Til aksjeeierne

29. april 2025

**INNKALLING TIL
ORDINÆR GENERALFORSAMLING
I ININ GROUP AS**

Aksjeeierne i Inin Group AS, org.nr. 911 631 474 ("**Selskapet**"), innkalles til ordinær generalforsamling den 13. mai 2025 kl. 09.00 i Selskapets lokaler i Beddingen 8, 0250 Oslo.

Styret har fastsatt følgende forslag til dagsorden:

1. Åpning av møtet og registrering av møtende aksjeeiere

2. Valg av møteleder og person til å medundertegne protokollen

3. Godkjennelse av innkalling og forslag til dagsorden

4. Godkjenning av årsregnskap og årsberetning 2024

5. Godtgjørelse til revisor for 2024

6. Valg av styre

7. Godtgjørelse til styrets medlemmer for 2025

Registrering

Aksjeeiere som ønsker å delta på generalforsamlingen, selv eller ved fullmektig, bes om å fylle ut og returnere påmeldings-/ fullmaktsskjema som er gjort tilgjengelig på Selskapets internettside:

https://inin.no/general-meetings/

og vedlagt som Vedlegg 2 og Vedlegg 3 til denne innkallingen (engelsk versjon) ved post til:

Nordea Bank Abp, filial i Norge, Issuer Services, Postboks 1166 Sentrum, 0107 Oslo, Norge

eller e-post til:

To the shareholders

29 April 2025

**NOTICE OF
ORDINARY GENERAL MEETING
IN ININ GROUP AS**

The shareholders in Inin Group AS, reg. no. 911 631 474 (the "**Company**"), are hereby given notice of the ordinary general meeting to be held on 13 May 2025 at 09:00 CEST at the Company's offices in Beddingen 8, 0250 Oslo.

The board has proposed the following agenda:

1. Opening of the meeting and registration of attending shareholders

2. Election of chairman of the meeting and person to co-sign the minutes

3. Approval of the notice and the proposed agenda

4. Approval of the annual accounts and annual report for 2024

5. Remuneration to the auditor for 2024

6. Election of members of the board

7. Remuneration to members of the board for 2025

Registration

Shareholders who wish to attend the general meeting, in person or by proxy, are asked to complete and return the attendance or proxy form which is posted on the Company's website:

https://inin.no/general-meetings/

and attached as Appendix 2 and Appendix 3 to this notice by mail to:

Nordea Bank Abp, filial i Norge, Issuer Services, Postboks 1166 Sentrum, 0107 Oslo, Norway

or e-mail to:

issuerservices.no@nordea.com

innen:

9. mai 2025 kl. 09.00

Fullmakt

Aksjeeiere som ønsker å delta på generalforsamlingen ved fullmektig kan gi fullmakt til styrets leder eller andre til å stemme for sine aksjer ved å benytte vedlagte fullmaktsskjema. Hvis det gis fullmakt til styrets leder, bør vedlagte skjema med fullmakt med stemmeinstruks fylles ut. Dersom instruksen ikke fylles ut, anses dette som en instruks om å stemme "for" styrets forslag og (hvis aktuelt) styrets anbefaling knyttet til innkomne forslag.

Digital deltakelse

Selskapet vil tilrettelegge for at aksjeeiere som krever det kan ringe inn på generalforsamlingen via Teams og på den måten overvære møtet, samt få mulighet til å stille spørsmål til Selskapets representanter. Aksjeeiere som deltar digitalt, vil ikke ha adgang til å avgi stemme, og anbefales derfor å avgi sine stemmer gjennom fullmaktsskjema med stemmeinstruks i forkant.

Aksjeeiere som ønsker å ringe inn digitalt bes om å registrere seg via linken nedenfor. Aksjeeieren vil deretter motta en møteinvitasjon per e-post.

Ring inn med en videokonferanseenhet:

https://events.teams.microsoft.com/event/52ab1933-6c35-4688-96a2-7b218e5418a0@1d79428a-382e-43ef-99f0-81ee79879835

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Innkallingen med følgende vedlegg er tilgjengelig på Selskapets internettside:

www.inin.no

- Styrets forslag til beslutninger
- Påmeldingsskjema
- Fullmaktsskjema
- Årsregnskap og årsberetning

issuerservices.no@nordea.com

no later than:

9 May 2025 kl. 09.00

Proxy

Shareholders who wish to attend the general meeting by proxy may authorise the chairman of the board or another person to vote for their shares by using the attached proxy form. If a proxy is given to the chairman of the board, the attached form with voting instructions should be completed. If such form is not completed, this will be deemed as an instruction to vote "in favour" of the board's proposals and (if applicable) the board's proposals in relation to any proposal received.

Digital participation

The Company will arrange for shareholders to be able to call in to the general meeting via Teams. Shareholder who chose to join via Teams will be able to participate in the meeting and have the possibility to raise questions to the Company's representatives but will not be able to vote. Shareholders who join digitally are recommended to submit their votes by using the proxy with voting instruction in advance.

Shareholders who wish to participate digitally are requested to register through the below link to receive a meeting invitation by email.

