

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

Til aksjonærene i Insr Insurance Group ASA

INNKALLING TIL EKSTRAORDINÆR GENERALFORSAMLING

Styret i Insr Insurance Group ASA ("**Styret**") innkaller med dette til ekstraordinær generalforsamling i Insr Insurance Group ASA ("**Selskapet**") som vil bli avholdt elektronisk den 17. februar 2022 kl. 12:00.

På grunn av Covid-19 situasjonen, vil møtet holdes kun elektronisk.

For å delta i generalforsamlingen, vennligst bruk følgende link: <https://web.lumiagm.com/199717231>.

For å delta på generalforsamlingen må du identifisere deg med referansenummer og PIN kode fra den norske verdipapirsentralen ("**VPS**"). Referansenummer og PIN kode finnes ved innlogging i VPS Investortjenester (www.euronextvps.no) eller på fullmaktskjema ([Vedlegg 1](#)) sendt til den enkelte aksjonær per post. Nærmere informasjon om elektronisk deltagelse er inntatt som [Vedlegg 2](#) til innkallingen.

Aksjonærer trenger ikke å melde seg på i forkant for å delta i generalforsamlingen, men aksjonærer må være pålogget før møtet starter. Er du ikke logget inn innen generalforsamlingen starter vil du ikke kunne delta. Innlogging starter én time før generalforsamlingen starter.

Aksjonærer som ikke kan møte digitalt, oppfordres til å forhåndsstemme eller å delta ved bruk av fullmakt. Fullmakt eller forhåndsstemme må være mottatt innen kl. 16:00 den 16. februar 2022. Se nærmere informasjon i [Vedlegg 1](#) til innkallingen.

Det ligger også mer informasjon under delen om "*retningslinjer for fremmøte*" nedenfor.

Følgende dagsorden er satt for generalforsamlingen:

1. Åpning av møtet og registrering av fremmøtte aksjonærer

Styreleder åpner generalforsamlingen. Møtende aksjonærer registreres.

2. Valg av møteleder og en person til å medundertegne protokollen

Styret foreslår at Tone Østensen fra Advokatfirmaet Wiersholm AS velges til å lede møtet.

Én person til stede på generalforsamlingen velges til å medundertegne protokollen sammen med møteleder.

3. Godkjenning av innkalling og dagsorden

4. Endring av Selskapets vedtekter

Som annonsert av Selskapet i børsmelding 14. januar 2022 har avtalene med DARAG Deutschland AG blitt godkjent av relevante myndigheter og er gjennomført. Selskapet driver ikke lenger forsikringsvirksomhet og Finanstilsynet har som annonsert i børsmelding 20. januar 2022, etter anmodning fra Selskapet, besluttet å trekke tilbake Selskapets konsesjon til å drive forsikringsvirksomhet. Gjennomføringen av tilbaketrekingen er betinget av at Selskapet fremlegger nye vedtekter som viser at

To the shareholders of Insr Insurance Group ASA

NOTICE OF EXTRAORDINARY GENERAL MEETING

The Board of Directors of Insr Insurance Group ASA (the "**Board**") hereby calls for an extraordinary general meeting in Insr Insurance Group ASA (the "**Company**") to be held digitally on 17 February 2022 at 12:00 (CET).

Due to the Covid-19 situation, the meeting will only be held digitally.

To participate in the general meeting, please use the following link: <https://web.lumiagm.com/199717231>.

In order to participate in the general meeting, you must identify yourself with the reference number and PIN code from the Norwegian Central Securities Depository ("**VPS**"). The reference number and PIN number is available by logging into VPS Investor Services (www.euronextvps.no) or on the proxy form ([Appendix 1](#)) sent to the respective shareholder per mail. Further information about digital attendance is included as [Appendix 2](#) to the notice.

Shareholders do not have to register attendance in advance in order to participate in the general meeting, but shareholders have to 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 1 hour before the general meeting starts.

