

### Notice of Election Meeting for Equity Certificate Holders in SpareBank 1 Nord-Norge

As an equity certificate holder in SpareBank 1 Nord-Norge, you are invited to a digital meeting for the election of members to the corporate assembly on **Tuesday, March 10<sup>th</sup> 2026 at 10:00.**

The corporate assembly is the bank's highest governing body and consists of 40 members and 20 deputy members.

This year, the following positions are up for election:

- 1 member for 1 year
- 1 member for 2 years
- 4 members for 4 years
- 2 deputy members for 2 years
- 2 deputy members for 4 years

As a registered equity certificate holder in the Norwegian Central Securities Depository, you have the right to vote. Each equity certificate grants one vote.

Registration for the election meeting:

You may participate in the election meeting and cast your vote. Register here:

<https://response.questback.com/sparebank1gruppenasa/zitrfdcthb>

A meeting link will be sent by email to all registered participants, along with a presentation of the candidates nominated by the Election Committee.

### Proxy

If you are unable to attend, you may authorize another person to vote on your behalf.

The proxy must be signed by the owner of the equity certificates and sent to

**noelle.klykken@snn.no no later than March 8<sup>th</sup> 2026 at 23:30.**

**Additional Information**

- Presentations of SpareBank 1 Nord-Norge and investor presentations can be found at: [Investor | SpareBank 1 Nord-Norge](#)
- Travel expenses are not reimbursed for participation in the election meeting.

Kind regards,

Roar Dons

Chair of the Corporate Assembly

SpareBank 1 Nord-Norge

**PROXY**

As the owner of ..... equity certificates in SpareBank 1 Nord-Norge, I hereby authorize ..... or the Chair of the Corporate Assembly, Roar Dons, to attend the election meeting on March 10<sup>th</sup> 2026 and cast votes on my behalf.

Place: .....

Date: .....

Signature of proxy giver: .....

Name and address of proxy giver (block letters):

.....

.....

.....

Postal code/City: .....

## **Presentation of the Nomination Committee's Recommendation for Candidates for the Equity Certificate Holders' Election to the Supervisory Board**

The Nomination Committee prepares the equity certificate holders' election of members and deputy members to the Supervisory Board. The elections are conducted at the equity certificate holders' election meeting.

The Nomination Committee's instructions establish the following criteria for recommendations:

- Competence – both formal education and professional experience shall be emphasized
- Industry – different industries should be represented
- Geography – the entire market area of the Savings Bank should be represented
- Gender – as equal a gender distribution as possible should be sought
- Impartiality – obvious conflicts of interest should be avoided
- Tenure – the need for continuity must be balanced against the need for renewal and independence, cf. the NUES recommendations

Candidates up for election:

- Roar Dons, Tromsø
- Halgeir Angell, Sørreisa
- Ingrid Walnum, Nesna
- Lars Martin Lunde, Oslo
- Erik Tostrup, Bodø
- Tom Rømer Svendsen, Oslo

Deputy members up for election:

- Tom Robin Solstad-Nøis, Tromsø
- Aage Fossum, Tromsø
- Kate Eliassen, Andenes
- Hanne P. Bentsen, Oslo

The Nomination Committee has asked all candidates standing for election whether they wish to be re-elected and has taken their responses into account. The committee has also considered the candidates' holdings of equity certificates.

Based on these criteria, the Nomination Committee recommends re-election of three candidates. Three of the proposed candidates are new.

### **Nomination Committee's Recommendation**

As members of the Supervisory Board:

#### **Roar Dons, Tromsø**

- Business owner and musician
- Born 1954
- Member of the Supervisory Board since 2014. Chair of the Supervisory Board
- Owns 12,852 equity certificates
- Independent of the bank pursuant to the EBA Guidelines

#### **Christian Hjort, Tromsø**

- Director, JM Hansen Eiendom AS
- Born 1991
- New member of the Supervisory Board
- Represents the owner of 40,000 equity certificates
- Independent of the bank pursuant to the EBA Guidelines

#### **Ingrid Walnum, Nesna**

- Financial adviser and counsellor at NAV
- Born 1967
- Member of the Supervisory Board since 2022
- Owns 28,464 equity certificates
- Independent of the bank pursuant to the EBA Guidelines

#### **Lars Martin Lunde, Oslo**

- Director, MP Pensjon
- Born 1961
- Represents the owner of 2,484,322 equity certificates
- Member of the Supervisory Board since 2018. Member of the Supervisory Board's Nomination Committee

- Independent of the bank pursuant to the EBA Guidelines

**Greger Mannsverk, Kirkenes**

- CEO, Kimek AS
- Born 1961
- Owns 15,632 equity certificates
- New member of the Supervisory Board
- Independent of the bank pursuant to the EBA Guidelines

**Gunnar Hegstad, Sortland**

- CEO, LNS Spitsbergen AS
- Born 1971
- Owns 10,000 equity certificates
- New member of the Supervisory Board
- Independent of the bank pursuant to the EBA Guidelines

Based on the same criteria applied to members of the Representative Council, the Nomination Committee has recommended the re-election of three candidates. Three of the proposed candidates are new.

