

**Enclosure 5**

**Höegh LNG Holdings Ltd. (the “Company”)**

**Special General Meeting 30 March 2021**

**Form of Proxy**

I/We, ..... (name of shareholder/shareholders in block letters)

being (a) registered holder(s) in the branch register of the Company maintained by Verdipapirsentralen ASA of \_\_\_\_\_ common shares of par value USD 0.01 each in the capital of the Company at 20:00 hours CET on 25 March 2021 (the “**Record Date**”), am/are entitled to attend, speak at and vote at the Special General Meeting of the Company (the “**SGM**”) to be held at the registered office of the Company located at Canon’s Court, 22 Victoria Street, Hamilton HM12, Bermuda on 30 March 2021 at 10:00 hours (ADT).

I/We hereby appoint \_\_\_\_\_ (name of proxy), failing whom, the Director, Steven Rees Davies, or in his absence, the company secretary Appleby Global Corporate Services (Bermuda) Ltd., to act as my/our proxy at the SGM or at any adjournment thereof, and to vote on my/our behalf at such meeting and any adjournment thereof and, on my/our behalf, to consent to short notice of such meeting, such agency and proxy to remain effective until revoked by my/our written notice in the manner prescribed by the Bye-Laws of the Company for revocation of a proxy.

I/We direct that my/our proxy will vote (or abstain from voting) on a show of hands and/or a poll on the resolutions set out in the Notice of Special General Meeting as indicated below. In the event no voting directions are given, the proxy holder may vote at his/her discretion at the meeting.

<b>RESOLUTIONS</b>				
<b>Agenda Item No.</b>	<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
4.	<b>Approve Amalgamation and De-Listing of shares</b>			
	4.1 RESOLVED that, pursuant to Section 106 of the Companies Act 1981, the amalgamation agreement between the Company and Larus Limited tabled at the meeting (the “ <b>Amalgamation Agreement</b> ”) and the transactions contemplated thereby, including the amalgamation of the Company and Larus Limited (the “ <b>Amalgamation</b> ”), be and is hereby approved and the Company be and is hereby authorized to perform all obligations, acts and things in connection with the Amalgamation Agreement.			
	4.2 RESOLVED that the Company applies for de-listing of its shares from Oslo Børs, such de-listing to be conditional upon the completion of the Amalgamation, and that the Board of Directors (represented by the independent directors) and management of the Company be authorized to initiate and complete the delisting process, including preparation and submission of the application for de-listing.			

Executed at ..... (Place) on .....2021 (Date)

.....  
(Signature)  
Shareholder in Höegh LNG Holdings Ltd.

**NOTES:**

When executing as attorney, executor, administrator or guardian, officer or duly authorised representative of a corporate shareholder, please give a full description of the capacity in which you are executing and provide appropriate evidence of your authority to execute on behalf of such shareholder.

Please indicate with a cross in the appropriate box how you wish your votes to be cast. In the absence of any specific direction, the proxy will vote (or abstain from voting) at his/her/their discretion.

On any other business that properly comes before the Special General Meeting (including any motion to amend any resolution or to adjourn the Meeting) the proxy will vote or abstain at his/her/their discretion as he/she/they see fit.

The duly executed proxy to be received:

(i) By post:

DNB Bank ASA  
Registrars Dept.  
P. O. Box 1600 Sentrum  
0021 Oslo, Norway  
Att: Mr Stig Tore Strøm

(ii) PDF by e-mail:

E-mail: [vote@dnb.no](mailto:vote@dnb.no)

by **no later than 26 March 2021 at 16:00 hours (CET)**.