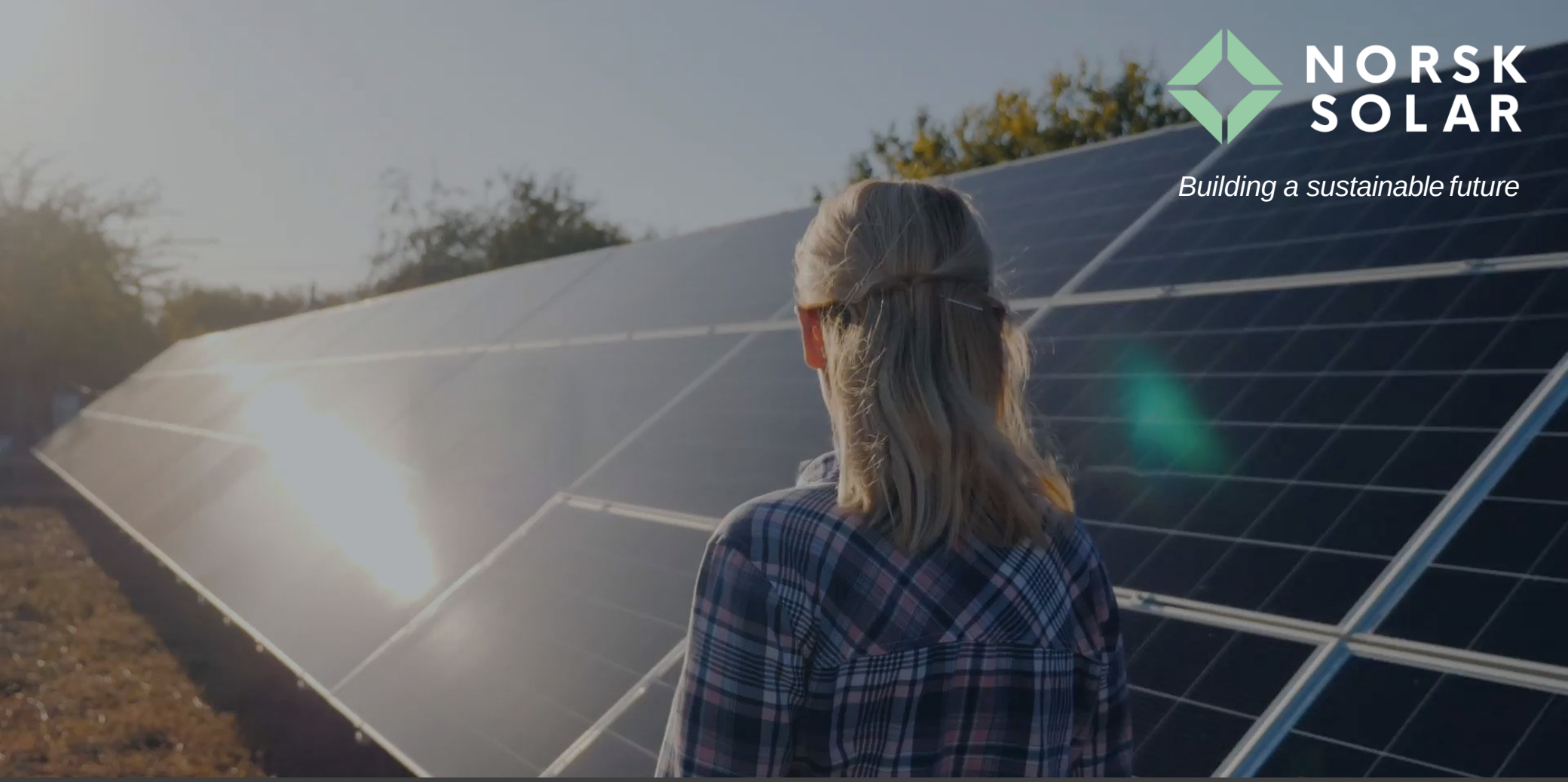

NORSK SOLAR

Building a sustainable future

Norsk Solar – Investor Presentation

March 2021

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Important information and disclaimer (2/2)

Risk factors
An investment in the Company involves a high level of risk. Several factors could cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by statements and information in this Presentation. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in this Presentation. Potential investors are expected to perform their own due diligence review of the Company.

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In relation to the United States and U.S. persons, this Presentation is being furnished solely in reliance on applicable exemptions from the registration requirements under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"). Accordingly, neither this Presentation nor any part or copy of it may be taken or transmitted into the United States, or distributed, directly or indirectly, in the United States or to any "U.S. Person" (as that term is defined in the U.S. Securities Act) except in reliance on an exemption from the registration requirements of the U.S. Securities Act. Any failure to comply with this restriction may constitute a violation of United States Securities laws.

The Company's shares have not been and will not be registered under the U.S. Securities Act, or with any securities regulatory authority of any state or other jurisdiction in the United States, and may not be offered, sold, resold, pledged, delivered, distributed or transferred, directly or indirectly, into or within the United States, absent registration under the U.S. Securities Act or under an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act or in compliance with any applicable securities laws of any state or jurisdiction of the United States. Accordingly, any offer or sale of securities will only be offered or sold (i) within the United States or to U.S. Persons, only to qualified institutional buyers as defined under Rule 144A under the Securities Act ("QIBs") in offering transactions not involving a public offering as well as to major U.S. institutional investors under SEC Rule 15a-6 to the United States Exchange Act of 1934, and (ii) outside the United States in offshore transactions in accordance with Regulation S. Any purchaser of securities in the United States, or to or for the account of U.S. Persons, will be deemed to have been made certain representations and acknowledgements, including without limitation that the purchaser is a QIB.

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Any disputes arising out of or in connection with this document shall be subject to Norwegian law and the exclusive jurisdiction of the Norwegian Courts.

Risk factors (1/7)

Investing in the Company's shares (the "Shares") involves inherent risks. Before making an investment decision, investors should carefully consider the risk factors and all information contained in this Presentation. The risks and uncertainties described herein are the principal known risks and uncertainties faced by the Group as of the date hereof that the Company believes are the material risks relevant to an investment in the Shares. An investment in the Shares is suitable only for investors who understand the risks associated with this type of investment and who can afford a loss of all or part of their investment. The absence of a negative past experience associated with a given risk factor does not mean that the risks and uncertainties described herein should not be considered prior to making an investment decision.

If any of the risks were to materialize, individually or together with other circumstances, it could have a material and adverse effect on the Group and/or its business, financial condition, results of operations, cash flow and/or prospects, which may cause a decline in the value of the Shares that could result in a loss of all or part of any investment in the Shares. The risks and uncertainties described below are not the only risks the Group may face. Additional risks and uncertainties that the Company currently believes are immaterial, or that are currently not known to the Company, may also have a material adverse effect on the Group's business, financial condition, results of operations and cash flow.

Shareholders and prospective investors are cautioned not to place undue reliance on the Company's forward-looking statements and information. By its nature, forward-looking statements and information involve numerous assumptions, known and unknown risk and uncertainties, of both a general and specific nature, that could cause actual results to differ materially from those suggested by the forward-looking information or contribute to the possibility that predictions, forecasts or projections will prove to be materially inaccurate.

The risk factors described below are sorted into a limited number of categories, where the Company has sought to place each individual risk factor in the most appropriate category based on the nature of the risk it represents. The order in which the risks are presented below is not intended to provide an indication of the likelihood of their occurrence nor of their severity or significance. The risks mentioned herein could materialise individually or cumulatively.

1. RISKS RELATED TO THE GROUP AND THE INDUSTRY IN WHICH THE GROUP OPERATES

1.1 The reduction, modification or elimination of government subsidies and economic incentives may reduce the economic benefits of existing solar parks and the opportunities to develop or acquire suitable new solar parks

The availability of government subsidies and incentives largely depends on political and policy developments relating to environmental concerns in a given country. Changes in policies could lead to a significant reduction in or a discontinuation of the support for renewable energies in such country, which could in turn have a material adverse effect on the Group's business, financial condition, results of operations and prospects.

1.2 The renewable sector is still under development

The solar energy markets generally experience frequent changes and developments in technology and business models. Failure or inability by the Group to respond to such changes and innovations may render the Group's operations non-competitive and may have a negative effect on the Group's result of operation, financial condition and future prospects. Furthermore, efforts to respond to technological innovations may require significant financial investments and resources which may in turn have an adverse effect on the Group's financial results.

1.3 Risks related to renewable energy projects

Development, acquisition, operation and maintenance of renewable energy projects and related infrastructure expose the Company to numerous risks, including construction, environmental, regulatory, permitting, commissioning, start-up, operating, economic, commercial, political and financial risks. This will involve risks of failure to obtain or substantial delays in obtaining: (i) regulatory, environmental or other approvals or permits; (ii) financing; (iii) leasing; and (iv) suitable equipment supply, operating and off-take contracts. Moreover, renewable energy assets are subject to energy regulation and require governmental licenses and approval for their operation. The failure to obtain, maintain or comply with the licenses and approvals relating to the Company's assets and the resulting costs, fines and penalties, could materially and adversely affect the Company's ability to operate the assets. Renewable energy projects also require significant expenditure before the assets begin to generate income and often require long-term investment to enable projects to generate expected levels of income.

Risk factors (2/7)

1.4 Risks relating to PV plants quality or PV plants performance

Insufficient quality of installed solar modules and other equipment resulting in faster than estimated degradation, may lead to lower revenues and higher maintenance costs, particularly if the product guarantees have expired or the supplier is unable or unwilling to respect its obligations. Even well maintained high quality PV solar power plants may from time to time experience technical breakdown. Furthermore, widespread PV plant failures may damage the Company's market reputation, reduce its market share and cause a decline of construction projects. Although a defect in the Company's PV plants may be caused by defects in products delivered by the Company's sub-suppliers which are incorporated into the Company's PV plants, there can be no assurance that the Company will be entitled to or successful in claiming reimbursement, repair, replacement or damages from its sub-suppliers relating to such defects.

1.5 Risks related to power purchase agreements

Companies engaging in renewable energy projects will often enter into power purchase agreements ("PPAs") for electricity offtake. Payments by power purchasers to such projects pursuant to their respective PPAs may provide the majority of such companies' or projects' cash flows. There can be no assurance that any or all of the power purchasers will fulfil their obligations under their PPAs or that a power purchaser will not become bankrupt or that upon any such bankruptcy its obligations under its respective PPA will not be rejected by a bankruptcy trustee. There are additional risks relating to the PPAs, including the occurrence of events beyond the control of a power purchaser that may excuse it from its obligation to accept and pay for delivery of energy generated by the project company's plant. The failure of a power purchaser to fulfil its obligations under any PPA or the termination of any PPA may have a material adverse effect on the respective project or project company.

1.6 The Group is subject to market risk

The profitability of the Group will largely depend on the volume and prices of the electricity produced by the solar installations as well as government fiscal schemes. Electricity prices are inter alia dependent on substitute or adjacent commodity prices such as e.g. other renewable and fossil energy prices, but also dependent on meteorological conditions, CO2 pricing and other supply and demand factors going into the clearing of the market price of electricity. Low prices on the electricity produced could have a material adverse effect on the Group.

1.7 Risks relating to the seasonality of the Group's operations

The energy production industry is subject to seasonal variations as well as other significant events. For instance, the amount of electricity and revenues generated by the Group's solar generation facilities is dependent in part on the amount of sunlight, or irradiation, where the assets are located. Due to shorter daylight hours in winter months which results in less irradiation, the generation produced by these facilities will vary depending on the season. The seasonality of the Group's energy production may create increased demands on liquidity during periods when cash generated from operating activities are lower and the Group may also require additional equity or debt financing to maintain its solvency, which may not be available when required or available on commercially favourable terms. Thus, there is a risk that the Group can struggle to maintain sufficient financial liquidity to absorb the impact of seasonal variations in energy productions and other significant events and seasonal variations may materially adversely affect the Group's business, results of operations, cash flows and financial conditions.

1.8 The Group may not be able to successfully implement its strategies

Achieving the Group's objectives involves inherent costs and uncertainties. There is no assurance that the Group will be able to achieve its objectives within the expected time-frame or at all, that the costs related to any of the Group's objectives will be at expected levels or that the benefits of its objectives will be achieved within the expected timeframe or at all. The Group's strategies may also be affected by factors beyond its control, such as volatility in the world economy and in its markets, the capital expenditure and investment by customers and the availability of acquisition opportunities in a market. Any failures, material delays or unexpected costs related to the implementation of the Group's strategies could have a material adverse effect on the Group's business, results of operations, cash flows, financial condition and/or prospects.

1.9 The markets in which the Group operates are highly competitive

The Group operates in a highly competitive and rapidly changing global market place. The Group's success depends on numerous factors, including its ability to generate sufficient amounts of power to meet customer demand and to undertake engineering, procurement and construction (EPC) projects and its ability to identify and develop market opportunities. The market in which the Group operates may be exposed to rapid technological changes, and new players and competitors may enter the market and could offer services that are similar to those offered by the Group. Should the Group be unable to compete successfully, the Group could lose market share and customers to competitors, which could adversely affect the Group's business, results of operations, financial condition, cash flows and/or prospects.

Risk factors (3/7)

1.10 Failure in the Group's information technology systems may have an adverse impact on its operations

The Group, as many other businesses, relies on IT systems and is exposed to the risk of failure or inadequacy in these systems, related processes and/or interfaces. The Group's ability to conduct business may be adversely impacted by a disruption in the infrastructure that supports the business of the Group. Any failure, inadequacy, interruption or security failure of those systems, or the failure to seamlessly maintain, upgrade or introduce new systems, could harm the Group's ability to effectively operate its business and increase its expenses and harm its reputation. These risks may in turn have a material adverse effect on the Group's business, financial condition, results of operations and/or prospects.

1.11 Risks related to the COVID-19 outbreak

The outbreak of the coronavirus (COVID-19) may have material adverse effects on the Group. The coronavirus may affect the overall performance of the Group, including the Group's ability to develop its services and implement its business plan, and may result in delays, additional costs and liabilities, which in turn could have a material adverse effect on the Group's results, financial condition, cash flows and prospects.

1.12 The Group may not be successful in attracting and retaining sufficient skilled employees

The Group's operations depends highly on its ability to retain or replace its founders, management and certain highly qualified professionals. The Group believes that there are shortage of, and intense competition for, relevant management personnel and highly qualified professionals with experience and relevant skill sets within the sustainable energy production industry. Retaining the founders and management is vital due to their extensive experience and skill sets within the sustainable energy production industry, which is required to support and develop the Group's projects. If the Group is unable to retain or replace its founders, management, certain highly qualified information technology professionals and/or presidents of sales, it will be difficult for the Group to achieve desired profitable growth, evolving industry standards and changing customer preferences and/or to maintain and renew existing customer relationships, which could have a material adverse effect on the Group's business, financial condition, results of operations, cash flows and/or prospects.

1.13 Risks related to third parties

The Group is dependent on partners, suppliers, and other third parties in order to successfully conduct its operations. If the supply of products and services is delayed provided by such partners, suppliers, and other third parties are not given priority or does not meet the required quality, this could have a material adverse effect on the Group's results, financial condition, cash flows and prospects. There can be no assurance that any or all of the Company's sub-suppliers whom have provided products and services to the Company will fulfil their guarantee obligations for the whole life of the project, or that a sub-supplier will not become bankrupt or that upon any such bankruptcy its obligations under its respective agreement with the Company will not be rejected by a bankruptcy trustee.

Further, there can be no assurance that the Group will able to enter into satisfactory agreements or relationships with third party providers in the future, which in each case could have a material adverse effect on the Group's results, financial condition, cash flows and prospects.

1.14 Risks relating to acquisitions

The Company may consider making strategic acquisitions to support growth and profitability. Successful growth through acquisitions is dependent upon i.e. the Company's ability to identify suitable acquisition targets, conduct appropriate due diligence, negotiate transactions on favourable terms, obtain required licenses and authorisations and successfully integrate acquired entities. The integration of acquired businesses may require management effort, time and resources, which could divert management's focus from other strategic opportunities and operational matters. There can be no assurance that the Company will be able to successfully integrate any businesses acquired, or otherwise realise anticipated benefits of any acquisition made.

1.15 Natural disaster risk

Natural disasters such as floods, landslides, earthquakes, hurricanes, forest fires, volcanic eruptions and other geo hazards must be taken into account when evaluating the risks related to operating renewable energy assets. Other severe weather phenomena such as strong wind, hail storms, snow and lightening may also disrupt the functionality of components or even cause damage. Such weather and other natural disasters may increase operating costs as well as reduce revenues. Even in a stable climate, the weather varies from year to year, and hence the production of energy from the renewable energy assets may vary. This may influence the periodic revenues, and hence the results of operation and cash flows of the Group.

Risk factors (4/7)

2. RISKS RELATED TO THE SHARES AND THE ADMISSION

2.1 An active trading market for the Company's Shares may not develop

The Shares have not previously been tradable on any stock exchange, regulated marketplace, multilateral trading facility or other marketplace. No assurance can be given that an active trading market for the Shares will develop on Euronext Growth Oslo, nor sustain if an active trading market is developed. The market value of the Shares could be substantially affected by the extent to which a secondary market develops for the Shares following completion of the Admission.

2.2 The Company will incur increased costs as a result of being listed on Euronext Growth Oslo

As a company with its shares listed on Euronext Growth Oslo, the Company will be required to comply with the reporting and disclosure requirements that apply to companies listed on Euronext Growth Oslo. The Company will incur additional legal, accounting and other expenses in order to ensure compliance with the aforementioned requirements and other rules and regulations. The Company anticipates that its incremental general and administrative expenses as a company with its shares listed on Euronext Growth Oslo will include, among other things, costs associated with annual reports to shareholders, shareholders' meetings and investor relations. In addition, the Board of Directors of the Company and Management may be required to devote significant time and effort to ensure compliance with applicable rules and regulations for companies with shares listed on Euronext Growth Oslo, which may entail that less time and effort can be devoted to other aspects of the business.

2.3 The price of the Shares may fluctuate significantly

The trading volume and price of the Shares could fluctuate significantly. Some of the factors that could negatively affect the Share price or result in fluctuations in the price or trading volume of the Shares include, for example, changes in the Company's actual or projected results of operations or those of its competitors, changes in earnings projections or failure to meet investors' and analysts' earnings expectations, investors' evaluations of the success and effects of the Company's strategy, as well as the evaluation of the related risks, changes in general economic conditions or the equities markets generally, changes in the industries in which the Company operates, changes in shareholders and other factors. This volatility has had a significant impact on the market price of securities issued by many companies. Those changes may occur without regard to the operating performance of these companies. The price of the Shares may therefore fluctuate due to factors that have little or nothing to do with the Company, and such fluctuations may materially affect the price of the Shares. Further, major sales of shares by major shareholders could also negatively affect the market price of the Shares.

2.4 Future issuances of Shares or other securities could dilute the holdings of shareholders and could materially affect the price of the Shares

The Company may in the future decide to offer and issue new Shares or other securities in order to finance new capital intensive projects, in connection with unanticipated liabilities or expenses or for any other purposes. Depending on the structure of any future offering, certain existing shareholders may not have the ability to purchase additional equity securities. An issuance of additional equity securities or securities with rights to convert into equity could reduce the market price of the Shares and would dilute the economic and voting rights of the existing shareholders if made without granting subscription rights to existing shareholders. Accordingly, the Company's shareholders bear the risk of any future offerings reducing the market price of the Shares and/or diluting their shareholdings in the Company.

2.5 Norwegian law could limit shareholders' ability to bring an action against the Company

The rights of holders of the Shares are governed by Norwegian law and by the Company's articles of association. These rights may differ from the rights of shareholders in other jurisdictions. In particular, Norwegian law limits the circumstances under which shareholders of Norwegian companies may bring derivative actions. For example, under Norwegian law, any action brought by the Company in respect of wrongful acts committed against the Company will be prioritized over actions brought by shareholders claiming compensation in respect of such acts. In addition, it could be difficult to prevail in a claim against the Company under, or to enforce liabilities predicated upon, securities laws in other jurisdictions.

2.6 Investors could be unable to exercise their voting rights for the Shares registered in a nominee account

Beneficial owners of the Shares that are registered in a nominee account (such as through brokers, dealers or other third parties) could be unable to vote for such Shares unless their ownership is re-registered in their names with the VPS prior to any General Meeting. There is no assurance that beneficial owners of the Shares will receive the notice of any General Meeting in time to instruct their nominees to either effect a re-registration of their Shares or otherwise vote for their Shares in the manner desired by such beneficial owners.

Risk factors (5/7)

2.7 Pre-emptive rights to subscribe for Shares in additional issuances could be unavailable to U.S. or other shareholders

Under Norwegian law, unless otherwise resolved at the Company's general meeting of shareholders, existing shareholders have pre-emptive rights to participate on the basis of their existing ownership of Shares in the issuance of any new Shares for cash consideration. Shareholders in the United States, however, could be unable to exercise any such rights to subscribe for new Shares unless a registration statement under the U.S. Securities Act is in effect in respect of such rights and Shares or an exemption from the registration requirements under the U.S. Securities Act is available. Shareholders in other jurisdictions outside Norway could be similarly affected if the rights and the new Shares being offered have not been registered with, or approved by, the relevant authorities in such jurisdiction.

The Company is under no obligation to file a registration statement under the U.S. Securities Act or seek similar approvals under the laws of any other jurisdiction outside Norway in respect of any such rights and Shares. Doing so in the future could be impractical and costly. To the extent that the Company's shareholders are not able to exercise their rights to subscribe for new Shares, their proportional interests in the Company will be diluted.

3. RISKS RELATED TO LAWS, REGULATIONS AND LITIGATION

3.1 The Group is subject to laws and regulations in several jurisdictions, including governmental export and import controls

The Group is subject to laws and regulations in multiple jurisdictions as it operates in multiple countries. The Group's international operations are subject to a number of risks, including (i) multiple regulatory regimes, (ii) potential imposition by governments of controls that prevent or restrict the transfer of funds, (iii) regulatory limitations imposed by foreign governments and unexpected changes in regulatory requirements, tariffs, customs duties, tax laws and other trade barriers, (iv) difficulties in staffing and managing foreign operations, (v) laws and business practices favouring local competition and potential preferences for local content, (vi) potentially adverse tax consequences, (vii) difficulties in protecting or enforcing intellectual property rights in certain foreign countries, (viii) fluctuations in exchange rates, (ix) the difficulties and increased expense in complying with multiple and potentially conflicting domestic and foreign laws, regulations and trade standards, (x) political or social unrest, (xi) economic instability, conflict or war in a specific country or region, which could have an adverse impact on, among other things, the Group's ability to hire competent employees, if necessary, (xii) protests by non-governmental organisations, and (xiii) national or international trade sanctions and restrictions. If the Group fails to overcome the challenges that it encounters in its international operations, the Group's business, results of operations, financial position, cash flows and/or prospects could be materially, adversely affected.

3.2 Changes in tax laws of any jurisdiction in which the Group operates, and/or any failure to comply with applicable tax legislation may have a material adverse effect for the Group

The Group is and will be subject to prevailing tax legislation, treaties and regulations in the jurisdictions in which it operates, and the interpretation and enforcement thereof. The Group's income tax expenses are based upon its interpretation of the tax laws in effect at the time that the expense is incurred. If applicable laws, treaties or regulations change, or if the Group's interpretation of the tax laws is at variance with the interpretation of the same tax laws by tax authorities, this could have a material adverse effect on the Group's business, results of operations or financial condition. If any tax authority successfully challenges the Group's operational structure, pricing policies or if taxing authorities do not agree with the Group's assessment of the effects of applicable laws, treaties and regulations, or the Group loses a material tax dispute in any country, or any tax challenge of the Group's tax payments is successful, the Group's effective tax rate on its earnings could increase substantially and the Group's business, earnings and cash flows from operations and financial condition could be materially and adversely affected.

3.3 The Group faces the risk of litigation or other proceedings in relation to its business

The Group may in the future be involved from time to time in litigation and disputes in various jurisdictions. The operating hazards inherent in the Group's business may expose the Group to, amongst other things, litigation, including personal injury litigation, intellectual property litigation, contractual litigation, environmental litigation, tax or securities litigation, as well as other litigation that arises in the ordinary course of business. In particular, the Group may become exposed to claims for costs, losses and damages incurred by a purchaser, distributor and their respective end customers under vendor agreements and distribution agreements. No assurance can be given that the Group is not exposed to claims, litigation and compliance risks, which could expose the Group to losses and liabilities. Such claims, disputes and proceedings are subject to uncertainty, and their outcomes are often difficult to predict. Adverse regulatory action or judgment in litigation could result in sanctions of various types for the Group, including, but not limited to, the payment of fines, damages or other amounts, the invalidation of contracts, restrictions or limitations on the Group's operations, any of which could have a material adverse effect on the Group's business, financial condition, results of operations and/or prospects.

Risk factors (6/7)

3.4 Environmental risks and changes in legislation

While the Company intends to ensure that all assets meet or exceed all relevant compliance standards for renewable energy projects in their respective jurisdictions, particular projects may be subject to detailed legislative and other requirements relating to environmental matters which may be unpredictable, such as liability/costs relating to the presence of hazardous materials. Changes in legislation and environmental laws or in the environmental condition of an asset may create liabilities that did not exist at the time of its acquisition and that could not have been foreseen. The Company also cannot predict whether specific activities of an asset company or project may cause unexpected damage to the environment. Further to this, the legislative framework for environmental liability may not been fully developed in the respective region of the asset location and the extent of the responsibility, if any, for the costs of abating environmental hazards may be unclear at the time of evaluating specific prospective assets to be acquired by the Company. The Company may be exposed to substantial risk of loss from environmental claims arising in respect of its investments and may experience material losses due to these risks. Furthermore, changes in legal, tax and regulatory regimes within the jurisdictions in which the Company operates may rapidly occur which may result in, among others, increased costs and liability which may have an adverse effect on the Company's operations and financial condition.

The operation of renewable energy assets may also include, from time to time, exchange of information with relevant authorities and counterparties. Such exchange and verification of documents may take some time, which might affect the Company's ability to execute its operations without delay.

3.5 Compliance risk

The Company has projects in risk intense jurisdictions involving cooperation and interactions with various third parties and local public authorities. This poses a risk of corruption or other non-compliant processes with laws and regulations, internal policies or prescribed best practices, which may lead to legal penalties, financial forfeiture and potentially material loss to the Company. It may also be a risk that projects acquired by the Company have been developed in non-transparent or non-compliant manners prior to the acquisition. The compliance risk may also have the effect that non-compliant competitors have an easier access to projects.

4. FINANCING AND MARKET RISKS

4.1 The Group is exposed to risk related to the availability of financial funding

To the extent the Company does not generate sufficient cash from operations, the Company may need to raise additional funds through public or private debt or equity financing to execute the Company's strategy and to fund capital expenditures. Adequate sources of capital funding might not be available when needed or may only be available on unfavorable terms. If funding is insufficient at any time in the future, the Company may be unable to, inter alia, fund acquisitions, take advantage of business opportunities or respond to competitive pressures, any of which could adversely impact the Company's financial condition and results of operations.

4.2 The Group is exposed to the risk that counterparties are unable to fulfil their obligations

The ability of each counterparty to perform its obligations under a contract with the Group will depend on a number of factors that are beyond the Group's control including, for example, factors such as:

- general economic conditions;
- the condition of the industry to which the counterparty is exposed; and
- the overall financial condition of the counterparty

Although the Group will take reasonable steps to conduct adequate due diligence in respect of contractual counterparties, such counterparties may fail to honor its obligations under its agreements with the Group. Such contractual default could impair the Group's liquidity and cause significant losses, which in turn could have a material adverse effect on the Group's business, result of operations, cash flows, financial condition and/or prospects.

4.3 Future debt arrangements could limit the Group's liquidity and flexibility

Any future debt arrangements could limit the Group's liquidity and flexibility in obtaining additional financing and/or in pursuing other business opportunities. Further, the Group's future ability to obtain bank financing or to access the capital markets for any future debt or equity offerings may be limited by the Group's financial condition at the time of such financing or offering, as well as by adverse market conditions related to, for example, general economic conditions and contingencies and uncertainties that are beyond the Group's control. Failure by the Group to obtain funds for future capital expenditures could impact the Group's results, financial condition, cash flows and prospects.

