

Til aksjonærene i Cambi ASA

Innkalling til ekstraordinær generalforsamling i Cambi ASA

(reg.no. 976 929 284)

Styret innkaller herved til ekstraordinær generalforsamling i Cambi ASA ("Selskapet"), som vil holdes kl. 10:00 den 29. september 2023 i Selskapets lokaler.

Agendaen er som følger:

- 1. Åpning av generalforsamlingen ved styreleder (Per Lillebø) og registrering av fremmøtte aksjonærer**
- 2. Oppnevning av en person til å medsignere protokollen sammen med styrets leder**
- 3. Godkjenning av innkalling og agenda**
- 4. Utbytte**

Med den nylige endringen i strategi knyttet til undersegmentet Design-Build-Operate (DBO), ser styret at selskapet har betydelig overskuddslikviditet. Styret har derfor foreslått et utbytte på NOK 0,60 per aksje.

Det utdelte utbyttet skal anses som tilbakebetaling av innbetalt kapital for norske skatteformål. Forslaget er basert på siste reviderte balanse, dvs. per 31. desember 2022, jf. allmennaksjeloven § 8.1 første ledd.

To the shareholders of Cambi ASA

Notice of an Extraordinary General Meeting of Cambi ASA

(reg.no. 976 929 284)

The Board of Directors hereby calls for an extraordinary general meeting of Cambi ASA (the "Company"), which will be held at 10:00 CET on 29 September 2023 at the Company's offices.

The agenda is as follows:

- 1. Opening of General Meeting by the Chair of the Board (Per Lillebø) and registration of participating shareholders**
- 2. Appointment of a person to co-sign the minutes of the meeting together with the Chair**
- 3. Approval of notice and agenda**
- 4. Dividend**

With the recent change in strategic direction related to Design-Build-Operate (DBO) subsegment, the Board sees that company has significant surplus in liquidity. Consequently, the Board has proposed a dividend of NOK 0.60 per share.

The distributed dividend shall be considered as a repayment of paid-in capital for Norwegian tax purposes. The proposal is based on the last audited balance sheet, i.e. as per 31 December 2022, ref section 8.1 first paragraph of the Public Limited Companies Act.

Headquarters

Skysstasjon 11A, Asker, Norway

Mail address

PO Box 78, 1371 Asker, Norway

Telephone

+47 66 77 98 00

Utbyttet foreslås utbetalt til Selskapets aksjonærer per handelsslutt den 29. september 2023 (aksjonærer registrert i VPS 3. oktober 2023), og aksjen vil handles ex-utbytte fra og med 2. oktober 2023. Det totale, aggregerte foreslåtte utbyttebeløpet er NOK 96 015 418 (ekskludert Selskapets egne aksjer). Dersom styrets forslag godkjennes, er hensikten å utbetale utbyttet den 10. oktober 2023.

Styret foreslår at den ekstraordinære generalforsamlingen treffer følgende vedtak:

«Det foreslåtte utbytte på NOK 0,60 per aksje er godkjent»

Vedlegg

1. Fullmaktsskjema

The dividend is proposed to be paid to the Company's shareholders as of end of trading the 29 September 2023 (shareholders as registered in VPS on 3 October 2023) with the VPS, meaning that the shares are traded ex-dividend from 2 October 2023. The total, aggregated proposal dividend amount is NOK 96,015,418 (exclusive of any treasury shares). If the Board's proposal is approved, the intention is to pay the dividend on 10 October 2023.

The Board of Directors proposes that the extraordinary general meeting passes the following resolution:

"The proposed dividend of NOK 0.60 per share is approved"

Appendices

1. Proxy form

Headquarters

Skysstasjon 11A, Asker, Norway

Mail address

PO Box 78, 1371 Asker, Norway

Telephone

+47 66 77 98 00

Asker, 13. september 2023 / Asker, 13 September 2023
For og på vegne av styret I / On behalf of the Board of Directors of

Cambi ASA



Per Lillebø
Chair of the Board

Headquarters

Skystasjon 11A, Asker, Norway

Mail address

PO Box 78, 1371 Asker, Norway

Telephone

+47 66 77 98 00

«Firma_Etternavn_Fornavn»

«CO»

«Adresse1»

«Adresse2»

«Postnummer_Poststed»

«Land»

Notice of Extraordinary General Meeting

Meeting in Cambi ASA will be held on 29 September 2023 at 10:00 AM CET at the Company's offices.

IMPORTANT MESSAGE

The shareholders are encouraged to participate by means of advance votes or by granting a proxy for simpler administration. In-person voting during the extraordinary general meeting is also possible.

We encourage shareholders to register their attendance and deliver their advance vote, proxy, or instructions within **28 September 2023 at 16:00 CET**.

Advance votes

Advance votes may be executed using the form under voting instructions and email to office@cambi.com or by regular mail to Cambi ASA, PO Box 78, 1371 Asker, Norway.

Notice of attendance

The general meeting will be held simultaneously at the Company's offices. Shareholders who wish to attend in person are kindly asked to notify this by email to office@cambi.com or by mail to Cambi ASA, PO Box 78, 1371 Asker, Norway, delivered within 28 September 2023 16:00 CET.

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

The undersigned will attend the Extraordinary General Meeting on 29 September 2023

Place

Date

Signature

Headquarters

Skysstasjon 11A, Asker, Norway

Mail address

PO Box 78, 1371 Asker, Norway

Telephone

+47 66 77 98 00

Proxy for the Extraordinary General Meeting of Cambi ASA

You may grant proxy to another individual.

Proxy should be registered by email

For granting proxy, please send it by email to office@cambi.com or by regular mail to Cambi ASA, PO Box 78, 1371 Asker, Norway. If the shareholder is a Company, the Company's Certificate of Registration must be attached to the proxy.

The undersigned

(«Firma_Etternavn_Fornavn»)

hereby grants

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

(Name and email address of the proxy holder in capital letters)

proxy to attend and vote for my/our shares at the Extraordinary General Meeting of Cambi ASA on 29 September 2023.

Place

Date

Shareholder's signature
(only for granting proxy)

If you submit this form and do not state the name of the proxy holder, the proxy will be given to the Chair of the Board of Directors.

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