

To the shareholders of Nordic Nanovector ASA

NOTICE OF ANNUAL GENERAL MEETING OF NORDIC NANOVECTOR ASA

Notice is hereby served that the annual general meeting of Nordic Nanovector ASA, (the "**Company**") will be held on **28 June 2023 at 14:00** hours (CEST) at Advokatfirmaet CLP, Sommerrogaten 13-15, 0255 Oslo.

The general meeting will be opened by the chairman of the board of directors, Jon Magne Asmyr, or a person appointed by the board of directors cf. Section 5-12 of the Norwegian Public Limited Liability Companies Act.

The following matters are on the agenda:

1. Election of a chairperson for the meeting and a person to co-sign the minutes
2. Approval of the notice and the agenda
3. Approval of the annual accounts and the directors' annual report for Nordic Nanovector ASA and the group for the financial year 2022, including allocation of the result of the year, as well as consideration of the statement on corporate governance
4. Advisory vote on the Company's remuneration report for 2022
5. Approval of the auditor's fee
6. Approval of Share Exchange Agreement and share capital increase
7. Amendments to the articles of association; company name and object
8. Election of new board members
9. Determination of remuneration for the members of the Board (including approval of issue of RSUs to members of the Board)
10. Election of members of the Nomination Committee
11. Determination of remuneration for the members of the Nomination Committee
12. Authorization to the Board to increase the share capital
13. Authorization to the Board to increase the share capital in connection with the exercise of RSUs
14. Compensation for additional work for the Chairman of the Board beyond ordinary Board work

The following documents will be available at nordicnanovector.com:

- This notice and the attached registration/authorization form
- The Board's proposed resolutions for the items listed on the agenda
- The annual accounts and annual report for the financial year 2022
- The Board of Directors' corporate governance report for 2022
- Executive remuneration report for 2022
- Presentation of Thor Medical AS
- Recommendation from the nomination committee
- Expert's opinion

Oslo, 7 June 2023
On behalf of the Board of Directors of Nordic
Nanovector ASA

Jon Magne Asmyr
Chairman of the Board

Attachments: Information on registration and authorisations
Registration form
Authorisation form

INFORMATION ON REGISTRATION AND AUTHORIZATIONS

Nordic Nanovector ASA is a public limited company subject to the rules of the Norwegian Public Limited Companies Act. As of the date of this notice, the Company has issued 116,035,298 shares, each of which represents one vote. The shares have equal rights also in all other respects. The Company does not have any treasury shares.

Pursuant to Section 7 of the Company's Articles of Association, the Board has decided that shareholders wishing to **attend** the General Meeting (in person or by proxy) must give notice to the Company of this by sending the enclosed registration form (which is also available on the Company's website as set out below) to the Company, c/o the Company's security account manager, Nordea Bank Abp, Norwegian branch, Issuer Services, by letter to the following address: Nordea Bank Abp, Norwegian branch, Issuer Services, P.O. Box 1166 Sentrum, N-0107 Oslo, Norway, or e-mail to: nis@nordea.com. The notice of attendance must have been received no later than **26 June 2023 at 16:00 hours (CEST)**. Any failure to register within the deadline may result in the shareholder being denied access to the general meeting.

Shareholders may participate at the general meeting **electronically**. The Company still encourages shareholders to vote in advance or submit proxies with voting instructions in advance of the general meeting, as further described below. Shareholders who wish to participate electronically must notify the Company of this by e-mail to e-mail: legal@nordicnanovector.com, no later than **26 June 2023 at 16:00 hours (CEST)**. Practical information for such participation will be provided to those it concerns before the general meeting.

Shareholders that are prevented from attending may be represented by **proxy**. The proxy form, including detailed instructions for the use of the form, is enclosed to this notice and is available on the Company's website as set out below. If desirable, proxy may be given to the Chairman of the Board, Jon Magne Asmyr. Completed proxy forms may either be submitted at the general meeting or sent to the Company's security account manager, Nordea Bank Abp, Norwegian branch, Issuer Services within **26 June 2023 at 16:00 hours (CEST)** by letter to the following address: Nordea Bank Abp, Norwegian branch, Issuer Services, P.O. Box 1166 Sentrum, N-0107 Oslo, Norway, or e-mail: nis@nordea.com.

A shareholder who cannot attend the general meeting may in **advance cast a vote** on each agenda item via nordicnanovector.com and Euronext Securities Oslo (formerly VPS) ("ESO") Investor Services. The deadline for prior voting is **26 June 2023 at 16:00 hours (CEST)**. Until the deadline, votes already cast may be changed or withdrawn. Votes already cast prior to the general meeting will be considered withdrawn if the shareholder attends the general meeting in person or by proxy.

If shares are registered on a nominee account in the ESO register, cf. Section 4-10 of the Norwegian Public Limited Companies Act, and the beneficial shareholder wants to vote for its shares, the beneficial shareholder must re-register the shares in a separate ESO account in its own name prior to the General Meeting, or prove that the transfer to such account has been reported to the ESO prior to the General Meeting.

A shareholder may make proposals for resolutions with respect to matters on the agenda and may require that members of the Board and the CEO at the general meeting provide available information about matters which may affect the assessment of (i) the approval of the annual accounts and the Board's annual report, (ii) matters that are presented to the shareholders for decision and (iii) the Company's financial situation, including operations in other companies the Company participates in, and other matters to be discussed at the general meeting, unless the requested information cannot be disclosed without causing disproportionate damage to the Company.

This notice, other documents regarding matters to be discussed in the general meeting, including the documents to which this notice refers, as well as the Company's Articles of Association, are available on the Company's website www.nordicnanovector.com. Shareholders may contact the Company by mail, e-mail or telephone in order to request the documents in question on paper. Address: Nordic Nanovector ASA, Kjelsåsveien 168B, N-0884 Oslo, Norway, e-mail: ir@nordicnanovector.com, telephone: +47 907 43 017.

**NOTICE OF ATTENDANCE
ANNUAL GENERAL MEETING 28 JUNE 2023**

Shareholders who wish to attend the Annual General Meeting to be held on 28 June 2023 are requested to fill in and return this notice of attendance to: Nordea Bank Abp, Norwegian branch, Issuer Services, P.O. Box 1166 Sentrum, N-0107 Oslo, Norway or E-mail: nis@nordea.com.

Attendance may also be registered electronically through ESO Investor Services.

Notification of attendance must be received by Nordea no later than 26 June 2023 at 16:00 hours (CEST).

The undersigned wishes to attend the Annual General Meeting on 28 June 2023 at 14:00 hours (CEST).

Name of shareholder

Representative for a shareholder
(if a corporation)

Date

Place

Shareholder's signature

If the shareholder is a company, please attach documentation in the form of certificate of registration, or separate power of attorney.

**POWER OF ATTORNEY
ANNUAL GENERAL MEETING 28 JUNE 2023**

Shareholders who do not return the form "NOTICE OF ATTENDANCE – ANNUAL GENERAL MEETING 28 June 2023" (see the previous page), and therefore wishes to authorise another person to act on his or her behalf at the Annual General Meeting on 28 June 2023 must complete this power of attorney form and return it to: Nordea Bank Abp, Norwegian branch, Issuer Services, P.O. Box 1166 Sentrum, N-0107 Oslo, Norway, or E-mail: nis@nordea.com by **26 June 2023 at 16:00 hours (CEST)**

Powers of attorney may also be registered electronically through ESO Investor Services.