Risk factors (7/7)

4.4 The Group is exposed to risks relating to volatile, negative or uncertain economic or political conditions

Global macroeconomic conditions, including but not limited to the ongoing Covid-19 pandemic (as described above) could adversely affect the Group's business. The prospects for global economic growth remain uncertain and this may impact political stability and decision making, availability of credit and terms thereof, liquidity more generally, interest rates and exchange rates, which in turn could have a material adverse effect on the Group. In addition, volatility in the global economy may have an adverse impact on the demand for power in general, the demand for renewable energy and the speed of transition from fossil energy to renewable energy. Without a stable and/or growing global economy, the business of the Group may therefore be adversely affected.

4.5 The Group is exposed to foreign currency exchange risk

Because parts of the Group's business is conducted in currencies other than its functional reporting currency (NOK) and a substantial part of the Group's annual recurring revenue (ARR) is in contracts denominated in foreign currency, the Group will be exposed to volatility associated with foreign currency exchange rates. The Group is invoiced in other currencies than its functional currency, thus resulting in currency exposure from both a customer and supplier position.

Transaction highlights

Issuer	▪ Norsk Solar AS (org. no: 819 113 912)
Pre-money market capitalization	▪ NOK 600.8 million (based on 63,241,150 shares outstanding prior to completion of the Private Placement and the Offer Price of NOK 9.50 per share)
Share capital and fully diluted shares	▪ 63,241,150 shares outstanding (each with a par value of NOK 0.01) ▪ In addition to the shares outstanding, 549,952 options have been issued with a strike price per share of NOK 5.455 ▪ The Company's board of directors (the "Board") has been authorised by the extraordinary general meeting held on 19 February 2021 to issue up to 1,466,600 new shares in the Company to employees, directors and other key personnel
Offering size	▪ Private Placement of between 10,526,316-13,157,895 Offer Shares to raise gross proceeds between NOK 100-125 million
Offering price	▪ NOK 9.50 per Offer Share
Lock-up*	▪ Company, board, executive management and Valinor AS: 12 months ▪ Aega ASA: 6 months
Use of proceeds	▪ Investments in power producing assets, development of new power production projects, working capital and general corporate purposes
Listing	▪ Norsk Solar AS has applied for admission to trading of its shares on Euronext Growth Oslo
Managers	▪ SpareBank 1 Markets AS as Global Coordinator and Joint Bookrunner, Fearnley Securities AS as Joint Bookrunner and SpareBank 1 SR-Bank ASA, Markets as Manager

Note: Upon completion of the listing, a bonus totaling NOK 3 million to certain employees will be triggered
* The lock-up undertakings are subject to certain customary exemptions

Presenting team

Øyvind L. Vesterdal

CEO

Helga Cotgrove

CFO

Filippo Comelli

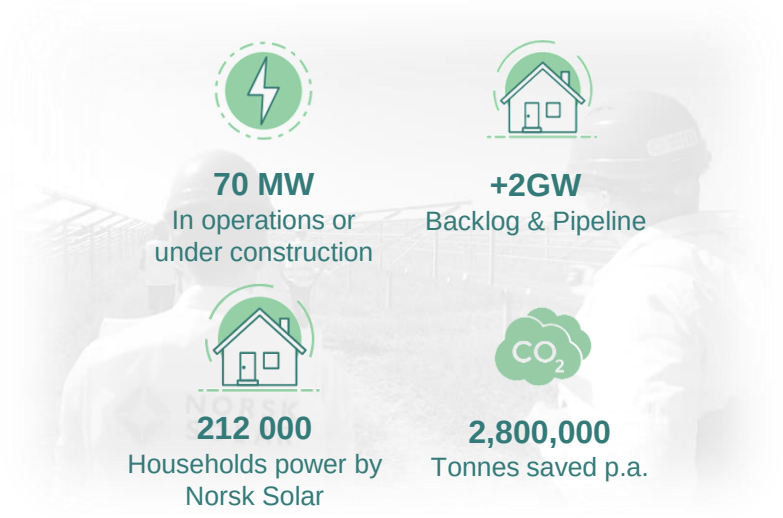
EVP Project Development and Project Finance

Norsk Solar – At a glance

Vertically integrated, IPP for corporate and utility-scale off-takers in emerging markets with proven track record

About Norsk Solar

- Fast-growing integrated solar energy company based in Stavanger and Oslo, Norway
- Established in 2017 by Valinor AS (formerly Norsk Vind AS) and a group of entrepreneurs
- Solar project developer with a long-term Build-Own-Operate (BOO) strategy for corporate and utility-scale off-takers
- Focus on emerging markets – maximizing impact on sustainability and economic growth
- Norsk Solar and Valinor represent Norway's largest privately-held renewable energy group (900 MWp of commissioned projects)



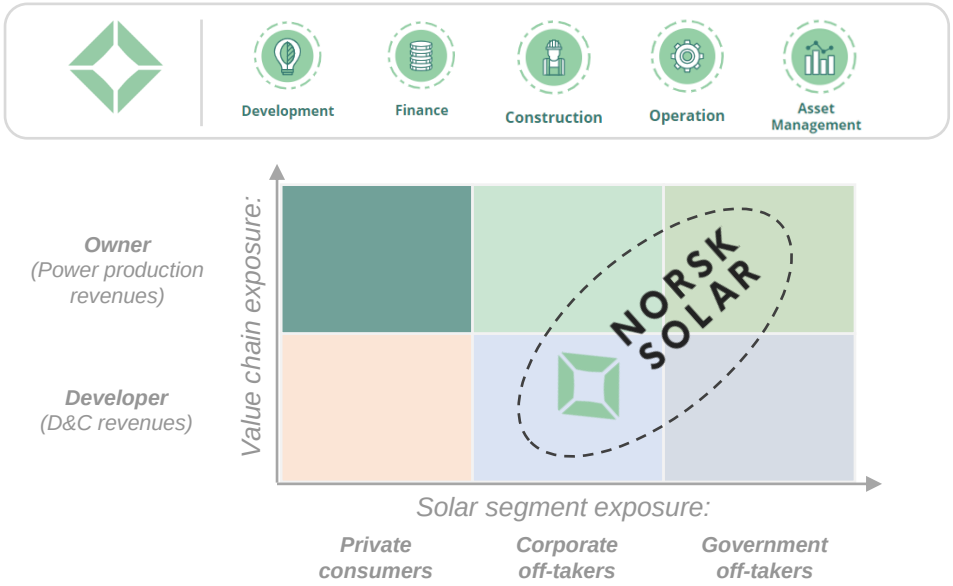
70 MW
In operations or under construction

+2GW
Backlog & Pipeline

212 000
Households power by Norsk Solar

2,800,000
Tonnes saved p.a.

Value chain positioning and market exposure



Featured clients and project partners

CENTRAL RETAIL · IKE · NEFCO · FMO Entrepreneurial Development Bank · responsAbility · finnfund

Valinor · Google · Eurus Energy · aspo · BlackRock · Luxcara · ewz · facebook

Investment highlights

1

Vertically integrated IPP for corporate and utility-scale off-takers in emerging markets

- Norsk solar develops solar assets with a long-term Build-Own-Operate (BOO) strategy

2

Experienced team with a strong track record – ready for scale up

- High quality asset in operation and under construction (70 MW)
- Significant team track record, ~ 5 GW of solar projects developed

3

Unique position for developing solar projects towards the C&I market

- Attractive market exposure to two solar segments; Utility and C&I (Fastest growing segment)

4

Multiple sources of revenue and value creation from being an integrated player

- Attractive returns from D&C (10-20%) and stable cash flow from producing assets (target equity IRR 12-15%)
- Strategic control over the asset enhances yield compression opportunities

5

Well positioned for accelerated growth – clear path towards NOK +3bn in revenue by 2025

- Strong market fundamentals and a solid Backlog & Pipeline (+2GW) of projects will secure short- and long-term growth

1 Vertically integrated, independent power producer (IPP)

Norsk Solar develops, finances, builds and owns solar projects for utility-scale and corporate off-takers in emerging markets

NORSK SOLAR

Original equipment manufacturer

Manufacturing

Development and construction

Development

Finance

Construction

Operation and maintenance

Operation

Power production

Asset Management

- PV equipment manufacturing
- Chemical processing and assembly

- Project and business case development
- Site development, land & project rights, licenses & permits, grid connection
- PPA negotiation

- Debt and equity financing
- Due diligence (technical, legal, integrity and financial)
- Financial modeling, costing and cash flow management

- Engineering, procurement, construction and installation
- Project management
- Quality assurance

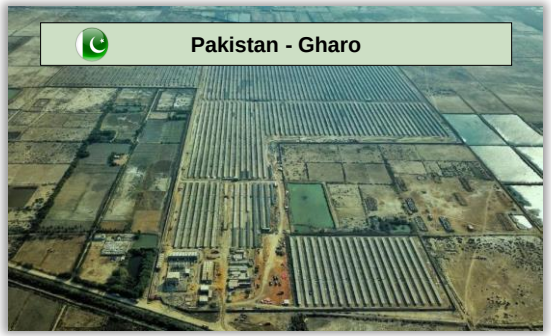
- Operations and maintenance
- Maximize uptime and performance
- Asset integrity

- Power production
- Asset management
- Financial optimization

Norsk Solar is an experienced organization that secures value in all phases of a project and ensures sustainability alongside financially and technically viable projects. From origination and early-stage development, through structuring of financial, technical, legal and regulatory matters, Norsk Solar will secure construction and operation for solar PV projects that will benefit both local communities and secure growth for the organization

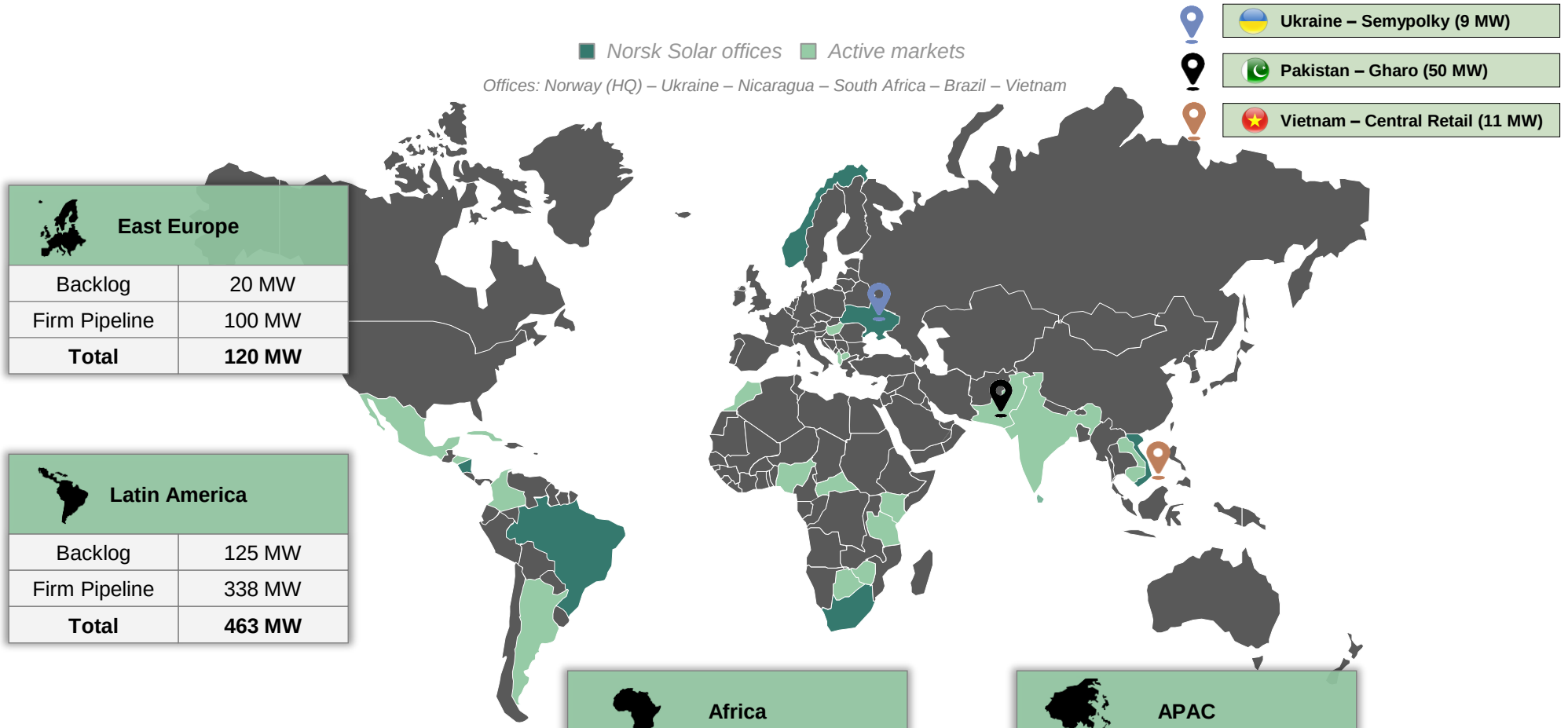
2 High quality assets in operation and under construction

Strong and predictable cash flow from producing assets – can be reinvested as equity in new projects

Illustration			
Capacity	50 MW	9 MW	11 MW
Norsk Solar Role	Co-sponsor (10% ownership)	Lead sponsor (45% ownership)	Lead sponsor (28% ownership)
Segment	C&I – Large scale	Utility	C&I – Small scale (portfolio)
Status	In Operation (Dec 2019)	In Operation (Jun 2020)	Under construction
Total CAPEX	USD 46.6m	EUR 8.9m	USD 8.2m
PPA duration	25 years (2020-2044)	10 years (2020-2029)	20 years (2021-2040)
Partners	FMO Entrepreneurial Development Bank	NEFCO	Norfund finnfund

2 Diversified portfolio of Solar PV assets

Strong support for further growth through identified projects



East Europe	
Backlog	20 MW
Firm Pipeline	100 MW
Total	**120 MW**

Latin America	
Backlog	125 MW
Firm Pipeline	338 MW
Total	**463 MW**

Africa	
Backlog	30 MW
Firm Pipeline	75 MW
Total	**105 MW**

APAC	
Backlog	20 MW
Firm Pipeline	265 MW
Total	**285 MW**

Backlog: Projects with over 90% chance of closing
Firm Pipeline: Projects with over 50% chance of closing
Note: Opportunity pipeline (Projects with under 50% chance of closing) not included in numbers above

2 Norsk Solar – strong team track record

~ 5 GW of solar projects developed, and +60 years combined experience from the solar industry

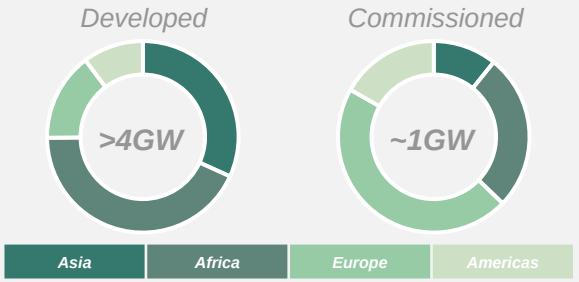
Team track record[1)]

Global experience

- The Norsk Solar team has experience from developing solar projects in all regions of the world with focus on Emerging markets

~ 5 GW developed

- The Norsk Solar team has developed solar projects with combined capacity of approximately 5 GW



Background from leading companies

- Extensive experience from previous key roles in various IPPs and development companies
- 60 years combined experience from the solar industry

Scatec
RECSiLICON
EUROPEAN ENERGY
MARTIFER SOLAR
Phelan ENERGY GROUP
voltalia

1) Excluding Group

2 Extended management team

Competent team with extensive experience - ready for the next growth phase for Norsk Solar

Øyvind L. Vesterdal, CEO

- +10 years experience with project and business management roles form large corporations and smaller ventures
- Co-founder and earlier CEO of Kolent AS
- MSc in Engineering from NTNU

Helga Cotgrove, CFO

- +20 years experience in various roles within M&A, strategy, tax, finance, accounting and audit
- State authorized public accountant in Norway, MBA in Management control from NHH

Trond Debes, EVP Legal and Compliance

- +15 years experience from primarily the financial service industry, including CCO and CD positions
- Masters' Degree in Law from the University of Bergen

Filippo Comelli, EVP Project Development & Project Finance

- +10 years experience in the renewable energy sector, working with leading IPPs across Europe and Emerging markets
- MBA in Corporate Finance, MSc in Economics and Business Administration

Murshid M. Ali, EVP Technologies

- +10 years experience in management and entrepreneurship from the energy and finance industry
- Co-founder and earlier CEO of Huddlestock
- MSc in International Business, Phd Candidate in Economics

Petter S. Berge, EVP Strategy

- Seasoned entrepreneur with extensive experience from management consulting
- Previously held different C-level position within renewables, hospitality and technology
- MSc in Applied Economics and Finance from Copenhagen Business School

Ove Sotberg, VP Operations

- +20 years of experience as engineering consultant, project manager and director in various companies
- Extensive experience working with renewable energy projects
- MSc in Engineering from NTNU

Rostyslav Pobidonosnyy, VP Engineering

- +15 years experience as quality and operation manger in several renewable energy companies
- Previous position held was EPC and O&M Manager in Voltalia for international projects

Charlotte Lapchin, VP Procurement

- Extensive experience from the renewable energy sector
- Previous position held was Contract and Procurement Manager at Scatec

18 EMPLOYEES

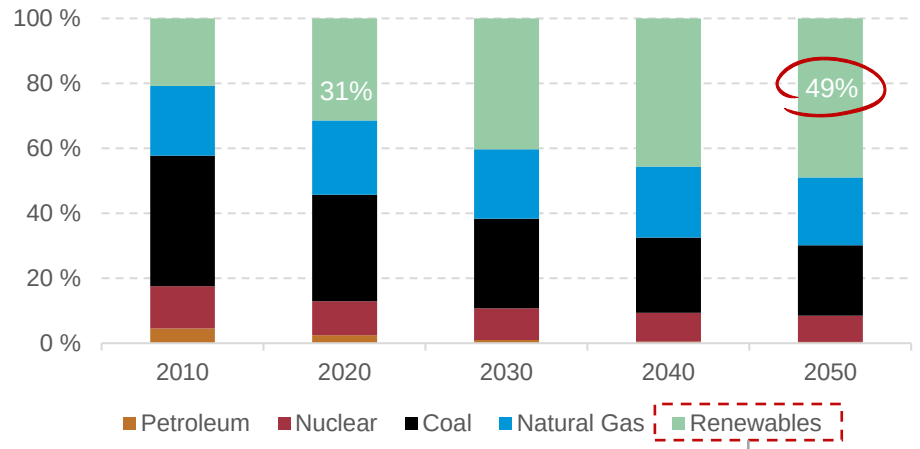
Countries where Norsk Solar have stationed full time employees

The Company plans to establish a prof-share program to incentivize the employees

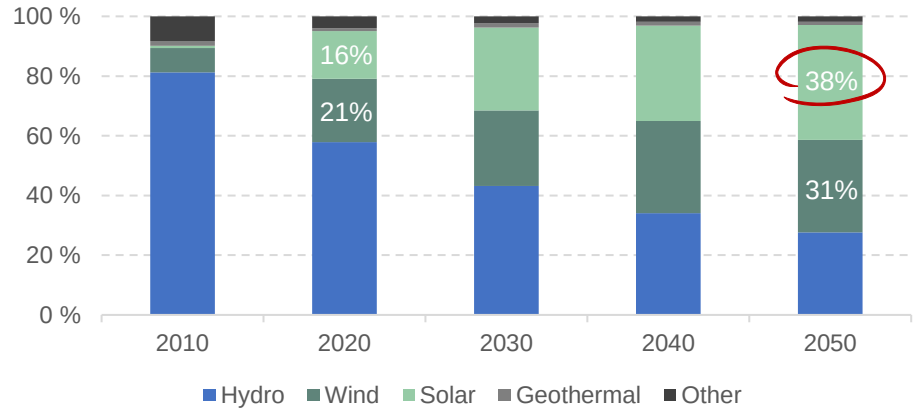
3 The solar market is booming ~ 40% of the energy mix (2050)

Installed capacity of Solar PV is expected to grow 5X by 2030

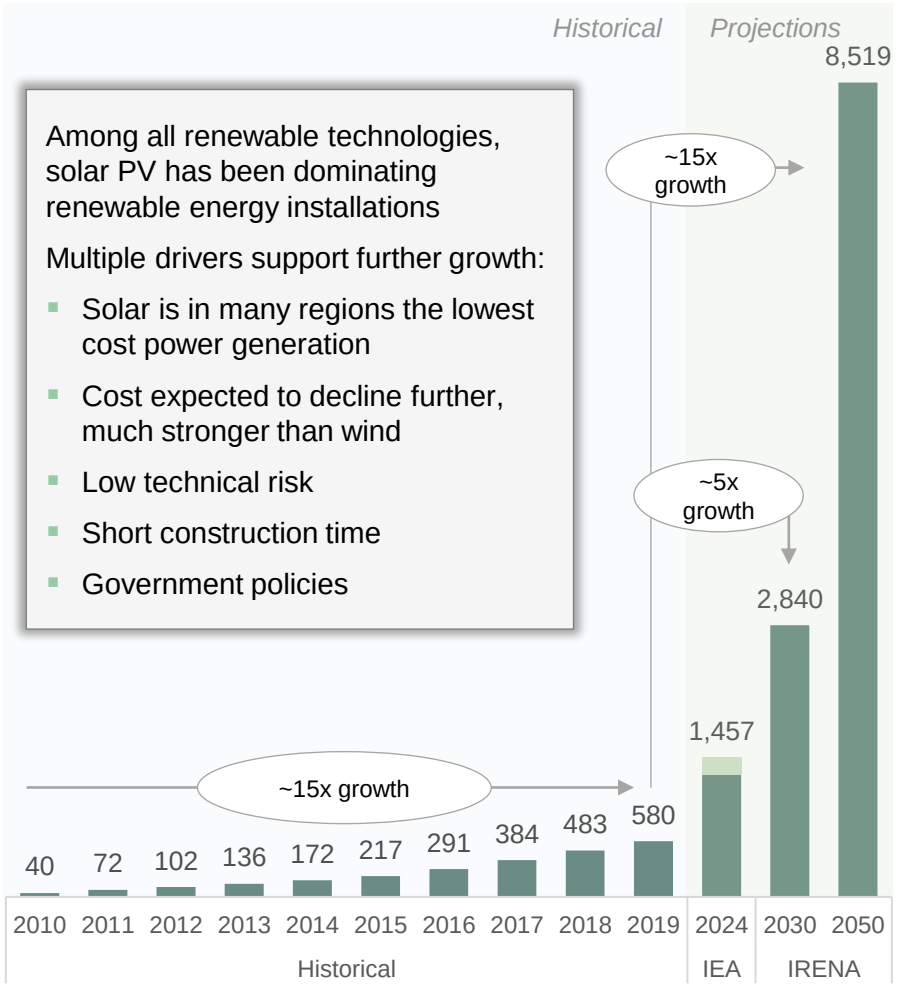
Share of net electricity generation by source | %



Share of net electricity generation from renewables | %



Solar PV – Installed capacity and outlook | GW



3 Attractive market exposure towards two solar segments

Norsk Solar is well positioned in the “traditional” utility market in addition to the strong C&I market

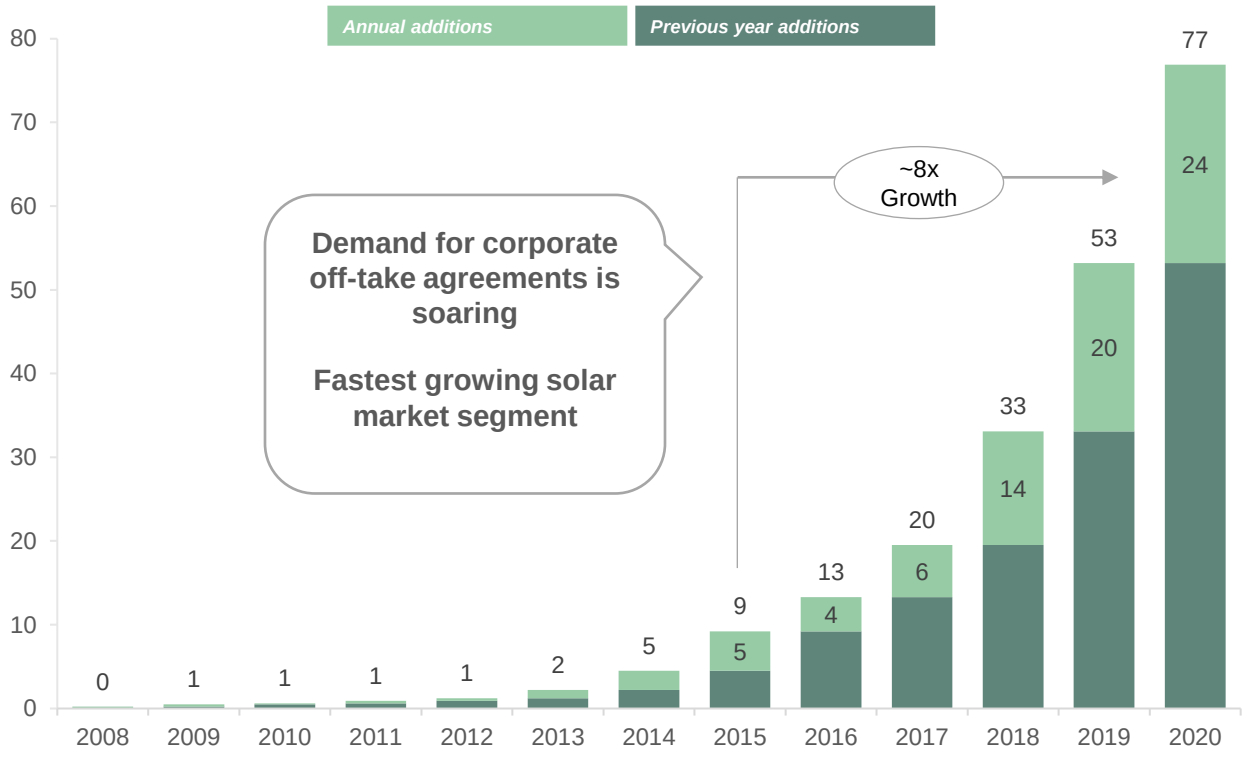
The solar markets three main segments

Customer	Market characteristics	Example players
1 Governmental / Utilities	▪ Smallest market – fewer projects over time ▪ Most complex ▪ Long decision time ▪ Competitive ▪ Increase use of auctions could lead to lower margins ▪ Consolidation due to need for size	Scatec, CanadianSolar, NORSK SOLAR
2 C&I (Commercial and Industrial)	▪ Fastest growing solar market ▪ Very fragmented on supplier side ▪ Few large providers ▪ Often local providers with limited financing capabilities ▪ Regulations in most markets are improving (ownership etc.) ▪ Multinational companies require and wish for green energy	NORSK SOLAR, SUNSEAP, BayWa r.e., be better energy
3 Private and Retail	▪ Many suppliers, often local ▪ Very fragmented customer picture ▪ Demands significant marketing ▪ Relative low margins	OTOVO, Soltech, sunrun, zolar

3 C&I offering differentiates Norsk Solar from other IPPs

Norsk Solar has extensive experience in the C&I market – well positioned to capitalize on the growing demand

Solar PV – Installed capacity, Corporate off-take agreements | GW



Comments

- Benefits with corporate off-take agreements for IPPs
  - Less bureaucracy (licenses, legal framework etc.)
  - Faster investment decision
- Challenges with corporate off-take agreements for IPPs
  - Bankability
    - Norsk Solar only develop projects with credit worthy corporations
  - Smaller scale / technical optimization
    - Norsk Solar seeks to bundle assets to a project portfolio to increase scale

