository (Euronext Securities Oslo) electronically, both from an environmental and cost perspective. To receive investor information electronically, including invitations to general meetings and change of address, visit your online bank or www.investor.vps.no/garm/auth/login.

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The following documents will be available on www.akercarboncaptureasa.com:

- This notice and the enclosed form for proxy
- The Board of Directors' proposed resolutions for the extraordinary general meeting
- Audited interim balance sheet as of 30 December 2024
- Confirmation from the Company's auditor, cf. the Public Limited Liability Act section 12-2 (2)
- Guidelines for online participation

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Date: 13 February 2025 AKER CARBON CAPTURE ASA The Board of Directors



Ref no:

PIN - code:

# **Notice of Extraordinary General Meeting**

The Extraordinary General Meeting in Aker Carbon Capture ASA will be held on 7 March 2025 at 12:00 CET as a digital meeting only.

The shareholder is registered with the following amount of shares at summons: \_\_\_\_\_\_ and vote for the number of shares registered in the Company's shareholder register per Record Date 28 February 2025.

Deadline for registration of advance votes, proxies and instructions: 5 March 2025 at 23:59 CET.

### **Electronic registration**

Alternatively, "Form for submission by post or e-mail for shareholders who cannot register their elections electronically".

**Step 1 –** Register during the enrollment/registration period:

- Either through the company's website <u>www.akercarboncaptureasa.com</u> using a reference number and PIN code (for those of you who receive the notice by post-service), or
- Log in through VPS Investor services; available at <a href="http://www.investor.vps.no/garm/auth/login">www.investor.vps.no/garm/auth/login</a> or through own account keeper
  (bank/broker). Once logged in choose Corporate Actions General Meeting ISIN

You will see your name, reference number, PIN - code and balance. At the bottom you will find these choices:

Enroll Advance Vote Delegate proxy Close

"Enroll" - There is no need for registration for online participation, enrollment is not mandatory
 "Advance vote" - If you would like to vote in advance of the meeting
 "Delegate Proxy" - Give proxy to the Chair of the Board of Directors or another person
 "Close" - Press this if you do not wish to register

Step 2 – The general meeting day:

**Online participation:** The Extraordinary General Meeting will be held as a digital meeting only, with no physical attendance for shareholders. Please login through <a href="https://dnb.lumiagm.com/142719936">https://dnb.lumiagm.com/142719936</a>. You must identify yourself using the **reference number and PIN - code** from VPS - see step 1 above. Shareholders can also get their reference number and PIN code by contacting DNB Bank Registrars Department by phone +47 23 26 80 20 (08:00-am - 3:30 pm). On the company's web page <a href="https://www.akercarboncaptureasa.com">www.akercarboncaptureasa.com</a> you will find an online guide describing more in detail how you as a shareholder can participate in the virtual meeting.

If you are not logged in before the meeting starts, you will not be granted access.



#### Ref no: PIN-code:

#### Form for submission by post or e-mail for shareholders who cannot register their elections electronically.

The signed form can be sent as an attachment in an e-mail\* to genf@dnb.no (scan this form) or by post service to DNB Bank Registrars Department, P.O Box 1600 Sentrum, 0021 Oslo. Deadline for registration of advance votes, proxies and instructions is that forms must be received no later than **5 March 2025 at 23:59 (CET**). If the shareholder is a company, the signature must be in accordance with the company certificate.

\*Will be unsecured unless the sender themselves secure the e-mail.

#### \_ shares would like to be represented at the extraordinary general meeting in Aker Carbon Capture ASA

#### as follows (mark off):

- Open proxy to the Chair of the Board of Directors or the person he authorises (*do not mark the items below*)
- Proxy with voting instructions to the Chair of the Board of Directors or the person he authorises (mark "For", "Against" or "Abstain" on the individual items below)
- Advance votes (mark «For», «Against» or «Abstain» on the individual items below)
- Open proxy to: (do not mark items below agree directly with your proxy solicitor if you wish to give instructions on how to vote)

Enter the proxy solicitor's name in the block letters

Note: Proxy solicitor must contact DNB Bank Registrars Department by phone +47 23 26 80 20 (08:00-am – 3:30 pm) for login details.

Voting must take place in accordance with the instructions below. Missing or unclear markings are considered a vote in line with the Board of Directors' recommendations. If a proposal is put forward in addition to, or as a replacement for, the proposal in the notice, the proxy determines the voting.