The undersigned hereby grants (please tick):

☐

The Chairman of the Board, Jon Magne Asmyr, or the person he appoints, or

☐

Name of attorney (*please use capital letters*)

power of attorney to attend and vote for my/our shares at the Annual General Meeting of Nordic Nanovector ASA to be held on 28 June 2023 at 14.00 hours (CEST). If the power of attorney form is submitted without stating the name of the attorney, the power of attorney will be deemed to have been given to the Chairman of the Board Jon Magne Asmyr or the person he appoints. Neither the Company nor the Chairman of the Board (and whoever the Chairman of the Board appoints) can be held responsible for any loss resulting from the proxy form not being received by the proxy in time. The Company and the Chairman of the board (and whoever the Chairman of the board appoints) are not responsible for ensuring that votes will be cast in accordance with the proxy form and have no responsibility in connection with cast of votes pursuant to the proxy form.

The votes shall be cast in accordance with the instructions below. Please note that **if the alternatives below are not ticked off, this will be deemed to be an instruction to vote "in favour" of the proposals in the notice**, provided, however, that the attorney determines the voting to the extent proposals are put forward in addition to, instead of, or as adjustments to the proposals in the notice. If the voting instruction is unclear, the holder will exercise his power of attorney based on a for the holder reasonable assessment of the instruction. If such assessment is not possible, the holder may abstain from voting.

Item:	In favour	Against	Abstain	At the attorney's discretion
1. Election of a chairperson for the meeting and a person to co-sign the minutes				
2. Approval of the notice and the agenda				
3. Approval of the annual accounts and the directors' annual report for Nordic Nanovector ASA and the group for the financial year 2022, including allocation of the result of the year, as well as consideration of the statement on corporate governance				
4. Advisory vote on the Company's remuneration report for 2022				
5. Approval of the auditor's fee				
6. Approval of Share Exchange Agreement and share capital increase				
7. Amendments to the articles of association; company name and object				
8. Election of new board members				
9. Determination of remuneration for the members of the Board (including approval of issue of RSUs to members of the Board)				
10. Election of members of the Nomination committee				
11. Determination of remuneration for the members of the Nomination Committee				
12. Authorization to the Board to increase the share capital				
13. Authorization to the Board to increase the share capital in connection with the exercise of RSUs				
14. Compensation for additional work for the Chairman of the Board beyond ordinary Board work				

Shareholder _____

Shareholders representative _____

Place

Date

Signature for shareholder

If the shareholder is a company, please attach documentation in the form of certificate of registration, or separate power of attorney, if applicable, to this power of attorney.

**MINUTES OF ANNUAL GENERAL
MEETING
OF**

NORDIC NANOVECTOR ASA

Reg.no. 994 297 422

The annual general meeting of Nordic Nanovector ASA, (the "**Company**") was held on 28 June 2023, at 14:00 hours CEST at the offices of Advokatfirmaet CLP DA in Sommerrogata 13-15, 0255 Oslo, Norway.

The general meeting was opened by chairman of the board of directors (the "**Board**"), Jon Magne Asmyr, cf. the Norwegian Public Limited Companies Act section 5-12, who registered the attending shareholders.

41,733,108 of a total of 116,035,298 shares were represented at the general meeting, equal to 35.97 % of the total number of shares. An overview over the attending shareholders is attached to the minutes as Appendix 1.

The voting for each of the items on the agenda is attached to the minutes as Appendix 2.

In accordance with the board of director's notice to the annual general meeting the following was at the agenda:

- 1 *Election of a chairperson for the meeting and a person to co-sign the minutes*
- 2 *Approval of the notice and the agenda*
- 3 *Approval of the annual accounts and the directors' annual report for Nordic Nanovector ASA and the group for the financial year 2022, including allocation of the result of the year, as well as consideration of the statement on corporate governance*
- 4 *Advisory vote on the Company's remuneration report for 2022*
- 5 *Approval of the auditor's fee*
- 6 *Approval of Share Exchange Agreement and share capital increase*
- 7 *Amendments to the articles of association; company name and object*
- 8 *Election of new board members*
- 9 *Determination of remuneration for the members of the Board (including approval of issue of RSUs to members of the Board)*
- 10 *Election of members of the Nomination Committee*
- 11 *Determination of remuneration for the members of the Nomination Committee*
- 12 *Authorization to the Board to increase the share capital*
- 13 *Authorization to the Board to increase the share capital in connection with the exercise of RSUs*
- 14 *Compensation for additional work for the Chairman of the Board beyond ordinary Board work*

Item 1 Election of a chairperson for the meeting and a person to co-sign the minutes

Andreas Kildal was unanimously elected as chairman of the meeting.

Jon Magne Asmyr was unanimously elected to co-sign the minutes.

Item 2 Approval of the notice and the agenda

The chairman of the meeting referred to the notice of the general meeting and the agenda. The notice and the proposed agenda were unanimously approved.

The chairman of the meeting thereafter declared the general meeting as lawfully set.

Item 3 Approval of the annual accounts and the directors' annual report for Nordic Nanovector ASA and the group for the financial year 2022, including allocation of the result of the year, as well as consideration of the statement on corporate governance

The chairman referred to the annual accounts, the directors' annual report and the group for the financial year 2022, including statement pursuant to section 3-3 b and statement for corporate governance pursuant to Norwegian Account Act section 3-3 c, as well as auditor's report.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

The Board's proposal for annual accounts, including group accounts and annual report for accounting year 2022, is approved.

Item 4 Advisory vote on the Company's remuneration report for 2022

The chairman referred to the Board's report on the remuneration report the Company's senior executives (the "**Remuneration Report**"), cf. section 6-16b of the Norwegian Public Limited Companies Act, which is available on the Company's website. The general meeting deliberated over the Remuneration Report in accordance with Norwegian Public Limited Companies Act section 5-6 (4) by an advisory vote.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

The general meeting agree with the report on remuneration to Nordic Nanovector ASA's senior executives.

Item 5 Approval of the auditor's fee

The chairman referred to the Board's proposal.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

The auditor's fee to Ernst & Young AS for 2022 on NOK 370,000 ex. VAT is approved.

Item 6 Approval of Share Exchange Agreement and share capital increase

The chairman referred to the Board's proposal on approval of Share Exchange Agreement and share capital increase. The chairman also referred to the expert's report pursuant to the Norwegian Public Limited Companies Act section 10-2 (3) cf. section 2-6 on issue of shares by contribution in kind, as published on the Company's website.

