

Articles of Association for Data Respons ASA

Org.nr. 971 125 756 (Norway) with most recent changes as of 14 May 2019

§ 1

The Company is a Public Limited Company (Norway). The Company's business name is Data Respons ASA.

§ 2

The Registered Office of the Company is in Bærum municipality, Norway.

§ 3

The objectives of the Company are to provide products and services and own and manage stocks and shares within IT-related activities, and other activities naturally connected to this.

§ 4

The Company's share capital is NOK 31 190 334.50 distributed over 62 380 669 shares, each share having a nominal value of NOK 0.50.

§ 5

A shareholder register for the Company has been established in the Norwegian Central Securities Depository.

§ 6

The Company's Board is to have from five to eight members according to decisions passed by the General Meeting. Two members of the Board are to be elected by and from the Group's employees. The General Meeting elects the Chairman of the Board. The Board employs the managing director. The Company's Board may decide that the Company is to have additional managing directors and whether these then are to act as a collective body.

§ 7

The Chairman of the Board with one member of the Board, or three members of the Board together can sign on behalf of the Company. The Board can grant power of attorney.

§ 8

There is to be an ordinary Annual General Meeting less than six months after the end of each financial year. The ordinary General Meeting is to discuss and decide the following matters:

1. Approval of the annual accounts and annual report, including distribution of dividend.
2. Other business that according to the law or the Articles of Association are referred to the Annual General Meeting.

§ 9

The Board can decide to call an extraordinary General Meeting. The Board must call an extraordinary General Meeting if so demanded in writing by the auditor or by shareholders representing at least one twentieth of the share capital in order to deal with a certain defined topic. The Board is to ensure that the General Meeting is held within a month after the demand has been presented.

§ 10

The General Meeting is called by the Board. Notice of the meeting is to be sent to all shareholders with a known address within the statutory time limit.

§ 11

Documents concerning matters to be considered at the general meeting are not required to be sent to the shareholders if the documents are made available for the shareholders at the company's websites. This also applies for documents which pursuant to law shall be included in or attached to the notice of the general meeting. A shareholder may nonetheless require that documents concerning matters to be considered at the general meeting are sent to him/her.

§ 12

The General Meeting appoints a Nomination Committee. The Nomination Committee proposes candidates to the Board of Directors and remuneration for members of the Board. The General Meeting may lay down guidelines for the Nomination Committee.