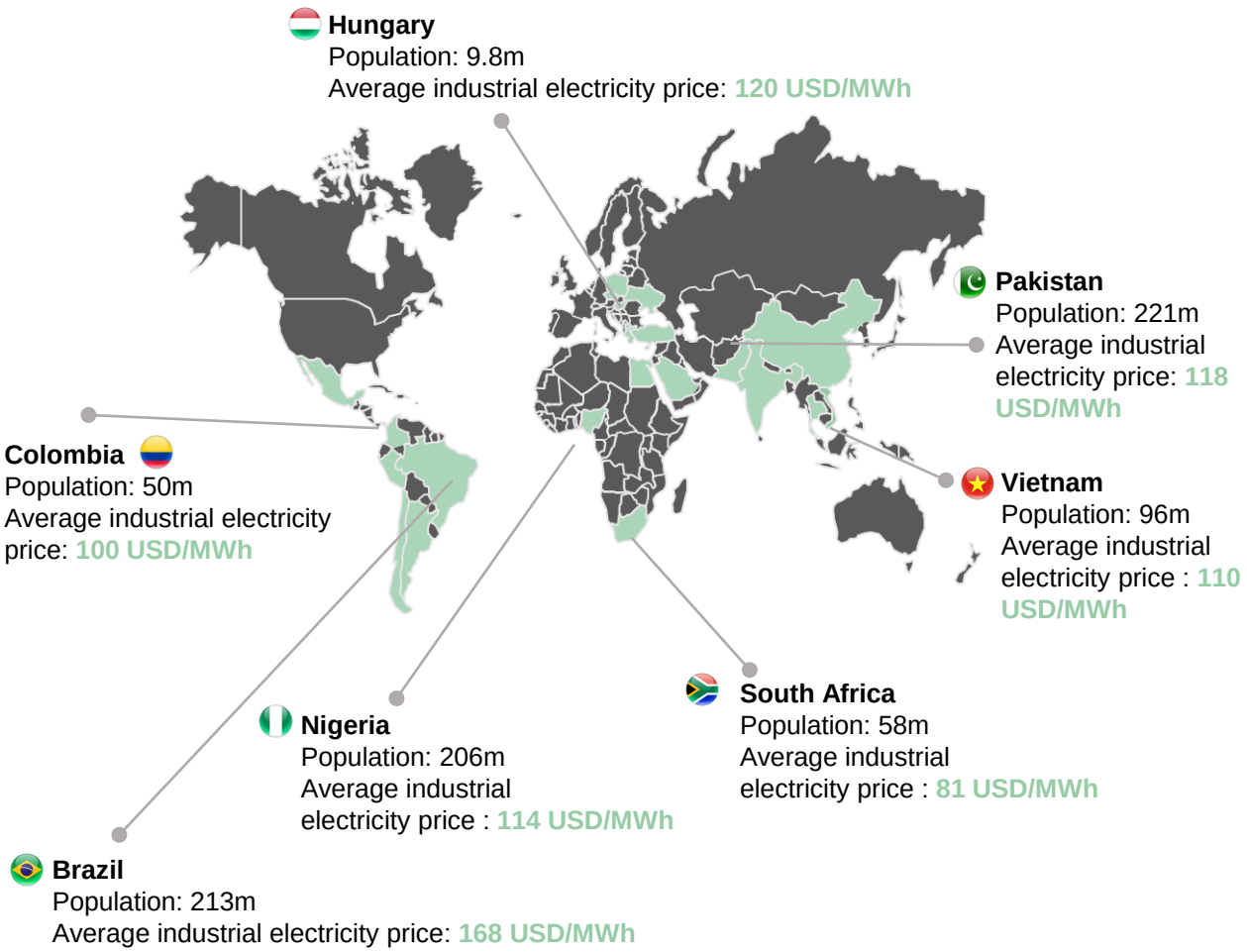
Norsk Solar has extensive experience working together with corporate off-takers and will utilize this expertise going forward to secure new clients and partnerships

Source: BNEF 2020

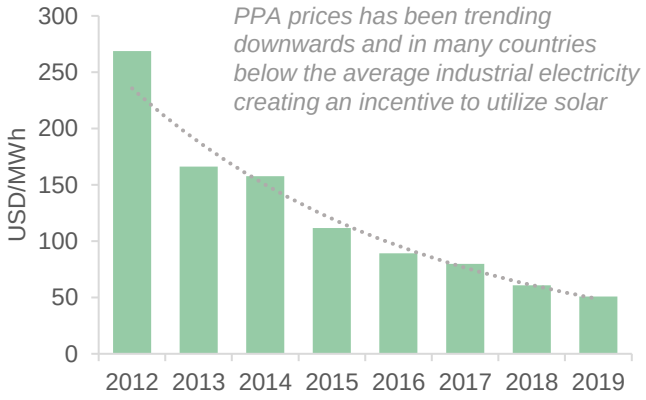
3 Emerging markets has great advantage utilizing solar

An underlying power need and low solar prices will lead to increased deployment of Solar PV in Emerging markets

Selected Emerging markets



Average global auction prices, solar PV



Norsk Solar gives bankable corporations in emerging markets access to 100 % clean energy

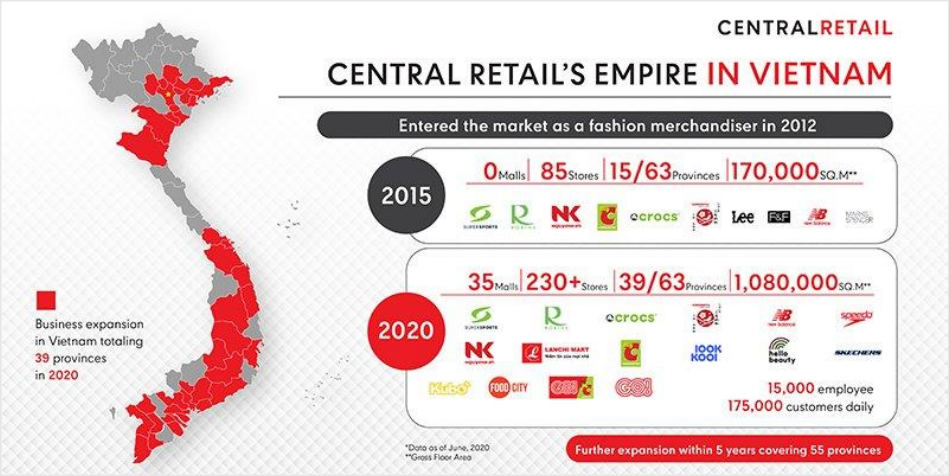
(Previously not easily accessible for “non-fortune 500” corporations in emerging markets)

Source: Norsk Solar analysis

3 Norsk Solar's C&I offering – attractive customer value proposition

Growth in the C&I market is driven by strong demand for clean energy and the strong benefits for IPPs and buyers

Case study - Central Retail Vietnam



- Central Retail is the leading multi-format and multi-category retailing platform in Thailand
- Growing internationally, securing leadership status in Italy and becoming one of the leaders in Vietnam
- Operates 35 malls and more than 200 stores in 39 provinces in Vietnam
  - Revenue 2019: USD 6,751m
  - EBITDA 2019: USD 216m

Customer value proposition

Significant savings on electricity bill / Manage long-term electricity cost

No capital investment for the client

Fast deployment create immediate customer savings

Lower carbon footprint and increase sustainability metrics

Norsk Solar unlocks the opportunity of its Clients to: "Be part of the change"

Source: centralretail webpage

3 Norsk Solar's edge to corporate off-take agreements

Access to financing, streamlined PPA structure, operation and onboarding - key factors for success and scalability

1 Access to large network for financing	▪ Access to unique financing ecosystem with FMO, responsAbility, CleanFund etc ▪ Co-investment JV established with Nordic development finance institution, currently at NOK 150m, potential to grow to NOK +1,000m ▪ Streamlined financing, both debt and equity
2 Streamlined PPA structure and operations	▪ Streamlined PPA process and structure ▪ Accepted by banks, customers and suppliers ▪ Streamlined Operations (Contracts etc.)
3 Streamlined customer onboarding and lead generation	▪ Focus on digital platform for efficient onboarding and automatic calculations ▪ Inbound leads – automatically processed ▪ "Norsk Solar" franchise / partner model

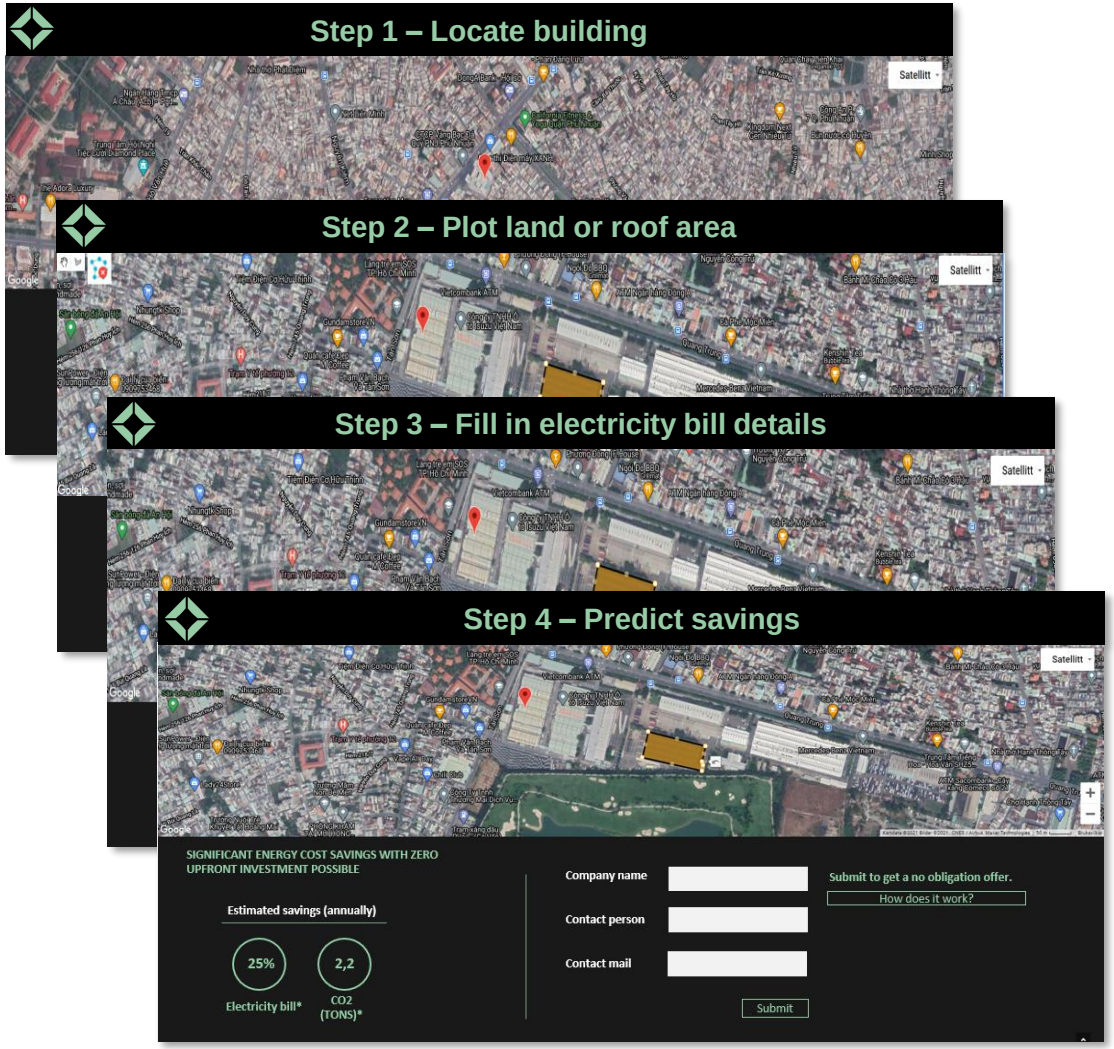
Unique edge in developing solar projects towards the C&I market

NORSK SOLAR

C&I clients

3 Digitalizing customer acquisition and onboarding

Scalable structuring of medium size corporate off-takers – ready for launch H2-'21

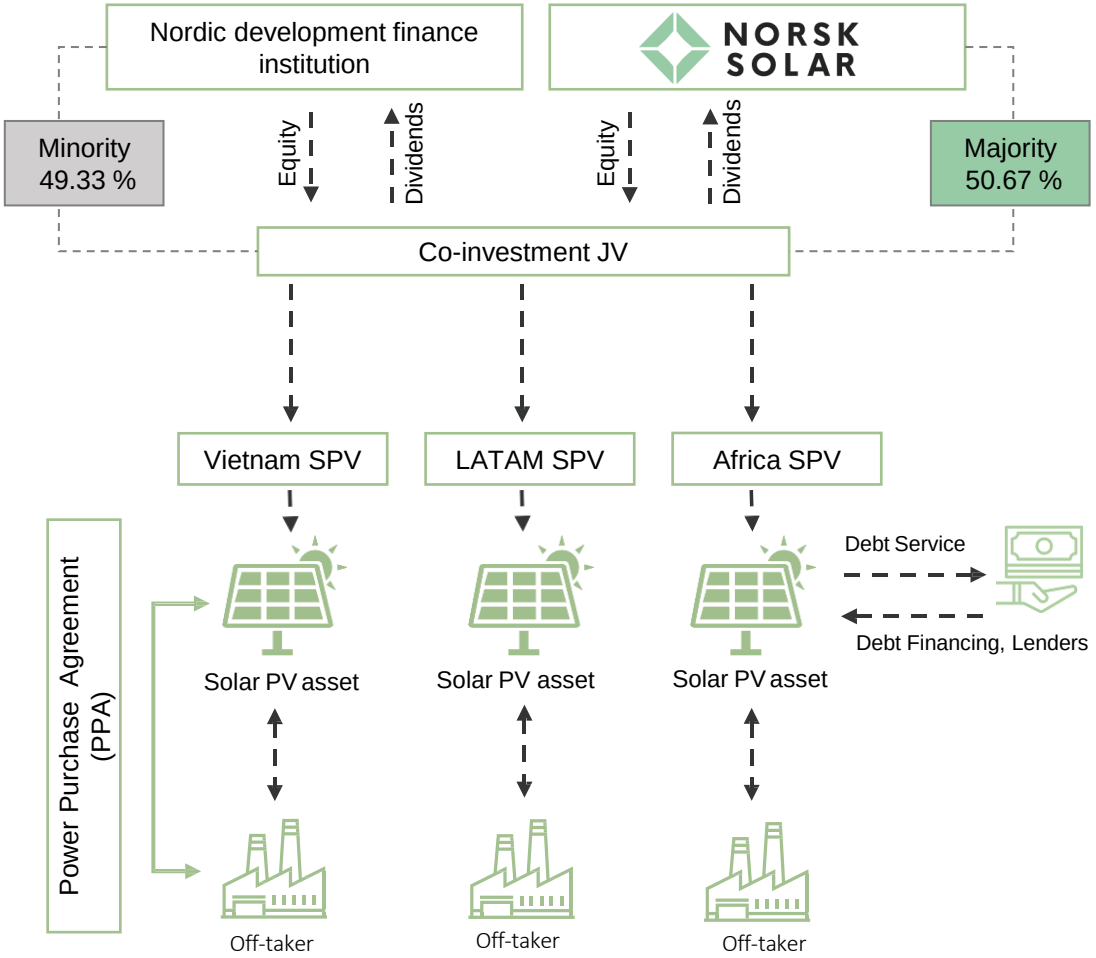


- **Strong scalability - Digital customer acquisition and onboarding**
  - Enabled through streamlined process
- **Technology increases the gap between Norsk Solar and local competition**
- **Technical solution scheduled in H2 2021**
  - Selected markets

3 Equity platform for solar projects across emerging markets

World first specialized equity platform towards deployment of MWs targeting Corporate off-takers

Platform and project structure

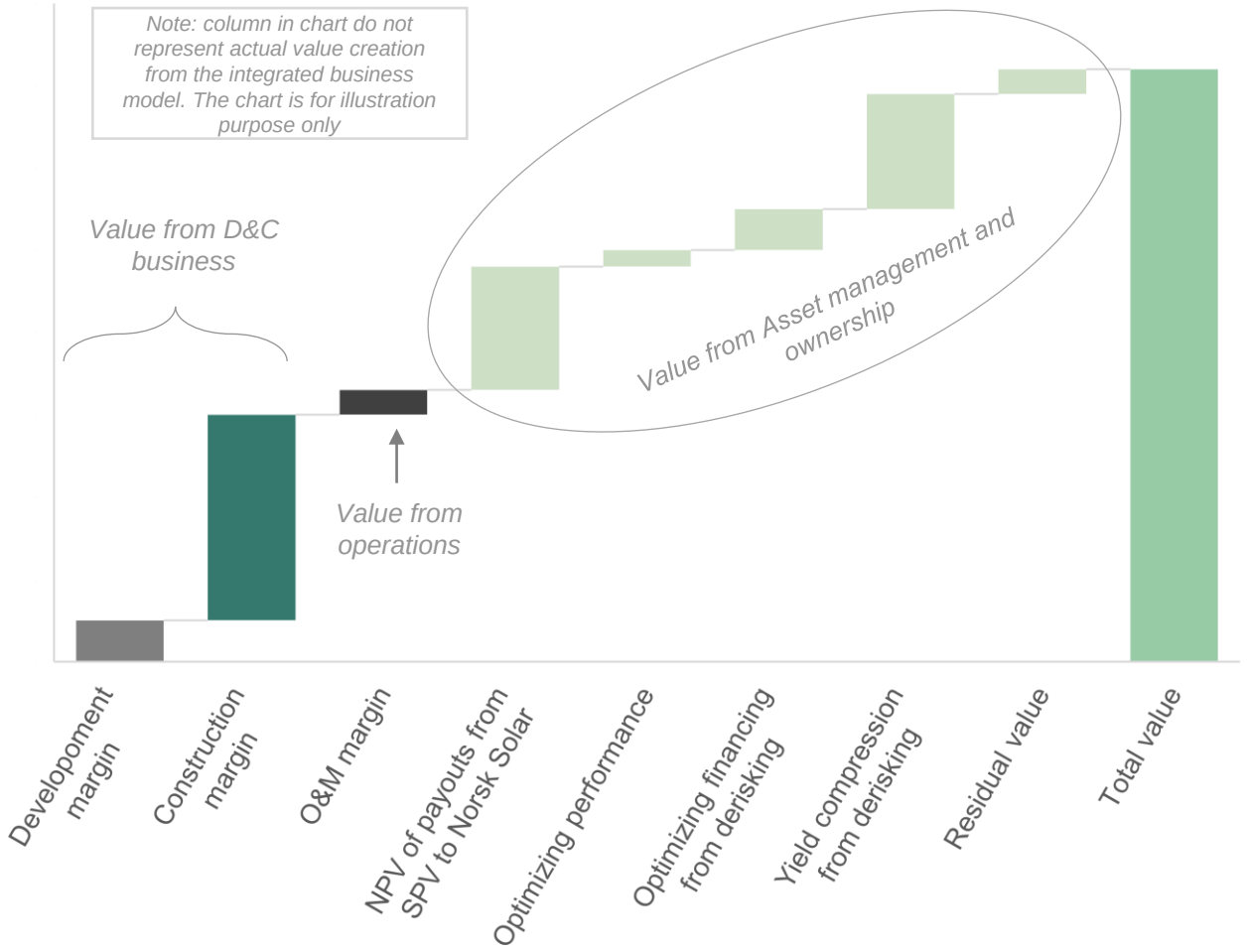


- **Unique Nordic partnership**
  - First specialized Nordic Impact platform focused on the deployment of MWs targeting Corporate off-takers in emerging markets
- **Competitiveness**
  - A strong shareholding allows the Platform/JV to achieve best in class financing
- **Scalability**
  - Allows for fast deployment, less time to FC etc.
  - Initial target of NOK 150m, potential to grow to NOK +1,000m
- **Value added to SDGs by the platform:**

4 Strong value creation from being an integrated player

As a fast growing company, significant value will come from Norsk Solar's D&C business

Illustration of total value created from Norsk Solar's integrated business model



The BOO model creates significant value through its different revenue streams

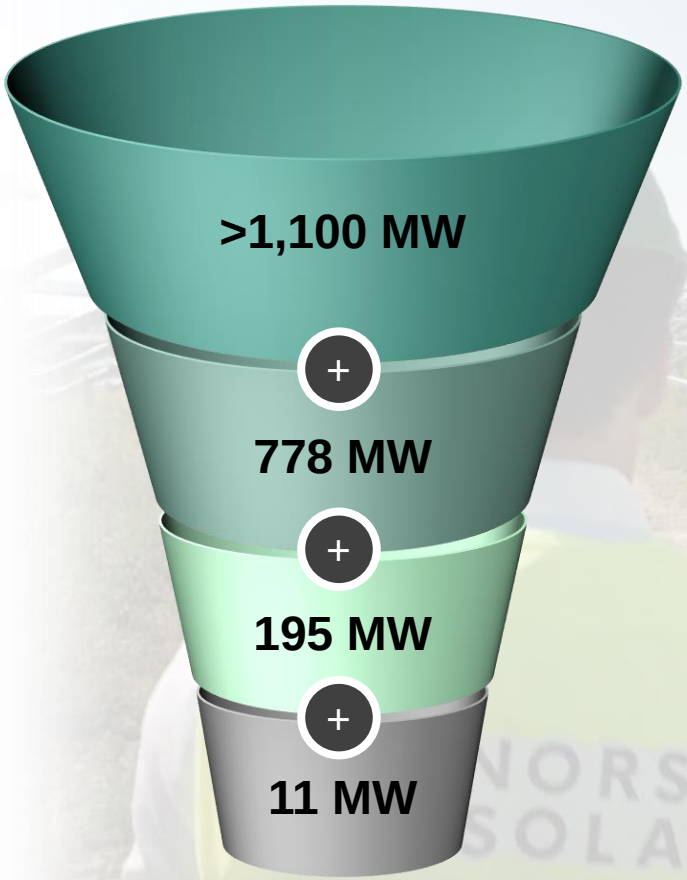
Cash flow from D&C can be reinvested in new projects (as equity) and spur Norsk Solar's growth capacity

Cash flow from SPVs can be reinvested in new projects

D&C = Development and Construction

5 Extensive project Backlog & Pipeline +2 GW (organic)

Norsk Solar has a solid and rapidly growing pipeline of projects that will secure short- and long-term growth



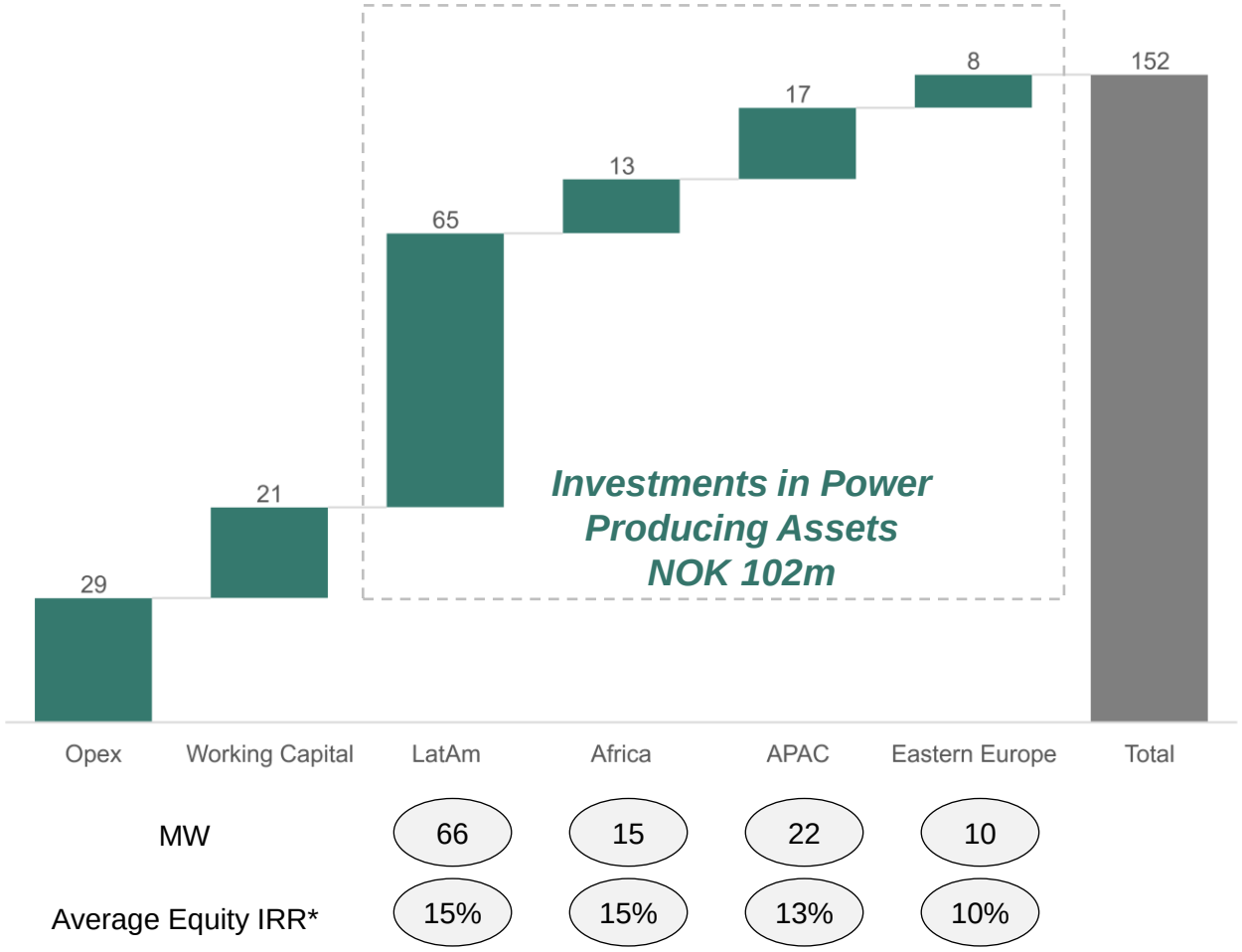
Opportunity Pipeline (project with under 50% chance of closing)	▪ Strong access to flow of new opportunities ▪ >1.1 GW under assessment / working towards exclusivity	C&I:	~ 660 MW
		Utility:	~ 440 MW
DG0			
Firm Pipeline (projects with over 50% chance of closing)	▪ Strong firm pipeline of projects maturing towards decision gate 1 (DG1)	C&I:	485 MW
		Utility:	293 MW
DG1			
Backlog (project with over 90% chance of closing)	▪ Final negotiations and structuring towards DG2	C&I:	129 MW
		Utility:	66 MW
DG2			
FC			
Under Construction	▪ Vietnam – 11 MW portfolio of rooftop Solar PVs ▪ 11 sites of Central Retail across Vietnam	C&I:	11 MW
		Utility:	-