Join with a video conferencing device:

https://events.teams.microsoft.com/event/52ab1933-6c35-4688-96a2-7b218e5418a0@1d79428a-382e-43ef-99f0-81ee79879835

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The notice with appendices is available on the Company's website:

www.inin.no

- The board's proposed resolutions for the items listed on the agenda
- Notice of attendance
- Proxy form
- The annual accounts and annual report

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Med vennlig hilsen/Yours sincerely

the board of directors of

ININ GROUP AS

Signed by:

A0B2A33436B1493...

Patrik Egeland
Chairman

VEDLEGG 1: STYRETS FORSLAG TIL BESLUTNINGER	APPENDIX 1: THE BOARD'S PROPOSED RESOLUTIONS
SAK 2: VALG AV MØTELEDER OG PERSON TIL Å MEDUNDERTEGNE PROTOKOLLEN	**ITEM 2: ELECTION OF CHAIRMAN OF THE MEETING AND PERSON TO CO-SIGN THE MINUTES**
Styret foreslår at Patrik Egeland velges som møteleder og at Kristina Haugland velges til å medundertegne protokollen.	The board proposes that Patrik Egeland is elected to chair the meeting and that Kristina Haugland is elected to co-sign the minutes.
SAK 3: GODKJENNELSE AV INNKALLING OG FORSLAG TIL DAGSORDEN	**ITEM 3: APPROVAL OF THE NOTICE AND THE PROPOSED AGENDA**
Styret foreslår at generalforsamlingen treffer følgende beslutning:	The board proposes that the general meeting adopts the following resolution:
"Innkalling og forslag til dagsorden godkjennes.".	*"The notice and the proposed agenda are approved.".*
SAK 4: GODKJENNELSE AV ÅRSREGNSKAP OG ÅRSBERETNING, HERUNDER UTDELING AV UTBYTTE	**ITEM 4: APPROVAL OF THE ANNUAL ACCOUNTS AND ANNUAL REPORT, INCLUDING DISTRIBUTION OF DIVIDENDS**
Styrets forslag til årsregnskap og styrets årsberetning for 2024 samt revisors beretning er tilgjengelige på Selskapets internettside.	The board's proposal for the annual accounts and the board's annual report for 2024, as well as the auditor's report, are available at the Company's website.
Styret foreslår at generalforsamlingen treffer følgende vedtak:	The board proposes that the general meeting adopts the following resolution:
"Årsregnskap og årsberetning for Inin Group AS for regnskapsåret 2024 godkjennes. Det skal ikke utdeles utbytte til aksjeeiere.".	*"The annual accounts and the annual report for Inin Group AS for the financial year 2024 are approved. No dividends shall be distributed to the shareholders.".*
SAK 5: GODTGJØRELSE TIL REVISOR FOR 2024	**ITEM 5: REMUNERATION TO THE AUDITOR FOR 2024**
Selskapets revisor Plus Revisjon AS har i henhold til avtale med Selskapet mottatt honorar etter regning for revisjon av årsregnskapet for 2024.	The Company's auditor, Plus Revisjon AS has, in accordance with an agreement with the Company, received remuneration as per invoice for the statutory audit of the annual accounts for 2024.
Styret foreslår at generalforsamlingen treffer følgende vedtak:	The board proposes that the general meeting adopts the following resolution:
«Revisors honorar i tilknytning til lovpålagt revisjon av årsregnskapet for 2024 på ca. NOK 378 362 godkjennes.»	*"The auditor's remuneration of approx. NOK 378,362 for the statutory audit of the annual accounts for 2024 are approved.".*
SAK 6: VALG AV STYRE	**ITEM 6: ELECTION OF BOARD MEMBERS**

Styret foreslår at generalforsamlingen treffer følgende vedtak:

«Selskapets styre skal bestå av:

- *Patrik Egeland, styrets leder*
- *Øivind Horpestad, styremedlem*
- *Per Anderson, styremedlem.».*

The board proses that the general meeting adopts the following resolution:

"*The Company's board of directors shall consist of the following:*

- *Patrik Egeland, chairman of the board*
- *Øivind Horpestad, member of the board*
- *Per Anderson, member of the board.".*

SAK 7: GODTGJØRELSE TIL STYRETS MEDLEMMER

ITEM 7: REMUNERATION TO THE MEMBERS OF THE BOARD

Styret foreslår at generalforsamlingen treffer følgende vedtak:

"Godtgjørelsen til styrets medlemmer for perioden fra ordinær generalforsamling 2025 til ordinær generalforsamling 2026 fastsettes til NOK 0.".

The board proposes that the general meeting adopts the following resolution:

"The remuneration to the members of the board for the period from the annual general meeting in 2025 to the annual meeting in 2026 is set to NOK 0.".

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VEDLEGG 2 / APPENDIX 2: PÅMELDINGS / NOTICE OF ATTENDANCE

Shareholder: **Ref.no:** **PIN:**

NOTICE OF ATTENDANCE

The undersigned will attend the annual general meeting of Inin Group AS on 13 May 2025 at 09:00 CEST and vote for:

________________ own shares

________________ other shares in accordance with enclosed Power of Attorney

A total of ________________ shares

This notice of attendance must be received no later than 9 **May 2025 at 09:00 CEST**.