Ludvik Sandnes presented the proposal.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

1. *The share exchange agreement dated 6 June 2023 between the Company and the shareholders in Thor Medical AS on the sale and purchase of shares in Thor Medical AS (the "**Transaction Agreement**"), is approved.*
2. *The Company's share capital is increased with minimum NOK 22,724,918.40 and maximum 23,391,958.20 through issuance of minimum 113,714,592 and maximum 116,959,626 new shares.*
3. *The new shares shall each have a nominal value of NOK 0.20.*
4. *The subscription price for the new shares shall be NOK 0.71944 per share.*
5. *The new shares shall be subscribed for by the sellers under the Transaction Agreement, for amounts and in numbers as set out in this agreement, on a separate subscription form by 15 August 2023. Consequently, the preferential rights of existing shareholders pursuant to section 10-4 of the Public Limited Liability Companies Act are waived, cf. section 10-5.*
6. *Payment for the shares shall be settled by contribution in kind by the subscriber transferring to the Company shares in Thor Medical AS (reg. no. 918 672 931). The share deposit shall be settled by 15 August 2023. For a more detailed description of the contribution, reference is made to the expert report prepared by BDO AS.*
7. *The shares confer full rights, including the right to dividends, from the date of registration of the capital increase in the Register of Business Enterprises.*
8. *The estimated costs of the capital increase are approximately NOK 50,000.*
9. *With effect from the date of registration of the capital increase in the Register of Business Enterprises, Article 4 of the Articles of Association is amended to state the share capital and the total number of shares after the capital increase.*
10. *The resolution is conditional upon the General Meeting adopting a resolution in accordance with the Board of Directors' proposal under item 7 on the agenda.*

Item 7 Amendments to the articles of association; company name and object

The chairman referred to the proposal which was referred to under item 6 on the change of the Company's name and object.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

That section 1 of the articles of association shall read:

The name of the company is Thor Medical ASA. The company is a public limited liability company.

That section 3 of the articles of association shall read:

The objective of the company is to supply alpha emitters to suppliers and developers of innovative drugs targeting indications of high unmet medical need, including any medical products and equipment, and to run business related thereto or associated therewith.

The amendments to the Articles of Association shall become effective at the time of the completion of the Transaction Agreement.

Item 8 Election of new board members

The chairman referred to the Nomination Committee's recommendation.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

The following members are elected to the Board for a period of two years until next annual general meeting:

- *Ludvik Sandnes, chairman,*
- *John Andersen Jr., director*
- *Mimi Kristine Berdal, director*

Item 9 Determination of remuneration for the members of the Board (including approval of issue of RSUs to members of the Board)

The chairman referred to the Nomination Committee's recommendation for remuneration to the members of the Board, including approval of issue of RSUs to members of the Board.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

The Nomination Committee's recommendation is approved, including approval of issue of RSUs to incoming members of the Board, and that the new Board can issue shares to outgoing members of the Board based on a subscription price of NOK 0.719440.

Item 10 Election of members of the Nomination Committee

The chairman referred to the Nomination Committee's resolution of election of members to the Nomination Committee.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

The following members were elected as members of the Nomination Committee for the period until annual general meeting in 2024:

- *Didrik Leikvang, leader*
- *Jørn Aage Johansen, member*
- *Jon Magne Asmyr, member*

Item 11 Determination of remuneration for the members of the Nomination Committee

The chairman referred to the Nomination Committee's recommendation for remuneration to the members of the Nomination Committee.

The general meeting thereafter made the following resolution:

The Members of the Nomination Committee shall receive the following remuneration for the period from accession to the annual general meeting in 2023:

Nomination Committee's leader: NOK 30,000

Other members: NOK 25,000

The resolution was passed with the required majority, cf. the result of said voting set out in Appendix 2 to the minutes.

Item 12 Authorization to the Board to increase the share capital

The chairman referred to the Board's proposal.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

1. *Pursuant to section 10-14 of the Public Limited Liability Companies Act, the Board of Directors is authorized to increase the Company's share capital, in one or more stages, by up to NOK 4,641,412.00 by issuing up to 23,207,060 new shares, each with a nominal value of NOK 0.20.*
2. *The Board of Directors determines the conditions for capital increases under the authorization.*
3. *The authorization may be used to strengthen the Company's equity, for general business purposes, including but not limited to financing acquisitions of other companies, businesses or assets, including for the issuance of consideration shares in connection with the above-mentioned transactions, or in connection with an incentive program for employees.*
4. *The authorization is valid until the Company's Annual General Meeting in 2024, however, no longer than until 30 June 2024.*
5. *The shareholders' preferential rights to subscribe for shares pursuant to section 10-4 of the Public Limited Liability Companies Act may be waived by using the authorization, cf. section 10-14 of the Public Limited Liability Companies Act.*
6. *The authorization covers capital increases against contributions in money and in assets other than money and the right to incur special obligations etc. for the Company, cf. section 10-2 of the Public Limited Liability Companies Act. The*

authorization includes decisions on mergers pursuant to section 13-5 of the Public Limited Liability Companies Act.

7. *The Board of Directors is authorized to resolve such amendments to the Company's Articles of Association as an increase in capital necessitates.*
8. *The authorization replaces the authorization granted at the Company's Annual General Meeting 2022 to increase the share capital by up to NOK 4,641,412.00, granted on 28 April 2022 and registered in the Register of Business Enterprises on 5 May 2022.*

Item 13 Authorization to the Board to increase the share capital in connection with the exercise of RSUs

The chairman referred to the Board's proposal.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

1. *Pursuant to Section 10-14 of the Norwegian Public Limited Companies Act, the Board is authorised to, in one or more occurrences, increase the Company's share capital by up to NOK 264,093.80.*
2. *The authorisation may only be used to issue shares to members of the Company's Board upon exercise of awarded RSUs.*
3. *The authorisation is valid until the Company's annual general meeting in 2024, but not longer than to 30 June 2024.*
4. *The shareholders' preferential right to the new shares pursuant to Section 10-4 of the Norwegian Public Limited Companies Act may be deviated from.*
5. *The authorisation does not comprise share capital increases against contribution in kind, cf. Section 10-2 of the Norwegian Public Limited Companies Act.*
6. *The authorisation does not comprise share capital increase in connection with mergers pursuant to Section 13-5 of the Norwegian Public Limited Companies Act.*
7. *This authorisation replaces the authorisation granted at the annual general meeting in 2022 for the same purpose, from the date this new authorisation is registered in the Norwegian Register of Business Enterprises.*

Item 14 Authorization to the Board to increase the share capital in connection with the exercise of RSUs

The chairman gave an account for the proposal, including revised proposal published on 26 June 2023.

The general meeting thereafter made the following resolution, with votes cast as set out in Appendix 2:

The Chairman of the Board shall be compensated NOK 200,000 for additional work

beyond board work during the period from 3 January to 28 June 2023, and the general meeting agree that the compensation can be converted into shares based on a subscription price equal to the daily average volume-weighted market price (VWAP) of the Company's shares on the Oslo Stock Exchange in the period from and including 6 June 2023 to and including 27 June 2023, i.e., NOK 2.27607.

No further items were on the agenda, and the meeting was thereafter adjourned.

