

## ZWIPE PUBLISHES MINUTES FROM ANNUAL GENERAL MEETING

**OSLO, NORWAY– 14 May 2020** – The Annual General Meeting in Zwipe AS (Company) was held today. All proposed resolutions were approved unanimously in accordance with the call for the meeting. The minutes of Annual General Meeting are included as an attachment. The complete proposal, which was approved by the Annual General Meeting, is available on [www.zwipe.com](http://www.zwipe.com) for further reference. The attendants of the AGM represented 11,2% of the votes in the company.

### **The following matters were reviewed and confirmed:**

#### **Approval of the annual report and financial statements for 2019:**

The board's proposal for the annual report and the financial statements for 2019 for the Company and the group were unanimously approved.

#### **Election of members to the Board of Directors:**

The following persons were unanimously elected to comprise the new Board of the Directors:

- Jörgen Lantto, Chairman of the board
- Dorian Barak
- Johan Biehl
- Dennis Jones
- Diderik Schonheyder
- Pål Eivind Vegard

#### **Remuneration to the members of the Board of Directors and the members of the Nomination Committee**

Remuneration to the Board for the period from the AGM in 2020 until the AGM in 2021 were unanimously approved as follows:

Chairman of the Board: NOK 260.000,-

Members of the Board: NOK 130.000,-

As remuneration, it was unanimously approved that members of the Nomination committee each receive a total of NOK 40.000 for each year in the term they have served (two years). Jörgen Lantto is covered by the board member remuneration and will hence not receive remuneration for his seat on the nomination committee.

#### **Board authorizations and instructions to the Board regarding use of the authorization to issue shares to increase the Company's equity**

The Board proposed that two new authorizations for the Board on capital increases are issued, (i) to fulfil the Company's incentive program and (ii) to cater for strengthening of the Company's equity.

- i. Authorization for capital increase to fulfill the Company's incentive program

The Annual General Meeting resolved that the Board is hereby granted authorization to increase the share capital of Zwipe AS (the Company), on one or several occasions, with up to NOK 216 946.70 (2,169,647 new shares), equivalent to 8.5% of the registered share capital at the time of this resolution. The authorization shall remain in force until the end of the annual general meeting 2021, however not beyond 30 June 2021. The pre-emptive right of the shareholders to subscribe may be set aside.

ii. Authorization for capital increase to strengthen the Company's equity (extract, please see the attachment to the notice for the complete proposal)

The Annual General Meeting resolved that the General Meeting granted a new authorization to the Board to issue shares corresponding to up to 25% of the share capital, and the new authorization shall be restricted to issue of shares to strengthen the Company's equity to the extent the Board considers this to be in the Company's best interest at the given time.

The authorization may be used to issue shares to strengthen the Company's equity to the extent the Board considers this to be in the Company's best interest at the given time. The authorization shall remain in force until the end of the annual general meeting 2021, however not beyond 30 June 2021. The pre-emptive right of the shareholders to subscribe may be set aside.

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This is information that Zwipe AS is obligated to make public pursuant to the continuing obligations of companies admitted to trading on Oslo Børs Merkur Market and on Nasdaq First North Growth Market. Certified Adviser on Nasdaq First North is FNCA Sweden AB, [info@fnca.se](mailto:info@fnca.se), +46 (0)8528 00 399. The information was submitted for publication, through the agency of the contact person set out below, on May 14, 2020 at 23:15 CET

#### **About Zwipe**

Zwipe is a technology solution provider that enables battery-less, ultra-low-power, self-contained biometric authentication solutions. Together with an ecosystem of partners including global brands within security, financial services and ID applications, Zwipe is "Making Convenience Secure™" for banks, merchants and consumers. Using advanced fingerprint recognition while protecting personal information, Zwipe's solutions address the data theft pitfalls inherent in traditional authentication methods. Headquartered in Oslo, Norway, Zwipe has spent the last 10 years developing its unique power harvesting technology platform in combination with security solutions based on international infrastructure standards. To learn more, visit [www.zwipe.com](http://www.zwipe.com)

Certified Adviser on Nasdaq First North is FNCA Sweden AB, [info@fnca.se](mailto:info@fnca.se), +46 (0) 528 00 399

For more information contact: André Løvestam, CEO, +47 991 66 135 [ir@zwipe.com](mailto:ir@zwipe.com)