

Vedlegg 2 Fullmaktsskjema/Appendix 2 Proxy Form

PROXY FORM

As the owner of _____ shares in CrayoNano AS I/we hereby

appoint The chairman of the board of directors

_____(insert name)

as my/our proxy to represent and vote for my/our shares at the annual general meeting of CrayoNano AS to be held on 25 April 2023.

If none of the alternatives above has been ticked the chairman of the board will be considered appointed as proxy. If the chairman of the board has been appointed as proxy, the chairman of the board can appoint another member of the board or the management to represent and vote for the shares covered by the proxy.

If the shareholder so desires and the chairman of the board has been appointed as proxy, the voting instructions below can be filled in and returned to the Company. The shares will then be voted in accordance with the instructions.

Voting instructions:

Resolution	Vote for	Vote against	Abstain
2. Approval of notice of meeting and agenda			
3. Approval of the annual accounts and directors' report of CrayoNano AS for 2022			
4. Determination of the remuneration of the members of the board of directors			
5. Approval of the remuneration of the Company's auditor			
6. Board observer role			
7. Capital increase in connection with Private Placement – cash contribution			
8. Capital increase in connection with Private Placement – set-off			
9. Authorisation to increase share capital – Subsequent Offering			
10. Approval of share option scheme			
11. Authorisation to increase share capital – Option scheme			
12. Authorisation to increase share capital – General corporate purposes			

If voting instructions are given the following applies:

- If the box "Vote for" has been ticked, the proxy is instructed to vote for the proposal in the notice, with any changes suggested by the board of directors, the chairman of the board or the chairperson of the meeting. In case of changes in the proposals included in the notice, the proxy can at his/her own discretion abstain from voting the shares.
- If the box "Vote against" has been ticked, this implies that the proxy is instructed to vote against the proposal in the notice, with any changes suggested by the board, the Chairman of the Board or the chairman of the meeting. In case of changes in the proposals included in the notice, the proxy can, at his/her discretion, abstain from voting the shares.

- If the box "Abstain" has been ticked, the proxy is instructed to abstain from voting the shares.
- If none of the boxes has been ticked, the proxy is free to decide how to vote the shares.
- In respect of elections, the instructions are only valid for voting in respect of elections of the candidates who have been listed in the proxy form.
- In respect of a vote over matters that are not included on the agenda, and which may validly come before the meeting, the proxy is free to decide how to vote the shares. The same applies for votes over formal matters, such as election of the chairperson of the meeting, voting order or voting procedure.
- If a shareholder has inserted another person than the chairman of the board as proxy, and wants to give such person instructions on voting, this is a matter between the shareholder and the proxy. In such a situation, the company does not undertake any responsibility to verify that the proxy votes in accordance with the instructions.

Signature: _____ *

Name of signer: _____ (block letters)

Shareholder: _____ (block letters)

Place/date: _____

Please send the proxy to CrayoNano att. Jens Kielland. By post; CrayoNano AS, Sluppenvegen 6, 7037 Trondheim or preferably by email jens.kielland@crayonano.com no later than 24 April 2023 at 12:00 (CEST).

* If the proxy is given on behalf of a company or other legal entity, relevant evidence of authority must be attached to evidence that the person signing the proxy form is properly authorized.