#	Agenda for the Extraordinary General Meeting	For	Against	Abstain
1.	Opening of the general meeting by the person appointed by the Board of Directors to open meeting ( <i>no voting</i> )	-	-	-
2.	Election of a person to chair the meeting, and a person to sign the meeting minutes			
3.	Approval of the notice of the meeting and the agenda			
4.	Approval of audited interim balance sheet			
5.	Distribution of dividend based on interim balance sheet			
6.	Capital reduction			

Place

Date

Shareholder's signature

With regard to rights of attendance and voting, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.

#### The form must be dated and signed.

# THE BOARD OF DIRECTORS' REASONING AND PROPOSAL FOR THE RESOLUTIONS TO BE PASSED

# Item 1 Opening of the general meeting by the person appointed by the Board of Directors to open the meeting (no voting)

The extraordinary general meeting will be opened by the Chair of the Board of Directors, Kristian Monsen Røkke, or the person he appoints.

# Item 2Election of a person to chair the meeting, and a person to sign the meeting minutesThe Board of Directors proposes that the general meeting passes the following resolution:

"The Chair of the Board of Directors, or the person he appoints, is elected to chair the meeting. Valborg Lundegaard is elected to co-sign the minutes."

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

The Board of Directors proposes that the general meeting passes the following resolution:

"The general meeting approves the notice and agenda for the meeting."

### Item 4 Approval of audited interim balance sheet

In connection with the proposed dividend distribution outlined in item 5, the Board of Directors has prepared an Interim Balance Sheet as of 30 December 2024. The Interim Balance Sheet is available at the Company's website <u>www.akercarboncaptureasa.com</u>.

The Board of Directors proposes that the general meeting passes the following resolution:

"The audited interim balance sheet as of 30 December 2024 is approved."

## Item 5 Distribution of dividend based on interim balance sheet

Following the sale of 80% of Aker Carbon Capture ASA's shares in SLB Capturi AS (previously Aker Carbon Capture Holding AS) on 14 June 2024 (the "Transaction"), the Company holds a significant cash position. The Board has proposed that the general meeting distribute a portion of this cash as dividend, based on the audited interim balance sheet as of 30 December 2024. The Board of Directors is of the view that the proposed distribution is appropriate and that the Company will continue to have adequate equity and liquidity after the distribution.

Based on and subject to approval of the Interim Balance Sheet as of 30 December 2024, the Board of Directors proposes that the general meeting passes the following resolution:

"1) Aker Carbon Capture ASA shall distribute a cash dividend of NOK 5.80 per share, which represents a total dividend distribution of NOK 3,504,604,864.40, of which:

(i) NOK 4.82 per share shall be paid to the Company's shareholders as of 7 March 2025 (as registered in the VPS as of 11 March 2025, and



(ii) NOK 0.98 per share shall be paid to the Company's shareholders as of 25 April 2025 (as registered in the VPS as of 29 April 2025) or such other dates which are decided and communicated by the board, subject however to completion of the capital reduction proposed in item 6.

3) The dividend distribution shall to the extent possible be treated as repayment of paid in capital for Norwegian tax purposes."

## Item 6 Capital reduction

The board of directors is of the opinion that the Company has adequate nondistributable equity, especially in light of completion of the Transaction, and that the transfer from share capital to a fund will increase other deposited equity in the Company and thereby facilitate future distributions from the Company. The board of directors is of the view that, since the Company's most recent balance sheet (i.e. 30 December 2024) no matters of material importance for the Company have arisen, except for the proposed dividend set out above in item 5, which is also subject to approval by the general meeting.

Based on and subject to approval of the Interim Balance Sheet as of 30 December 2024, the Board of Directors proposes that the general meeting passes the following resolution:

"The share capital is reduced with NOK 592,157,373.64 from NOK 604,242,218 to NOK 12,084,844.36 by reducing the nominal value of the shares from NOK 1 to NOK 0.02. The reduction amount will be transferred to a fund and will constitute other deposited equity. When this resolution takes effect, section 3 of the company's articles of association shall be amended as follows: The company's share capital is NOK 12,084,844.36 divided into 604,242,218 shares, each with a nominal value of NOK 0.02. The shares shall be registered with the Norwegian Central Securities Depository."