Oslo 28 June 2023

Andreas Kildal
Chairman of the meeting

Jon Magne Asmyr
Co-signer

Total Represented

ISIN: NQ0010597883 NORDIC NANOVECTOR ASA
General meeting date: 28/06/2023 14.00
Today: 28.06.2023

Number of persons with voting rights represented/attended : 8

	Number of shares	% sc
Total shares	116,035,298	
- own shares of the company	0	
Total shares with voting rights	116,035,298	
Represented by own shares	4,482,000	3.86 %
Represented by advance vote	4,420,666	3.81 %
Sum own shares	8,902,666	7.67 %
Represented by proxy	8,049,123	6.94 %
Represented by voting instruction	24,781,319	21.36 %
Sum proxy shares	32,830,442	28.29 %
Total represented with voting rights	41,733,108	35.97 %
Total represented by share capital	41,733,108	35.97 %

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE



Signature company:

NORDIC NANOVECTOR ASA



Protocol for general meeting NORDIC NANOVECTOR ASA

ISIN: [NO0010597883 NORDIC NANOVECTOR ASA](#)
 General meeting date: 28/06/2023 14.00
 Today: 28.06.2023

Shares class	For	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
Agenda item 1 Election of a chairperson for the meeting and a person to co-sign the minutes						
Ordinær	41,690,853	0	41,690,853	42,255	0	41,733,108
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.90 %	0.00 %	99.90 %	0.10 %	0.00 %	
total sc in %	35.93 %	0.00 %	35.93 %	0.04 %	0.00 %	
Total	41,690,853	0	41,690,853	42,255	0	41,733,108
Agenda item 2 Approval of the notice and the agenda						
Ordinær	41,695,070	0	41,695,070	38,038	0	41,733,108
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.91 %	0.00 %	99.91 %	0.09 %	0.00 %	
total sc in %	35.93 %	0.00 %	35.93 %	0.03 %	0.00 %	
Total	41,695,070	0	41,695,070	38,038	0	41,733,108
Agenda item 3 Approval of the annual accounts and the directors' annual report for Nordic Nanovector ASA and the group for the financial year 2022, includ						
Ordinær	41,694,153	0	41,694,153	38,955	0	41,733,108
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.91 %	0.00 %	99.91 %	0.09 %	0.00 %	
total sc in %	35.93 %	0.00 %	35.93 %	0.03 %	0.00 %	
Total	41,694,153	0	41,694,153	38,955	0	41,733,108
Agenda item 4 Advisory vote on the Company's remuneration report for 2022						
Ordinær	41,457,610	137,243	41,594,853	138,255	0	41,733,108
votes cast in %	99.67 %	0.33 %		0.00 %		
representation of sc in %	99.34 %	0.33 %	99.67 %	0.33 %	0.00 %	
total sc in %	35.73 %	0.12 %	35.85 %	0.12 %	0.00 %	
Total	41,457,610	137,243	41,594,853	138,255	0	41,733,108
Agenda item 5 Approval of the auditor's fee						
Ordinær	41,665,070	0	41,665,070	68,038	0	41,733,108
votes cast in %	100.00 %	0.00 %		0.00 %		
representation of sc in %	99.84 %	0.00 %	99.84 %	0.16 %	0.00 %	
total sc in %	35.91 %	0.00 %	35.91 %	0.06 %	0.00 %	
Total	41,665,070	0	41,665,070	68,038	0	41,733,108
Agenda item 6 Approval of Share Exchange Agreement and share capital increase						
Ordinær	41,698,354	4,754	41,703,108	30,000	0	41,733,108
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.92 %	0.01 %	99.93 %	0.07 %	0.00 %	
total sc in %	35.94 %	0.00 %	35.94 %	0.03 %	0.00 %	
Total	41,698,354	4,754	41,703,108	30,000	0	41,733,108
Agenda item 7 Amendments to the articles of association; company name and object						
Ordinær	41,728,354	4,754	41,733,108	0	0	41,733,108
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.99 %	0.01 %	100.00 %	0.00 %	0.00 %	
total sc in %	35.96 %	0.00 %	35.97 %	0.00 %	0.00 %	
Total	41,728,354	4,754	41,733,108	0	0	41,733,108
Agenda item 8 Election of new board members						
Ordinær	41,552,625	139,145	41,691,770	41,338	0	41,733,108
votes cast in %	99.67 %	0.33 %		0.00 %		
representation of sc in %	99.57 %	0.33 %	99.90 %	0.10 %	0.00 %	
total sc in %	35.81 %	0.12 %	35.93 %	0.04 %	0.00 %	
Total	41,552,625	139,145	41,691,770	41,338	0	41,733,108
Agenda item 9 Determination of remuneration for the members of the Board (including approval of issue of RSUs to members of the Board)						
Ordinær	41,080,787	470,136	41,550,923	182,185	0	41,733,108
votes cast in %	98.87 %	1.13 %		0.00 %		
representation of sc in %	98.44 %	1.13 %	99.56 %	0.44 %	0.00 %	
total sc in %	35.40 %	0.41 %	35.81 %	0.16 %	0.00 %	
Total	41,080,787	470,136	41,550,923	182,185	0	41,733,108
Agenda item 10 Election of members of the Nomination committee						

Shares class	For	Against	Poll in	Abstain	Poll not registered	Represented shares with voting rights
Ordinær	41,686,099	4,754	41,690,853	42,255	0	41,733,108
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.89 %	0.01 %	99.90 %	0.10 %	0.00 %	
total sc in %	35.93 %	0.00 %	35.93 %	0.04 %	0.00 %	
Total	41,686,099	4,754	41,690,853	42,255	0	41,733,108
Agenda item 11 Determination of remuneration for the members of the Nomination Committee						
Ordinær	41,536,169	4,754	41,540,923	192,185	0	41,733,108
votes cast in %	99.99 %	0.01 %		0.00 %		
representation of sc in %	99.53 %	0.01 %	99.54 %	0.46 %	0.00 %	
total sc in %	35.80 %	0.00 %	35.80 %	0.17 %	0.00 %	
Total	41,536,169	4,754	41,540,923	192,185	0	41,733,108
Agenda item 12 Authorization to the Board to increase the share capital						
Ordinær	41,351,897	203,243	41,555,140	177,968	0	41,733,108
votes cast in %	99.51 %	0.49 %		0.00 %		
representation of sc in %	99.09 %	0.49 %	99.57 %	0.43 %	0.00 %	
total sc in %	35.64 %	0.18 %	35.81 %	0.15 %	0.00 %	
Total	41,351,897	203,243	41,555,140	177,968	0	41,733,108
Agenda item 13 Authorization to the Board to increase the share capital in connection with the exercise of RSUs						
Ordinær	41,114,849	132,300	41,247,149	485,959	0	41,733,108
votes cast in %	99.68 %	0.32 %		0.00 %		
representation of sc in %	98.52 %	0.32 %	98.84 %	1.16 %	0.00 %	
total sc in %	35.43 %	0.11 %	35.55 %	0.42 %	0.00 %	
Total	41,114,849	132,300	41,247,149	485,959	0	41,733,108
Agenda item 14 Compensation for additional work for the Chairman of the Board beyond ordinary Board work						
Ordinær	19,685,442	473,226	20,158,668	21,574,440	0	41,733,108
votes cast in %	97.65 %	2.35 %		0.00 %		
representation of sc in %	47.17 %	1.13 %	48.30 %	51.70 %	0.00 %	
total sc in %	16.97 %	0.41 %	17.37 %	18.59 %	0.00 %	
Total	19,685,442	473,226	20,158,668	21,574,440	0	41,733,108

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE

Signature company:

NORDIC NANOVECTOR ASA

Share information

Name	Total number of shares	Nominal value	Share capital	Voting rights
Ordinær	116,035,298	0.20	23,207,059.60	Yes
Sum:				

§ 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

**NORDIC NANOVECTOR ASA
PROPOSED RESOLUTIONS FOR THE ANNUAL GENERAL MEETING OF NORDIC
NANOVECTOR ASA ON 28 JUNE 2023**

Item 1 Election of a chairperson for the meeting and a person to co-sign the minutes

Item 2 Approval of the notice and the agenda

Item 3 Approval of the annual accounts and the directors' annual report for Nordic Nanovector ASA and the group for the financial year 2022, including allocation of the result of the year, as well as consideration of the statement on corporate governance

The annual accounts and the directors' report for Nordic Nanovector ASA (the "**Company**") and the group is included in the Company's annual report for 2022 which is available on the Company's website nordicnanovector.com. The statement on corporate governance is included in the annual report.

