

**INNKALLING TIL  
ORDINÆR GENERALFORSAMLING  
I  
SALMON EVOLUTION ASA**

Styret innkaller herved til ordinær generalforsamling i Salmon Evolution ASA, org.nr. 925 344 877 ("Selskapet"). Møtet vil bli avholdt virtuelt via «Lumi-AGM»-løsningen tirsdag 14. juni 2022 kl. 11:00 (CEST).

Styret har besluttet å gjennomføre møtet virtuelt og være tilgjengelig online via Lumi. Alle aksjonærer vil kunne delta på møtet, stemme og stille spørsmål fra smarttelefoner, nettbrett, laptop eller stasjonære enheter. For nærmere informasjon vedrørende den virtuelle deltakelsen vises til beskrivelsen på slutten av denne innkallingen og veiledning gjort tilgjengelig som vedlegg til innkallingen.

Innkallingen sendes til alle aksjeeiere i Selskapet med kjent adresse. I tillegg vil innkallingen med alle vedlegg være tilgjengelig på Selskapets internettside [www.salmonevolution.no](http://www.salmonevolution.no).

**På agendaen står følgende saker:**

1. Valg av møteleder og person til å undertegne protokollen sammen med møtelederen.
2. Godkjenning av innkalling og dagsorden.
3. Godkjenning av årsregnskapet og styrets beretning for regnskapsåret 2021.
4. Behandling av styrets redegjørelse for foretaksstyring (*ingen avstemning*).
5. Rådgivende avstemning over styrets rapport om godtgjørelse til ledende ansatte for 2021.
6. Valg av styremedlemmer.
7. Valg av medlemmer til valgkomiteen.
8. Fastsettelse av godtgjørelse til styret og revisjonskomiteen.
9. Fastsettelse av godtgjørelse til valgkomiteen.
10. Fastsettelse av godtgjørelse til revisor.
11. Styrefullmakt til kapitalforhøyelse i forbindelse med Selskapets insentivprogrammer.
12. Styrefullmakt til kapitalforhøyelse i forbindelse med fremtidige investeringer eller for å styrke selskapets kapital.

**NOTICE OF AN  
ANNUAL GENERAL MEETING  
IN  
SALMON EVOLUTION ASA**

The board of directors hereby convenes an annual general meeting in Salmon Evolution ASA, org. no. 925 344 877 (the "Company"). The meeting will be held virtually through the "Lumi-AGM" solution on Tuesday 14 May 2022 at 11:00 (CEST).

The board of directors has resolved that the Annual General Meeting will be arranged virtually and made available online via Lumi AGM. All shareholders will be able to participate in the meeting, vote and ask questions from smart phones, tablets, lap-tops or stationary computers. For further information regarding the virtual participation, please see the end of this notice and the guideline made available as Appendix to the Notice.

The notice is sent to all shareholders in the Company with known address. In addition the notice with all appendices will be accessible on the Company's website [www.salmonevolution.no](http://www.salmonevolution.no).

**On the agenda are the following items:**

1. Appointment of chair of the meeting and person to sign the minutes together with the chair.
2. Approval of the notice and agenda.
3. Approval of the annual accounts and the board of director's report for the financial year 2021.
4. Consideration of the statement of corporate governance (*non-voting*).
5. Advisory vote on the report on salary and other remuneration to the executive management of the Company for 2021.
6. Election of members to the board of directors.
7. Election of members to the nomination committee.
8. Determination of remuneration to the board of directors and the audit committee.
9. Determination of remuneration to the Nomination Committee.
10. Determination of remuneration to the auditor.
11. Board authorisation to increase the share capital in connection with the Company's incentive programmes.
12. Board authorization to increase the share capital in connection with future investments or to strengthen the Company's capital.

13. Styrefullmakt til erverv av Selskapets egne aksjer i forbindelse med Selskapets insentivprogrammer.

14. Vedtektsendring.

Selskapet har flyttet sitt hovedkontor til Hustadvika kommune og styret foreslår dermed å endre § 1 i selskapets vedtekter til å lyde som følger:

*§ 1 Selskapets foretaksnavn er Salmon Evolution ASA. Selskapet er et allmennaksjeselskap, med forretningskontor i Hustadvika kommune.*

#### **Aksjene i Selskapet og retten til å stemme for dem**

Selskapet er et norsk allmennaksjeselskap underlagt norsk lovgivning, herunder allmennaksjeloven og verdipapirhandelloven. På tidspunktet for innkallingen har Selskapet utstedt 345 754 822 aksjer, hver pålydende NOK 0,05. På Selskapets generalforsamling har hver aksje én stemme. Aksjene har også for øvrig like rettigheter. Selskapet eier per dato for denne innkallingen ingen egne aksjer.