Shareholders who cannot attend digitally are encouraged to vote in advance or to attend by use of proxy. Proxies or advance votes must be received within 16:00 hours (CET) on 16 February 2022. See further information in [Appendix 1](#) to the notice.

There is also more information in the section "*Guidelines for attendance*" below.

The agenda for the general meeting is as follows:

1. Opening of the meeting and registration of attending shareholders

The Chairman of the Board opens the general meeting and a register of attending shareholders is taken.

2. Election of the chairperson and a person to co-sign the minutes

The Board proposes that the general meeting appoints Tone Østensen from Advokatfirmaet Wiersholm AS to chair the meeting.

One person attending the general meeting is chosen to co-sign the minutes together with the chair of the meeting.

3. Approval of the general meeting notice and agenda

4. Change of the Company's Articles of Association

As announced by the Company in the stock exchange release 14 January 2022, the agreements with DARAG Deutschland AG have been approved by relevant authorities and have been closed. The Company is no longer engaged in insurance business and the Norwegian Financial Supervisory Authority (the "**NFSA**") has as announced in a stock exchange release on 20 January 2022, based on a request by the Company, resolved to withdraw the Company's license to conduct insurance business. The withdrawal is conditional on the Company providing new Articles of Association which reflects

Selskapet har besluttet å skiftet navn og ikke lenger driver forsikringsvirksomhet.

For å oppfylle Finanstilsynets betingelser foreslår Styret at Selskapet endrer navn fra Insr Insurance Group ASA til Insr ASA. og at vedtektene § 1-1 endres tilsvarende.

Det følger av vedtektenes § 1-2 at: "*Selskapets formål er å drive skadeforsikringsvirksomhet i alle skadeforsikringsbransjer, gjenforsikringsvirksomhet, samt virksomhet som naturlig henger sammen med forsikringsvirksomhet.*"

Selskapets Styre foreslår under henvisning til hva som er sagt ovenfor at Selskapets formål endres til "*å drive investeringsvirksomhet, samt virksomhet som naturlig henger sammen med investeringsvirksomhet*" og at vedtektene § 1-2 endres tilsvarende. Styret vil imidlertid, som tidligere annonsert, arbeide for å avvikle Selskapets gjenværende virksomhet med en utdeling til Selskapets aksjonærer.

Styret foreslår også at vedtektenes § 2-8 tas ut i sin helhet. Bestemmelsen som gjelder opptak av ansvarlig lån som skal telle som regulatorisk ansvarlig kapital er ikke lenger relevant for Selskapet etter at det opphører å være et forsikringsselskap.

Styret foreslår videre at vedtektenes § 3-1 tas ut i sin helhet. Bestemmelsen som gjelder endringer av Selskapets vedtekter og krav om godkjenning av Kongen er ikke lenger relevant for Selskapet etter at det opphører å være et forsikringsselskap.

Selskapets nåværende vedtekter er tilgjengelig på Selskapets nettsider, <https://www.insr.io/investor-relations>.

På denne bakgrunn foreslår Styret at generalforsamlingen fatter følgende vedtak:

- (i) § 1-1 i Selskapets vedtekter endres til å lyde som følger:

"§ 1-1 Firma og forretningskontor

Selskapets navn er Insr ASA. Selskapet er et allmennaksjeselskap.

Forretningskontoret er i Oslo kommune."

- (ii) § 1-2 i Selskapets vedtekter endres til å lyde som følger:

"§ 1-2 Formålet

Selskapets formål er å drive investeringsvirksomhet, samt virksomhet som naturlig henger sammen med investeringsvirksomhet."

- (iii) § 2-8 i Selskapets vedtekter fjernes i sin helhet.

- (iv) § 3-1 i Selskapets vedtekter fjernes i sin helhet.

En mark-up av Selskapets gjeldende vedtekter som viser de foreslåtte endringene er inntatt som Vedlegg 3 til innkallingen.

5. Strykning av Selskapets aksjer fra Oslo Børs

Etter Styrets oppfatning er en strykning av Selskapets aksjer fra Oslo Børs med en etterfølgende oppløsning av Selskapet i Selskapets og aksjonærenes beste interesse.