Item 4 Advisory vote on the Company's remuneration report for 2022

The Board of directors (the "**Board**") has prepared a report on the remuneration of the Company's senior executives (the "**Remuneration Report**") which has been reviewed by the Company's auditor, cf. Section 6-16b of the Norwegian Public Limited Companies Act. The general meeting shall deal with the Remuneration Report in accordance with Section 5-6 (4) of the Norwegian Public Limited Liability Companies Act by way of an advisory vote.

The Remuneration Report is available on the Company's website nordicnanovector.com.

The Board proposes that the general meeting makes an advisory vote and that the result from the vote is recorded in the minutes from the general meeting.

Item 5 Approval of the auditor's fee

It is proposed that the auditor's fee to Ernst & Young AS for 2022 of NOK 370,000 ex. VAT is approved.

For information on other fees paid to the Company's auditor, reference is made to note 3.7 to the annual accounts, on page 49 in the Company's annual report for 2022.

Item 6 Approval of Share Exchange Agreement and share capital increase

Reference is made to stock exchange announcement on 6 June 2023 regarding the Company's entry of a share exchange agreement (the "**Transaction Agreement**") to acquire at least 98 % of the shares in Thor Medical AS, (reg. no. 918 672 931) (the "**Transaction**"). The Transaction will be carried out as a capital increase directed at the shareholders of Thor Medical AS who will subscribe for shares in the Company against settlement in the form of shares in Thor Medical AS (contribution in kind). Thor Medical AS produces and supplies radionuclides, mainly alpha emitters, for cancer treatment. The agreement entails, among other things, that the current shareholders in the Company will be diluted so that after completion of the Transaction they will together hold approximately 50 % of the Company's shares. If the Company acquires all the shares in Thor Medical AS in the Transaction, then the Company will issue 116,035,298 new shares implying an exchange ratio of 50-50. If the general meeting approves the Nomination Committee's recommendation that the current board remuneration can be settled with 646,335 shares in the Company as proposed in item 9 below, and the proposal from "Shareholder group AG Nanovector" to issue 277,993 shares to the chairman of the Board of Directors in accordance with item 14 below, the number of shares that can be issued to the shareholders of Thor Medical AS will increase by 924,328 shares to fulfil the 50-50 exchange ratio (in total 116,959,626 shares).

Reference is also made to the presentation regarding the Transaction published on the Company's website where the detailed terms of the Transaction and the merged group are presented.

An expert report pursuant to section 10-2 (3) of the Public Limited Liability Companies Act, cf. section 2-6 regarding the issue of shares by contribution in kind is published on the Company's website nordicnanovector.com.

Apart from the Transaction Agreement, the Board is not aware of any events of material importance to the Company that have occurred after the last balance sheet date. Reference is also made to the Company's stock exchange announcements published on newsweb.oslobors.no under ticker NANOV.

The Transaction Agreement imply a change in the Company's business and the Board therefore proposes to the general meeting to resolve changes to the company's purpose and name as set out in the Articles of Association.

The Board proposes that the general meeting adopts the following resolutions:

1. The share exchange agreement dated 6 June 2023 between the Company and the shareholders in Thor Medical AS on the sale and purchase of shares in Thor Medical AS (the "**Transaction Agreement**"), is approved.
2. The Company's share capital is increased with minimum NOK 22,724,918.40 and maximum 23,391,958.20 through issuance of minimum 113,714,592 and maximum 116,959,626 new shares.
3. The new shares shall each have a nominal value of NOK 0.20.
4. The subscription price for the new shares shall be NOK 0.71944 per share.
5. The new shares shall be subscribed for by the sellers under the Transaction Agreement, for amounts and in numbers as set out in this agreement, on a separate subscription form by 15 August 2023. Consequently, the preferential rights of existing shareholders pursuant to section 10-4 of the Public Limited Liability Companies Act are waived, cf. section 10-5.
6. Payment for the shares shall be settled by contribution in kind by the subscriber transferring to the Company shares in Thor Medical AS (reg. no. 918 672 931). The share deposit shall be settled by 15 August 2023. For a more detailed description of the contribution, reference is made to the expert report prepared by BDO AS.
7. The shares confer full rights, including the right to dividends, from the date of registration of the capital increase in the Register of Business Enterprises.
8. The estimated costs of the capital increase are approximately NOK 50,000.
9. With effect from the date of registration of the capital increase in the Register of Business Enterprises, Article 4 of the Articles of Association is amended to state the share capital and the total number of shares after the capital increase.
10. The resolution is conditional upon the General Meeting adopting a resolution in accordance with the Board of Directors' proposal under item 7 on the agenda.

Item 7 Amendments to the articles of association; company name and object

The Board propose that the general meeting adopts the following resolution:

That section 1 of the articles of association shall read:

1. The name of the company is Thor Medical ASA. The company is a public limited liability company.

That section 3 of the articles of association shall read:

2. The objective of the company is to supply alpha emitters to suppliers and developers of innovative drugs targeting oncology indications of high unmet medical need, including any medical products and equipment, and to run business related thereto or associated therewith.

The amendments to the Articles of Association shall become effective at the time of the completion of the Transaction Agreement.

Item 8 Election of new board members

It is proposed that the General Meeting elects a new board of directors. The Nomination Committee's recommendation is available on the Company's website: nordicnanovector.com.

The Board of Directors proposes that the General Meeting adopts the following resolutions in accordance with the recommendation of the Nomination Committee:

1. Ludvik Sandnes (chairman), John Andersen Jr. and Mimi Kristine Berdal is elected board members for a period of two years until the Annual General Meeting in 2025.

Item 9 Determination of remuneration for the members of the Board (including approval of issue of RSUs to members of the Board)

Reference is made to the Nomination Committee's recommendation which will be made available on the Company's website: nordicnanovector.com and this notice item 12 and 13 on authorization to the Board of Directors to increase the share capital in connection with remuneration to the Board of Directors.

Item 10 Election of members of the Nomination Committee

Reference is made to the recommendation of the Nomination Committee which will be made available on the Company's website: nordicnanovector.com.

Item 11 Determination of remuneration for the members of the Nomination Committee

Reference is made to the recommendation of the Nomination Committee which will be made available on the Company's website nordicnanovector.com.

Item 12 Authorization to the Board to increase the share capital

The Board of Directors proposes to the General Meeting that the Board of Directors be authorized to increase the share capital by up to 20% of today's share capital.

The proposal entails that the Board of Directors is provided with an effective tool that can be used to safeguard the interests of the Company and the shareholders. More specifically, the purpose of the authorization is that the Board of Directors will be able to use the authorization in connection with acquisitions and to strengthen the Company's equity if the conditions are right. To this end, the authorization is designed so that the Board of Directors may decide to deviate from the preferential rights of existing shareholders. The authorization may also be used to issue shares to the current chairman and board member as proposed in items 9 and 14 (provided that such remuneration is approved by the general meeting). It is emphasized that the Company is in a phase where work is being done to establish new business areas and strategy.

