

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

Minutes of an Extraordinary General Meeting of the Company held on the 23rd April 2021 at 12 noon at the registered office of the Company.

Present by Proxy : **Skandinaviska Enskilda Banken Oslofilialen (with proxy representation for 14,451,485 shares out of its 19,016,734 shares)**

Present by Proxy : **Tigerstaden AS (1 Share)**

Opening of the Meeting

Kathleen Zarb Adami, in her capacity of Director declared the meeting open and invited all present to consider the items on the Agenda.

Quorum

It was noted that a quorum was duly established, the meeting was properly convened and could validly deliberate the matters before it.

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 hereto attached.

RESOLVED:

- (1) To approve, adopt and ratify the BOD Resolutions and the matters contained therein.
- (2) To approve 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) The 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 accordance with the terms of a share option agreement to be executed by the Company and the option holders.

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RIVER TECH P.L.C

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

There being no further matters to discuss the meeting was closed.



Kathleen Zarb Adami
o.b.o Skandinaviska Enskilda Banken Oslofilialen



Kathleen Zarb Adami
o.b.o. Tigerstaden AS

RIVER TECH PLC
Co. Reg. No. C 83387
Regent House, Office 21,
Bisazza Street, Sliema, SLM1640, Malta

WRITTEN RESOLUTIONS signed and adopted by all the Directors entitled to vote at this meeting of the Board of Directors of River Tech plc (the "Company") pursuant to Article 83 of the Articles of Association of the Company executed this the 18th March 2021.


RESOLVED

- 1.) Subject to the provisions of Resolution 3 below, it was resolved to approve the issue of share options as an employee incentive scheme to the persons indicated in Resolution 2 (all being employees or consultants of the Company or its subsidiaries) in accordance with Article 3.5 of the Articles of Association of the Company.
- 2.) The 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 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


- 3.) In view of the facts that:
 - a. Kent Staahle, one of the proposed option holders is a director of the Company, and by virtue of Article 76.3 of the Articles of Association of the Company is precluded from voting in any resolution in which he benefits; and
 - b. the options are being granted at a price which is lower than the price that the shares in the Company are currently being traded at;

it is resolved that the resolutions contained in Resolutions (1) and (2) above shall only take effect upon obtaining approval of the members of the Company, duly obtained at an Extraordinary General Meeting of the Company, held for the said purpose.



Lars Carl Fabian Qvist
Director

Kent Staahle
Director (Abstained)



Kathleen Zarb Adami
Director

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