

Ref no:

PIN code:

Notice of Annual General Meeting

Meeting in Axactor SE will be held on 21.04.2022 at 10:00 am. Address: Drammensveien 167, 0277 Oslo, Norway. Virtual attendance is also possible.

The shareholder is registered with the following amount of shares at summons: _____, and vote for the number of shares owned per Record Date: 20.04.2022

IMPORTANT MESSAGE REGARDING ONLINE ATTENDANCE:

The ordinary general meeting will be held as a digital and physical meeting.

For online attendance:

Please log in at www.web.lumiagm.com/165987494 Meeting ID: 165-987-494

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

On the company's web page <https://www.axactor.com/corporate-governance/general-meetings/> 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 physical attendance, advance votes, proxies and instructions: 20.04.2022 at 12:00 p.m. (noon)

Advance votes

Advance votes may only be executed electronically, through the company's <https://www.axactor.com/corporate-governance/general-meetings/> (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 <https://www.euronextvps.no/> or your account operator.

Notice of attendance

For shareholders that wants to participate online, 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.

For shareholders that wants to participate in person, the notice of attendance must be received no later than **20.04.2022 at 12:00 p.m. Notice of attendance should be registered electronically through the company's website www.axactor.com or via VPS Investor Services.**

For notification of attendance through the company's website, the above-mentioned pin code and reference number must be stated. Alternatively, through VPS Investor service where pin code and reference number is not needed. If you are not able to register this electronically, you may send 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.

If the shareholder is a company, please state the name of the individual who will be representing the company:

Place	Date	Shareholder's signature
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Shareholders who do not wish to participate or vote in advance can give proxy to another person.

Proxy without voting instructions for Annual General Meeting of Axactor SE

Ref no:

PIN code:

Proxy should be registered through the Company's website www.axactor.com 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*.

Investor Services can be accessed either through <https://www.euronextvps.no/> or your account operator.

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 Sentrum, 0021 Oslo, Norway. The proxy must be received no later than **20.04.2022 at 12:00 p.m. The form must be dated and signed in order to be valid.** If a shareholder who wishes to give proxy is a company, the company certificate must be attached.

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 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 Axactor SE on 21.04.2022.

Place	Date	Shareholder's signature (only for granting proxy)
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Ref no:

PIN code:

Proxy with voting instructions for Annual General Meeting in Axactor SE

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 Sentrum, 0021 Oslo, Norway. The form must be received by DNB Bank ASA, Registrars' Department no later than **21.04.2022 at 12:00 p.m.** The form must be dated and signed in order to be valid. If a shareholder who wishes to give proxy is a company, the company certificate must be attached.

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) proxy to attend and vote for my/our shares at the Annual General Meeting of Axactor SE on 21.04.2022.

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 Annual General Meeting 2022	For	Against	Abstention
2. Election of person to chair the meeting and election of a person to co-sign the minutes together with the chair	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Notice and agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Annual accounts and report from the board for 2021, including distribution of dividends	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Advisory vote related to the board's report on corporate governance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.1. Advisory vote related to the board's report on remuneration to the directors of the board, CEO and executive management, cf. section 6-16b of the Norwegian Public Limited Liability Companies Act	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.2. Company's guidelines on determination of salary and other remuneration to the directors of the board, CEO and executive management pursuant to section 6-16a of the Norwegian Public Limited Liability Companies Act	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Election of members to the board of directors			
- Brita Eilertsen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Lars Erich Nilsen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Kathrine Astrup Fredriksen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Terje Mjøs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Remuneration to the board of directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Election of members to the nomination committee			
- Anne Lise E. Gryte	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Magnus Tvenge	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Remuneration to the members of the nomination committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Guidelines to the nomination committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Remuneration to the company's auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Board's proposal to change the company form from SE to ASA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Board's proposal to increase the share capital through a bonus issue	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15.1. Authorization to the board to increase the share capital through the issue of new shares or acquisitions of own shares – LTI 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15.2. Authorization to the board to increase the share capital through the issue of new shares or acquisitions of own shares – ESOP 2019 and ESOP 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15.3. Share option agreement dated 18 May 2021 with Andrés López Sánchez	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. General authorization to the board to increase the share capital through the issue of new shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. Board's proposal to amend 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)