The Board therefore proposes that the General Meeting adopts the following resolutions:

1. Pursuant to section 10-14 of the Public Limited Liability Companies Act, the Board of Directors is authorized to increase the Company's share capital, in one or more stages, by up to NOK 4,641,412.00 by issuing up to 23,207,060 new shares, each with a nominal value of NOK 0.20.
2. The Board of Directors determines the conditions for capital increases under the authorization.
3. The authorization may be used to strengthen the Company's equity, for general business purposes, including but not limited to financing acquisitions of other companies, businesses or assets, including for the issuance of consideration shares in connection with the above-mentioned transactions, or in connection with an incentive program for employees.
4. The authorization is valid until the Company's Annual General Meeting in 2024, however, no longer than until 30 June 2024.
5. The shareholders' preferential rights to subscribe for shares pursuant to section 10-4 of the Public Limited Liability Companies Act may be waived by using the authorization, cf. section 10-14 of the Public Limited Liability Companies Act.
6. The authorization covers capital increases against contributions in money and in assets other than money and the right to incur special obligations etc. for the Company, cf. section 10-2 of the Public Limited Liability Companies Act. The authorization includes decisions on mergers pursuant to section 13-5 of the Public Limited Liability Companies Act.
7. The Board of Directors is authorized to resolve such amendments to the Company's Articles of Association as an increase in capital necessitates.
8. The authorization replaces the authorization granted at the Company's Annual General Meeting 2022 to increase the share capital by up to NOK 4,641,412.00, granted on 28 April 2022 and registered in the Register of Business Enterprises on 5 May 2022.

Item 13 Authorization to the Board to increase the share capital in connection with the exercise of RSUs

The Board has a need for an authorisation to issue shares for the Company to be able to fulfil its obligations under the Company's RSU program for board members, which is described on page 69 in the Company's annual report for 2022. The Board of Directors proposes that the market value of Nordic Nanovector's shares is set equal to the share price determined in the Transaction, i.e. the volume weighted average share price during the last 10 trading days prior to date of the Transaction Agreement, corresponding to NOK 0.71944.

The Board proposes that the General Meeting passes the following resolution:

1. Pursuant to Section 10-14 of the Norwegian Public Limited Companies Act, the Board is authorised to, in one or more occurrences, increase the Company's share capital by up to NOK 264,093.80.
2. The authorisation may only be used to issue shares to members of the Company's Board upon exercise of awarded RSUs.
3. The authorisation is valid until the Company's annual general meeting in 2024, but not longer than to 30 June 2024.
4. The shareholders' preferential right to the new shares pursuant to Section 10-4 of the

Norwegian Public Limited Companies Act may be deviated from.

5. The authorisation does not comprise share capital increases against contribution in kind, cf. Section 10-2 of the Norwegian Public Limited Companies Act.
6. The authorisation does not comprise share capital increase in connection with mergers pursuant to Section 13-5 of the Norwegian Public Limited Companies Act.
7. This authorisation replaces the authorisation granted at the annual general meeting in 2022 for the same purpose, from the date this new authorisation is registered in the Norwegian Register of Business Enterprises.

**Item 13 Compensation for additional work for the Chairman of the Board
beyond ordinary Board work**

The shareholder group AG Nanovector has proposed that the Chairman of the Board of Directors be paid compensation for additional work beyond his ordinary board work in 2023. For much of the period, the Chairman of the Board has worked full-time on finding a financial solution and following the mandate given by the shareholder group. In the period January-May, the Chairman of the Board spent 28 overnight stays and three days travelling to Oslo for meetings, interviews, personnel matters, negotiations and shareholder follow-up. The AG proposes that the general meeting resolves that the Chairman of the Board be compensated NOK 200,000 for additional work beyond board work during the period. In order to save the Company cash, the Chairman of the Board has accepted to have this part paid as shares based on the share price determined in the Transaction, i.e. that the Company issues 277,993 shares to the Chairman of the Board.

**NORDIC NANOVECTOR ASA
PROPOSED RESOLUTIONS FOR THE ANNUAL GENERAL MEETING OF NORDIC
NANOVECTOR ASA ON 28 JUNE 2023**

Item 1 Election of a chairperson for the meeting and a person to co-sign the minutes

Item 2 Approval of the notice and the agenda

Item 3 Approval of the annual accounts and the directors' annual report for Nordic Nanovector ASA and the group for the financial year 2022, including allocation of the result of the year, as well as consideration of the statement on corporate governance

The annual accounts and the directors' report for Nordic Nanovector ASA (the "**Company**") and the group is included in the Company's annual report for 2022 which is available on the Company's website nordicnanovector.com. The statement on corporate governance is included in the annual report.

Item 4 Advisory vote on the Company's remuneration report for 2022

The Board of directors (the "**Board**") has prepared a report on the remuneration of the Company's senior executives (the "**Remuneration Report**") which has been reviewed by the Company's auditor, cf. Section 6-16b of the Norwegian Public Limited Companies Act. The general meeting shall deal with the Remuneration Report in accordance with Section 5-6 (4) of the Norwegian Public Limited Liability Companies Act by way of an advisory vote.

The Remuneration Report is available on the Company's website nordicnanovector.com.

The Board proposes that the general meeting makes an advisory vote and that the result from the vote is recorded in the minutes from the general meeting.

Item 5 Approval of the auditor's fee

It is proposed that the auditor's fee to Ernst & Young AS for 2022 of NOK 370,000 ex. VAT is approved.

For information on other fees paid to the Company's auditor, reference is made to note 3.7 to the annual accounts, on page 49 in the Company's annual report for 2022.

Item 6 Approval of Share Exchange Agreement and share capital increase

Reference is made to stock exchange announcement on 6 June 2023 regarding the Company's entry of a share exchange agreement (the "**Transaction Agreement**") to acquire at least 98 % of the shares in Thor Medical AS, (reg. no. 918 672 931) (the "**Transaction**"). The Transaction will be carried out as a capital increase directed at the shareholders of Thor Medical AS who will subscribe for shares in the Company against settlement in the form of shares in Thor Medical AS (contribution in kind). Thor Medical AS produces and supplies radionuclides, mainly alpha emitters, for cancer treatment. The agreement entails, among other things, that the current shareholders in the Company will be diluted so that after completion of the Transaction they will together hold approximately 50 % of the Company's shares. If the Company acquires all the shares in Thor Medical AS in the Transaction, then the Company will issue 116,035,298 new shares implying an exchange ratio of 50-50. If the general meeting approves the Nomination Committee's recommendation that the current board remuneration can be settled with 646,335 shares in the Company as proposed in item 9 below, and the proposal from "Shareholder group AG Nanovector" to issue 277,993 shares to the chairman of the Board of Directors in accordance with item 14 below, the number of shares that can be issued to the shareholders of Thor Medical AS will increase by 924,328 shares to fulfil the 50-50 exchange ratio (in total 116,959,626 shares).

Reference is also made to the presentation regarding the Transaction published on the Company's website where the detailed terms of the Transaction and the merged group are presented.

An expert report pursuant to section 10-2 (3) of the Public Limited Liability Companies Act, cf. section 2-6 regarding the issue of shares by contribution in kind is published on the Company's website nordicnanovector.com.

Apart from the Transaction Agreement, the Board is not aware of any events of material importance to the Company that have occurred after the last balance sheet date. Reference is also made to the Company's stock exchange announcements published on newsweb.oslobors.no under ticker NANOV.