Den elektroniske deltakelsen er organisert av DNB Bank ASA, Verdipapirservice, og dets underleverandør Lumi. Gjennom å delta på den elektroniske generalforsamlingen vil aksjonærer være i stand til å høre på live broadcast av møtet, se presentasjonen, stille spørsmål til sakene på agendaen og foreta avstemming i reell tid. Det er ikke nødvendig med påmelding for å delta online, men aksjonærer må være pålogget før møtet begynner. Er man ikke logget inn innen generalforsamlingen starter vil man ikke kunne delta. Innlogging starter en time før. Det vises til informasjon under og til egen guide om hvordan aksjonærer kan delta elektronisk, se vedlegg til innkallingen. For å kunne delta på den elektroniske generalforsamlingen må aksjonærer logge inn på Lumi AGM-løsningen: <https://web.lumiagm.com> og deretter taste inn «Møte ID»: 188-100-988 og klikke «BLI MED PÅ MØTET». Aksjonærer må identifisere seg ved hjelp av referansenummeret og PIN-koden fra VPS, se nærmere informasjon i guiden for elektronisk deltakelse.

13. Board authorisation for the acquisition of the Company's own shares in connection with the Company's incentive programmes

14. Amendments to the articles of association.

The Company has moved its registered office to the municipality of Hustadvika, and on this basis, the board proposes to amend § 1 of the Company's articles of association to read as follows:

*§ 1 The company's business name is Salmon Evolution ASA. The company is a public limited liability company, having its registered office in the municipality of Hustadvika.*

#### **The Company's shares and the right to vote for them**

The Company is a Norwegian public limited company governed by Norwegian law, including the Norwegian public limited liability companies act and the Norwegian securities trading act. At the time of this notice, the Company has issued 345,754,822 shares, each with a nominal value of NOK 0.05. Each share carries one vote at the general meeting, and also equal rights in all other respects. As of the date of this notice, the Company does not own treasury shares.

The online remote participation is being organized by DNB Bank ASA, Registrar's Department and its supplier Lumi. By attending the online general meeting, shareholders will be able to listen to a live audiocast of the meeting, see the presentation, submit questions relating to the items on the agenda and cast their votes in the real time. Registration is not required to participate online, but shareholders must be logged in before the meeting starts. If you are not logged in before the general meeting starts, you will not be able to participate. Log in starts an hour before. See separate guide on how shareholders can participate electronically, cf. appendix to this notice. In order to attend the virtual general meeting, shareholders need to access the Lumi AGM solution on: <https://web.lumiagm.com> and then enter the "Meeting ID": 188-100-988 and click "JOIN". Shareholders must identify themselves using the reference number and PIN code from VPS, see further information in the separate guide for electronic participation.

En aksjeeier har rett til å avgi stemme for det antall aksjer som vedkommende eier, og som er registrert på en konto i verdipapirsentralen (VPS) som tilhører aksjeeieren på tidspunktet for generalforsamlingen. Hvis en aksjeeier har ervervet aksjer og ikke fått ervervet registrert i VPS på tidspunktet for generalforsamlingen, kan retten til å stemme for de aksjene som er ervervet, kun utøves av erververen hvis ervervet er meldt til VPS og blir godtgjort på generalforsamlingen.

Aksjeeiere som ikke har anledning til å møte selv på generalforsamlingen kan gi fullmakt til styrets leder (og den han utpeker) eller annen person til å stemme for sine aksjer. Fullmakt kan sendes inn elektronisk via VPS investortjenester eller ved å fylle ut og sende inn fullmaktsskjema vedlagt i henhold til instruksene angitt i skjemaet. Fullmakten må være skriftlig, datert og underskrevet. Fullmakter må være mottatt av DNB Bank ASA, Verdipapirservice, innen 13. juni 2022 kl. 12:00, med mindre aksjeeier har registrert påmelding innen denne fristen. Dersom aksjeeiere er påmeldt innen fristen kan fullmakt fremlegges senest på generalforsamlingen. Se vedlagte fullmaktsskjema for ytterligere informasjon om fullmakter.

Beslutninger om stemmerett for aksjeeiere og fullmektiger treffes av møteåpner, hvis beslutning kan omgjøres av generalforsamlingen med alminnelig flertall.

Etter Selskapets syn har verken den reelle eieren eller forvalteren rett til å stemme for aksjer som er registrert på en VPS-konto som tilhører forvalteren, jf. allmennaksjeloven § 4-10. Den reelle eieren av aksjer kan imidlertid stemme for aksjene hvis han godtgjør at han har tatt nødvendige skritt for å avslutte forvalterregistreringen av aksjene, og at aksjene vil overføres til en ordinær VPS-konto som står i navnet til eieren. Hvis eieren kan godtgjøre at han har tatt slike skritt, og at han har en reell aksjeeierinteresse i selskapet, kan han etter Selskapets oppfatning stemme for aksjene selv om de ennå ikke er registrert på en ordinær VPS-konto.