# **Aker Carbon Capture ASA**

Interim Balance Sheet

Amounts in NOK thousand	Note	30-Dec-24	31-Dec-23
Assets			
Investments in group companies	3	278,994	1,013,073
Non-current assets		278,994	1,013,073
Current operating receivables		244	78,496
Cash and cash equivalents		4,595,994	1,111,853
Current assets		4,596,239	1,190,349
Total assets		4,875,233	2,203,422
Equity and liabilities			
Share capital		604,242	604,242
Share premium reserve		1,211,978	1,211,970
Other equity		3,025,430	1,337
Total equity	4	4,841,650	1,817,549
Payable tax		13,213	-
Current operating liabilitites		20,370	385,873
Total current liabilites		33,583	385,873
Total equity and liabilities		4,875,233	2,203,422

Fornebu, 12 February 2025

The Board of Directors and CEO of Aker Carbon Capture ASA

Signed by: 

Chairperson

Signed by: Vietor hunde poarf Van SETC8E326E98E4B6aan d CEO

-Signed by: Signed by: lin Monica Bargen Stubbolt O scar Er. Set Director Director

# **Aker Carbon Capture ASA**

# **Notes to Interim Balance Sheet**

### Note 1 - General information

The main office of Aker Carbon Capture ASA is at Fornebu, Norway and the company is listed on the Oslo Stock Exchange under the ticker ACC. On June 14, 2024, the company sold 80% of its shares in Aker Carbon Capture Holding AS ("ACCH"), later renamed to SLB Capturi AS, which held the operational business in ACC, to a subsidiary of SLB.

This interim balance sheet has been prepared to serve as a basis for the reduction of share capital as well as dividends distribution in accordance with the Norwegian Public Limited Liability Companies Act (Allmennaksjeloven) § 12-1.

### Note 2 - Basis for preparation

Aker Carbon Capture ASA's interim balance sheet ending 30 December 2024 is prepared in accordance with Norwegian legislation and Norwegian Generally Accepted Accounting Principles (NGAAP). The interim balance sheet des not include all of the information and disclosures required for a complete set of annual consolidated financial statements, and should be read in conjunction with Aker Carbon Capture ASA's Annual and sustainability Report 2023. The accounting policies applied in these financial statements are the same as those applied in Aker Carbon Capture ASA's financial statements as for the year ended 31 December 2023 available on www.akercarboncaptureasa.com.

#### Note 3 - Investments in group companies

Amounts in NOK thousand	12/30/2024	12/31/2023
SLB Capturi AS <sup>1</sup>	-	1,013,073
Aker Carbon Capture AS <sup>2</sup>	278,994	-
1) Former Aker Carbon Capture Holding AS		

2) New100 percent owned subsidiary in 2024. Name was changed from Spiksmed AS in 2025

On 14 June 2024, the Company sold 80 percent of its shares in SLB Capturi AS (former Aker Carbon Capture Holding AS), which holds the operational business in ACC, to a subsidiary of SLB. The parties combined their respective carbon capture businesses to support accelerated industrial decarbonization at scale. Aker Carbon Capture ASA maintains ownership of the remaining 20% of the shares in SLB Capturi AS. At closing, SLB paid NOK 4.1 billion in cash, and a gain of NOK 2.95 billion, net of transaction costs, was recognized in the accounts of Aker Carbon Capture ASA.

In addition to the consideration paid, Aker Carbon Capture ASA is entitled to a performance-based payment of up to NOK 1.36 billion, subject to the achievement of certain milestones, order intake and margin targets. The payments will be due when certain targets are met in the period 2025 to 2027, weighted towards the end of the period upon finalization of the financial statements for 2027. The performance-based payments will carry a market-based interest rate from the date of closing until the date of payment. No amount is recognized related to the earn-out as there is uncertainty related to whether the conditions will be met.

The cooperation between Aker Carbon Capture ASA and SLB as shareholders of the combined business are be governed by a shareholders' agreement. As part of the shareholder agreement, the shares are subject to a three-year lock-up and certain exit mechanisms whereby Aker Carbon Capture ASA can sell its shares to SLB within a certain timeframe at fair market value within a minimum and maximum value, with a discount of up to 20 percent to be applied depending on the return of investment achieved during the lock-up period.

The 20 percent shareholding in SLB Capturi AS was transferred as contribution-in-kind to a subsidiary of Aker Carbon Capture ASA on 20 November 2024. In addition to the 20 percent shareholding, the transfer also included ACC's contractual positions under the share purchase agreement and shareholders' agreement with SLB.