DG = Decision gate
FC = Financial close

5 Capital deployment in 2021 is based on firm projects

All power producing assets to be built are Under Construction or in Backlog

Capital deployment schedule, 2021 | NOKm



NOK 102m to be invested in power producing assets…

…funding 112 MW of power producing assets…

…of which all is currently Under Construction or in Backlog

Norsk Solar will cover 51% of equity during construction…

…and then consider further divestment post COD…

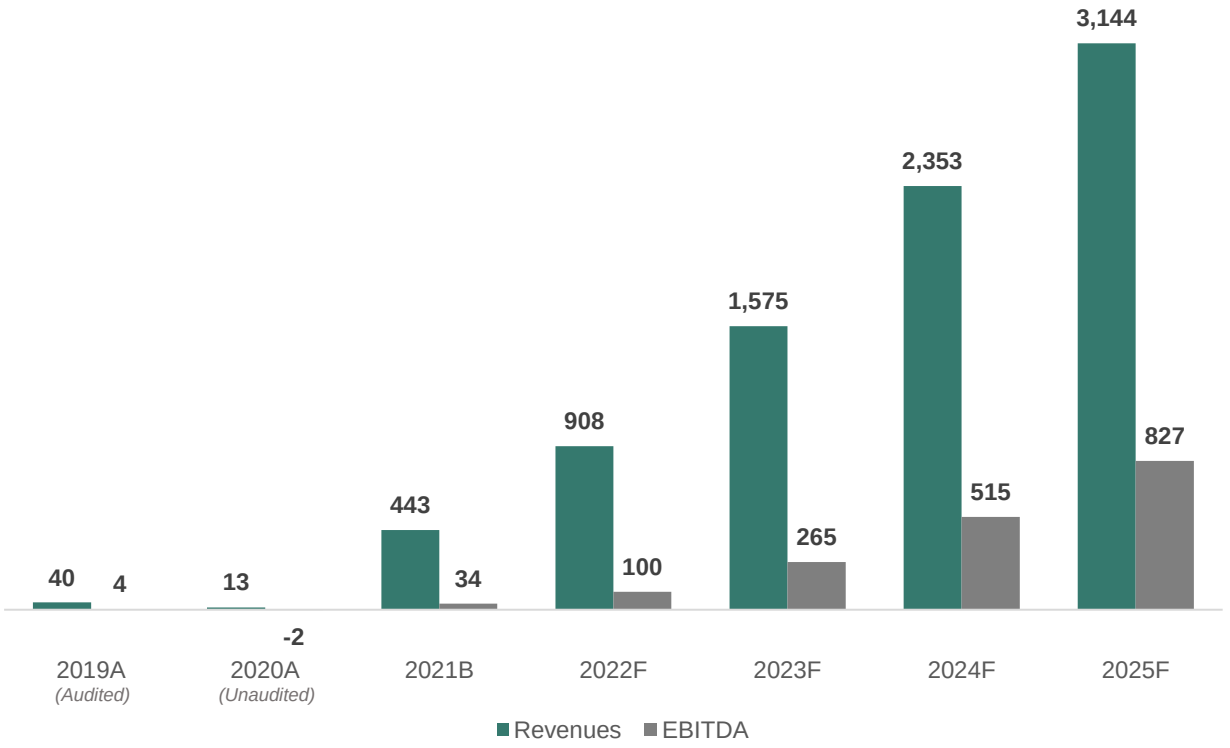
…seeking yield compression effect

Note: COD = Commercial Operation Day
Note(*): Average Equity IRR at Financial Close – not including D&C margins

5 Attractive financial forecasts driven by growth in MW

The combined D&C and Power Production business model secures project control and two-folded revenue streams

Projected revenue and EBITDA | NOKm



	2019A (Audited)	2020A (Unaudited)	2021B	2022F	2023F	2024F	2025F
Accumulated MW*	71	171	460	888	1444	2111	
Equity investments in Power Producing assets (NOKm)**		102m	258m	382m	497m	596m	

- Norsk Solar will ramp up their power producing portfolio to +2 GW by 2025
- 2021 revenue forecast is based on assets Under Construction and in Backlog
- Revenues are sourced both from D&C and Power Production business
  - Figures are based on Norsk Solar AS financials and include proportionate revenues and EBITDA from power producing assets
- 2020 revenues are impacted by little D&C revenues and are mainly proportionate figures from the existing power producing assets
- Additional growth funding will be needed to finance the Company's business plan
- Accumulated NOK 1.8bn will be invested in power producing assets over the 5 year period (NS equity share of 51%)
- Norsk Solar will also consider "dividend recap" through issuing green bonds

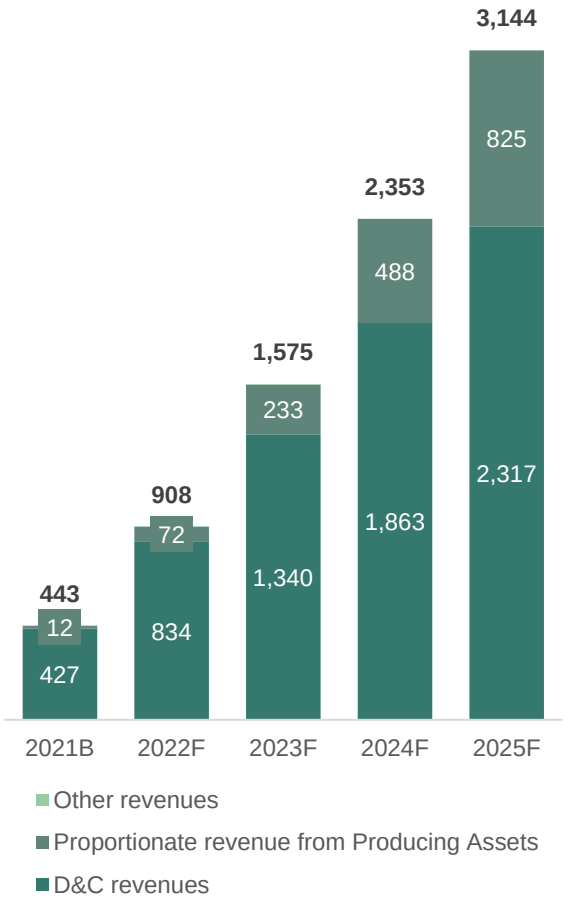
A = Actual
B = Budget
F = Forecast

Note(*): Accumulated MW reached financial close (100% basis)
Note(**): Annual equity investments based on NS covering 51% of equity at financial close

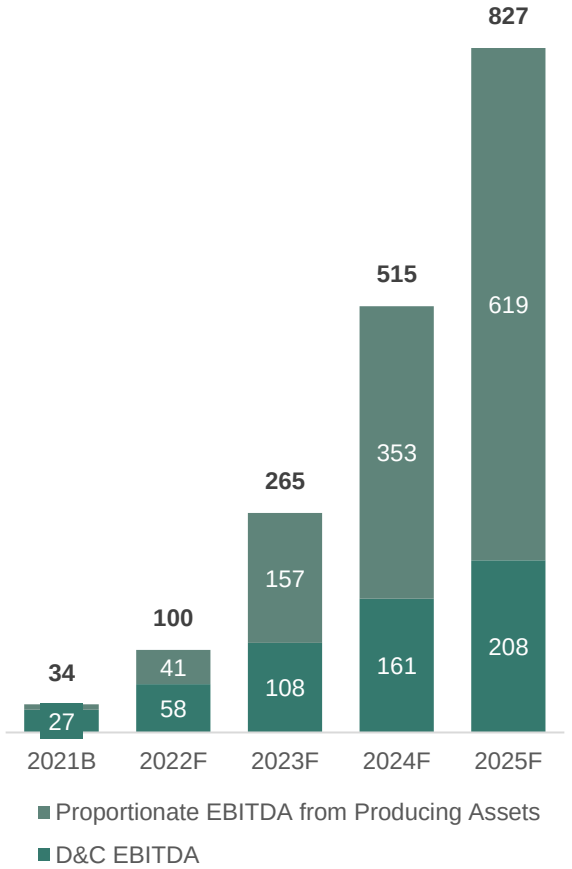
5 Financial breakdowns

EBITDA and EBITDA margins per business segment include proportionate share of overhead cost and other revenue

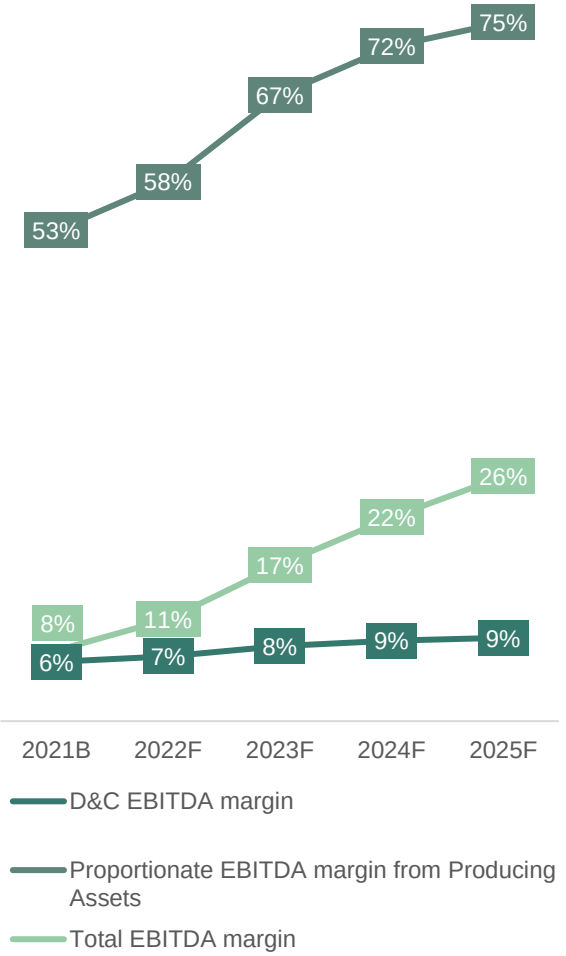
Breakdown of revenues | NOKm



Breakdown of EBITDA* | NOKm



Breakdown of EBITDA margins* | %

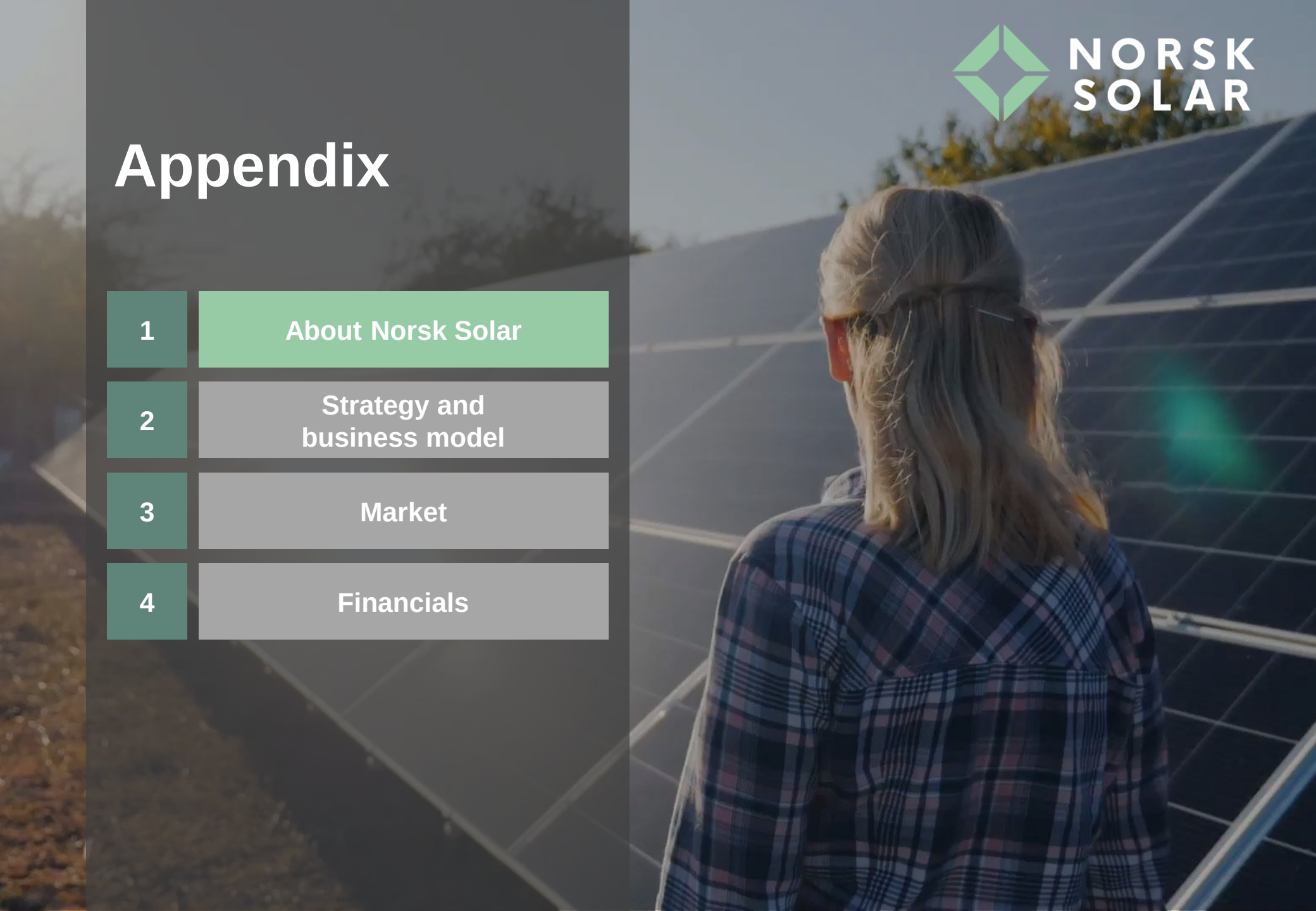


Note: Cap on max bonus payment at NOK 2m / year. Profit share agreement is not yet implemented nor reflected in business case
Note(*): EBITDA for the respective business segments include proportionate share of company overhead cost and other revenues


NORSK
SOLAR
Thank you for your attention

Appendix

1	About Norsk Solar
2	Strategy and business model
3	Market
4	Financials



Company history and milestones

Norsk Solar has seen strong growth in recent years
A strong Backlog & Pipeline of projects (+2 GW) indicate an accelerate growth path going forward

History:

1997 - 2019

1997 – Establishment of Norsk Vind Energi

2010 – One of Norway's largest wind parks, Høg-Jæren is constructed

2014 – Valinor expands focus – also investing in other renewable energy and infrastructure

2016 – Google sign 12 year PPA for Tellenes wind park, Blackrock invests

2017 – Norsk Solar established

2018 – Financial Close ("FC") of 50MW in Gharo (Pakistan)
- Lender: FMO
- Off-taker: K-Electric

2019 – FC - 9 MW in Semypolky (Ukraine)
- Lender: NEFCO
- Off-taker: State Enterprise Energomarket

Recently and going forward:

2020 - 2025

2020
- First annual revenue streams from commissioned projects
- Co-investment JV established with Nordic development finance institution (equity sponsor)
- FC - 11MW C&I project in Vietnam with Central Retail

2021 – Expected FC of 101 MW – in Backlog or Under Construction

2025 – Accumulated FC of +2 GW within 2025

Shareholder overview

Strong support from Valinor, one of Norway's leading renewable energy companies

Shareholder overview (as of March 2021)

#	Name	# of shares	%
1	Valinor AS (Lars Helge Helvig – Board member)	34,480,230	54.5 %
2	Selber AS (Petter S. Berge - Founder & EVP Strategy)	4,696,230	7.4 %
3	Berker Group AS (Murshid M. Ali – Founder & EVP Technologies)	4,696,230	7.4 %
4	ØLV Holding AS (Øyvind L. Vesterdal – Founder & CEO)	4,696,230	7.4 %
5	AEGA ASA (Nils Petter Skaset – Board member)	3,989,170	6.3 %
6	Røros Kobberverk AS (Pål Selboe Valseth – Chairman)	2,448,120	3.9 %
7	Empower SA	2,422,090	3.8 %
Other shareholders		5,812,850	9.2%
Total number of shares		**63,241,150**	**100%**

Largest non-mgmt. shareholders

Valinor

- Largest privately held renewable energy investor in Norway
- Solid track record

Aega

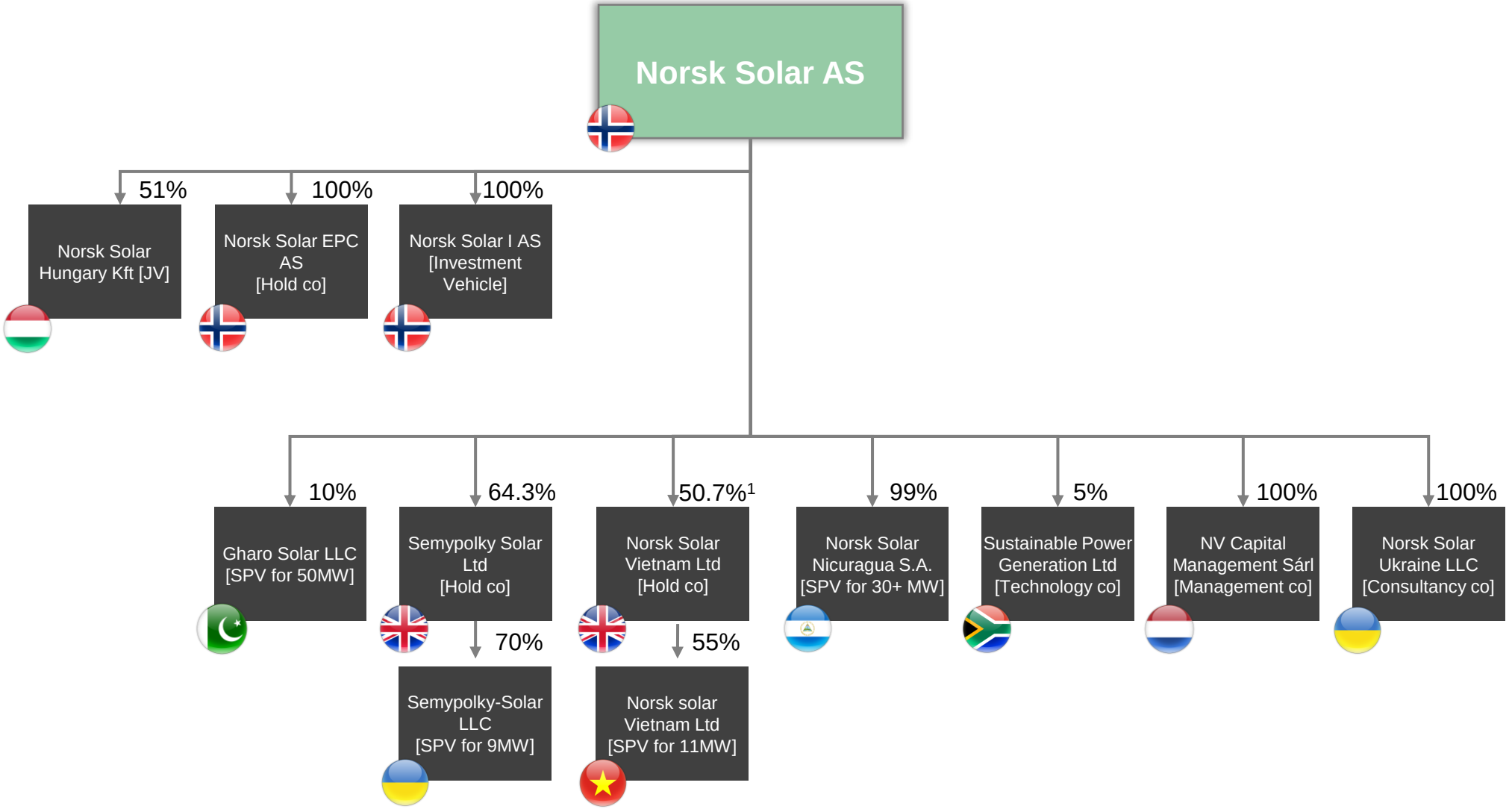
- Solar investment company listed on Oslo Stock Exchange, Euronext Expand

EMPOWER

- Turnkey solar developer
- Utility and C&I

Corporate ownership

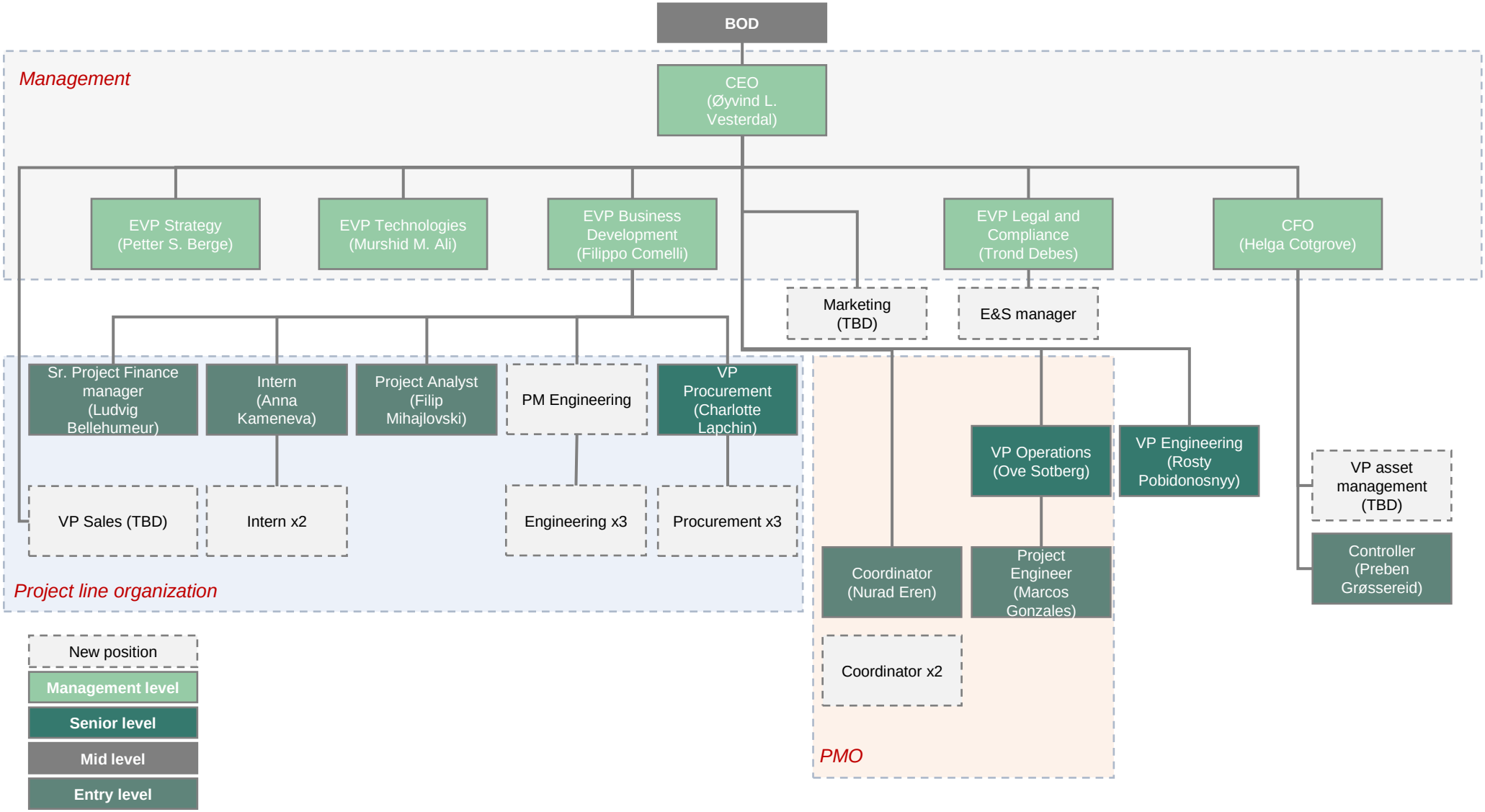
Norsk solar create or procure a single purpose vehicle (“SPV”) for each Solar project



1) Ownership after divesting. Ownership before divesting equals 100%

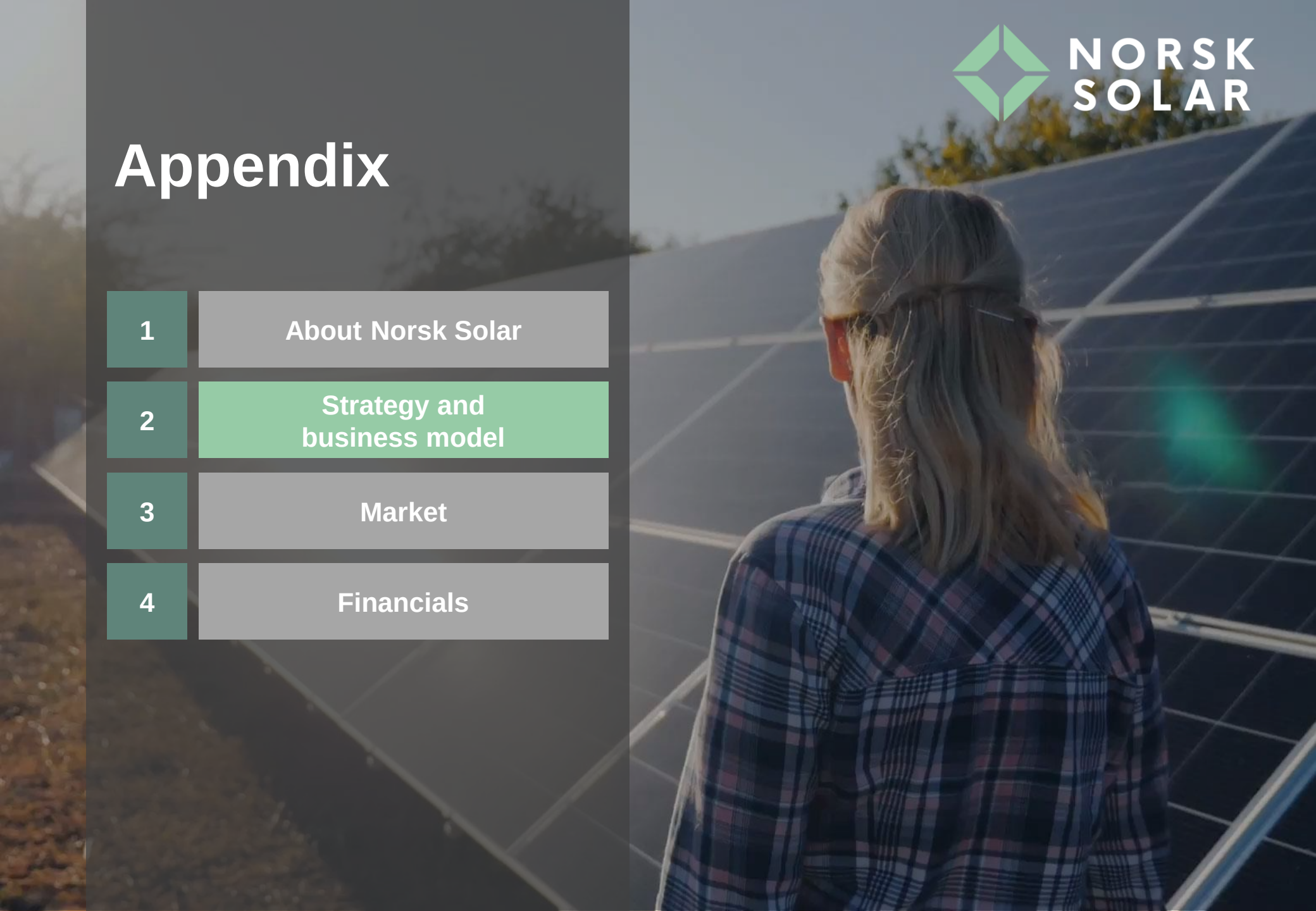
Organization structure - by function and employee

Strong organization with exceptional technical expertise – Future employment strategy in place to support growth



Appendix

1	About Norsk Solar
2	Strategy and business model
3	Market
4	Financials



Mission and vision - building a sustainable future

Norsk Solar builds solar projects in emerging markets – maximizing impact on sustainability and economic growth

Norsk Solar aims to contribute significantly to UN's sustainable development goals in an effort to building a sustainable future

Some examples of focus areas

7

Provide affordable and clean energy to the world

Norsk solar delivers clean, reliable energy in a consistent, environmentally friendly and ethical manner. The goal is to increase substantially the share of renewable energy in the global energy mix and accessibility in emerging markets where there is a underling power need

8

Economic growth and quality of life

A well-established energy system supports all sectors: from local business, medicine and education to infrastructure and technology. Providing access to electricity in poorer countries is extremely important to improve quality of life and spur economic growth

13

Take climate action and build a sustainable future

Sustainable development is dependent on cleaner renewable sources of power. By promoting renewable energy, Norsk Solar contributes to economic growth and a reduced carbon footprint

Invest for impact – Gharo case study (by FMO)

Large social, economic and environmental impact from developing solar projects in emerging markets

