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NOTICE OF ANNUAL GENERAL MEETING

The annual general meeting of Zalaris ASA will be held **Tuesday 21 May 2019**, at 10:00 at Zalaris ASA, Hovfaret 4b, 0275 Oslo.

ATTENDANCE SLIP

PIN:

REF

Zalaris ASA – Annual General Meeting

The Attendance slip must be returned to Nordea Bank Abp, branch Norway **no later than 12:00 am CET on Thursday, 16. May 2019.**

Address: Nordea Bank Abp, branch Norway, Issuer Services, P.O.Box 1166 Sentrum, 0107 Oslo, Norway.
Telefax +47 22 36 97 03, email nis@nordea.com

The undersigned will attend **Zalaris** ASA's Annual General Meeting on Tuesday, 21 May 2019 and

Vote for my/our shares: _____

Vote for shares in accordance with proxy(ies) enclosed

Date Shareholder's signature

When signed by a power of attorney, this shall be documented either by a company certificate or a power of attorney.

PROXY - OPEN

PIN:

REF

Zalaris ASA – Annual General Meeting

Shareholders, who are unable to attend the Annual General Meeting, may execute a proxy in the name of any other person attending the meeting.

The proxy must be returned to Nordea Bank Norge ASA **no later than 12:00 am CET on Thursday, 16. May 2019.**

Address: Nordea Bank Abp, branch Norway, Issuer Services, P.O. Box 1166 Sentrum, 0107 Oslo, Norway.
Telefax +47 22 36 97 03, email: nis@nordea.com

The undersigned shareholder in Zalaris ASA hereby authorizes:

Lars Henriksen, Chairman of the Board

Hans-Petter Mellerud, President and Chief Executive Officer

Another person

to attend and vote on my/our behalf at Zalaris ASA's Annual General Meeting on **Tuesday, 21. May 2019.**

Date Shareholder's signature

When signed by a power of attorney, this shall be documented either by a company certificate or a power of attorney.

PROXY WITH VOTING INSTRUCTIONS

PIN:

REF:

This form must be completed if you wish to provide voting instructions to the Proxy holder for the AGM of Zalaris ASA 2019. The items presented on the proxy instruction under are in accordance with the notice for the Annual General Meeting. The proxy, with voting instruction, can be given to any person you authorise. If returned without a name for of the proxy holder, the proxy will be given to the chairman of the board, Lars Henriksen.

The Proxy must be returned by post to Nordea Bank Abp, branch Norway, Issuer Services, P. O. Box 1166 Sentrum, 0107 Oslo, or by fax +47 22 36 97 03, email nis@nordea.com. The Proxy must be sent to Nordea Bank Abp, branch Norway, Issuer Services **no later than 12 a.m. CET on Thursday 16. May 2019**, as a registered shareholder in Zalaris ASA I hereby give

Lars Henriksen, Chairman **Hans-Petter Mellerud, CEO** **Another**

the proxy to attend and vote on my behalf at the Zalaris ASA’s Annual General Meeting **Tuesday, 21. May 2019**.

Voting must be according to the instructions below. Please note that unmarked fields in the agenda will be counted as instruction to vote “FOR” the items in the notice.

It.	Agenda Annual General Meeting 2019	In favour	Against	Abstain	Nominated Proxy votes
1.	Election of the chairman for the meeting	q	q	q	q
2.	Approval of the notice and the agenda	q	q	q	q
3.	Election of a person to co-sign the minutes	q	q	q	q
4.	Approval of the annual accounts and the directors’ report for the financial year 2018	q	q	q	q
5.	Determination of remuneration to the members of the Board and Board Committees	q	q	q	q
6.	Determination of remuneration to the members of the Nomination Committee	q	q	q	q
7.	Approval of auditor’s fee for 2018	q	q	q	q
8.	The Board’s statement regarding specification of salaries and other remuneration of the management pursuant to Section 6-16a of the Norwegian Public Limited Companies Act	q	q	q	q
9.	Statement on corporate governance pursuant to Section 3-3b of the Norwegian Accounting Act				
10.	Election of Board members				
10.1	Election of Lars Henriksen (chairman)	q	q	q	q
10.2	Election of Liselotte Hægertz Engstam	q	q	q	q
10.3	Election of Jan Koivurinta	q	q	q	q
10.4	Election of Adele Bugge Norman Pran	q	q	q	q
10.5	Election of Jon Erik Haug	q	q	q	q
10.6	Election of Corinna Schäfer	q	q	q	q
10.7	Election of Kenth Eriksson	q	q	q	q
11.	Election of Nomination Committee				
11.1	Election of Bård Brath Ingerø (leader)	q	q	q	q
11.2	Election of Ragnar Horn	q	q	q	q
11.3	Election of Stefan Charette	q	q	q	q
12.	Authorisation to the board to increase the share capital	q	q	q	q
13.	Authorisation to the Board to purchase the Company’s shares	q	q	q	q

The above-mentioned proxy holder has been authorized to attend and vote for my/our shares at the ordinary annual general meeting in Zalaris ASA, **Tuesday 21. May 2019**.

Date Shareholder’s signature

When signed by a power of attorney, this shall be documented either by a company certificate or a power of attorney