# Note 4 - Shareholder's equity

The share capital of Aker Carbon Capture ASA is divided into 604.202.218 shares with a nominal value of NOK 1. All issued shares are fully paid.

Amounts in NOK thousand	Share capital	Share premium	Retained earnings	Total equity
Equity as of 1 January 2024	604,242	1,211,970	1,337	1,817,549
Reclassification		8	(8)	-
Profit for the period	_	-	3,024,102	3,024,102
Equity as of 30 December 2024	604,242	1,211,978	3,025,431	4,841,650



To the General Meeting of Aker Carbon Capture ASA

# Independent Auditor's Report on the Interim Balance Sheet

#### Opinion

We have audited the Interim Balance Sheet of Aker Carbon Capture ASA (the Company) as at 30 December 2024 showing an equity of NOK 4 841 650 219. The Interim Balance Sheet comprise the balance sheet, a summary of significant accounting policies and notes.

In our opinion, the accompanying Interim Balance Sheet in all material respects, express the financial position of the Company as at 30 December 2024 with the accounting principles as set out in note 2 to the Interim Balance Sheet.

#### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Interim Balance Sheet* section of our report. We are independent of the Company as required by relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Emphasis of Matter – Basis of accounting**

We draw attention to note 2 to the Interim Balance Sheet, which describes the basis of accounting. The Interim Balance Sheet is prepared as Aker Carbon Capture ASA will conduct a capital reduction (the Norwegian Public Limited Liability Companies Act § 12-2). As a result, the Interim Balance Sheet may not be suitable for another purpose. Our opinion is not modified in respect of this matter.

#### Responsibilities of the Board of Directors and the Managing Director for the Interim Balance Sheet

The Board of Directors and the Managing Director (Management) are responsible for the preparation of the interim Balance Sheet in accordance with the accounting principles as set out in note 2 to the Interim Balance Sheet, and for such internal control as management determines is necessary to enable the preparation of the Interim Balance Sheet that are free from material misstatement, whether due to fraud or error.

In preparing the Interim Balance Sheet, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The Interim Balance Sheet use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

#### Auditor's Responsibilities for the Audit of the Interim Balance Sheet

Our objectives are to obtain reasonable assurance about whether the Interim Balance Sheet as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Interim Balance Sheet.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:



- identify and assess the risks of material misstatement of the Interim Balance Sheet, whether due to fraud or error. We design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- evaluate the appropriateness of accounting policies used, and the reasonableness of the overall presentation of the interim balance sheet.
- conclude on the appropriateness of Management's use of the going concern basis of accounting
  and, based on the audit evidence obtained, whether a material uncertainty exists related to events
  or conditions that may cast significant doubt on the Company's ability to continue as a going
  concern. If we conclude that a material uncertainty exists, we are required to draw attention in our
  auditor's report to the related disclosures in the Interim Balance Sheet or, if such disclosures are
  inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to
  the date of our auditor's report. However, future events or conditions may cause the Company to
  cease to continue as a going concern.

We communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Oslo, 12 February 2025 PricewaterhouseCoopers AS

Thomas Fraurud State Authorised Public Accountant (electronically signed)



To the General Meeting of Aker Carbon Capture ASA

# Confirmation of coverage for remaining non-distributable equity after share capital reduction

We have performed procedures to examine whether there is full cover for the remaining share capital and other non-distributable equity after the reduction in share capital in Aker Carbon Capture ASA.

#### The board of directors' responsibility for the reduction

The board of directors is responsible for ensuring that the reduction does not compromise the requirement for full cover for the company's non-distributable equity according to the Public Limited Liability Companies Act Section 12-2.

#### Auditor's responsibility

Our responsibility is to express an opinion on this based on our procedures.

We have performed our procedures and issue our opinion on basis of the Norwegian auditing standard NSAE 3802 "The auditor's assurance reports and statements required by Norwegian Company legislation[1]". The standard requires that we plan and perform procedures to obtain reasonable assurance about whether there is full cover for the remaining share capital and non-distributable equity after due consideration has been given to post balance sheet events and losses expected to occur. Our procedures include an examination of the calculations the board of directors is responsible for, and an assessment of whether due consideration has been given to post balance sheet events that may result in inadequate cover.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Opinion

In our opinion there is cover for the remaining share capital and other non-distributable equity after the share capital reduction of NOK 592 157 373,64, from NOK 604 242 218 to NOK 12 084 844,36.