En strykning av Selskapets aksjer vil være kostnadsbesparende for Selskapet i form av reduserte avgifter og ressursbruk som følger

that the Company has resolved to change its name and is no longer involved in insurance business.

To comply with the conditions set by the NFSA, the Board proposes that the Company changes its name to Insr ASA and that § 1-1 in the Company's Articles of Association is amended correspondingly.

It is stated in § 1-2 of the Articles of Association that: "*The objective of the company is to conduct Non-life insurance business in all Non-life insurance branches, reinsurance activities, as well as activities naturally connected to insurance activities.*"

With reference to what has been said above the Company's Board proposes that the Company's objective is amended to "*carry out investment activities, as well as activities that is naturally connected to investment activities.*" and that § 1-2 of the Company's Articles of Association is amended correspondingly. The Company's Board will, however, as previously announced work towards closure of the Company's business with a distribution to the Company's shareholders.

The Board also proposes that § 2-8 of the Articles of Association is removed in its entirety. The provision that concerns the raising of subordinated loan to count as regulatory equity capital is no longer relevant after the Company has ceased to be an insurance company.

The Board further proposes that § 3-1 of the Articles of Association is removed in its entirety. The provision that concerns approval of amendments to the Articles of Association and approval by the King is no longer relevant after the Company has ceased to be an insurance company.

The Company's current Articles of Association are available at the Company's website, <https://www.insr.io/investor-relations>.

On this background, the Board proposes that the general meeting passes the following resolution:

- (i) § 1-1 of the Company's Articles of Association is amended to read as follows:

"§ 1-1 Name and business office

The company's name is Insr ASA. The company is a public limited liability company.

The business office is in the municipality of Oslo."

- (ii) § 1-2 of the Company's Articles of Association is amended to read as follows

"§ 1-2 The purpose

The company's purpose is to carry out investment activities, as well as activities that is naturally connected to investment activities."

- (iii) § 2-8 of the Company's Articles of Association is removed in its entirety.

- (iv) § 3-1 of the Company's Articles of Association is removed in its entirety.

A mark-up of the Company's current Articles of Association that shows the proposed changes is attached as Appendix 3 to the notice.

5. Delisting of the Company's shares from the Oslo Stock Exchange

In the Board's opinion, a delisting of the Company's shares from the Oslo Stock Exchange with a subsequent dissolution of the Company, is in the Company's and the shareholders' best interest.

A delisting of the Company's shares will save costs for the Company in the form of reduced fees and use of resources relating to a listing,

med en notering, som igjen vil komme Selskapets aksjonærer til gode ved et eventuelt avviklingsoppgjør.

Søknad om strykning av Selskapets aksjer skal godkjennes av Oslo Børs. I henhold til Oslo Børs Regelbok II – utstederreglene punkt 2.11.2 (3) må beslutningen om å søke om strykning godkjennes av generalforsamlingen med flertall som for vedtektsendringer, med andre ord med to tredjedeler så vel av de avgitte stemmer som av den aksjekapitalen som er representert på generalforsamlingen. Det gjøres oppmerksom på at Oslo Børs ikke er forpliktet til å godta søknaden og vil normalt ikke godta en søknad som ikke er i minoritetsaksjonærenes beste interesse.

På denne bakgrunn foreslår styret at generalforsamlingen fatter følgende vedtak:

Selskapet skal søke om strykning av Selskapets aksjer fra Oslo Børs med virkning fra det tidspunktet Oslo Børs bestemmer jf. verdipapirhandelloven § 12-3 (1) og Oslo Regelbok II – utstederreglene punkt 2.11.2 (3).

Ingen andre saker foreligger til behandling.

Retningslinjer for fremmøte

Per dato for innkallingen er det 148.167.266 aksjer i Selskapet, hver med en pålydende verdi på NOK 0,8 og hvor hver representerer én stemme på Selskapets generalforsamling. Selskapet eier ingen egne aksjer.

