

NOTICE OF PLEDGE OF SHARES

To: Impact Invest 05 AS (the "**Company**")

Date: 4 February 2021

Dear Sirs,

**RE: MIRIS AS – pledge of shares**

- (a) Please take notice that by a security agreement dated 4 February 2021 (the "**Security Agreement**") we have irrevocably pledged on first priority to Nordic Trustee AS (org. 963 342 624) on behalf of bondholders (the "**Security Agent**") all our shares in the Company (representing 100 per cent of the issued share capital and votes in the Company), including dividends, distributions or other income paid or payable and any other right or asset derived from such shares and which may be comprised by a share pledge pursuant to Section 1-6 of the Pledge Act (the "**Shares**").
- (b) Please register the pledge of the Shares in your shareholders' register on first priority and acknowledge receipt of this letter by signing the enclosed acknowledgement and delivering it, together with a certified transcript of the shareholders registry, at your first convenience to the Miris AS.
- (c) You are hereby irrevocably authorised and instructed that upon receipt of a notice from the Security Agent that a default has occurred and is continuing under the Security Agreement, the Security Agent shall be entitled to instruct you in writing to pay all such monies you may become liable to pay to us in connection with the Shares directly to the Security Agent or its order.
- (d) These instructions cannot be revoked or varied by us without the consent of the Security Agent.
- (e) To confirm your agreement that you will make all payments and act as instructed above, we would ask you to acknowledge receipt of this letter by signing the enclosed acknowledgement and delivering it at your first convenience to Miris AS.

For and on behalf of:

**MIRIS AS**

By: \_\_\_\_\_

Name: Jan Gunnar Mathisen

Title: CEO/Chairman of the Board



ACKNOWLEDGEMENT OF PLEDGE OF SHARES

To: Miris AS

Date: 4 February 2021

Dear Sirs,

**RE: MIRIS AS – pledge of shares**

We acknowledge receipt of the notice of pledge dated 4 February 2021 (the "**Notice**") from Miris AS. We agree to the terms of the Notice and confirm that we will comply with the terms of the Notice.

We confirm that the pledge over the Shares has been duly registered in our shareholders' register, a certified copy of which is attached hereto.

We further confirm that we have not prior to the date hereof been notified of any encumbrance or rights over the Shares.

Yours faithfully,

Impact Invest 05 AS

By: 

Name: Jan Gunnar Mathisen

Title: CEO/Chairman of the Board

