

MEMORANDUM OF INCORPORATION FOR KLEIN CAPITAL AS

Oslo, 12.03.2020

On March 12th, 2020, the following subscribers resolved to establish the limited liability company Klein Capital AS:

1. The Subscribers

Klein Group AS
Registration number: 993 562 556
Grundingen 3,
0250 Oslo

2. Articles of Association

The subscribers adopted the articles of association for KLEIN CAPITAL AS. The articles of association have been attached and are considered to be part of the memorandum of association.

3. The Share Capital

The share capital of the company was subscribed for with NOK 30,000. A total of 30,000 shares, each with a nominal value of NOK 1, were subscribed for.

The subscribers shall pay a share premium of 0,20 per share. Incorporation costs related to registration fee (cf. «Rettsgebyrloven» § 24) approximately NOK 6,000. Incorporation costs is covered by the share premium account.

Registration fee to the Register of Business Enterprises NOK 5,570

The total share capital (share capital and share premium) was paid up on April 8th, 2020.

The share capital is available to be used immediately after the opening balance has been approved.

The founders subscribe for shares in the company as follows;

Subscriber	No of shares	Nominal value	Premium	Share capital
Klein Group AS	30.000	1,00	0,20	36.000,-

4. Opening Balance

The subscribers adopted the opening balance for KLEIN CAPITAL AS. The opening balance has been attached and is considered to be part of the memorandum of association.

5. The Board of Directors

The following Board of Directors was elected:

Chairman: Morten Klein (national ID no: 270169 34386)

6. Auditor

The Company's Board of Directors is authorized by the General Meeting to decide that the Company's annual accounts shall be audited by RSM Norge AS.

The undersigned hereby incorporates the Company through its signature.
Oslo, 12.03.2020.

Morten Klein
Klein Group AS

ARTICLES OF ASSOCIATION FOR KLEIN CAPITAL AS

The articles of association of the company shall be;

- § 1 The name of the company is KLEIN CAPITAL AS
- § 2 The registered office of the company is in the municipality of Oslo
- § 3 The object of the company is to invest in and manage shares and securities both in Norway and abroad.
- § 4 The company's share capital is NOK 30,000 divided into 30,000 shares each with a nominal value of NOK 1.
- § 5 The board of directors of the company shall consist of between 1 to 5 members. The company's board of directors is elected by the general meeting.
- § 6 The company's board of directors represent the company and sign on behalf of the company. The board of directors may give board members, the general manager, or named employees the right to sign on behalf of the company. The board can issue procaration.
- § 7 The ordinary general meeting is held annually within the month of June. A written notice of the general meeting shall be sent to shareholders no later than one week before the meeting is to be held.

The following matters shall be addressed and decided on at the ordinary general meeting:

1. Approval of the financial statements, including distribution of dividend
2. Election of the board of directors, the auditor (if required) and the business manager if the business manager is requested by the general meeting (cf. § 6-6 of the Companies Act on the time of office of the board members)
3. Amendments of the Articles of Association
4. Any matters to be addressed to the general meeting