Aksjonærer som eier aksjer i Selskapet gjennom en forvalter, jf. allmennaksjeloven § 4-10, må kontakte forvalteren og be om å bli direkte registrert i VPS dersom de ønsker å møte på generalforsamlingen, og bruke stemmeretten sin.

Aksjonærene har følgende rettigheter på generalforsamlingen:

- (i) *Rett til å få behandlet spørsmål i generalforsamlingen som han eller hun melder skriftlig til Styret sammen med et forslag til beslutning eller en begrunnelse for at spørsmålet settes på dagsordenen, innen 28 dager før generalforsamlingen skal avholdes.*
- (ii) *Rett til å delta på generalforsamlingen enten personlig eller ved fullmektig.*
- (iii) *Rett til å snakke på generalforsamlingen.*
- (iv) *Rett til å være ledsaget av en rådgiver på generalforsamlingen, og til å gi en slik rådgiver talerett.*
- (v) *Rett til å kreve opplysninger fra medlemmene av Styret og daglig leder om forhold som kan innvirke på bedømmelsen av (i) saker som er forelagt aksjonærene til avgjørelse, og (ii) Selskapets økonomiske stilling, herunder informasjon om aktiviteten i andre selskaper som Selskapet deltar i, og andre saker som skal behandles på generalforsamlingen, med mindre de opplysninger som kreves ikke kan gis uten uforholdsmessig skade for selskapet.*
- (vi) *Rett til å fremsette alternativer til Styrets forslag under de saker som skal behandles på generalforsamlingen.*

Denne innkallingen samt andre saksdokumenter og gjeldende vedtekter, er tilgjengelige på <https://www.insr.io/investor-relations>. I tråd med vedtektens § 2-5 er ikke vedlegg til innkallingen (unntatt

which in turn will benefit the Company's shareholders in any liquidation settlement.

The application to delist the Company's shares shall be approved by the Oslo Stock Exchange. In accordance with section 2.11.2 (3) of the Oslo Rule Book II – Issuer Rules, the decision to submit a delisting application must be approved by the general meeting by a majority as for amending the Articles of Association, i.e. two thirds of the casted votes as well as the share capital represented at the general meeting. It is noted that the Oslo Stock Exchange is not obligated to accept the application and will normally not accept an application that is not in the best interest of the minority shareholders.

On this background, the Board of Directors proposes that the general passes the following resolution:

The Company shall apply to delist the Company's shares from the Oslo Stock Exchange with effect from such point in time as resolved by the Oslo Stock Exchange cf. section 12-3 (1) of the Norwegian Securities Trading Act and section 2.11.2 (3) of the Oslo Rule Book II – Issuer Rules.

There are no other matters are on the agenda.

Guidelines for attendance

As at the date of this notice, there are 148,167,266 shares in the Company, each with a nominal value of NOK 0.8 and each representing one vote at the Company's general meeting. The Company does not hold any treasury shares.

Shareholders who own shares in the Company through a nominee/share manager, cf. section 4-10 of the Norwegian Public Limited Liability Companies Act, must contact the nominee/share manager and request to be registered directly in the VPS should they wish to attend the general meeting and exercise their voting rights.

Shareholders have the following rights in respect of the general meeting:

- (i) *The right to have their questions addressed in the general meeting as long as such questions are, within 28 days before the general meeting is held, notified to the Board in writing together with a proposal for a resolution or a reason for why the question should be put on the agenda.*
- (ii) *The right to attend the general meeting, either in person or by proxy.*
- (iii) *The right to speak at the general meeting.*
- (iv) *The right to be accompanied by an advisor and to give such advisor the right to speak at the general meeting.*
- (v) *The right to require, from members of the Board and the Chief Executive Officer, information on matters which may affect the evaluation of: (i) items presented to be decided by the shareholders; and (ii) the Company's financial position, including information about activities in other companies in which the Company participates and other business to be transacted at the general meeting, unless the information demanded cannot be disclosed without causing disproportionate harm to the Company.*
- (vi) *The right to present alternatives to the Board's proposals in respect of matters on the agenda at the general meeting.*