Background

- The energy need in Pakistan are rapidly growing. Pakistan has seen its energy demand increase by over 5% annually in recent years and is heavily dependent on fossil fuel imports
- Over the past decade, the country has experienced a severe gap between energy demand and supply
- Power shortages have cost Pakistan ~2% of GPD in recent years
- Today, approximately 5 to 6% of the power to Pakistan's national electrical grid currently comes from modern renewable energy such as solar and wind
- With abundant potential for renewable energy and decreased technology costs, solar energy presents a promising solution for Pakistan energy need

Impact and benefits

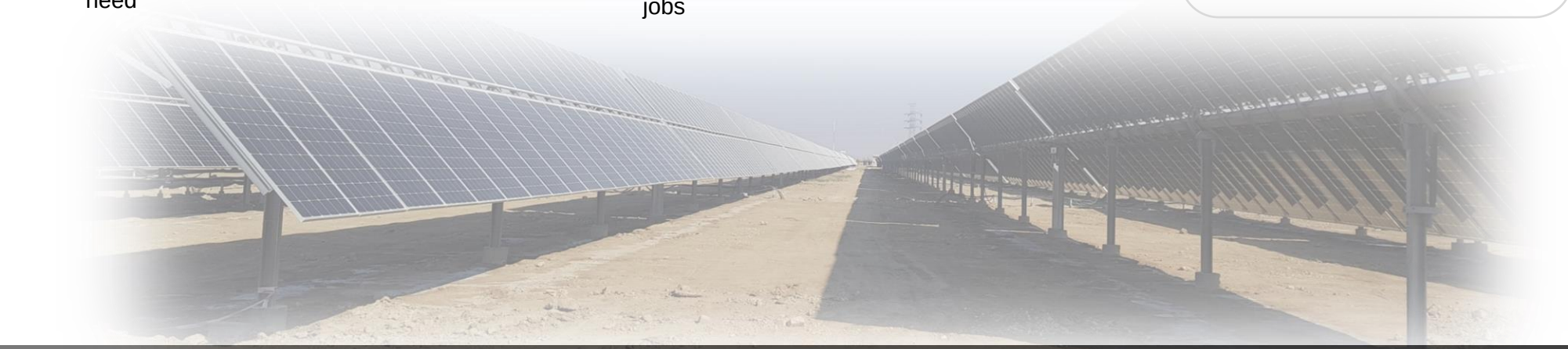
- For Pakistan to prosper, proper utilization of energy is vital. Shortage problems affect the daily lives of people and significantly hinder economic growth
- The Gharo project provides economic benefits by boosting Pakistan's energy self-reliance and mitigates the country's carbon footprint
- The project serve power for almost 190,000 Pakistanis and save approximately 54,000 ton CO_2 equivalents p.a.
- The project had a large impact on the local community, where 28% of the workforce was recruited from nearby villages for different roles in civil and electrical installation. Further, the operational phase of the project will support local jobs

Project partners:

Norsk Solar, FMO Entrepreneurial Development Bank, BOP The Bank of Punjab – Passion Reborn, Bank Alfalah

UN's sustainable development goals:

7 Affordable and Clean Energy; 8 Decent Work and Economic Growth; 13 Climate Action



Source: FMO, Norsk Solar

Close collaboration with development banks

Norsk Solar partners with development banks for project finance and risk mitigation

DFIs - Important for project finance and risk mitigation

- Development banks (Development finance institution – DFIs) are financial institution that provides capital for economic development projects on non commercial basis
- The banks are often key in providing project finance to infrastructure developments, such as solar projects, in emerging or developing/frontier markets
- The development banks often advise governments on the design of renewable goals and programs to promote investments and private/public partnership
- Governments in emerging markets find private/public partnership very attractive:
  - DFIs and private players provide funding
  - Converts capex to opex
  - Kick-starting local know-how, employment etc.
- Norsk Solar collaborate closely with several large development banks and use these institution actively for project finance
  - Project structures and contracts with the DFI are formed to mitigate risk and facilitate non-recourse project level debt
    - ✓Creates business opportunities
    - ✓Reduces risks of Norsk Solar's investments significantly
    - ✓High standard on Environment, Social, Governance

Featured partners

Lenders for Norsk Solar

FMO Entrepreneurial Development Bank

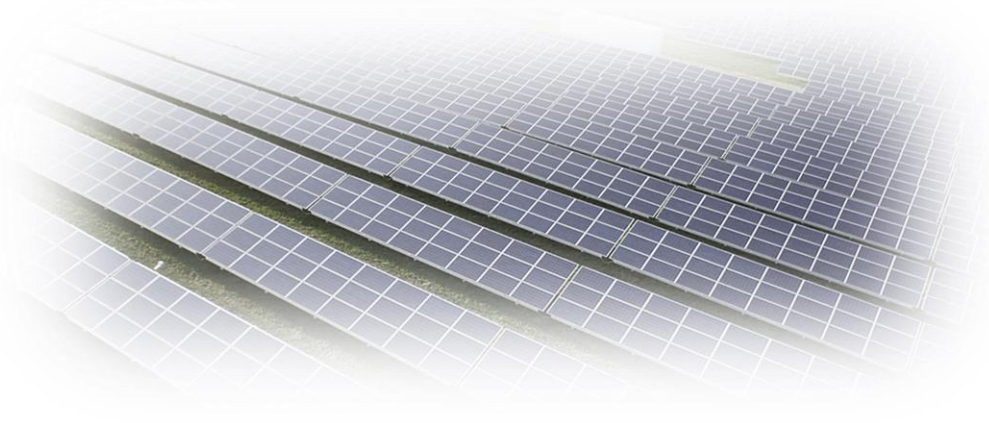
NEFCO Nordic Environment Finance Corporation

responsAbility

Lenders for Group/Valinor projects

kfw Bankengruppe

ING



Norsk Solar well positioned in a unique ecosystem

Norway has an unmatched ecosystem with long traditions for developing renewable energy projects in emerging markets

Activity		Logo and illustration	Comments
Financing	Equity	Norfund	▪ Mandated to assist in developing sustainable business and industries in developing countries. Significant track record in emerging markets and potential co-investor in SPV
	Debt	EKSPORTKREDITT Export Credit Norway; GIEK The Norwegian Export Credit Guarantee Agency; NEFCO Nordic Environment Finance Corporation; Norad	▪ Eksportkreditt and GIEK offers competitive export financing with a long repayment period and easy access to term sheet. Guaranties from these organizations works as “prof of stamp” to other international banks ▪ Nefco is a development bank established by the five Nordic countries with a mandate to finance exclusively environmental and climate-related projects ▪ Norad can subsidize guarantee premiums on loans in emerging markets within renewable
Project development		Norad	▪ Norad helps with risk mitigation when developing projects in emerging markets. Norad’s grant scheme can reduce project development cost before reaching FC
Stakeholder support			▪ Good access to embassies, chambers of commerce etc.
Soft power			▪ High degree of credibility as a Norwegian player in emerging economies. Norway has a CPI score of 84 (2019)

CPI: Corruption Perceptions Index

Solar has become a popular asset class

Positive asset attributes together with an ESG friendly profile makes solar to a sought-after investment

The Solar asset class: Positive attributes					
	Long contracts – normally 10-30 years, creating good visibility. I.e. long green cashflows	✓		Capex known before final investment decision	✓
	Solid off taker – being either government or corporation with good credit rating	✓		Low technical risk – few moving parts, warranty ~ 25 years, lifetime >25 years	✓
	High gearing amplifies returns – Normally 70% of capex is debt financed	✓		EPC margin realized close after financial close. B2B contracts with sub-suppliers at FC gives good visibility on margin	✓
	Short construction time – 4 to 12 months for a typical solar project	✓		Positive investment climate (ESG). Large sums of capital to be employed creates opportunities – growth, restructuring of operating asset etc.	✓

Norsk Solar's edge in developing solar projects

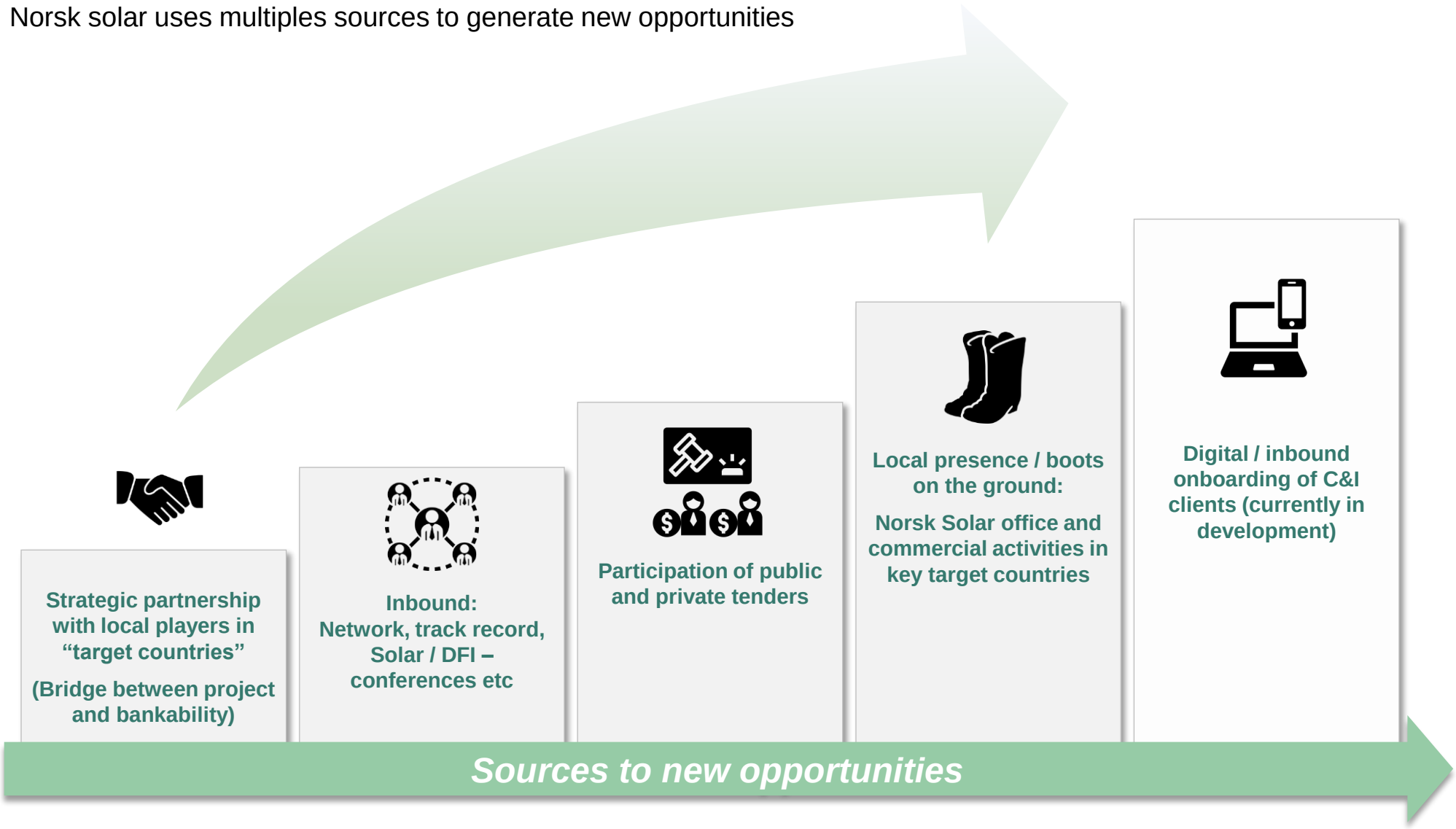
Integrated business model, solid track record and access to the Norwegian ecosystem are among the factors which helps create a competitive advantage for Norsk Solar on the international stage

Norsk Solar's competitive advantage in developing solar projects					
	Norsk Solar is a vertically integrated IPP – deliver on the entire value chain in solar projects[1].	✓		Solid track record – both from own projects and part of Norway's largest privately owned renewable group	✓
	Solid experience with corporate PPA's and the C&I market – Size and experience enables Norsk Solar to capitalize on the growing market	✓		Access to the Norwegian "ecosystem" and its benefits	✓
	Seen as an attractive development partner – give access to projects that are relative mature	✓		Experienced team that has track record from some of the most challenging markets in the world	✓
	Access to a large network of equity investors and banks who want to fund the SPV	✓		Excellent risk mitigating measures. The highest risk relates to working with projects which do not reach FC – mitigated through Norad	✓

1) Except for the production of the modules and other equipment

Lead generation

Norsk solar uses multiples sources to generate new opportunities



Value chain positioning and competitive landscape

Norsk Solar's main competitors are other vertically integrated companies utilizing a BOO or BOT model

The solar value chain

Original equipment manufacturer	Development and construction			Operation and maintenance	Power production
Manufacturing	Development	Finance	Construction	Operation	Asset Management
OEM	*EPC*			*O&M*	*Asset ownership*

JinkoSolar, risen solar technology, SUNTECH, HUAWEI, First Solar, SUNGROW, NEXTracker A Flex Company, Arctech Solar, STInorland Oriented to you, RECSiLICON

中国电建 POWERCHINA, STERLING & WILSON, PRODIEL, CMEC, First Solar, 上海电气 SHANGHAI ELECTRIC, TSK GRUPO, GRUPO ORTIZ

First Solar, 中国电建 POWERCHINA

CanadianSolar, Canadian Solar Asset Management K.K., 7C Solarparken, US Solar Fund

BOO/BOT

Scatec Solar Improving our future™, GCL New Energy, Azure Power, NEOEN, NORSK SOLAR, CanadianSolar, ENERGIXGROUP CREATING YOUR GREEN ENERGY, 宁夏嘉泽新能源股份有限公司 NINGXIA JIAZE NEW ENERGY CO., LTD., bcpg, adani Renewables, NEXTera ENERGY, ellomay CAPITAL LIMITED, ReNew POWER

Illustration - list not exhaustive
BOO: Build, operate, own. BOT: Build, operate, transfer

Norsk Solar’s approach to developing solar projects

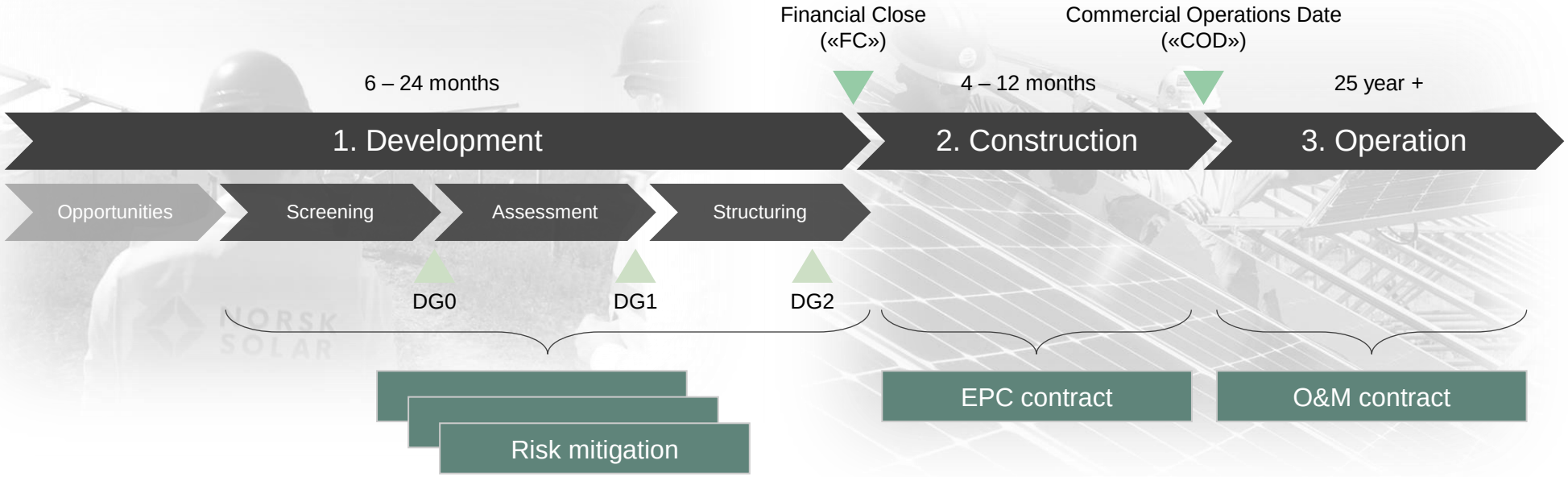
Operational control of the entire development process is important for risk mitigation, value creation and sustainability

Project development description – «101»

Project management and project control	▪ Norsk Solar is managing the entire process from development to operation phase of the solar power plant. The process is driven by sustainability and compliance where contractors, and suppliers must comply with Norsk Solar’s Sustainability Standard including Code of Conduct and Health, Safety, Environment and Quality standards
Early plant Optimization, permits and licenses	▪ The Solar power plant is optimized in early phase development with the latest technology in a cost-effective solution to ensure safe and durable energy supply at the lowest cost of energy. The optimization include evaluation of the land, solar resource, grid, environmental conditions and regulations together with technical and legal condition etc.
Bankable PPA and solid contracts with subcontractors	▪ The power purchase contract – PPA must have provisions that ensure secure payment during the lifetime of the solar power plant in order for the project to be financially viable ▪ Contracts with EPC and suppliers are based on international standards in compliance with local legislations. In addition to clearly defining the scope of work or supply. The contracts cover terms for warranties and performance guarantees in compliance with the lenders' requirements ▪ EPC Contractors are responsible for the engineering, procurement, construction, installation, commissioning and start-up of the PV plant, as well as performance testing of the Facility. EPC Contractor in compliance with NS Sustainability Standard will be selected on the basis of best price, quality and completion time
Risk mitigation in focus	▪ Inherent control environment and reputable project partners ▪ Norsk Solar carries extensive risk mitigation measures before FC and through gated process ▪ Banks and equity co-investors in the SPV carry out thorough due diligence during the development phase up to financial close

The project development process - overview

Extensive development process to reduce risk, mature projects and secure value



- A project need to have the following characteristics to be included in Norsk Solar's pipeline:
  - Bankable PPA
  - Government or solid corporate off taker
  - Term for 10-25 years (PPA)
  - No/low currency risk
  - Possible to obtain non-recourse financing
  - Reputable local partner as co investor
  - Solid market characteristics favoring renewables
  - Project equity return: ~12-15%

- The entire development phase is built towards lender's FC, which is when the Development phase is concluded and the project will start the Construction phase
- Risk is highest in the development phase and needs to be significantly reduced to ensure that the project reaches FC
- Decision gates are used in the development phase in order to reduce risk as the project matures

- Before FC, no investments are made (expect running overhead cost, legal and advisor fees) and Norsk solar, lenders and co-investors do not have an obligation to develop the project
- Upon FC, one or more lenders, and/or external independent technical and legal advisors have approved of the project

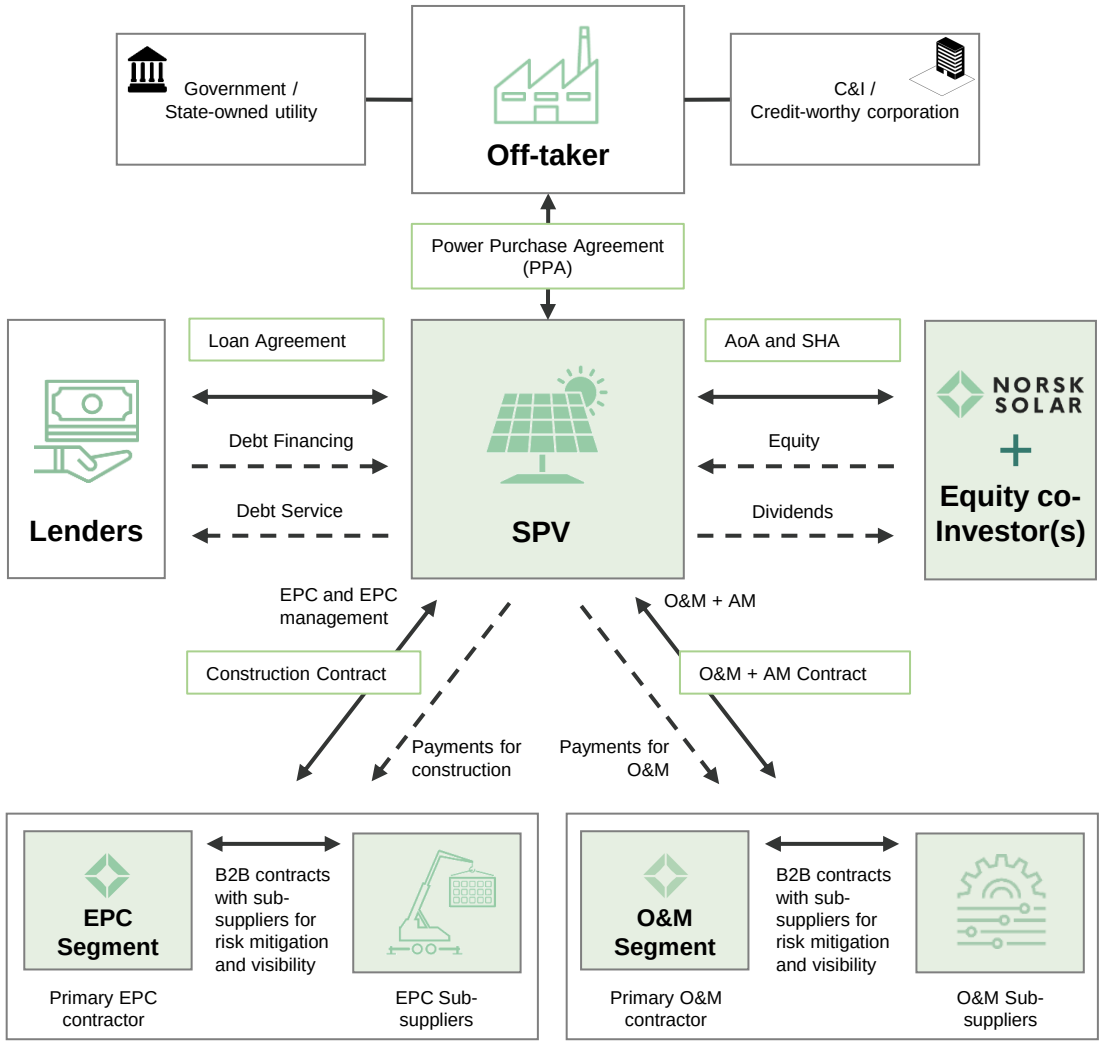
- FC is when the project is sufficiently de-risked. This is typically after the following (but not limited to) activities/milestones are achieved:
  - Project financing is secured
  - EPC, supply, management, O&M and other relevant contracts signed
  - Land procurement or leasing contracts signed
  - All licenses and permits secured
  - PPA signed
  - Relevant external advisors on tax, legal and technical have approved of the above

Project structure – all secured by financial close

Comprehensive development process – reducing risk and securing value

All stakeholders, contracts and project structure need to be “bankable” in order to be realized

Simplified illustration of typical project structure for Norsk Solar



SPV for each project, which owns the asset, its licenses, permits and contracts (non-recourse)

All contracts between Suppliers/Service providers and Norsk Solar are back-to-back with SPV

Project partners and structure create an inherent control environment for the SPV

Norsk Solar seeks operational control throughout all project phases

Typical project partners – secured by financial close

Norsk Solar is active in the market, talking to relevant stakeholders for partnership and project development

Off-takers

Examples of C&I off-takers

H&M, ABB, Nike, YARA, Hydro, Statkraft, British American Tobacco, Heineken, AB InBev, Apple, Carlsberg, Singtel

Governments

Lenders

Example Lenders

FMO Entrepreneurial Development Bank, NEFCO Nordic Environment Finance Corporation, European Bank for Reconstruction and Development, Triodos Bank, CDC Investment works, TBEA, 中国电建 POWERCHINA, kfw Bankengruppe, AIIB Asian Infrastructure Investment Bank, China Construction Bank, Norfund, Banque Africaine de Développement African Development Bank, financeinmotion, finnfund, PROPARCO Groupe Agence Française de Développement, EKSPORTKREDITT Export Credit Norway, Swedfund, CLIMATE FUND MANAGERS, Standard Chartered, GIEK The Norwegian Export Credit Guarantee Agency, GuarantCo Guarantees for Development, IDB Inter-American Development Bank

Equity co-investors

Examples co-investors

PASH, Singularity, WindForce (Pvt.) Ltd., Harappa Solar (Pvt.) Limited, VR Capital Group, Masawara, ficus capital

EPC suppliers

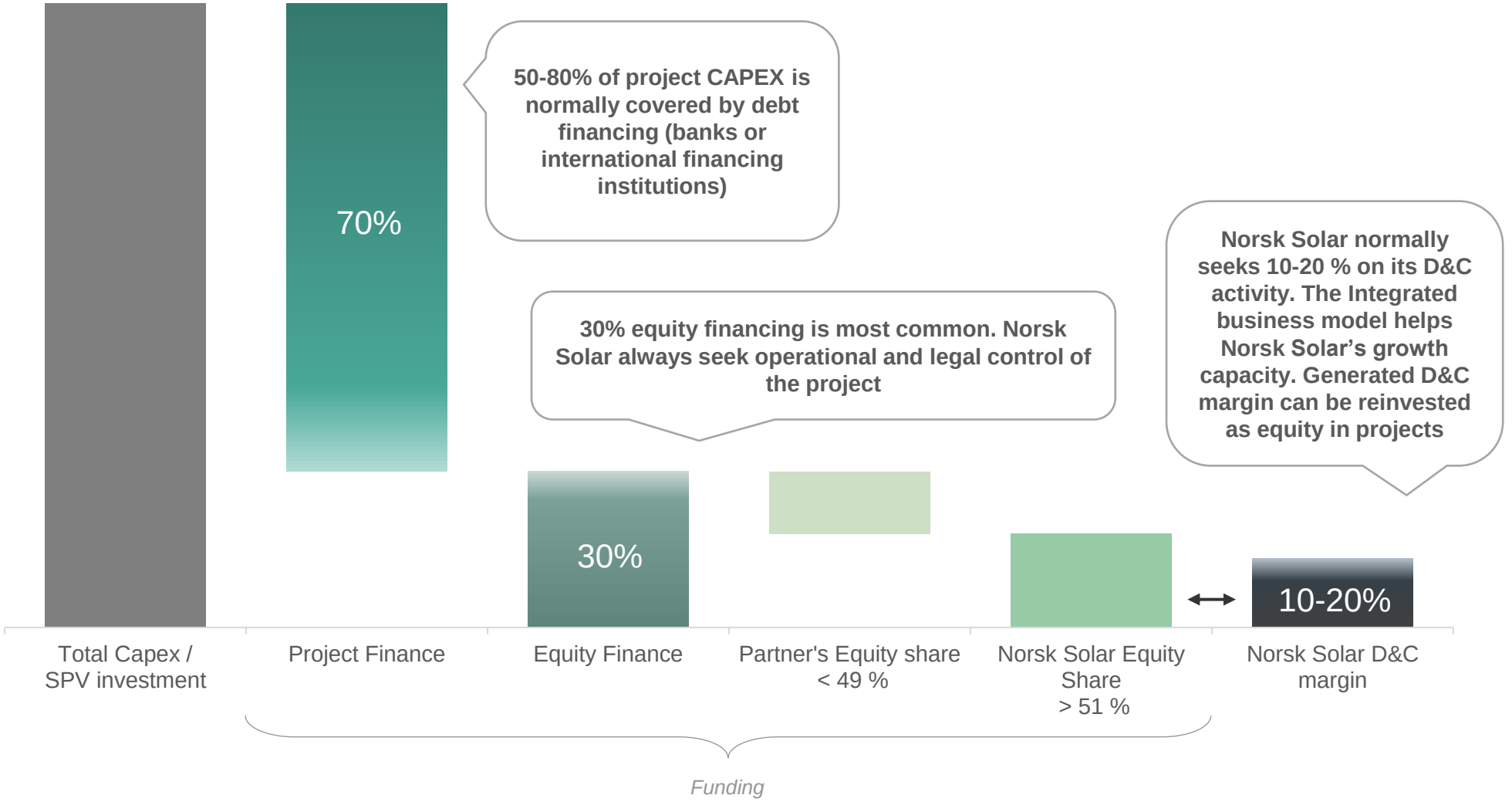
Examples EPC sub-suppliers

中国电建 POWERCHINA, Sterling & Wilson, Prodiel, CMEC, First Solar, 上海电气 Shanghai Electric, TSK Grupo, Grupo Ortiz

