



Ref no:

PIN code:

Notice of Annual General Meeting

Meeting in Cxense ASA will be held on 8 May 2019 at 09:00 a.m.
Address: Felix Conference Centre, Bryggetorget 3, Vikta in Oslo, Norway

The annual general meeting of Cxense ASA will be held as a hybrid general meeting and You are invited to participate in the general meeting online, see further information in Appendix 1 of the notice of the general meeting. If You wish to participate in the general meeting in person or by proxy without using the online solution for participation, You will have to notify this to the Company by returning this attendance form or proxy form.

Registration Deadline according to bylaws: 6 May 2019

Notice of attendance

The Undersigned will attend the Annual General Meeting on the 8 May 2019 and cast votes for:

_____ own shares.

Notice of attendance should be registered electronically through the Company’s website www.cxense.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. The notice of attendance must be received no later than 6 May 2019 at 09:00 a.m.

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

Place	Date	Shareholder’s signature

Proxy without voting instructions for Annual General Meeting of Cxense ASA

If you are unable to attend the meeting, you may grant proxy to another individual.

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Proxy should be submitted electronically through the Company’s website www.cxense.com or via VPS Investor Services.

For granting proxy 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. The notice of attendance must be received no later than 6 May 2019 at 09:00 a.m.

If you send the proxy without naming the proxy holder, the proxy will be given to the Chair of the Board of Directors or an individual authorised by him or her.

This proxy must be received no later than 6 May 2019 at 09:00 a.m.

The undersigned: _____

hereby grants (tick one of the two)

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

(Name of proxy holder in capital letters)

proxy to attend and vote for my/our shares at the Annual General Meeting of Cxense ASA on 8 May 2019.

Place	Date	Shareholder’s signature (Only for granting proxy)

With regards to your right to attend and vote, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a Company, the Company’s Certificate of Registration must be attached to the proxy.



Proxy with voting instructions

If you are unable to attend the Annual General Meeting in person, 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.

Proxies with voting instructions can only be registered by DNB, and must be sent to genf@dnb.no (scanned form) or by regular Mail to DNB Bank ASA, Registrars' Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway.

The form must be received by DNB Bank ASA, Registrars' Department no later than 6 May 2019 at 09:00.

Proxies with voting instructions must be dated and signed in order to be valid.

The undersigned: _____

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hereby grants the Chair of the Board of Directors (or the person authorised by him or her) proxy to attend and vote for my/our shares at the Annual General Meeting of Cxense ASA on 6 May 2019.

The votes shall be exercised in accordance to 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 2019	For	Against	Abstention
1. Election of a person to chair the Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of the notice and the agenda of the Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the Annual Financial Statements and Annual Report for 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Guidelines for remuneration to management			
a) Advisory resolution of management remuneration policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Binding resolution of management remuneration policy - share-based remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Board authorization to issue shares in Private Placements and Rights Issues			
– Authorization to issue shares in Private Placements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
– Authorization to issue shares in Rights Issues	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Board authorization to issue shares - share option program in the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Board authorization to issue shares - options to the chairman of the board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Board Authorization to acquire own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Remuneration to the Board members			
a) Remuneration to Board for the period from 2018 to 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Remuneration to the Board for the period from 2019 to 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Board election			
– Lars Bjørn Thoresen (chairman)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
– Liza Boyd Benson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
– Ingeborg Molden Hegstad	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
– Martin Patrick Moran	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
– Azeem Javiad Azhar	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Remuneration to the Nomination Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Nomination Committee Election			
– Terje Valebjørg	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
– Ola Snøve	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
– Davor Sutija	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Remuneration to the Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place _____ Date _____ Shareholder's signature (Only for granting proxy with voting instructions) _____

With regards to your right to attend and vote, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a Company, the Company's Certificate of Registration must be attached to the proxy.