This notice, together with its appendices, other associated documents and the Articles of Association, are available at <https://www.insr.io/investor-relations>. In accordance with § 2-5 of the

<p>fullmaktsskjema) sendt til aksjonærene, men gjort tilgjengelig på Selskapets nettsider.</p> <p>Aksjonærer kan få tilsendt de aktuelle dokumentene ved å kontakte: Bård Standal (Deputy CEO) per telefon +47 415 21 490 eller ved å sende en e-post til: investorrelations@insr.io.</p>	<p>Articles of Association, appendices to the notice (save for the proxy form) are not sent to the shareholders, but made available at the Company's website.</p> <p>Shareholders may request that relevant documentation is sent to them by contacting: Bård Standal (Deputy CEO) by phone +47 415 21 490 or by sending an e-mail to investorrelations@insr.io.</p>
--	---

Oslo, 27. januar/27 January 2022

Øystein Engebretsen
Styrets leder/Chairman of the Board

(sign.)

Vedlegg:

1. Fullmaktsskjema
2. Guide for elektronisk deltagelse på generalforsamlingen
3. Mark-up som viser foreslåtte vedtektsendringer

Appendix:

1. Proxy form
2. Guide for digital attendance at the general meeting
3. Mark-up that shows proposed amendments to the Articles of Association.

Ref no:

PIN code:

Notice of Extraordinary General Meeting

Meeting in Insr Insurance Group ASA will be held 17 February 2022 at 12:00 hours (CET).
Virtual.

The shareholder is registered with the following amount of shares at summons: _____ and vote for the number of shares owned per Record Date: 16 February 2022

IMPORTANT MESSAGE:

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

Please log in at <https://web.lumiagm.com/199717231>

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 (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 (8:00-a.m. to 3:30 p.m.) or by e-mail genf@dnb.no.

On the company's web page <https://www.insr.io/investor-relations> you will find an online guide describing more in detail how you as a shareholder can participate in the Virtual meeting.

Deadline for registration of advance votes, proxies and instructions: 16 February 2022 at 16:00 hours (CET)

Advance votes

Advance votes may only be executed electronically, through the Company's website <https://www.insr.io/investor-relations> (use ref and pin code above) or through VPS Investor Services (where you are identified and do not need Ref.no. and PIN Code). Chose *Corporate Actions - General Meeting*, click on ISIN.

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.

Please note that shareholders who do not wish to participate online or vote in advance can give proxy to another person. Information on how this can be done follows:

Proxy without voting instructions for Extraordinary General Meeting of Insr Insurance Group ASA

Ref no:

PIN code:

Proxy should be registered through the Company's website <https://www.insr.io/investor-relations> 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 - General Meeting – ISIN*.

Alternatively you may send this form by e-mail to 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 **16 February 2022 at 16:00 hours (CET)**. **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 or her.

The undersigned: _____

hereby grants (tick one of the two)

the Chair of the Board of Directors (or a person authorised by him or her), or

_____ (NB: Proxy holder must send an e-mail to 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 Extraordinary General Meeting of Insr Insurance Group ASA on 17 February 2022.

Place

Date

Shareholder's signature (only for granting proxy)

Ref no:

PIN code:

Proxy with voting instructions for Extraordinary General Meeting in Insr Insurance Group ASA

If you are unable to attend the meeting, you may use this proxy form to give voting instructions to Chair of the Board of Directors or the person authorised by him or her. (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 to Chair of the Board of Directors cannot be submitted electronically, and must be sent to 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 **16 February 2022 at 16:00 hours (CET)**.

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

The undersigned: _____

hereby grants the Chair of the Board of Directors (or the person authorised by him or her) proxy to attend and vote for my/our shares at the Extraordinary General Meeting of Insr Insurance Group ASA on 17 February 2022.