Illustration, Non-exhaustive list, Norsk Solar established relationship

Project capital structure – illustration

Actual size and type of funding is project dependent

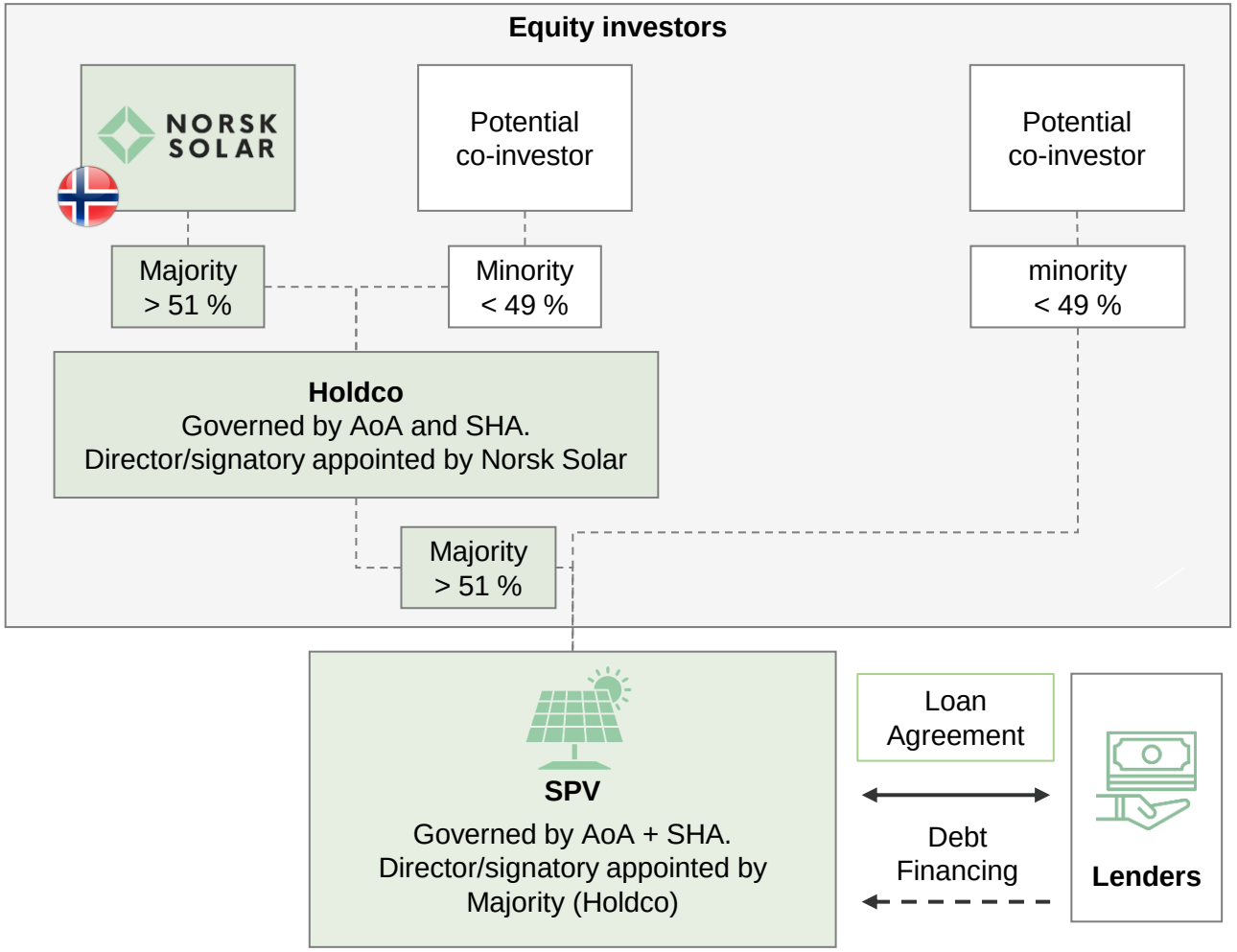


Note: D&C = Development & Construction

Project control

Norsk Solar seeks to secure operational control of the asset throughout all project phases

Simplified illustration of SPV ownership and financing



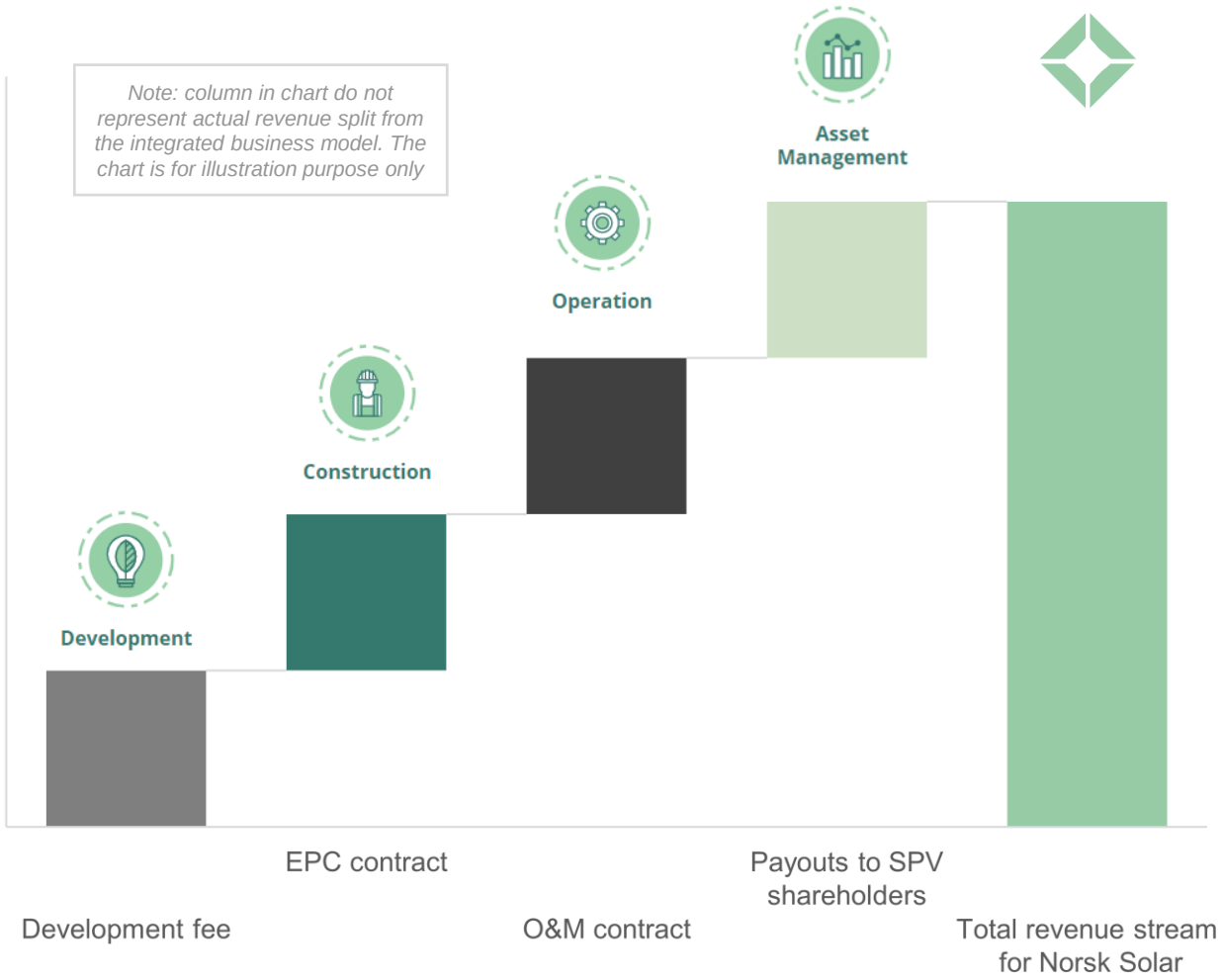
Comments

- Norsk Solar retains control of the development process, construction, financing and operations of the project by being in control of the SPV
- This is enforced through majority ownership and signature rights through Articles of Association ("AoA"), Shareholders' Agreements ("SHA"), director positions/company, signatories
- All major and material contracts entered into by the SPV, including (but not limited to) Loan Agreement, EPC and O&M contract, management, supply of materials etc, needs to be approved by Norsk Solar directly or indirectly
  - Minor work under a certain costs/liability threshold can be exercised directly by the local Director/signatory
- Norsk Solar performs management and is technical, commercial and project lead during all project phases. This means Norsk Solar both has operational and legal control of the project, including contracts management and final approval of commercial terms (subject to lender's approval before Financial Close)

Integrated business model revenue stream overview

Operational control of the asset in all project phases enables the BOO model to generate four different revenue streams

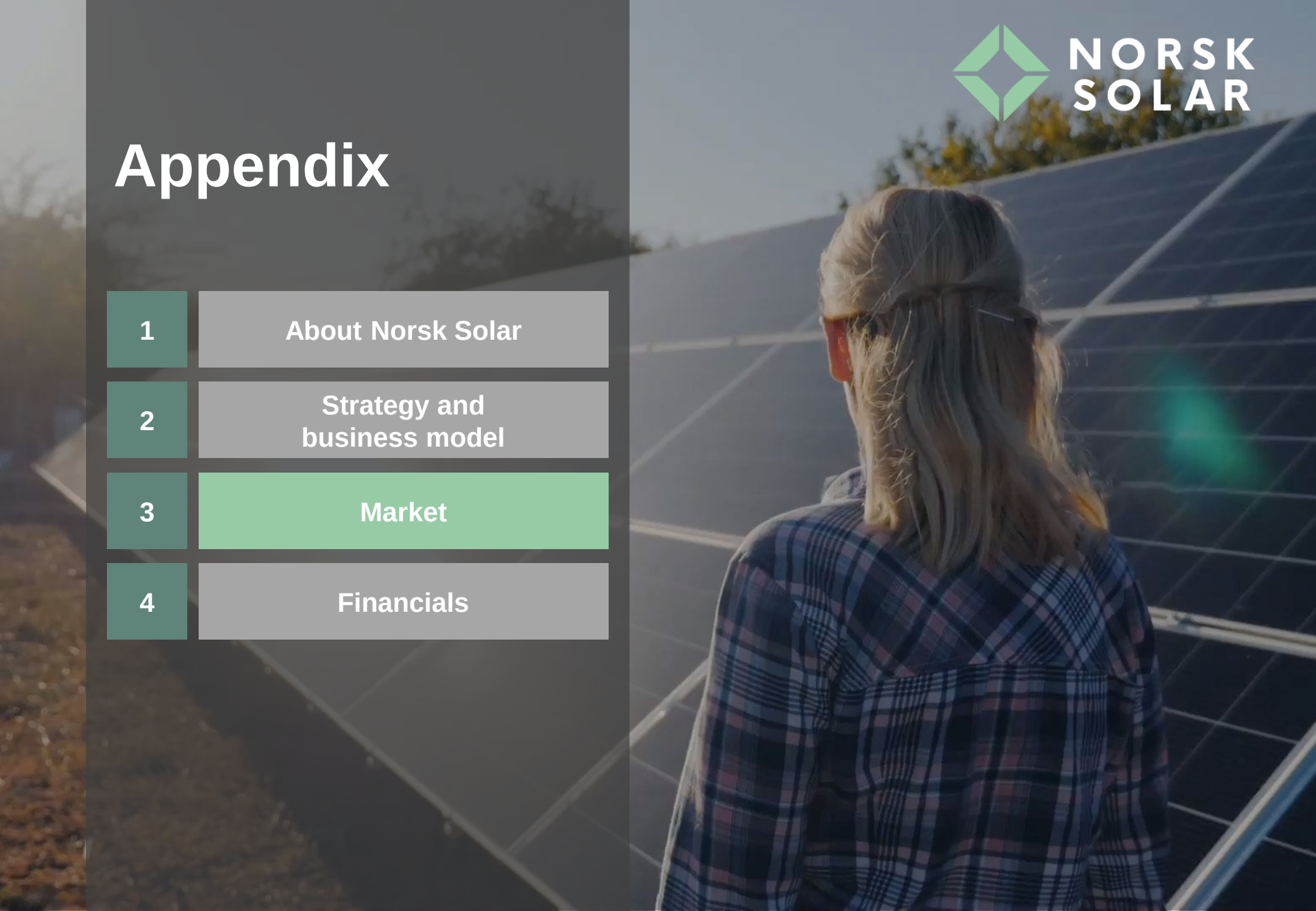
Revenue streams for Norsk Solar – Illustration



Comments

- Norsk Solar has different revenue streams depending on when the company enters a project, i.e. if the project/asset has a “greenfield” or “ready to build” status
- The primary strategy is to enter a lightly developed greenfield project. At this point, Norsk Solar can add most value and reduce risk in terms of timeline and cost. Typically at this stage, developers has secured initial local permits that requires local expertise, but lacks the competency and finance to advance the project. Norsk Solar can at this point ensure project bankability and finalize development
- Norsk Solar revenue streams during a typical project
  - Development (paid upon Financial close)
  - Construction (paid for EPC management, percent of completion principle)
  - Operation (paid for service agreements, base + performance based)
  - Asset management (project pay-outs/dividends)
- For Norsk Solar to utilize the business model fully, it is necessary to secure operational control of the asset throughout all project phases

1) Except for the production equipment such as modules etc.



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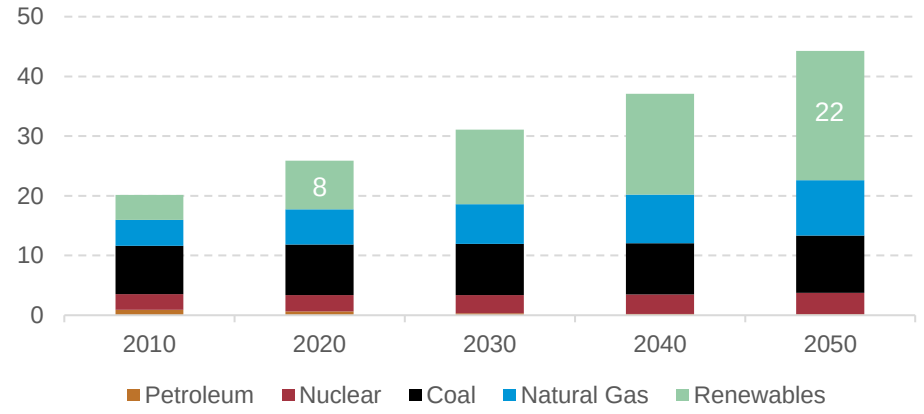
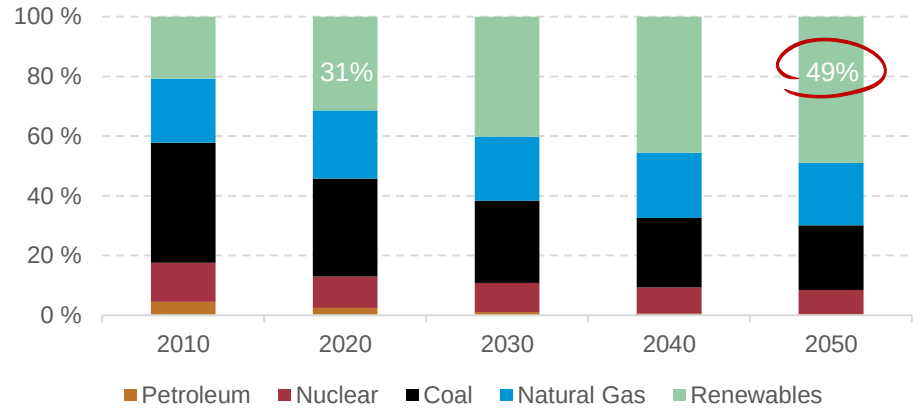
The future is renewable energy

Solar & wind expected to generate ~50% of all electricity globally by 2050

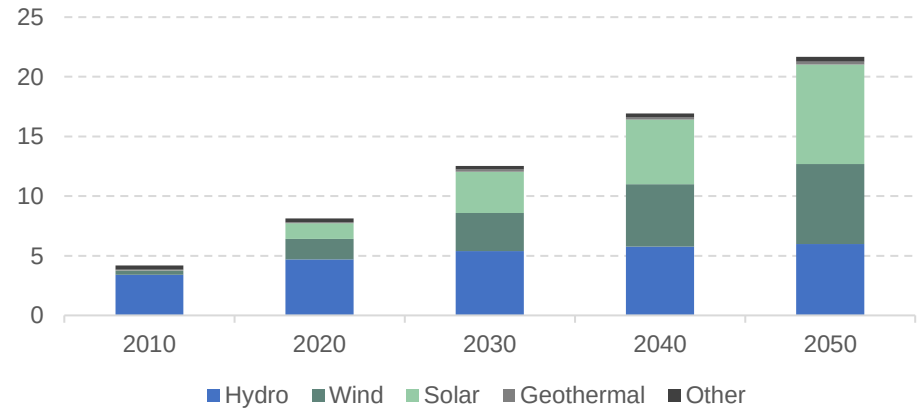
Net electricity generation by fuel | trillion kWh



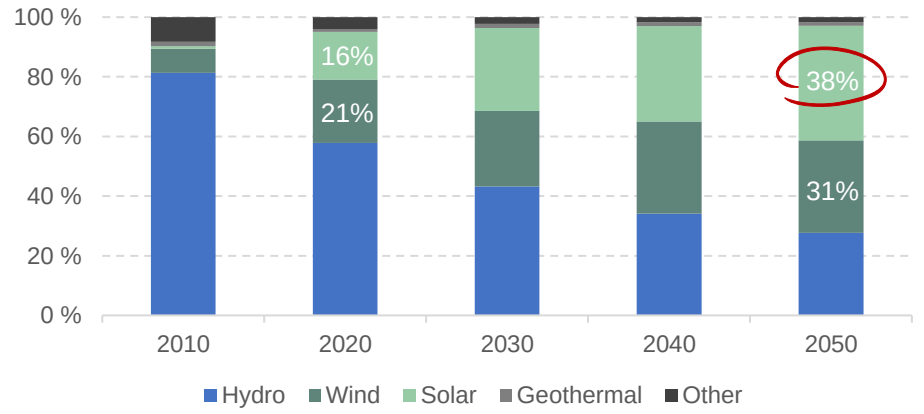
Share of net electricity generation by source | %



Net electricity generation from renewables | trillion kWh



Share of net electricity generation from renewables | %

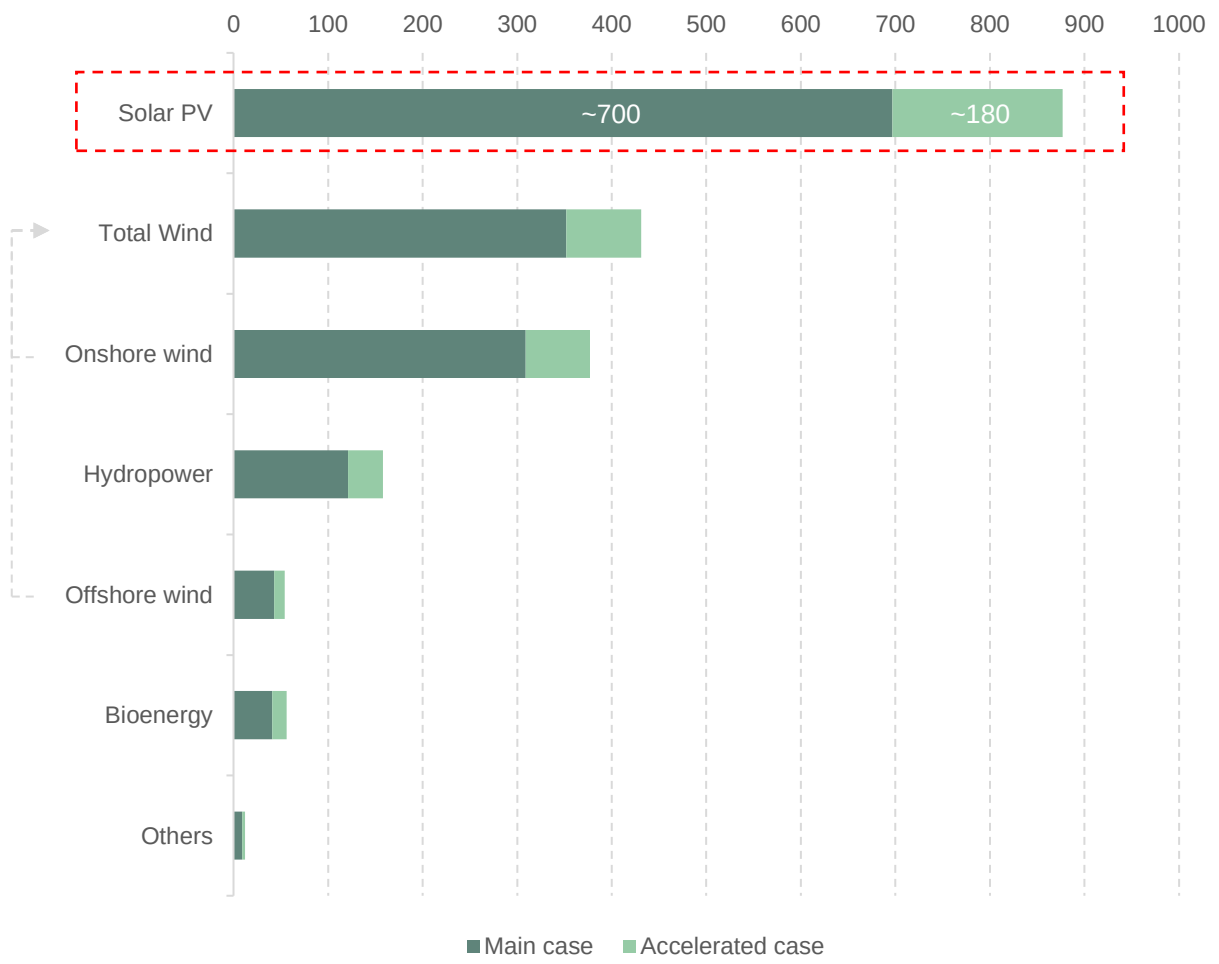


Source: EIA: IEO 2019

Solar PV drives growth in renewable capacity additions

Solar PV accounts for ~60% of capacity additions in renewables towards 2024 according to IEA

Renewable capacity growth between 2019 and 2024 by technology | GW



Comments

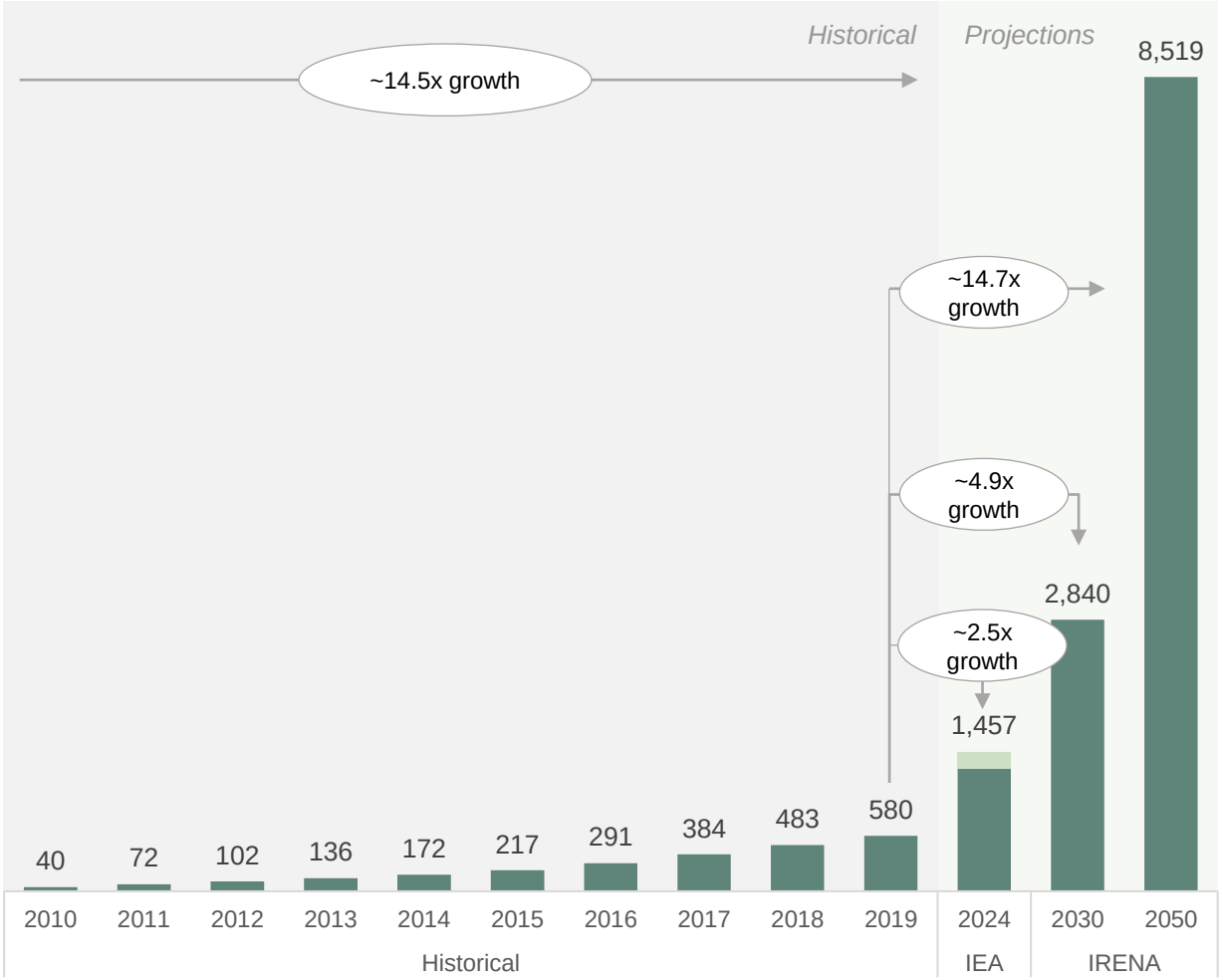
- Renewable power capacity is set to expand by 50%[1)] between 2019 and 2024 according to IEA
- Solar PV alone is expected to account for approximately 60% of the expected capacity growth
- Data from EIA also shows that Solar PV installations will grow at a higher pace compared to other renewable, e.g. wind
- Considering ample resource availability, significant market potential and cost competitiveness, solar PV is expected to continue driving overall renewables growth in several regions over the next decade
- Onshore wind is expected to account for approximately one-quarter of the growth
- Installed capacity for offshore wind is expected to triple by 2024, contributing roughly 4% of the total increase in renewable capacity
  - Growth primary driven by competitive actions in the European Union and expanding markets in the United States and China

Source: IEA: Renewables 2019
1) Main case

Solar PV – Installed capacity and outlook

Installed capacity of solar PV expected to rise five-fold by 2030 (2840 GW)

