

RIVER TECH P.L.C.

A public limited liability company registered under the laws of Malta with registration number C 83387 and having its registered office at Regent House, Office 21, Bisazza Street, Sliema SLM1640, Malta (the “Company”)

EXTRAORDINARY GENERAL MEETING

Notice to all Members of the Company in terms of Article 41 of the Articles of Association of the Company.

Notice is hereby given of an Extraordinary General Meeting of the Company to be held on 23rd April 2021 at 12:00 hours (CET) at the registered office of the Company for the purpose of considering the following Agenda:

All documents may be accessed via the Company’s website www.river.tech in the Investor Relations section.

The persons eligible to vote at the Extraordinary General Meeting are the Shareholders who are registered in the Company's shareholder register at 17:00 hours (CET) on the 1st April 2021. Shareholders registered in the VPS must be registered holders in the VPS at close of business on the 30th March 2021.

AGENDA

The purpose for the Extraordinary General Meeting is for the Shareholders to consider and if deemed fit, approve the following *Extraordinary Resolutions*:

Approval of Resolutions of the Board of Directors of the Company dated 18th March 2021, (hereinafter the BOD Resolutions) including approval and ratification of matters contained therein, and the adoption of the said resolutions as Extraordinary Resolutions of the Company.

A Copy of the BOD Resolutions is attached hereto.

- (1) To consider the approval of the BOD Resolutions and the matters contained therein and to ratify the same as Extraordinary Resolutions of the Company.
- (2) To consider the approval of the issue of share options as an employee incentive scheme to the persons indicated in Resolution 3 below (all being employees or consultants of the Company or its subsidiaries).
- (3) To consider the approval that employees/consultants shall be granted the option to subscribe to the maximum number of shares indicated next to their name in the table below. The option shall be to subscribe to shares at the price of the Euro equivalent of NOK 6 per share. The option shall be exercisable during a three-year period in

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accordance with the terms of a share option agreement to be executed by the Company and the option holders.

Name	Number of Shares
Shawn Bezzina	200,000
Luke Ciantar	100,000
Kent Staahle	700,000

Notes:

1. A member entitled to attend and vote at the above Meeting is entitled to appoint one or more proxies to exercise all or any of their rights to attend and to speak and to vote on their behalf. A proxy need not be a member of the Company.
2. All persons/companies registered with the Norwegian Central Securities Depository (the “VPS”) being holders of depositary ownership interest in River Tech plc for the relevant shares may attend and / or exercise their voting rights at the General Meeting by notifying Wikborg Rein Advokatfirma AS by 12:00 hours CET on 8th April 2021 in the form of (and as further detailed in) the attached proxy.
3. In the case of a corporation, the proxy must be signed on its behalf by a duly authorised officer or attorney, and a copy of the power of attorney or other authority (if relevant) under which the proxy is signed should be forwarded to the VPS Registrar together with the duly signed and completed proxy form.
4. Holders of depositary ownership interests who wish to attend and vote at the General Meeting in person should request the VPS Registrar to appoint him/her/it as proxy in the attached proxy form.
5. Completion of a proxy will not prevent members from attending and voting in person if they so wish.
6. A proxy form which may be used to make such an appointment has been sent to all Shareholders together with this Notice.
7. In the case of joint holders, the signature of any one of them will suffice. The vote of the senior party tendering a vote (whether in person or by proxy) shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
8. The Company specifies that for a member to be entitled to attend and vote at the Meeting (and for the determination by the Company of the number of votes they may cast) they must be entered on the Company’s register of members by three days before meeting (“the Specified Time”). Changes to entries on the register after the Specified Time will be disregarded in determining the rights of any person to attend or vote at the Meeting.
9. It has been passed by a member or members having the right to attend and vote at the Meeting holding in the aggregate not less than 75% in nominal value of the shares represented and entitled to vote at the Meeting and at least 51% in nominal value of all the shares entitled to vote at the Meeting: Provided that, if one of the aforesaid

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majorities is obtained, but not both another meeting shall be convened within 30 days in accordance with the provisions for the calling of meetings to take a fresh vote on the proposed resolution. At the second meeting the resolution may be passed by a member or members having the right to attend and vote at the meeting holding in the aggregate not less than 75% in nominal value of the shares represented and entitled to vote at the meeting. However, if more than half in nominal value of all the shares having the right to vote at the meeting is represented at that meeting, a simple majority in nominal value of such shares so represented shall suffice.

10. Shareholders registered as shareholders on the date of this notice will receive notice and shall be entitled to vote at the meeting.