The votes shall be exercised in accordance with the instructions below. If the sections for voting are left blank, this will be counted as an instruction to vote in accordance with the Board's and Nomination Committee's recommendations. 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 Extraordinary General Meeting 2022	For	Against	Abstention
1. Opening of the meeting and registration of attending shareholders		No voting	
2. Election of the chairperson and a person to co-sign the minutes			
- Election of the chairperson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Election of a person to co-sign the minutes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the general meeting notice and agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Change of the Company's Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Delisting of the Company's shares from the Oslo Stock Exchange	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place

Date

Shareholder's signature (Only for granting proxy with voting instructions)

GUIDE FOR ONLINE PARTICIPATION INSR INSURANCE GROUP ASA 17 FEBRUARY 2022

Insr Insurance Group ASA will hold an extraordinary general meeting on 17 February 2022 at 12:00 hours (CET) as a digital meeting, where you get 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 instead of participating online, you 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. If required a proxy can be withdrawn by requesting this once logged on.

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 (In Norwegian either "Verdipapirsentralen" or "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.**

Shareholder who does not find their reference number and PIN code for access or have other technical questions is welcome to call DNB Registrars Department on phone + 47 23 26 80 20 (between 08:00-15:30), or send an e-mail to genf@dnb.no

HOW TO ACCESS THE ONLINE GENERAL MEETING

To be able to participate online, you must go to the following website: <https://web.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: 199-717-231** and click **Join**:

You must then identify yourself with.

a) Ref. number from VPS for the general meeting

b) PIN code from VPS for general meeting

You will have the opportunity to log in one hour before the general meeting starts.

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.



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 <https://www.euronextvps.no> 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 must be transferred to a segregated VPS account registered in the name of the shareholder to have voting rights on the General Meeting. Once shares are transferred to the segregated VPS account, a reference number and PIN code are assigned to this account. Please contact your custodian for further information.

HOW TO VOTE

Once the represented shares have been counted, all items will be opened for voting. Items are closed as the general meeting considers them. Items will be pushed to your screen. Click on the vote icon that appears if you click away from the poll. 

To vote, simply select your voting direction from the options shown on screen. A confirmation message will appear to show your vote has been received.

For - Vote received

To change your vote, simply select another voting direction. You can also choose to cancel. You can change or cancel your vote until the chair of the meeting concludes the vote on the individual items. Your last choice will be valid. You can choose to vote on all items as soon as this is available.

NB: Logged in shareholders who have voted in advance, given a proxy, will not have the opportunity to vote.



QUESTIONS TO THE CHAIRPERSON

Questions or messages relating to the items on the agenda can be submitted by the shareholder or appointed proxy at any time during the Q&A session up until the chairperson closes the session.

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.

DOWNLOADS

Links will be available on the info screen. When you click on a link, the selected document will open in your browser.

Data usage for streaming the meeting or downloading documents via the platform varies depending on individual use, the specific device being used for streaming or download (Android, iPhone, etc) and your network connection (3G, 4G).

**ARTICLES OF ASSOCIATION FOR INSR
~~INSURANCE GROUP ASA~~
(Office translation)**

Chap. 1. General provisions

§ 1-1 Company and business office

~~The company's name is insr Insurance Group ASA.~~ The company's name is Insr ASA. The company is a public limited liability company.

The business office is in the municipality of Oslo.

§ 1-2 Objective

~~The objective of the company is to conduct Non-life insurance business in all Non-life insurance branches, reinsurance activities, as well as activities naturally connected to insurance activities.~~

The company's purpose is to carry out investment activities, as well as activities that is naturally connected to investment activities

The company can acquire risk insurance and reinsurance in life insurance to the extent permitted by law.

§ 1-3 Share capital

The share capital is NOK 118,533,812.80 divided into 148,167,266 shares of NOK 0.80. The shares in the company shall be registered in the central securities depository.

Chap. 2. The company's governing bodies

§ 2-1 Company bodies

The company's bodies are the board of directors and the general meeting.

§ 2-2 Composition of the board of directors

The board of directors shall consist of a minimum of 3 and a maximum of 8 members with the number of deputies determined by the general meeting.