Oslo, 13 February 2025 PricewaterhouseCoopers AS

Thomas Fraurud State Authorised Public Accountant

Note: This translation from Norwegian has been prepared for information purposes only.

<sup>[1]</sup> Norwegian name of standard: SA 3802-1 Revisors uttalelser og redegjørelser etter aksjelovgivningen

# **GUIDE FOR ONLINE PARTICIPATION AKER CARBON CAPTURE ASA**

# 7 MARCH 2025

Aker Carbon Capture ASA will hold an extraordinary general meeting on 7 March 2025 at 12:00 CET as a digital meeting, where you will have the opportunity to participate online with your PC, phone or tablet. Below is a description of how to participate online.

We also point out that you also can vote in advance or give a proxy before the meeting. See the notice for further details on advance voting and how to authorize a proxy. If you vote in advance or give a proxy, you can still log on to the general meeting to follow and ask questions, but you will not have the opportunity to vote on the items.

By participating online, shareholders will receive a live webcast from the general meeting, the opportunity to ask written questions, and vote on each of the items. Secure identification of shareholders is done by using the unique reference number and PIN code assigned to each shareholder by the Norwegian Central Securities Depository (Euronext VPS) in relation to this General Meeting.

No registration is required for shareholders who want to participate online, but shareholders **must be logged in before the general meeting starts**. Log ins after the meeting has started will receive access, but with no voting rights.

Shareholders who cannot find their reference number and PIN code for access, or have other technical questions are welcome to call DNB Registrars Department on phone + 47 23 26 80 20 (between 08:00-15:30)

### HOW TO ACCESS THE ONLINE GENERAL MEETING

To be able to participate online, you must go to the following website: https://dnb.lumiagm.com

either on your smartphone, tablet or PC. All major known browsers, such as Chrome, Safari, Edge, Firefox etc. are supported.

enter Meeting ID: 142719936 and click Join:

Alternatively put direct link in your browser https://dnb.lumiagm.com/142719936

You must then identify yourself with.

#### a) Ref. number from VPS for the general meeting

#### b) PIN code from VPS for general meeting

Once you have logged in, you will be taken to the information page for the general meeting. Here you will find information from the company, and how this works technically. Note that you must have internet access throughout the meeting. If you for some reason log off, just log in again following steps above.

#### HOW TO RECEIVE YOUR REFERENCE NUMBER AND PIN CODE

All shareholders registered in the VPS are assigned their own unique reference and PIN code for use in the General Meeting, available to each shareholder through VPS Investor Services. Access VPS Investor Services, select Corporate Actions, General Meeting. Click on the ISIN and you can see your reference number (Ref.nr.) and PIN code.

All VPS directly registered shareholders have access to investor services either via <u>https://www.euronextvps.no</u> or internet bank. Contact your VPS account operator if you do not have access.

Shareholders who have not selected electronic corporate messages in Investor Services will also receive their reference number and PIN code by post together with the summons from the company (on registration form).

**Custodian registered shareholders**: Shares held through Custodians (nominee) accounts exercise their voting rights through their custodian. Please contact your custodian for further information.

#### HOW TO VOTE

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When items are available for voting, you can vote on all items as quickly as you wish. Items are closed for voting as the general meeting considers them. Items will be pushed to your screen. Click on the vote icon if you click away from the poll.

To vote, press your choice on each of the issues. FOR, AGAINST or ABSTAIN. Once you have cast your vote, you will see that your choice is marked. You also get a choice where you can vote jointly on all items. If you use this option, you can still override the choice on items one by one if desired.

To change your vote, click on another option. You can also choose to cancel. You can change or cancel your vote until the chair of the meeting concludes the voting on the individual items. Your last choice will be valid.

NB: Logged in shareholders who have voted in advance or given a power of attorney will not have the opportunity to vote but can follow and write messages if desired.

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#### QUESTIONS TO THE CHAIRPERSON

# A MESSAGING

Questions or messages relating to the items on the agenda can be submitted by the shareholder or appointed proxy at any time during the meeting as long as chair of the meeting holds this open.

If you would like to ask a question relating to the items on the agenda, select the messaging icon.

Enter your question in the message box that says "Ask a Question". When you have finished writing your question, click on the submit button.

Questions submitted online will be moderated before going to the chair. This is to avoid repetition of questions as well as removal of inappropriate language.

All shareholders who submit questions will be identified with their full names, but not holding of shares.