Each shareholder has the right to vote for the number of shares owned by the shareholder and registered in the Company's shareholder register with the Norwegian Central Securities Depository (VPS) at the time of the general meeting. If a share acquisition has not been registered with the VPS at the time of the general meeting, voting rights for the acquired shares may only be exercised if the acquisition is reported to the VPS and proven at the general meeting.

Shareholders who are unable to attend the general meeting may authorize the chair (and whomever he designates) or another person to vote for its shares. Proxies may be submitted electronically through VPS investor services or by completing and submitting the proxy form attached in accordance with the instructions set out in the form. The proxy must be in writing, dated and signed. Proxy forms must be received by DNB Bank ASA, Registrar's Department, no later than 13 June 2022 at 12:00 hours, unless the shareholder has registered attendance within this deadline. If shareholders have registered attendance within the deadline, proxies may be presented no later than at the general meeting. See the enclosed proxy form for further information on proxies.

Decisions on voting rights for shareholders and representatives are made by the person opening the meeting, whose decision may be reversed by the general meeting by majority vote.

It is the view of the Company that neither the beneficial owner nor the nominee may exercise voting rights for shares which are registered on nominee accounts, cf. the Norwegian public limited liability companies act section 4-10. However, the beneficial owner of the shares may exercise such voting rights if he proves that he has taken the necessary steps to terminate the nominee arrangement, and that the shares will be transferred to an ordinary VPS account in the name of the beneficial owner. If the beneficial owner can prove that he has initiated such measures, and that he has beneficial ownership to the shares, he may, in the opinion of the Company, exercise voting rights for the shares even if the shares have not yet been transferred to an ordinary VPS account.

Aksjeeierne kan ikke kreve at nye saker settes på dagsordenen etter at fristen for å kreve dette er utløpt, jf. allmennaksjeloven § 5-11 andre setning. En aksjeeier har rett til å fremsette forslag til vedtak i de saker som generalforsamlingen skal behandle.

En aksjeeier kan kreve at styremedlemmer og daglig leder på generalforsamlingen gir tilgjengelige opplysninger om forhold som kan innvirke på sakene som er forelagt aksjeeierne til avgjørelse og Selskapets økonomiske stilling, med mindre de opplysninger som kreves ikke kan gis uten uforholdsmessig skade for Selskapet. Dersom det må innhentes opplysninger, slik at svar ikke kan gis på generalforsamlingen, skal det utarbeides skriftlig svar innen to uker etter møtet. Svaret skal holdes tilgjengelig for aksjeeierne på selskapets kontor og sendes alle aksjeeiere som har bedt om opplysningen. Dersom svaret må anses å være av vesentlig betydning for bedømmelsen av forhold som nevnt i forrige avsnitt, skal svaret sendes alle aksjeeiere med kjent adresse.

A shareholder cannot demand that new items are added to the agenda, when the deadline for such request has expired, cf. the Norwegian public limited liability companies act section 5-11 second sentence. A shareholder has the right to make proposals for a resolution regarding the items which will be considered by the general meeting.

A shareholder may request directors and the CEO to provide to the general meeting available information about matters that may affect the consideration of any matters that have been submitted to the shareholders for decision and the Company's financial position, unless the requested information 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 at the Company's office and 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.

\* \* \*

Oslo, 24 May 2022

**Salmon Evolution ASA**

**The board of directors**

Ref no:                      PIN code:  
NOTICE OF ANNUAL GENERAL MEETING

An annual general meeting in Salmon Evolution ASA will be held virtually on 14 June 2022 at 11:00 (CEST).

The shareholder is registered with the following amount of shares at summons: \_\_\_\_\_ and vote for the number of shares owned per Record Date: 13 June 2022.

**IMPORTANT MESSAGE:**

*The Annual General Meeting will be held as a digital meeting only, with no physical attendance for shareholders.*

Please log in at <https://web.lumiagm.com/188100988>

You must identify yourself using the reference number and PIN code from VPS that you will find in investor services (Corporate Actions - General Meeting - ISIN) or sent you by post on this form (for non-electronic actors) Shareholders can also get their reference number and PIN code by contacting DNB Bank Registrars Department by phone +47 23 26 80 20 (08:00-15:30) or by e-mail [genf@dnb.no](mailto:genf@dnb.no).