The board members and deputies are elected for two (2) years at a time and so that half of the members are up for election each year, or - if the number is different - the smaller part of the elected members. Those who have served for two years are still up for election. Among those who have served for an equal period after the last election, a draw will be made. Re-elections may take place.

The chairman of the board is elected for one year at a time.

§ 2-3 Signature on behalf of the company

The general manager alone, the chairman of the board alone or two board members jointly may sign on behalf of the company. The board of directors may issue a power of attorney.

§ 2-4 Audit committee

The company shall have an audit committee elected by and among the board members. The audit committee shall have the overall competence that, based on the company's organization and activities, is necessary to carry out the audit committee's tasks. At least one of the members must be independent of the company and have qualifications in accounting and auditing.

Board members who are employed by the company and are a part of the actual management cannot be elected as members of the audit committee.

The tasks of the audit committee are to:

- a) prepare the board's work related of the financial reporting process,
- b) monitor the systems for internal control and risk management as well as the company's internal audit if such a function is established
- c) have continuous contact with the company's elected auditor regarding the audit of the annual accounts
- d) issue a statement on the election of an auditor
- e) assess and monitor the auditor's independence and objectivity, including in particular the extent to which services other than auditing provided by the auditor or the audit firm may be relevant to the auditor's independence and objectivity.

§ 2-5 Ordinary general meeting

The following matters will be considered and reviewed at the annual general meeting:

1. Approval of the annual accounts and the annual report.
2. Use of proceeds or coverage of deficits in accordance with the established balance sheet.
3. The board's statement on the determination of the salaries and other remuneration to senior executives.
4. Other matters which in accordance with law or the articles of association belongs to the general meeting.

Documents relating to matters to be considered at the general meeting is not required to be sent to the shareholders, provided that the documents have been made available to the shareholder on the Company's website. This also applies to documents that according to the law must be included in or attached to the notice of the general meeting. A shareholder may nevertheless demand that documents relating to matters to be considered at the general meeting be sent to him.

§ 2-6 Access to advance voting

Shareholders may cast a vote in writing in advance on matters to be considered at general meetings of the company. Such votes can also be cast by electronic communication. The right to vote in advance is conditional on the existence of a reassuring method for authenticating the sender. The board decides whether such a method exists prior to the individual general meeting. The board may lay down more detailed guidelines for written advance votes. It shall be stated in the notice of the general meeting whether access to advance voting has been granted and what guidelines may be laid down for such voting.

In the notice convening the general meeting, it may be stipulated that a shareholder who wishes to attend the general meeting must notify the company of this within a certain deadline. The deadline may not expire earlier than five days before the meeting.

§ 2-7 Nomination committee

The company shall have a nomination committee. The nomination committee shall submit recommendations to the general meeting on the election of members to the board of directors, remuneration to the members of the board of directors, election of members to the nomination committee and remuneration to the members of the nomination committee.

The nomination committee shall consist of two to three members who shall be shareholders or representatives of shareholders. The members of the nomination committee, including the chairman of the nomination committee, are elected by the general meeting for a period of two years. Remuneration to the members of the nomination committee is determined by the general meeting. The CEO may not be a member of the nomination committee.

~~**§ 2-8 Borrowing subordinated loans**~~

~~The general meeting may resolve, or authorize the board of directors, to raise debt capital, including subordinated loans, which shall count as regulatory subordinated capital. When issuing a board authorization, the general meeting shall provide a framework for the size of the capital. A resolution or the granting of an authorization pursuant to this provision requires the same majority as for amendments to the articles of association.~~

~~**Chap. 3. Amendments to the articles of association**~~

~~**§ 3-1 Amendments to the articles of association. Approval.**~~

~~Unless otherwise provided by applicable law, the decision to amend the articles of association must be approved by at least two-thirds of both the votes cast and the share capital represented at the general meeting.~~

~~Amendments to the articles of association must be approved by the King in order to be valid.~~