The Transaction Agreement imply a change in the Company's business and the Board therefore proposes to the general meeting to resolve changes to the company's purpose and name as set out in the Articles of Association.

The Board proposes that the general meeting adopts the following resolutions:

1. The share exchange agreement dated 6 June 2023 between the Company and the shareholders in Thor Medical AS on the sale and purchase of shares in Thor Medical AS (the "**Transaction Agreement**"), is approved.
2. The Company's share capital is increased with minimum NOK 22,724,918.40 and maximum 23,391,958.20 through issuance of minimum 113,714,592 and maximum 116,959,626 new shares.
3. The new shares shall each have a nominal value of NOK 0.20.
4. The subscription price for the new shares shall be NOK 0.71944 per share.
5. The new shares shall be subscribed for by the sellers under the Transaction Agreement, for amounts and in numbers as set out in this agreement, on a separate subscription form by 15 August 2023. Consequently, the preferential rights of existing shareholders pursuant to section 10-4 of the Public Limited Liability Companies Act are waived, cf. section 10-5.
6. Payment for the shares shall be settled by contribution in kind by the subscriber transferring to the Company shares in Thor Medical AS (reg. no. 918 672 931). The share deposit shall be settled by 15 August 2023. For a more detailed description of the contribution, reference is made to the expert report prepared by BDO AS.
7. The shares confer full rights, including the right to dividends, from the date of registration of the capital increase in the Register of Business Enterprises.
8. The estimated costs of the capital increase are approximately NOK 50,000.
9. With effect from the date of registration of the capital increase in the Register of Business Enterprises, Article 4 of the Articles of Association is amended to state the share capital and the total number of shares after the capital increase.
10. The resolution is conditional upon the General Meeting adopting a resolution in accordance with the Board of Directors' proposal under item 7 on the agenda.

Item 7 Amendments to the articles of association; company name and object

The Board propose that the general meeting adopts the following resolution:

That section 1 of the articles of association shall read:

1. The name of the company is Thor Medical ASA. The company is a public limited liability company.

That section 3 of the articles of association shall read:

2. The objective of the company is to supply alpha emitters to suppliers and developers of innovative drugs targeting oncology indications of high unmet medical need, including any medical products and equipment, and to run business related thereto or associated therewith.

The amendments to the Articles of Association shall become effective at the time of the completion of the Transaction Agreement.

Item 8 Election of new board members

It is proposed that the General Meeting elects a new board of directors. The Nomination Committee's recommendation is available on the Company's website: nordicnanovector.com.

The Board of Directors proposes that the General Meeting adopts the following resolutions in accordance with the recommendation of the Nomination Committee:

1. Ludvik Sandnes (chairman), John Andersen Jr. and Mimi Kristine Berdal is elected board members for a period of two years until the Annual General Meeting in 2025.

Item 9 Determination of remuneration for the members of the Board (including approval of issue of RSUs to members of the Board)

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Reference is made to the recommendation of the Nomination Committee which will be made available on the Company's website nordicnanovector.com.

Item 12 Authorization to the Board to increase the share capital

The Board of Directors proposes to the General Meeting that the Board of Directors be authorized to increase the share capital by up to 20% of today's share capital.

The proposal entails that the Board of Directors is provided with an effective tool that can be used to safeguard the interests of the Company and the shareholders. More specifically, the purpose of the authorization is that the Board of Directors will be able to use the authorization in connection with acquisitions and to strengthen the Company's equity if the conditions are right. To this end, the authorization is designed so that the Board of Directors may decide to deviate from the preferential rights of existing shareholders. The authorization may also be used to issue shares to the current chairman and board member as proposed in items 9 and 14 (provided that such remuneration is approved by the general meeting). It is emphasized that the Company is in a phase where work is being done to establish new business areas and strategy.

The Board therefore proposes that the General Meeting adopts the following resolutions:

1. Pursuant to section 10-14 of the Public Limited Liability Companies Act, the Board of Directors is authorized to increase the Company's share capital, in one or more stages, by up to NOK 4,641,412.00 by issuing up to 23,207,060 new shares, each with a nominal value of NOK 0.20.
2. The Board of Directors determines the conditions for capital increases under the authorization.
3. The authorization may be used to strengthen the Company's equity, for general business purposes, including but not limited to financing acquisitions of other companies, businesses or assets, including for the issuance of consideration shares in connection with the above-mentioned transactions, or in connection with an incentive program for employees.
4. The authorization is valid until the Company's Annual General Meeting in 2024, however, no longer than until 30 June 2024.
5. The shareholders' preferential rights to subscribe for shares pursuant to section 10-4 of the Public Limited Liability Companies Act may be waived by using the authorization, cf. section 10-14 of the Public Limited Liability Companies Act.
6. The authorization covers capital increases against contributions in money and in assets other than money and the right to incur special obligations etc. for the Company, cf. section 10-2 of the Public Limited Liability Companies Act. The authorization includes decisions on mergers pursuant to section 13-5 of the Public Limited Liability Companies Act.
7. The Board of Directors is authorized to resolve such amendments to the Company's Articles of Association as an increase in capital necessitates.
8. The authorization replaces the authorization granted at the Company's Annual General Meeting 2022 to increase the share capital by up to NOK 4,641,412.00, granted on 28 April 2022 and registered in the Register of Business Enterprises on 5 May 2022.

Item 13 Authorization to the Board to increase the share capital in connection with the exercise of RSUs

The Board has a need for an authorisation to issue shares for the Company to be able to fulfil its obligations under the Company's RSU program for board members, which is described on page 69 in the Company's annual report for 2022. The Board of Directors proposes that the market value of Nordic Nanovector's shares is set equal to the share price determined in the Transaction, i.e. the volume weighted average share price during the last 10 trading days prior to date of the Transaction Agreement, corresponding to NOK 0.71944.

The Board proposes that the General Meeting passes the following resolution:

1. Pursuant to Section 10-14 of the Norwegian Public Limited Companies Act, the Board is authorised to, in one or more occurrences, increase the Company's share capital by up to NOK 264,093.80.
2. The authorisation may only be used to issue shares to members of the Company's Board upon exercise of awarded RSUs.
3. The authorisation is valid until the Company's annual general meeting in 2024, but not longer than to 30 June 2024.
4. The shareholders' preferential right to the new shares pursuant to Section 10-4 of the

Norwegian Public Limited Companies Act may be deviated from.

5. The authorisation does not comprise share capital increases against contribution in kind, cf. Section 10-2 of the Norwegian Public Limited Companies Act.
6. The authorisation does not comprise share capital increase in connection with mergers pursuant to Section 13-5 of the Norwegian Public Limited Companies Act.
7. This authorisation replaces the authorisation granted at the annual general meeting in 2022 for the same purpose, from the date this new authorisation is registered in the Norwegian Register of Business Enterprises.

**Item 13 Compensation for additional work for the Chairman of the Board
beyond ordinary Board work**

The shareholder group AG Nanovector has proposed that the Chairman of the Board of Directors be paid compensation for additional work beyond his ordinary board work in 2023. For much of the period, the Chairman of the Board has worked full-time on finding a financial solution and following the mandate given by the shareholder group. In the period January-May, the Chairman of the Board spent 28 overnight stays and three days travelling to Oslo for meetings, interviews, personnel matters, negotiations and shareholder follow-up. The AG proposes that the general meeting resolves that the Chairman of the Board be compensated NOK 200,000 for additional work beyond board work during the period. In order to save the Company cash, the Chairman of the Board has accepted to have this part paid as shares based on the share price determined in the Transaction, i.e. that the Company issues 277,993 shares to the Chairman of the Board.