On the company's web page [www.salmonevolution.no](http://www.salmonevolution.no) you will find an online guide describing more in detail how you as a shareholder can participate in the virtual annual general meeting.

**Deadline for registration of advance votes, proxies and instructions: 13 June 2022 at 12:00 (CEST)**

**Advance votes**

Advance votes may only be executed electronically, through the Company's website [www.salmonevolution.no](http://www.salmonevolution.no) (use ref and pin code above) or through VPS Investor Services (where you are identified and do not need Ref.nr.and PIN Code). Chose *Corporate Actions - General Meeting - click on ISIN*. Investor Services can be accessed either through [www.euronextvps.no](http://www.euronextvps.no) or your account operator.

**Notice of attendance**

Shareholders are only allowed to participate online and no pre-registration is required. Shareholders must be logged in before the meeting starts. **If you are not logged in before the general meeting starts, you will not be able to attend.** Log in starts an hour before.

**Proxy without voting instructions** for annual general meeting of Salmon Evolution ASA

Ref no:                      PIN code:

If you are unable to attend the annual general meeting, this proxy may be used by a person authorised by you. Proxy should be registered through the Company's website [www.salmonevolution.no](http://www.salmonevolution.no) or through VPS Investor Services. For granting proxy through the Company's website, the above mentioned reference number and PIN code must be stated. In VPS Investor Services chose *Corporate Actions and General Meeting - ISIN*.

Investor Services can be accessed either through [www.euronextvps.no](http://www.euronextvps.no) or your account operator. Alternatively, you may send this form by e-mail to [genf@dnb.no](mailto:genf@dnb.no), or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The proxy must be received no later than **13 June 2022 at 12:00 (CEST)**. **The form must be dated and signed in order to be valid.**

If you do not state the name of the proxy holder, the proxy will be given to the chair of the board of directors or an individual authorised by him.

The undersigned: \_\_\_\_\_  
hereby grants (tick one of the two)

- the chair of the board of directors (or a person authorised by him), or
- \_\_\_\_\_ (NB: Proxy holder must send an e-mail to [genf@dnb.no](mailto:genf@dnb.no) for log in details)  
(Name of proxy holder in capital letters)

proxy to attend and vote for my/our shares at the annual general meeting of Salmon Evolution ASA on 14 June 2022.

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Place                      Date                      Shareholder's signature (only for granting proxy)

Ref no:

PIN code:

**Proxy with voting instructions** for annual general meeting in Salmon Evolution ASA

If you are unable to attend the meeting, you may use this proxy form to give voting instructions to the chair of the board of directors or the person authorised by him. (Alternatively, you may vote electronically in advance, see separate section above.) For instruction to other Proxy holders, submit a Proxy without voting instructions and agreed directly with the proxy holder how votes should be cast.

Proxies with voting instructions cannot be submitted electronically and must be sent to [genf@dnb.no](mailto:genf@dnb.no) (scanned form) or by regular mail to DNB Bank ASA, Registrars' Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The form must be received by DNB Bank ASA, Registrars' Department no later than **13 June 2022 at 12:00 (CEST)**.

**Proxies with voting instructions must be dated and signed in order to be valid.**

The undersigned: \_\_\_\_\_

hereby grants the chair of the board of directors (or the person authorised by him) proxy to attend and vote for my/our shares at the annual general meeting of Salmon Evolution ASA on 14 June 2022.

The votes shall be exercised in accordance to the instructions below. If the sections for voting are left blank, this will be counted as an instruction to vote in accordance with the proposals in the notice. However, if any motions are made from the attendees in addition to or in replacement of the proposals in the notice, the proxy holder may vote at his or her discretion. If there is any doubt as to how the instructions should be understood, the proxy holder may abstain from voting.

Agenda for the annual general meeting 14 June 2022		For	Against	Abstention
1.	Appointment of chair of the meeting and person to sign the minutes together with the chair.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	Approval of the notice and agenda.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Approval of the annual accounts and the board of director's report for the financial year 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Consideraton of the statement of corporate governance.	(no voting)		
5.	Advisory vote on the report on salary and other remuneration to the executive management of the Company for 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Election of members to the board of directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Election of members to the nomination committee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Determination of remuneration to the board of directors and the audit committee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Determination of remuneration to the Nomination Committee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.	Determination of remuneration to the auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.	Board authorization to increase the share capital in connection with the Company's incentive programmes.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12.	Board authorization to increase the share capital in connection with future investments or to strengthen the Company's capital.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13.	Board authorization for the acquisition of the Company's own shares in shares in connection with the Company's incentive programmes.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14.	Amendments to the articles of association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place \_\_\_\_\_ Date \_\_\_\_\_ Shareholder's signature (Only for granting proxy with voting instructions)