As deputy members of the Supervisory Board:

**Tom Robin Solstad-Nøis, Tromsø**

- CFO, COOP Nord SA
- Born 1968
- Owns 43,106 equity certificates
- Deputy member since 2022
- Independent of the bank pursuant to the EBA Guidelines

**Aage Fossum, Tromsø**

- Retiree
- Born 1949
- Owns 45,302 equity certificates
- Deputy member since 2022

- Independent of the bank pursuant to the EBA Guidelines

**Hilde Hauan, Tromsdalen**

- Retiree
- Born 1961
- Owns 37,989 equity certificates
- New deputy member of the Supervisory Board
- Independent of the bank pursuant to the EBA Guidelines

**Hanne P. Bentsen, Oslo**

- Head of DigForsk AS, Section for Research and Innovation
- Born 1961
- Owns 12,468 equity certificates
- Deputy member since 2022
- Independent of the bank pursuant to the EBA Guidelines

# List of Signatures

Page 1/1

 Redegjørelse for styrets uavhengighet\_Engelsk.pdf

Name	Method	Signed at
Frantzen, Eirik	BANKID	2026-02-24 10:46 GMT+01



This file is sealed with a digital signature. The seal is a guarantee for the authenticity of the document.

External reference: 4DD2329C8D2743CAA67F37EA2B75B3CB

## 1. Purpose and background

This statement has been prepared to document that all nine (9) members of the board of directors of **SpareBank 1 Nord-Norge** (organisation number **952 706 365**) (the "Company") have, following an overall assessment, **not** met any of the criteria for classification as a "**Non-Independent Non-Executive Director (NED)**" as set out in the Institutional Shareholder Services group of companies (ISS) classification framework (the "Criteria").

This statement is based on information available to the board as of February, 24<sup>th</sup> 2026, including directors' self-reporting and the Company's internal records. In this statement, "relative" refers to related persons as contemplated by the Criteria.

## 2. Board's overall conclusion

The board confirms that **none** of the Company's nine (9) directors meets any of the conditions that would result in classification as **non-independent** (Non-Independent NED). The board's assessment is summarised in Section 3 below.

## 3. Assessment against the non-independence criteria

The board has assessed each director against each of the Criteria and confirms as follows:

1. **Attested by the board to be a non-independent NED:** No director has been attested or classified by the board as a non-independent NED.
2. **Designated representative of a significant shareholder:** No director is specifically designated as a representative of a significant shareholder of the Company.
3. **Employee/executive of a significant shareholder:** No director is an employee or executive of a significant shareholder of the Company. Two of the members of the Board of Directors are elected by and from among the employees of the Company. This is a statutory requirement under Norwegian law
4. **Nominated by a dissenting significant shareholder:** No director has been nominated by a dissenting significant shareholder in circumstances indicating a material connection to such dissident, either currently or historically.
5. **Beneficial owner  $\geq$  10% (economic interest or voting rights):** No director is a beneficial owner (directly or indirectly) of at least 10% of the Company's shares/voting rights, including when taking into account any required aggregation within defined groups.
6. **Government representative:** No director is a government representative.
7. **Professional services > USD 10,000 per year (director or relative):** Neither any director nor any director's relative provides professional services to the

Klykken, Noelle  
24.02.2026 10:48:17



This file is sealed with a digital signature.  
The seal is a guarantee for the authenticity  
of the document.

Document ID:  
4DD2329C8D2743CAA67F37EA2B75B3CB

Company, any of its affiliates, or any officer of the Company or its affiliates in excess of USD 10,000 per year.

8. **Represents counterparty in transactional/commercial relationship:** No director represents a customer, supplier, creditor, banker or other entity with which the Company maintains a transactional/commercial relationship in a manner that compromises independence.
9. **Cross-directorships with executive directors (or comparable roles):** No director holds cross-directorships with the Company's executive directors or persons in comparable roles.
10. **Relative of a current or former executive:** No director is a relative (as contemplated by the Criteria) of a current or former executive of the Company or its affiliates.
11. **New appointee elected other than by a formal process through the general meeting:** No director has been appointed other than through a formal process via the general meeting (e.g., a contractual appointment by a substantial shareholder).
12. **Founder/co-founder/SPAC sponsor/member of founding family (not currently an employee):** No director falls within these categories in a manner that triggers non-independence under the Criteria.
13. **Former executive (five-year cooling-off period):** No director is a former executive of the Company or its affiliates within the last five (5) years.
14. **Excessive years of service:** No director has a tenure which, under relevant guidance (including EC Recommendation 2005/162/EC, local corporate governance codes or best practice), would generally be considered excessive so as to impair independence.
15. **Remuneration comparable to top executives:** No director receives remuneration comparable to the Company's top executives.
16. **Any additional relationship compromising independence under local best practice:** The board is not aware of any other relationship or principle which, under local corporate governance best practice, would compromise the directors' independence.

#### 4. Updates and qualifications

This statement is made as of February 24<sup>th</sup> 2026 and is based on the accuracy and completeness of the information considered by the board. Should relevant circumstances change, the board's assessment should be updated in accordance with the Company's procedures.

#### 5. Signature



This file is sealed with a digital signature.  
The seal is a guarantee for the authenticity  
of the document.

Document ID:  
4DD2329C8D2743CAA67F37EA2B75B3CB

Klykken, Noelle  
24.02.2026 10:48:17

This statement is signed by the Chair of the Board on behalf of the board.

**Narvik, February 24<sup>th</sup> 2026**

---

**Eirik Frantzen**

Chair of the Board



This file is sealed with a digital signature.  
The seal is a guarantee for the authenticity  
of the document.

Document ID:  
4DD2329C8D2743CAA67F37EA2B75B3CB

Klykken, Noelle  
24.02.2026 10:48:17