Installed capacity | GW



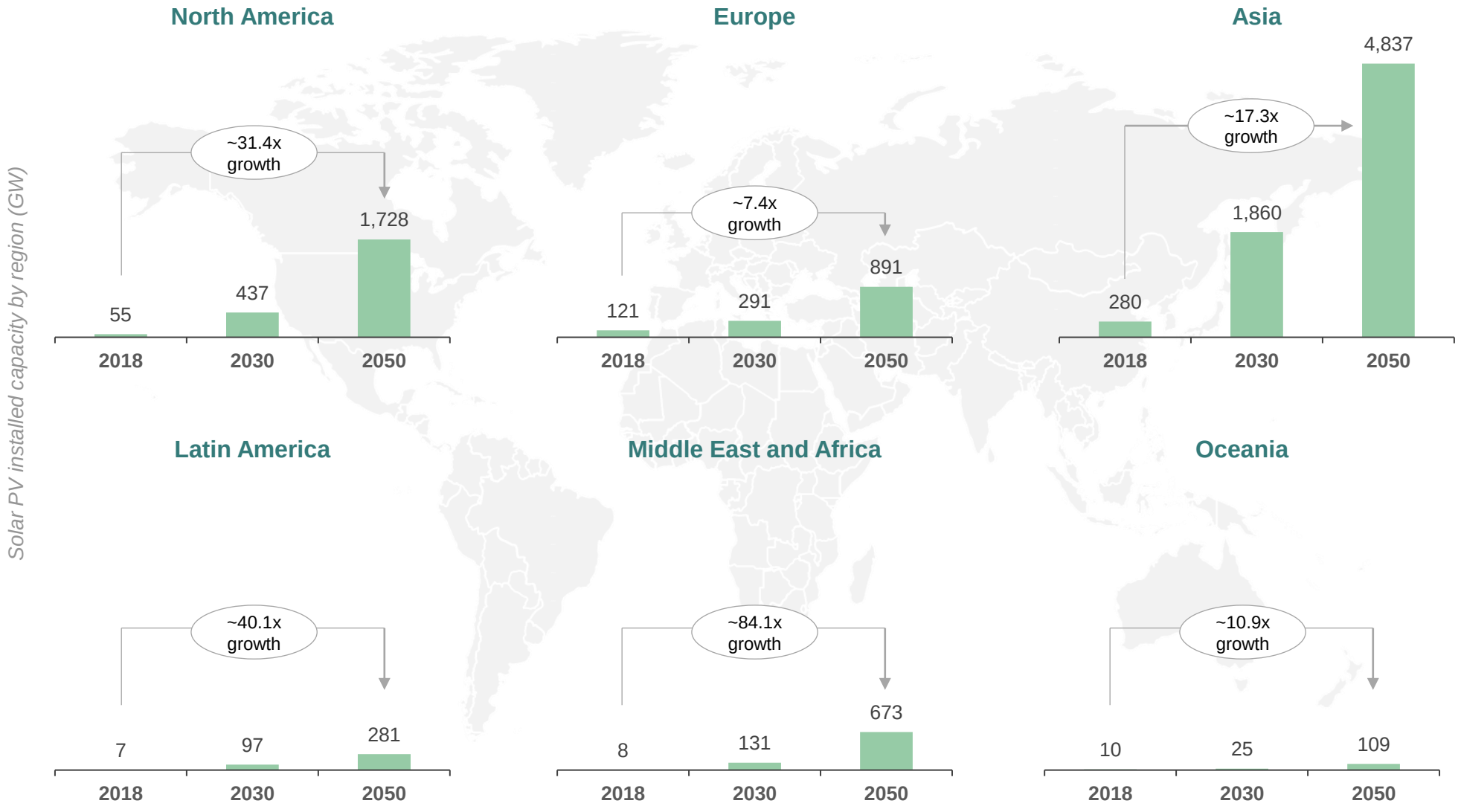
Comments

- The deployment of renewables has been growing at a rapid pace in recent years
- Among all renewable technologies, solar PV power installations have been dominating the renewables industry in recent years
- The breakthrough in Solar PV capacity additions has largely been achieved due to significant cost reductions and government policies, including deployment policies, research and development (R&D) funding, and other policies that have supported the development of the industry in leading countries
- As of the end of 2019, the global capacity of installed solar PV power reached 580 GW, representing 20% YoY growth compared to 2018 (483 GW)
- IEA estimate in their renewables 2019's accelerated case, solar PV power capacity growth of 877 GW, reaching a cumulative capacity of 1,457 GW in 2024
- Analysis from IREANA shows that solar PV power installations could grow almost five-fold over the next ten years, reaching a cumulative capacity of 2,840 GW by 2030 and rising to 8,519 GW by 2050

Source: IRENA (2019): Future of Solar Photovoltaic ; IEA: Renewables 2019

Large growth potential for Solar in all regions

Norsk Solar's strategy is to develop solar projects in emerging markets

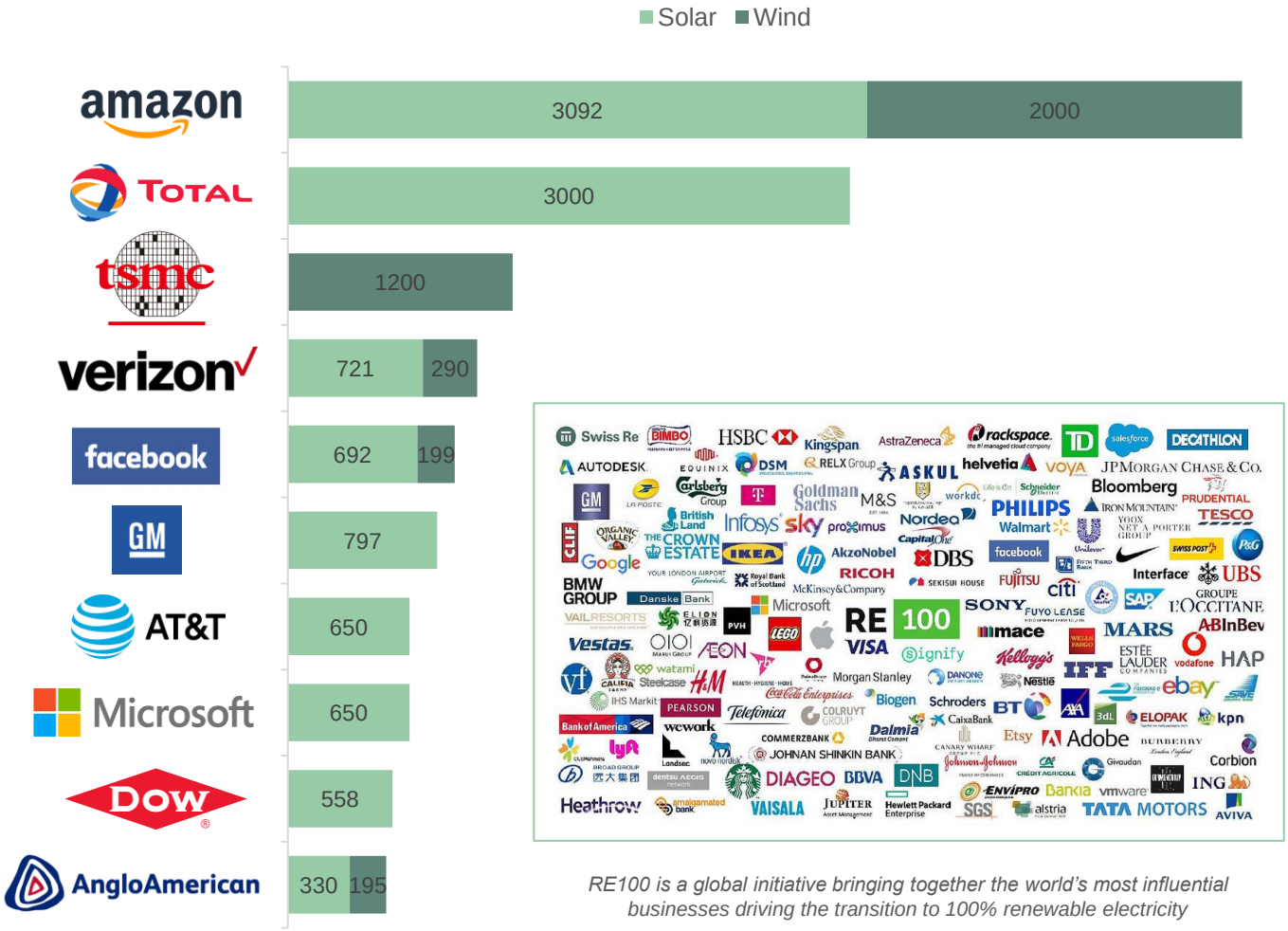


Source: IRENA (2019): Future of Solar Photovoltaic

Corporate interest in sustainability is skyrocketing

Flow of new companies making clean energy commitments
Norsk Solar's C&I offering helps customers in reaching their clean energy ambitions

Top corporate clean energy buyers, 2020 | MW



RE100 is a global initiative bringing together the world's most influential businesses driving the transition to 100% renewable electricity

Norsk Solar gives bankable corporations in emerging markets access to 100 % clean energy

(Previously not easily accessible for "non-fortune 500" corporations in emerging markets)

In 2020 ~65 new companies joined the RE100 climate group, pledging to offset 100% of their electricity consumption with clean energy

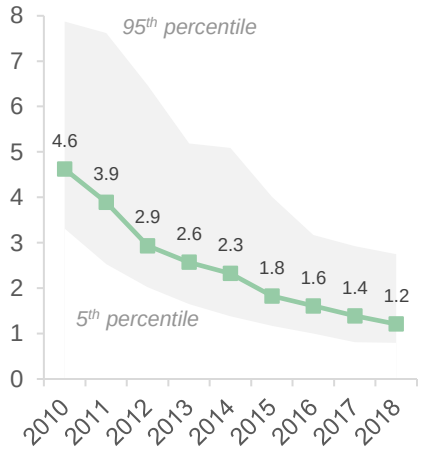
Source: BNEF. Note: chart is in MW DC and includes offsite PPAs only. Data is based on public annuncements. RE100

Solar PV installation cost has declined by ~74%

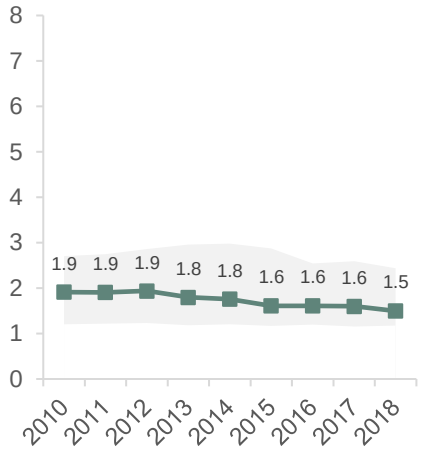
Installation cost in 2018 averaged 1.2 USDm/MW

Global weighted average installation cost (USDm/MW) and project percentile ranges

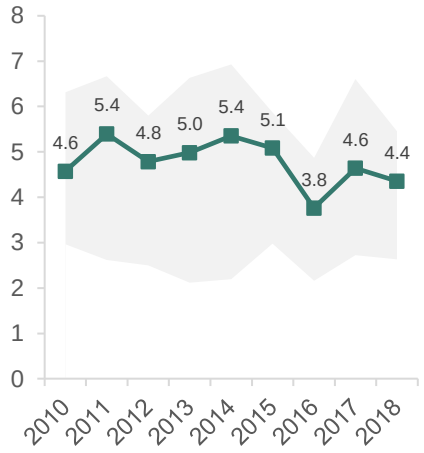
Solar photovoltaic



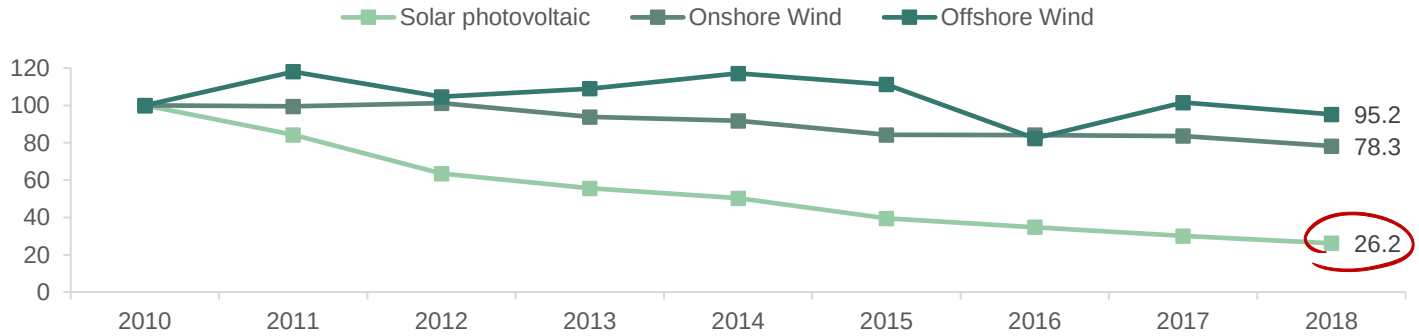
Onshore Wind



Offshore Wind



Relative price development | Index installation cost, 2009 = 100



Comments

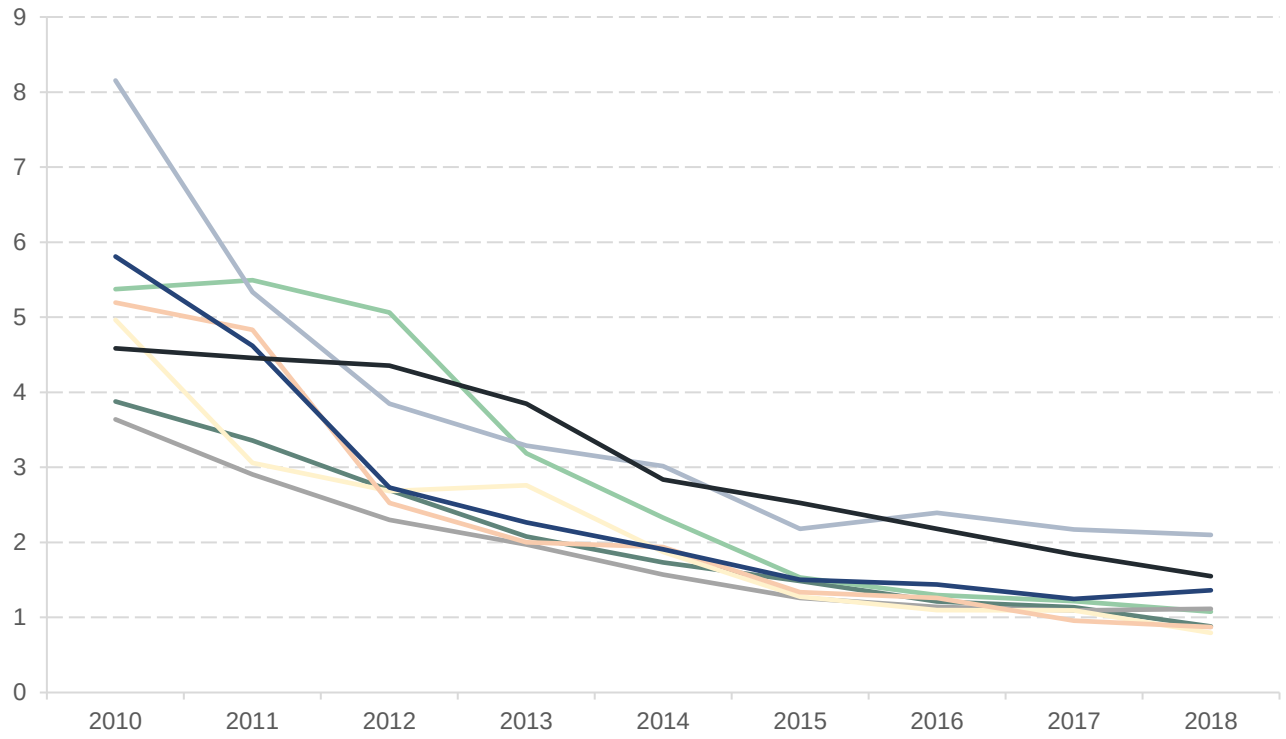
- Solar PV is emerging as one of the most competitive sources of new power generation capacity
- Between 2010 and 2018, Solar PV installation cost declined by ~74%
- In comparison, onshore- and offshore wind achieved a cost reduction of ~22% and ~5%, respectively
- Lower solar PV module prices and reductions in balance-of-systems (BoS) cost has been the main driver of the installation cost decline for Solar PV
- Analysis from IRENA indicate that installation cost of solar PV projects will continue to decline dramatically in the next three decades, averaging in the range of USD 0.34m to USD 0.83m/MW by 2030 and USD 0.17m to 0.48m/MW by 2050

Source: IRENA (2019), Renewable Power Generation Costs in 2018, International Renewable Energy Agency, Abu Dhabi

Large cost improvements in all regions

The cost spread between countries has been reduced in recent years

Utility-scale Solar PV installation cost trends in selected countries | USDm/MW



At a country level, the average total installed cost of utility-scale solar PV projects has declined by between 66% and 84% in major markets during the period from 2010 to 2018. Also, in terms of installation cost, the spread between the highest and lowest country has been reduced significantly over the same period

2010 - High/low | USDm/MW

High: 8.1 ***Low: 3.6***

2018 – High/ low | USDm/MW

High: 2.1 ***Low: 0.8***

China
France
Germany
India
Italy
Japan
United Kingdom
United States

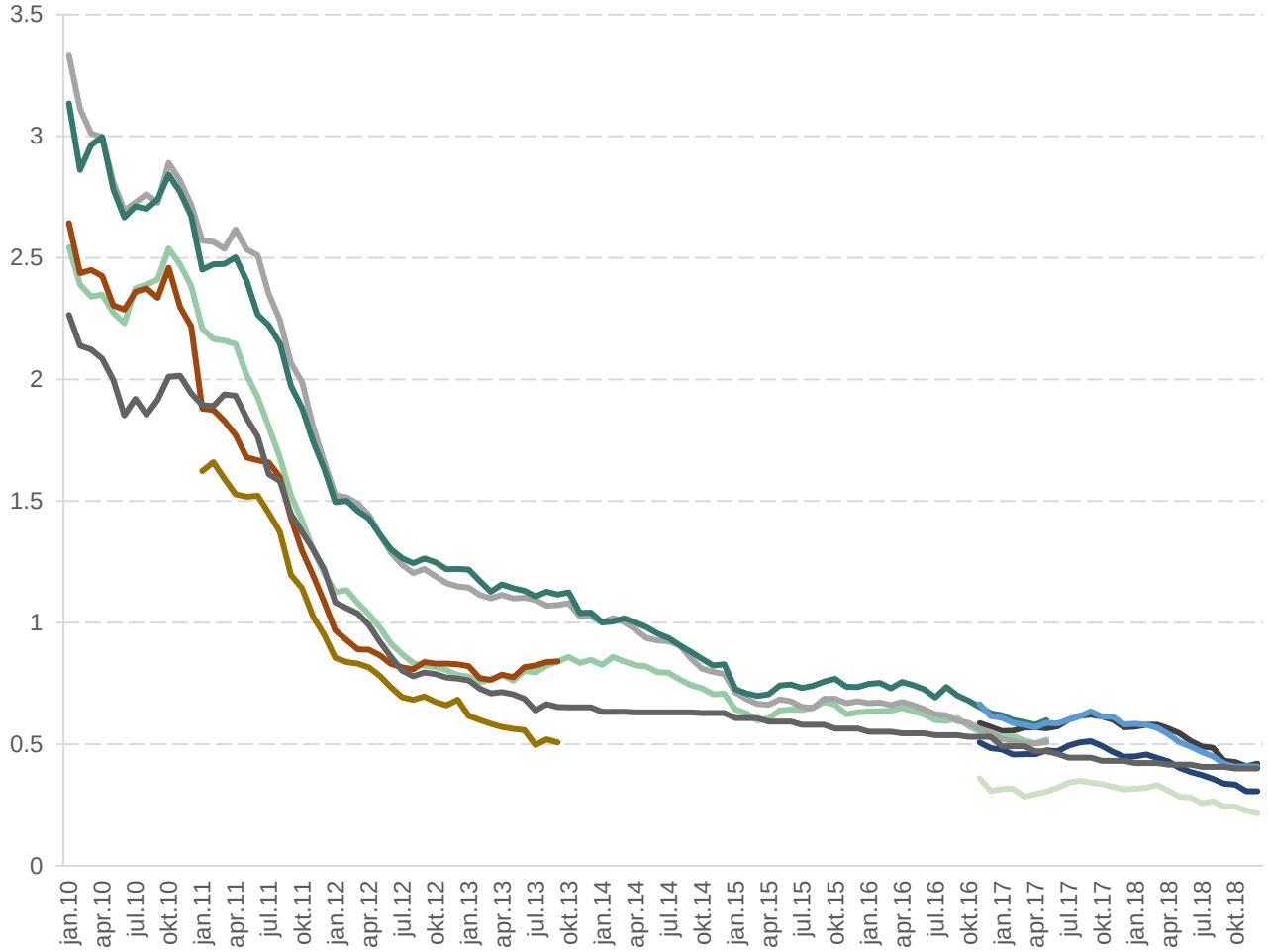
Country:								
Cost decline 2010-18:	*-77%*	*-80%*	*-69%*	*-84%*	*-83%*	*-74%*	*-77%*	*-66%*

Source: IRENA (2019), Renewable Power Generation Costs in 2018, International Renewable Energy Agency, Abu Dhabi

Huge decline in module prices has spurred growth

Lower module prices has helped Solar PV become more cost competitive relative to other energy sources

Average monthly European solar PV module prices by module technology and manufacturer | USDm/MW



Technology advancement together with a more mature supply chain and increased competition has reduced the cost of solar PV modules significantly. In sum, this has been beneficial for the adaption of Solar PV and its competitiveness relative to other energy sources

January 2010 - High/low | USDm/MW

High: 3.3	Low: 2.3

October 2018 – High/low | USDm/MW

High: 0.4	Low: 0.2

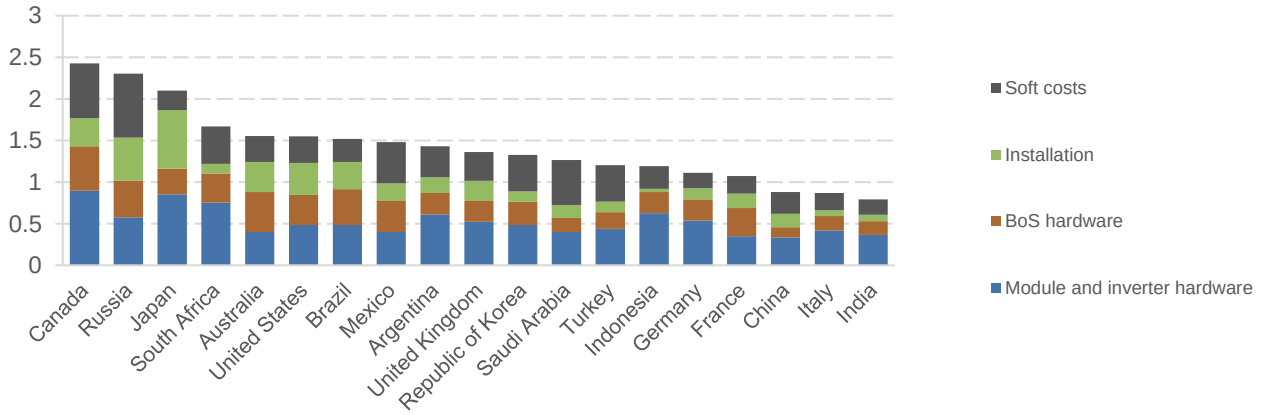
- All black
- Crystalline China
- Crystalline Europe (Germany)
- Crystalline Japan
- High Efficiency
- Low Cost
- Mainstream
- Thin film a-Si
- Thin film a-Si/u-Si or Global Index (from Q4 2013)
- Thin film CdS/CdTe

Source: IRENA (2019), Renewable Power Generation Costs in 2018, International Renewable Energy Agency, Abu Dhabi

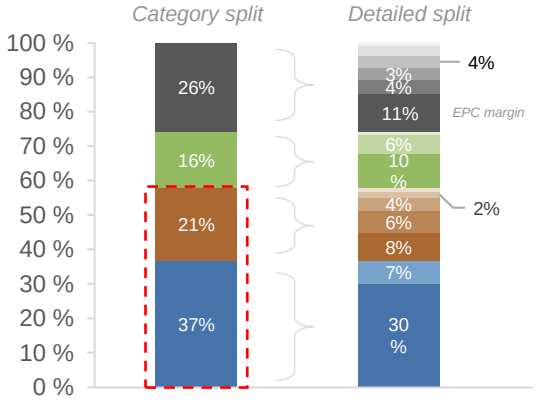
Hardware accounts for ~ 58% of total installation cost

Modules is the most expensive single source cost component

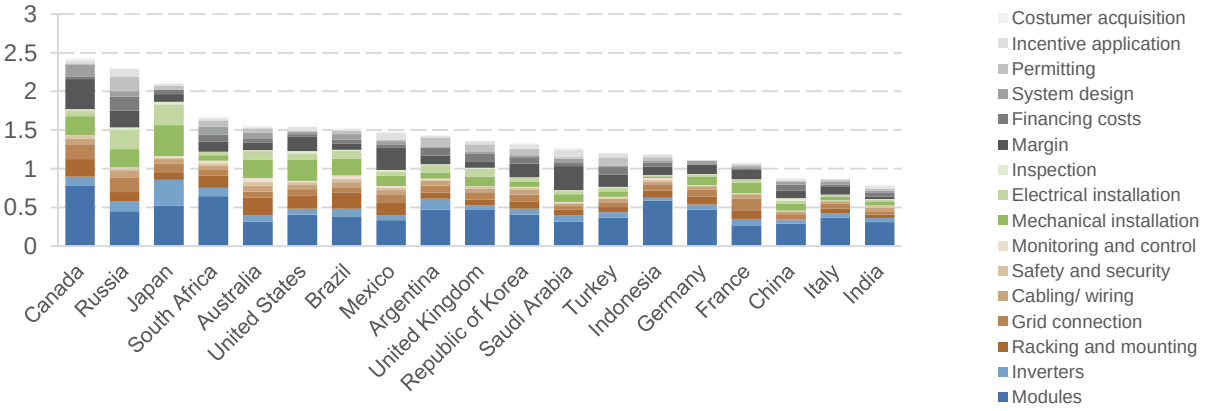
Breakdown of solar PV total installation cost by category in G20 countries | USDm/MW



Aggregated cost breakdown | Percent



Detailed breakdown of solar PV total installation cost in G20 countries | USDm/MW



Module and inverter hardware:

- *Modules*
- *Inverters*

Installation:

- *Mechanical installation*
- *Electrical installation*
- *Inspection*

BoS hardware:

- *Racking and mounting*
- *Grid connection*
- *Cabling/wiring*
- *Safety and security*
- *Monitoring and control*

Soft costs:

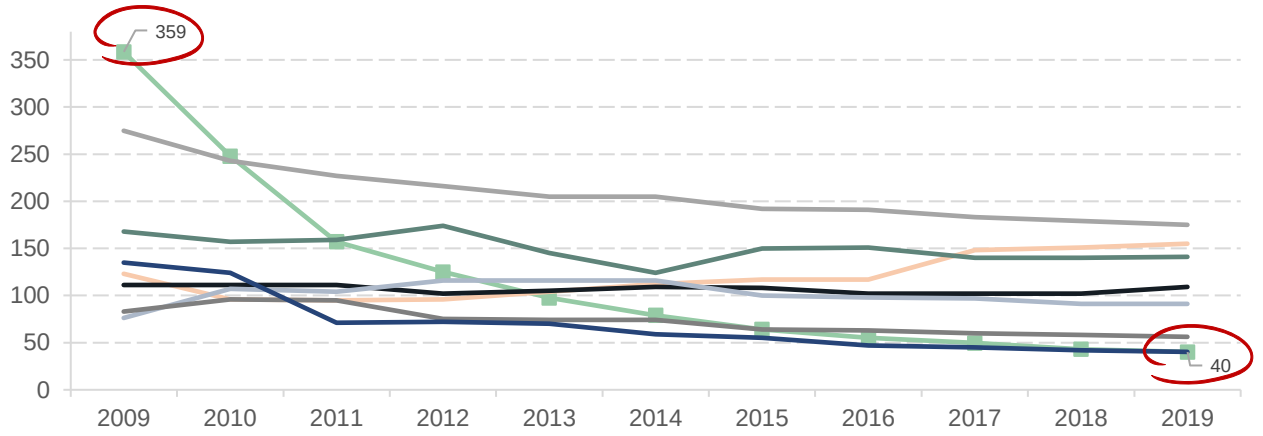
- *Margin (EPC-margin)*
- *Financing cost*
- *System design*
- *Permitting*
- *Incentive application*
- *Customer acquisition*