Attendance is registered by completing and returning this notice of attendance by mail to Nordea Bank Abp, filial i Norge, Issuer Services, Postboks 1166 Sentrum, 0107 Oslo, Norway or e-mail to issuerservices.no@nordea.com.

If the above-mentioned shareholder is an enterprise, it will be represented by:

____

Name of enterprise's representative
(To grant a proxy, use the form below)

__________	__________	______________________________
Place	**Date**	**Shareholder's signature** *(only if attending personally. To grant a proxy, use the form below)*

Shareholder's e-mail address: ______________________________

(required if the shareholder wants to participate by video conference)

VEDLEGG 3 / APPENDIX 3: FULLMAKTSSKJEMA / PROXY FORM

Shareholder: **Ref.no:** **PIN:**

PROXY WITHOUT VOTING INSTRUCTIONS

This form is to be used for a proxy without voting instructions. To grant a proxy with voting instructions, see next page.

If you are unable to attend the annual general meeting in person, you may grant a proxy to another individual. If such proxy holder is not named, the proxy will be deemed given to the chairman of the board of directors or a person authorised by the chairman. If the proxy form *with* voting instructions is not completed, this will be deemed as an instruction to vote "in favour" of the board of directors' proposals in the notice to the general meeting and the board of directors' recommendations in relation to any proposal received. If proposals are put forward, in addition to or replacing any of the board of directors' proposals in the notice to the general meeting, the proxy holder determines the voting.

The proxy form must be received no later than **9 May 2025 at 09:00 CEST** by mail to Nordea Bank Abp, filial i Norge, Issuer Services, Postboks 1166 Sentrum, 0107 Oslo, Norway or e-mail to issuerservices.no@nordea.com.

The undersigned ____________________________________

hereby grants (tick one of the two):

☐ the chairman of the board of directors (or a person authorised by the chairman); or

☐ ____
Name of proxy holder (in capital letters)

a proxy to attend and vote for _______________ of my/our shares at the annual general meeting of Inin Group AS on 13 May 2025.

at the annual general meeting of Inin Group AS on 13 May 2025.

___________	___________	______________________________________
Place	**Date**	**Shareholder's signature** *(only if granting a proxy)*

With regards to rights of attendance and voting, please refer to the Norwegian Private Limited Liability Companies Act, in particular Chapter 5. When granting a proxy, a written and dated proxy from the shareholding's beneficial owner has to be presented. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.

PROXY WITH VOTING INSTRUCTIONS

This form is to be used for a proxy with voting instructions. If you are unable to attend the annual general meeting in person, you may use this proxy form to give proxy and voting instructions to another individual. If such proxy holder is not named, the proxy will be deemed given to the chairman of the board of directors or a person authorised by the chairman.

The proxy form must be received no later than **9 May 2025 at 09:00 CEST** by mail to Nordea Bank Abp, filial i Norge, Issuer Services, Postboks 1166 Sentrum, 0107 Oslo, Norway or e-mail to issuerservices.no@nordea.com.

The undersigned ____________________________________

hereby grants (tick one of the two):

☐ the chairman of the board of directors (or a person authorised by the chairman); or

☐ ____
Name of proxy holder (in capital letters)

a proxy to attend and vote for_______________ of my/our shares at the annual general meeting of Inin Group AS on 13 May 2025.

The votes shall be exercised in accordance with the instructions below. Please note that if any items below are not ticked off, this will be deemed as an instruction to vote "in favour" of the board of directors' proposals in the notice to the general meeting and the board of directors' recommendations in relation to any proposal received. If any motions are made from the floor in addition to or in replacement of the proposals in the notice, the proxy holder may vote or abstain from voting at his discretion. In such case, the proxy holder will vote on the basis of his reasonable understanding of the motion. If there is any doubt as to how the instructions should be understood, the proxy holder may abstain from voting.

Agenda extraordinary general meeting on 13 May 2025		In favour	Against	Abstention
Item 2:	Election of chairman of the meeting and person to co-sign the minutes	☐	☐	☐
Item 3:	Approval of the notice and the proposed agenda	☐	☐	☐
Item 4:	Approval of the annual accounts and annual report for 2024	☐	☐	☐
Item 5:	Remuneration to the auditor for 2024	☐	☐	☐
Item 6:	Election of members of the board: Patrik Egeland, chairman of the board Øivind Horpestad, board member Per Anderson, board member	 ☐ ☐ ☐	 ☐ ☐ ☐	 ☐ ☐ ☐
Item 7:	Remuneration to the members of the board	☐	☐	☐

Place	Date	Shareholder's signature *(only if granting a proxy with voting instructions)*

With regards to rights of attendance and voting, please refer to the Norwegian Private Limited Liability Companies Act, in particular Chapter 5. When granting a proxy, a written and dated proxy from the shareholding's beneficial owner has to be presented. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.