



## Minutes of the Veidekke ASA extraordinary general meeting

At 17:00 on 3 December 2020, an extraordinary general meeting of Veidekke ASA was held via webcast at the company's head office at Skabos vei 4, Oslo. The list of registered advance votes, attendees and represented shares was updated prior to the general meeting. 5 shareholders/proxies attended the meeting, and advance votes were registered in respect of 42 307 103 shares. In total, 65 284 627 shares were represented at the meeting, corresponding to 48.38% of the total number of issued shares. A list of attending shareholders and proxies is appended to these minutes.

Auditor Anders Gøbel from EY also attended.

The following matters were dealt with:

### **1. Opening of the extraordinary general meeting and election of the meeting chair and two persons to co-sign the minutes**

The extraordinary general meeting was opened by board chair Svein Richard Brandtzæg, who was unanimously elected to chair the meeting. Group General Counsel John Strand was elected to keep the minutes. Jørgen Wiese Porsmyr and John Strand were elected from among the shareholders to co-sign the minutes with the board chair.

### **2. Approval of the notice of meeting and agenda**

There were no comments on the notice of meeting or the agenda. The notice of meeting and the agenda were therefore approved. The meeting chair declared the extraordinary general meeting lawfully convened.

### **3. Approval of interim statement of financial position for Veidekke ASA, including distribution of an extraordinary dividend**

The interim statement of financial position as at 30 September 2020 and the extraordinary dividend totalling NOK 22.50 per share proposed by the board were approved.

No further matters remained to be considered.

The distribution of votes is shown in Annex 1.

The general meeting was closed.

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Svein Richard Brandtzæg

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Jørgen Wiese Porsmyr

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John Strand

**Protocol for general meeting VEIDEKKE ASA**

ISIN:	NO0005806802 VEIDEKKE ASA
General meeting date:	03/12/2020 17.00
Today:	03.12.2020

Shares class	FOR	Against	Abstain	Poll in	Poll not registered	Represented shares with voting rights
<b>Agenda item 1 Opening of the general meeting. Election of meeting chair and two persons to co-sign the minutes.</b>						
Ordinær	65,275,175	85	9,367	65,284,627	0	65,284,627
votes cast in %	99.99 %	0.00 %	0.01 %			
representation of sc in %	99.99 %	0.00 %	0.01 %	100.00 %	0.00 %	
total sc in %	48.37 %	0.00 %	0.01 %	48.38 %	0.00 %	
<b>Total</b>	<b>65,275,175</b>	<b>85</b>	<b>9,367</b>	<b>65,284,627</b>	<b>0</b>	<b>65,284,627</b>
<b>Agenda item 2 Approval of the notice of meeting and agenda.</b>						
Ordinær	65,276,730	85	7,812	65,284,627	0	65,284,627
votes cast in %	99.99 %	0.00 %	0.01 %			
representation of sc in %	99.99 %	0.00 %	0.01 %	100.00 %	0.00 %	
total sc in %	48.37 %	0.00 %	0.01 %	48.38 %	0.00 %	
<b>Total</b>	<b>65,276,730</b>	<b>85</b>	<b>7,812</b>	<b>65,284,627</b>	<b>0</b>	<b>65,284,627</b>
<b>Agenda item 3 Approval of interim statement of financial position as at 30th of September 2020 and extraordinary dividend.</b>						
Ordinær	65,277,490	137	7,000	65,284,627	0	65,284,627
votes cast in %	99.99 %	0.00 %	0.01 %			
representation of sc in %	99.99 %	0.00 %	0.01 %	100.00 %	0.00 %	
total sc in %	48.37 %	0.00 %	0.01 %	48.38 %	0.00 %	
<b>Total</b>	<b>65,277,490</b>	<b>137</b>	<b>7,000</b>	<b>65,284,627</b>	<b>0</b>	<b>65,284,627</b>

Registrar for the company:

Signature company:

NORDEA BANK ABP, FILIAL NORGE

VEIDEKKE ASA



**Share information**

Name	Total number of shares	Nominal value	Share capital	Voting rights
Ordinær	134,956,267	0.50	67,478,133.50	Yes
<b>Sum:</b>				

**§ 5-17 Generally majority requirement**

requires majority of the given votes

**§ 5-18 Amendment to resolution**

Requires two-thirds majority of the given votes

like the issued share capital represented/attended on the general meeting

**Total Represented**

ISIN:	<u>NO0005806802 VEIDEKKE ASA</u>
General meeting date:	03/12/2020 17.00
Today:	03.12.2020

**Number of persons with voting rights represented/attended : 5**

	Number of shares	% sc
Total shares	134,956,267	
- own shares of the company	0	
Total shares with voting rights	134,956,267	
Represented by own shares	160,850	0.12 %
Represented by advance vote	42,307,103	31.35 %
<b>Sum own shares</b>	<b>42,467,953</b>	<b>31.47 %</b>
Represented by proxy	3,438,601	2.55 %
Represented by voting instruction	19,378,073	14.36 %
<b>Sum proxy shares</b>	<b>22,816,674</b>	<b>16.91 %</b>
<b>Total represented with voting rights</b>	<b>65,284,627</b>	<b>48.38 %</b>
<b>Total represented by share capital</b>	<b>65,284,627</b>	<b>48.38 %</b>

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE

Signature company:

VEIDEKKE ASA




Attendance List Attendance VEIDEKKE ASA 03/12/2020

Ref no	First Name	Company/Last name	Repr. by	Participant	Share	Own	Proxy	Total	% sc	% represented	% registered
					Ordinær	42,307,103	0	42,307,103	31.35 %	64.80 %	64.71 %
18	Chairman of the board	Svein Richard Brandtzæg		Proxy Solicitor	Ordinær	0	3,260,344	21,811,934	16.16 %	33.41 %	33.36 %
26	Group CEO	Jimmy Bengtsson		Proxy Solicitor	Ordinær	0	178,257	920,915	0.68 %	1.41 %	1.41 %
976	JØRGEN WIESE	PORSMYR		Share Holder	Ordinær	109,310	0	193,135	0.14 %	0.30 %	0.30 %
1941	Jimmy	Bengtsson		Share Holder	Ordinær	49,240	0	49,240	0.04 %	0.08 %	0.08 %
28027	SVEIN RICHARD	BRANDTZÆG		Share Holder	Ordinær	2,300	0	2,300	0.00 %	0.00 %	0.00 %