Til styret i Nordic Nanovector ASA

To the Board of Directors of Nordic Nanovector ASA

Redegjørelse ved kapitalforhøyelse i Nordic Nanovector ASA

Report on share capital increase in Nordic Nanovector ASA

På oppdrag fra styret i Nordic Nanovector ASA («Selskapet») avgir vi som uavhengig sakkyndig en redegjørelse i samsvar med allmennaksjeloven § 10-2, jf. § 2-6.

At the request from the Board of Directors of Nordic Nanovector ASA («Company») we, as independent experts, issue this statement in compliance with The Public Limited Liability Companies Act section 10-2, refer section 2-6.

Styrets ansvar for redegjørelsen

The Board of Director's responsibility for the statement

Styret er ansvarlige for de verdsettelsler som ligger til grunn for vederlaget.

The Board of Directors is responsible for the valuations performed.

Uavhengig sakkyndiges oppgaver og plikter

The independent expert's responsibility

Vår oppgave er å utarbeide en redegjørelse om aksjeinnskudd med annet enn penger fra innskyterne mot vederlag i aksjer i Nordic Nanovector ASA og å avgi en uttalelse om at de eiendeler selskapet skal overta ved kapitalforhøyelsen, har en verdi som minst svarer til vederlaget.

Our responsibility is to prepare a statement on the non-cash share capital contribution from the contributors at a consideration of shares in Nordic Nanovector ASA and to give an opinion on whether the value of the assets to be taken over by the Company at least equals the consideration.

Den videre redegjørelsen består av to deler. Den første delen er en presentasjon av opplysninger i overensstemmelse med de krav som stilles i allmennaksjeloven §10-2, jf. §2-6 første ledd nr.1 til 4. Den andre delen er vår uttalelse om at de eiendeler selskapet skal overta har en verdi som minst svarer til vederlaget.

The statement consists of two parts. The first part is a presentation of information in accordance with the requirements set by the Norwegian Public Limited Liability Companies Act section 10-2, ref. section 2-6 first par. No.1 to 4. The second part is our statement that the value of the assets to be taken over by the company at least equals the consideration.

Del 1: Opplysninger om innskuddet

Part 1: Information about the contribution

Den 6. juni 2023 inngikk Nordic Nanovector ASA («Kjøper») en aksjebytteavtale med aksjeeierne i Thor Medical AS (Selger») om erverv av minst 98 % av aksjene i Thor Medical AS. Kjøpsprisen er fastsatt til NOK 130,08613

On 6 June 2023, Nordic Nanovector ASA («Buyer») entered into a share exchange agreement with the shareholders in Thor Medical AS («Seller») to acquire at least 98 percent of the shares in Thor Medical AS.

pr. aksje og er et resultat av fremforhandlet bytteforhold mellom partene og observerbar markedsverdi for vederlagsaksjene i Nordic Nanovector ASA»

Ved oppgjør ytes 100 % av kjøpesummen ved utstedelse av aksjer i Nordic Nanovector ASA.

I henhold til aksjebytteavtalen, skal minst 98 % av de utstedte aksjer i Thor Medical AS overdras fra Selger til Nordic Nanovector som et tingsinnskudd ved tegning av minimum 113 714 592 nye aksjer og maksimalt 116 959 626 nye aksjer i Nordic Nanovector ASA, med pålydende verdi NOK 0,20 per aksje. Tegningskursen er NOK 0,71944 og fastsatt lik volumjustert gjennomsnittlig aksjekurs siste 10 dagene før signering av aksjebytteavtalen.

Verdien av aksjene i Thor Medical AS er fastsatt i forhandlinger mellom uavhengige parter og partene er enige om at verdien av samtlige utstedte aksjer i Thor Medical AS er NOK 83 480 432,38.

Del 2: Den uavhengig sakkyndiges uttalelse

Vi har utført vår kontroll og avgir vår uttalelse i samsvar med standard for attestasjonsoppdrag SA 3802-1 "Revisors uttalelser og redegjørelser etter aksjelovgivningen". Standarden krever at vi planlegger og utfører kontroller for å oppnå betryggende sikkerhet for at gjelden som skal motregnes, minst svarer til det avtalte vederlaget. Arbeidet omfatter kontroll av at gjelden er en reell betalingsforpliktelse.

The purchase price is fixed at NOK 130.08613 per share and is a result of negotiated exchange ratio between the parties and observable market value of the consideration shares in Nordic Nanovector ASA.

The purchase price shall be 100 percent settled by issuance of new shares in Nordic Nanovector ASA.

In accordance with the share exchange agreement, at least 98 percent of the issued shares in Thor Medical AS shall be delivered from the Seller to the Company as a non-cash share capital contribution by subscribing a minimum of 113,714,592 new shares and a maximum of 116,959,626 new shares in Nordic Nanovector ASA, with a nominal value of NOK 0.20 per share. The subscription price is NOK 0.71944 and is equal to the volume weighted average share price of the last 10 trading days prior to signing of the share exchange agreement.

The value of the shares in Thor Medical is determined in negotiations between independent parties and the parties have agreed that the value of all issued shares in Thor Medical AS is NOK 83,480,432.38

Part 2: The independent expert's opinion

We have performed procedures and issue our opinion in accordance with the Norwegian standard NSAE 3802 "The auditor's assurance reports and statements required by Norwegian Company legislation" issued by the Norwegian Institute of Public Accountants. This standard requires that we plan and perform procedures to obtain reasonable assurance about whether the value of the debt to be converted is at least equivalent to the agreed consideration. Our procedures include an assessment of the reality of the debt.

Etter vår oppfatning er innhentet bevis tilstrekkelig og hensiktsmessig som grunnlag for vår konklusjon.

Konklusjon

Etter vår mening er de eiendeler Selskapet skal overta ved kapitalforhøyelsen, verdsatt i overensstemmelse med de beskrevne prinsipper, og har en verdi pr. 6. juni 2023 som minst svarer til det avtalte vederlaget av minimum 113 714 592 aksjer og maksimalt 116 959 626 aksjer i Nordic Nanovector ASA pålydende NOK 0,20 samt overkurs NOK 0,51944 pr. aksje.

Oslo, 7. juni 2023
BDO AS

Børre Skisland
Statsautorisert revisor

The English language version of this document is an office translation of the original Norwegian text. In case of discrepancies, the Norwegian text shall prevail. This English translation is intentionally not signed

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the assets the Company shall take over as consideration for the increase in share capital, have been valued in compliance with the described principles and, the value at 6 June 2023 of the assets the Company shall take over is at least equivalent to the agreed consideration of minimum of 113,714,592 shares and a maximum of 116,959,626 shares in Nordic Nanovector ASA, with nominal value NOK 0.20 and share premium NOK 0.51944 per share.

Oslo, 7 June 2023
BDO AS

Børre Skisland
State Authorised Public Accountant
(Norway)

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Børre Skisland

Statsautorisert revisor

På vegne av: BDO AS

Serienummer: 9578-5998-4-872903

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