Source: IRENA (2019), Renewable Power Generation Costs in 2018, International Renewable Energy Agency, Abu Dhabi

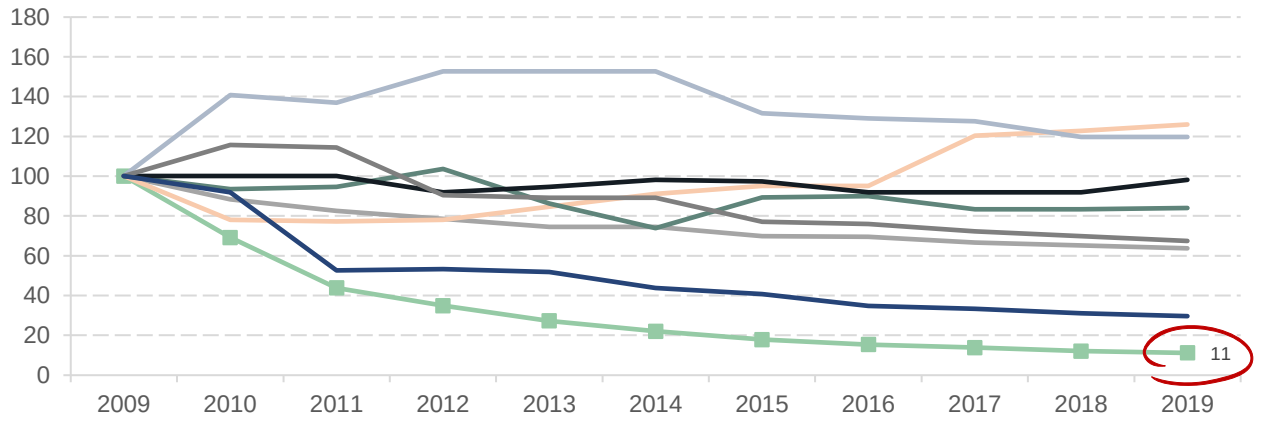
From zero to hero

Solar PV is extremely cost competitive with conventional generation technologies on a new-build basis

Levelized cost of energy (LCOE) comparison | mean (USD/MWh)



Relative LCOE development | Indexed mean LCOE, 2009 = 100



Comments

- Lazard's unsubsidized LCOE analysis indicates significant cost decline for utility-scale renewable energy generation technologies
- On a new-build basis, these technologies are extremely cost competitive with conventional generation technologies
- Solar PV has seen its LCOE dropped by 89% from 2009, driven by, among other factors, improving technologies, increased competition and decreasing capital cost

Description and percentage change in average LCOE (2009-19)

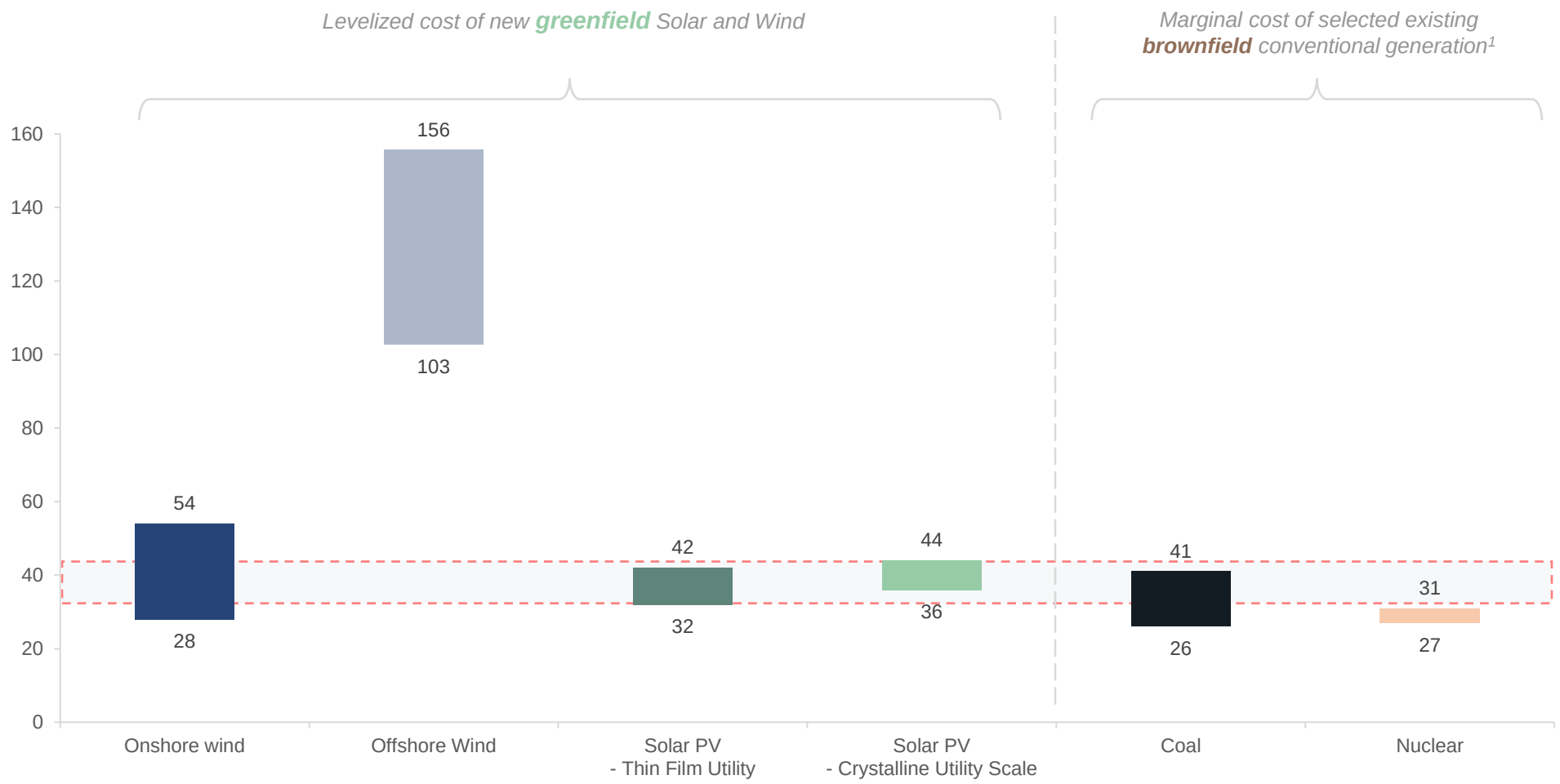
Solar PV – Crystalline (89%)	*Coal (2%)*
Solar thermal tower (16%)	*Nuclear 26%*
Onshore wind (70%)	*Gas Combined – cycle (32%)*
Geothermal 20%	*Gas Peaker (37%)*

Source: Lazard: Levelized cost of energy analysis – Version 13.0 (2019)

Solar PV – the new cost champion

Solar PV is cost competitive with the marginal cost of existing conventional generation technologies such as coal and nuclear

LCOE comparison – Renewable energy versus marginal cost of selected existing conventional generation | USD/MWh



Source: Lazard: Levelized cost of energy analysis – Version 13.0 (2019), EIA: Levelized Cost and Levelized Avoided Cost of New Generation Resources AEO2020

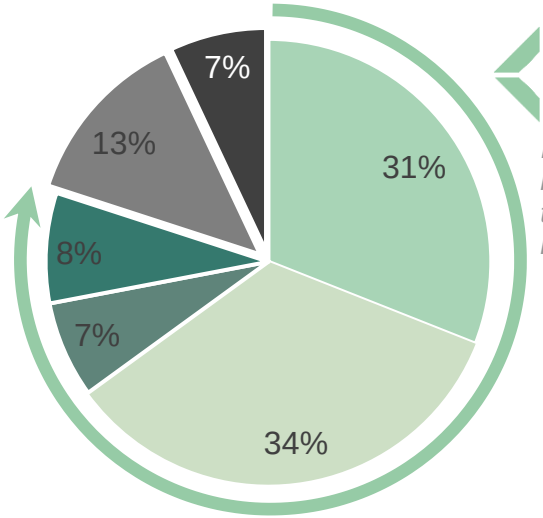
1) Inclusive of decommissioning cost for nuclear facilities.

Potential change of revenue streams for future PV plants

Norsk Solar's business model is already well positioned to cope with the expected change in revenue stream

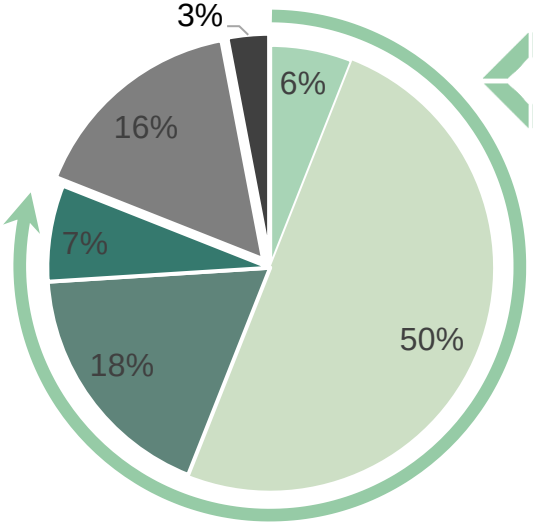
Revenue streams for new utility-scale PV plants

2019



Norsk Solar's business model targets 80% of the market

2024



In 2024, 81 % of new utility-scale PV plants is expected to be relevant for Norsk Solar

Revenue streams for new utility-scale PV plants

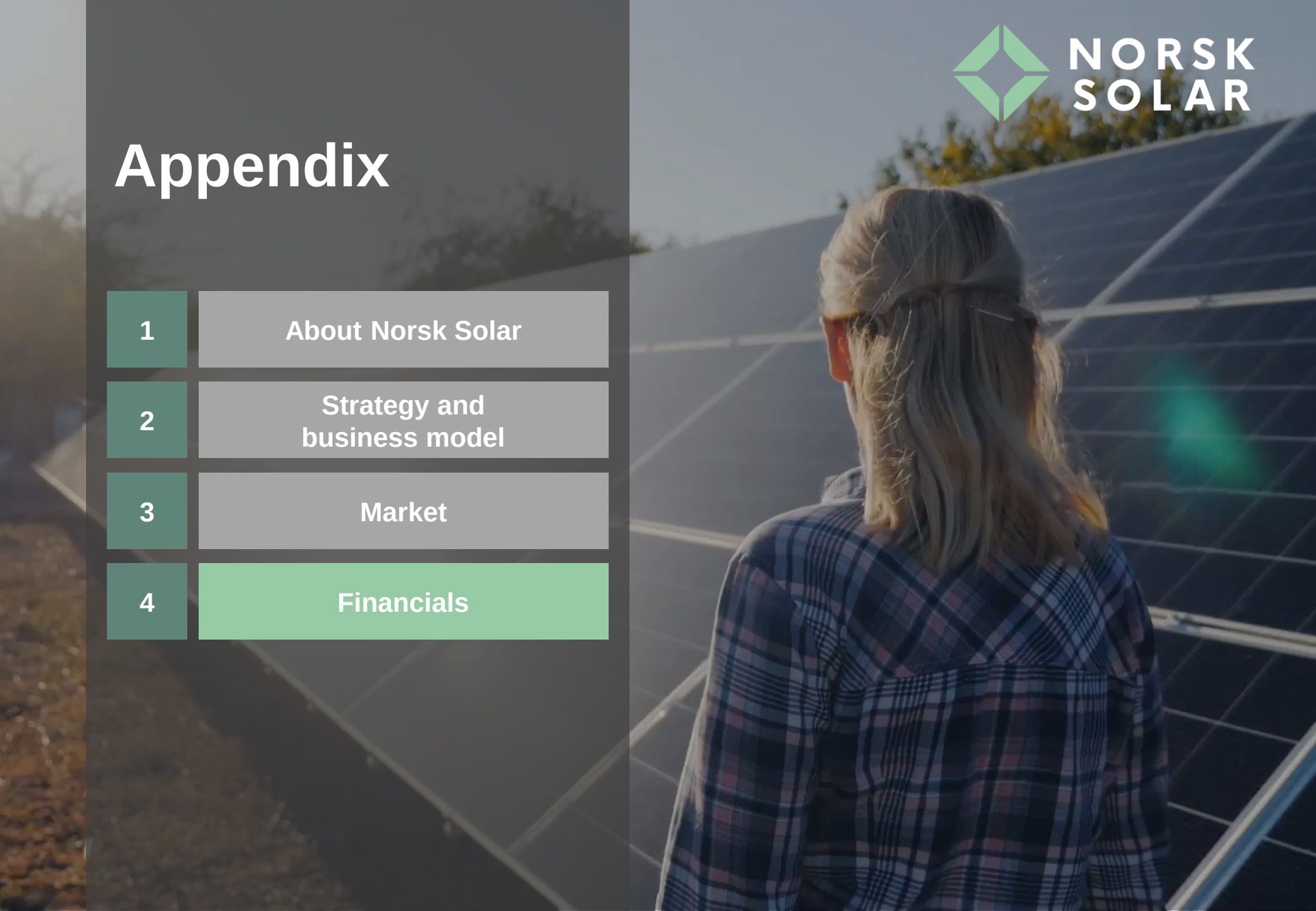
FIT	*Tender/Auction PPA*
Private PPA (corporate off-takers)	*Merchant*
Private PPA with tax credit	*PPA with GC*

- In 2019, 34% of the PPA's was secured through a tender process
- Market observers expected this number to increase to ~50% by the end of 2024, as many governments are reviewing their renewable energy programs, including moving away from FIT/PPA to tender/auctions
- Tender PPA are expected to increase competition as more market players provide more competitive prices that are closer to their at-the-money threshold
- Private PPA is expected to increase in demand. More corporations seeks to become carbon neutral and fill their energy needs through renewable energy sources

Source: IHS Markit: The PV market 2020 (NORWEP International Solar Day)

Appendix

1	About Norsk Solar
2	Strategy and business model
3	Market
4	Financials



Financial Statement – Norsk Solar AS

PROFIT & LOSS (NOKm)	2018 (Audited)	2019 (Audited)	2020 (Unaudited)
Revenues	0,1	40,4	2,3
CoGS	-1,3	-29,9	-3,2
Gross Profit	**-1,2**	**10,5**	**-0,8**
Salary	-1,1	-4,2	-7,2
Other opex	-1,7	-2,8	-2,4
EBITDA	**-4,0**	**3,5**	**-10,4**
Depreciation & amortization	0,0	-0,1	-0,1
EBIT	**-4,0**	**3,5**	**-10,5**
Net financial cost	-8,5	-0,6	-1,8
Dividend from SPVs	0,0	0,0	0,0
Profit before taxes	**-12,5**	**2,9**	**-12,4**
Taxes	0,1	0,0	0,0
Net profit	**-12,4**	**2,9**	**-12,4**

BALANCE SHEET (NOKm)	2018 (Audited)	2019 (Audited)	2020 (Unaudited)
Tangible non-current assets	0,0	0,0	0,5
Intangible non-current assets	1,3	1,3	1,2
Other non-current assets	6,6	49,5	35,3
Inventories and receivables	1,6	1,3	3,8
Other current assets	8,0	0,3	0,7
Cash and liquid assets	6,9	9,5	49,9*
Total assets	**24,4**	**62,0**	**91,4**
Total equity	**23,6**	**21,2**	**80,8***
Shareholder loan	0,0	26,7	0,0
Interest-bearing non-current debt	0,0	0,0	6,6
Other non-current debt	0,0	12,8	0,0
Interest bearing current debt	0,0	0,0	0,0
Accounts payable	0,3	0,6	2,6
Tax payables	0,0	0,0	0,0
Other current debt	0,6	0,8	1,3
Total liabilities	**0,8**	**40,8**	**10,6**
Total liabilites & equity	**24,4**	**62,0**	**91,4**

P&L

- Revenues and Cost of Goods Sold (CoGS) in 2019 was driven by the Semypolky EPC contract, where Norsk Solar was the main EPC contractor for the construction of the 9 MW solar power plant in Ukraine
- Limited construction work in 2020 has reduced EPC revenues

B/S

- Other non-current assets consist mainly of the shares in the Semypolky and Gharo power producing assets. A partial divestment in Semypolky is driving the reduction in book value from 2019 to 2020
- Majority shareholder Valinor AS converted the shareholder loan to equity in 2020
- Interest-bearing non-current debt is mainly related to a loan from Innovasjon Norge
- Other non-current debt in 2019 was related to the Semypolky power producing asset, and is reduced in 2020 due to the mentioned partial divestment

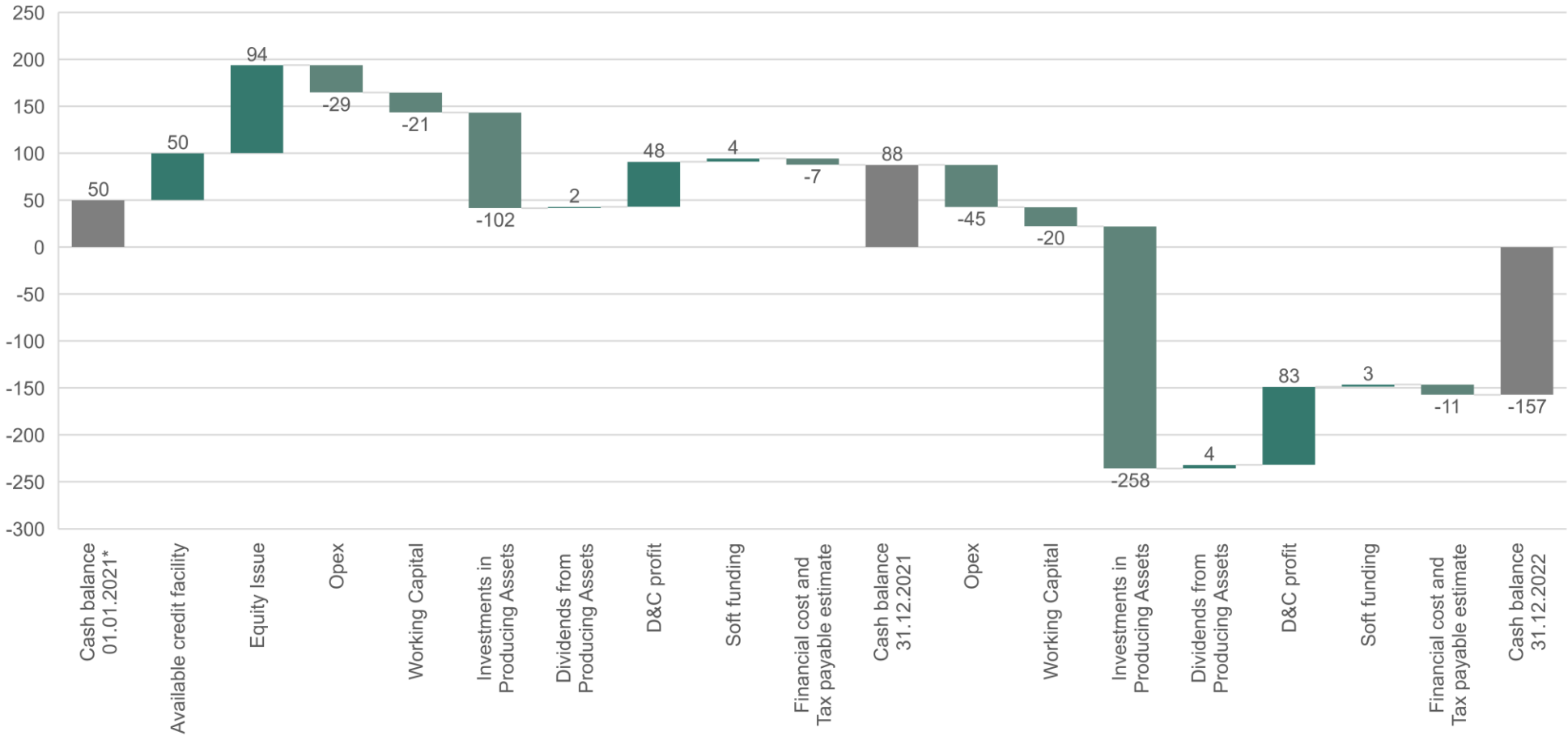
Note(*): Equity and Cash and liquid assets include net proceeds of NOK ~27m from the equity issue closed in December 2020 with settlement 15 January 2021

Liquidity bridge for 2021 and 2022

Norsk Solar will need additional funding during 2022 to realize the strong growth in the business plan

Financing through issuing a green bond or other debt financing alternatives (other than existing credit facility) is not included in below cash flow bridge

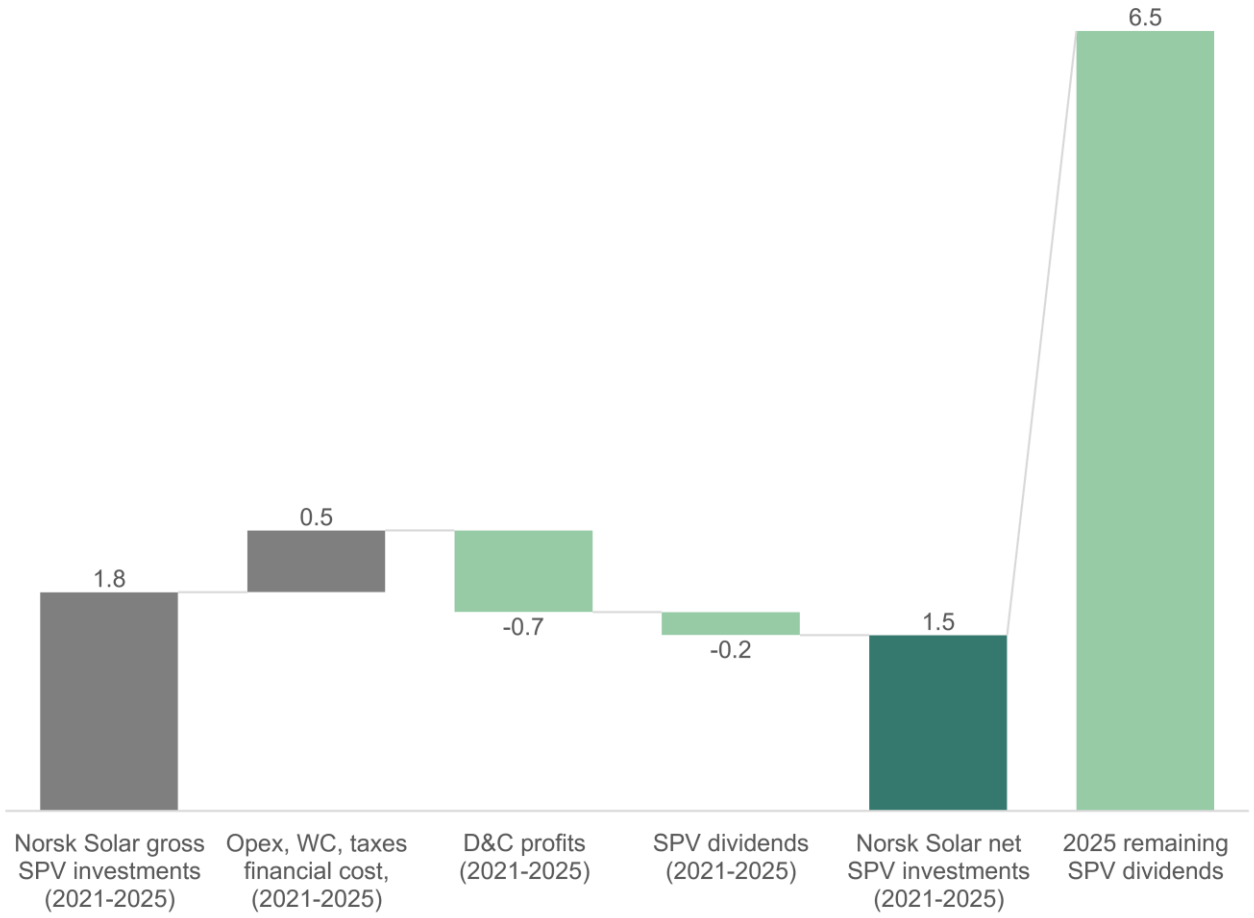
Sources and Uses 2021 & 2022 | NOKm



Note(*): Available cash include net proceeds of NOK ~27m from the equity issue closed in December 2020 with settlement 15 January 2021

Net investments of NOK 1.5bn for NOK 6.5bn dividends

Aggregate Cash Flow bridge 2021-2025 | NOKbn



- Over the next 5 years Norsk Solar will invest approx. NOK 1.8bn in power producing SPVs
- Over the same period Norsk Solar will have overhead cost, other expenses and working capital requirements of NOK 0.5bn
- Meanwhile the Company will also have NOK 0.7bn of D&C profits and NOK 0.2bn of dividends from the power producing SPVs
- Norsk Solar will hence have a net investment in power producing SPVs of NOK 1.5bn over the period 2021-2025
- In 2025 these SPVs will have expected remaining dividends of NOK 6.5bn

Consolidated Financial Statement – Norsk Solar Group

PROFIT & LOSS (NOKm)	2019 (Audited, Consolidated)	2020 (Unaudited, Consolidated)
Revenues	2.8	11.7
CoGS	-0.1	-5.4
Gross Profit	**2.7**	**6.3**
Salary	-4.7	-7.8
Other opex	-9.6	-3.3
EBITDA	**-11.6**	**-4.9**
Depreciation & amortization	-0.1	-5.6
EBIT	**-11.7**	**-10.5**
Net financial cost	0.0	-16.3
Dividend from SPVs	0.0	0.0
Profit before taxes	**-11.7**	**-26.7**
Taxes	0.0	0.0
Net profit	**-11.7**	**-26.7**

BALANCE SHEET (NOKm)	2019 (Audited, Consolidated)	2020 (Unaudited, Consolidated)
Tangible non-current assets	38.7	50.5
Intangible non-current assets	1.3	1.2
Other non-current assets	21.4	20.0
Inventories and receivables	37.1	8.4
Other current assets	0.1	0.2
Cash and liquid assets	19.8	27.0
Total assets	**118.4**	**107.3**
Total equity	**29.3**	**53.0**
Shareholder loan	26.7	0.0
Interest-bearing non-current debt	42.4	49.7
Other non-current debt	12.8	0.0
Interest bearing current debt	0.0	0.0
Accounts payable	1.2	2.5
Tax payables	0.0	0.2
Other current debt	6.1	2.0
Total liabilities	**89.1**	**54.3**
Total liabilites & equity	**118.4**	**53.0**

P&L

- Consolidated revenues in 2020 relates mainly to production and sale of solar energy, NOK 9m (Semypolky SPV – half year effect), and government grant of NOK 1.75m
- As main revenues in 2019 was EPC revenue towards the Semypolky SPV this revenue and related CoGS are eliminated in the consolidated financial figures

B/S

- Tangible non-current asset is mainly related to producing solar plant in the Semypolky SPV
- Other non-current assets consist mainly of shares in the Gharo Solar SPV (NOK14m) and non-current receivables
- In 2019, inventories and receivables related mainly to prepaid cost, NOK 36m. Year end 2020, prepaid cost amounted to NOK 1.6m
- Interest-bearing non-current debt in 2020 relates mainly to a loan from Innovasjon Norge AS of NOK 5m and non-recourse debt in the Semypolky SPV of NOK 43m

Glossary of terms used and acronyms

- AoA: Articles of Association
- AM: Asset Management
- DD: Due diligence
- EPC: Engineering, procurement and construction
- EYA: Energy yield assessment
- FM: Financial modeling
- IDD: Internal due diligence
- IPP: Independent power producer
- LCOE: Levelized cost of energy
- LDD: Lenders due diligence
- LLA: Lender's legal advisors
- LTA: Lender's technical advisors
- MOU: Memorandum of understanding
- O&M: Operation and maintenance
- PIM: Project information memorandum
- PPA: Power purchase agreement
- PV: Photovoltaic Systems
- RFP: Request for proposal
- SHA: Shareholders' Agreements
- SME: Subject matter expert
- SPA: Share purchase agreement
- TS: Term sheet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SOLAR