

NATIONAL PROSPECTUS SUPPLEMENT



PRYME N.V.

(A public limited liability company incorporated under the laws of the Netherlands with registration number 75055449)

Supplementing Information to the Prospectus dated 26 May 2025 for the Subsequent Offering of up to 1,233,208 Offer Shares

This document (the "**Prospectus Supplement**") has been prepared by Pryme N.V. (the "**Company**" or "**Pryme**", and together with its consolidated subsidiaries, the "**Group**"), a public limited liability company incorporated under the laws of the Netherlands, solely in connection with a subsequent repair offering (the "**Subsequent Offering**") of up to 1,233,208 new shares in the Company, each with a nominal value of EUR 0.50 (the "**Offer Shares**"), at a subscription price of NOK 15.00 per Offer Share (the "**Subscription Price**"). The Supplement Prospectus is a supplement to the prospectus dated 26 May 2025 (the "**Prospectus**").

The Subscription Rights and the Offer Shares are being offered only in those jurisdictions in which, and only to those persons to whom, offers and sales of the Offer Shares (pursuant to the exercise of Subscription Rights) may lawfully be made and, for jurisdictions other than Norway, would not require any filing, registration or similar action. The Shares have not been, and will not be, registered under United States Securities Act of 1933, as amended (the "U.S. Securities Act") or with any securities regulatory authority of any state or other jurisdiction in the United States of America ("U.S." or "United States"), and are being offered and sold: (i) in the United States only to Qualified Institutional Buyers ("QIBs") in reliance on Rule 144A or pursuant to another exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act; and (ii) outside the United States in compliance with Regulation S. Prospective purchasers are hereby notified that sellers of Offer Shares may be relying on the exemption from the provisions of Section 5 of the U.S. Securities Act provided by Rule 144A. The distribution of this Prospectus and the offer and sale of the Offer Shares in certain jurisdictions may be restricted by law. Persons in possession of this Prospectus Supplement are required to inform themselves about and to observe any such restrictions. See Section 4.11.7 "Selling and Transfer Restrictions" of the Prospectus. The restrictions and limitations listed and described in the Prospectus are not exhaustive and other restrictions and limitations in relation to this Prospectus Supplement that are not known or identified in the Prospectus may apply in various jurisdictions. The Company shall not be responsible or liable for any violation of such restrictions by prospective investors.

Information in the Prospectus shall still apply unless, and then only to the extent it has not been amended, supplemented, or deleted by this Prospectus Supplement, as described above.

*This Prospectus Supplement has been registered with the Norwegian Register of Business Enterprises in accordance with sections 7-8 and 7-10 of the Norwegian Securities Trading Act. Neither the Financial Supervisory Authority of Norway (Norwegian: Finanstilsynet) (the "**Norwegian FSA**") nor any other public authority has carried out any form of review, control or approval of the Prospectus Supplement. This Prospectus Supplement does not constitute an EEA-prospectus.*

The date of this Prospectus Supplement is 11 June 2025

IMPORTANT INFORMATION

This Prospectus Supplement has been prepared by the Company solely in connection with the Subsequent Offering.

The Prospectus and the Prospectus Supplement have been prepared to comply with the Norwegian Securities Trading Act of 29 June 2007 no. 75, as amended (the "**Norwegian Securities Trading Act**"). The Prospectus is a national prospectus prepared in accordance with Section 7-5 of the Norwegian Securities Trading Act, and it does not fulfil the requirements of the Prospectus Regulation (EU) 2017/1129¹ (the "**Prospectus Regulation**") and has not been reviewed or approved by the Financial Supervisory Authority of Norway (*Norwegian: Finanstilsynet*) (the "**Norwegian FSA**"). The Prospectus Supplement is a supplement to the Prospectus and has been prepared in accordance with Section 7-10 of the Norwegian Securities Trading Act, and it does not fulfil the requirements of the Prospectus Regulation and has not been reviewed or approved by the Norwegian FSA. This Prospectus Supplement has been prepared solely in the English language.

The information in this Prospectus Supplement is to be considered part of the Prospectus and (i) supersedes information originally contained in the Prospectus to the extent inconsistent with such information and (ii) supplements information originally contained in the Prospectus so that any statement contained therein will be deemed to be modified to the extent that a statement in this Prospectus Supplement modifies such statement. Information in the Prospectus shall still apply unless and then only to the extent it has not been amended, supplemented, or deleted by this Prospectus Supplement.

Capitalised terms and expressions defined in the Prospectus shall have the same meaning when used in this Prospectus Supplement, unless otherwise defined or the context otherwise requires. The term "Prospectus" shall when used herein and in the Prospectus be understood as the Prospectus supplemented by this Prospectus Supplement.

The Company has not engaged a manager for the Subsequent Offering, but DNB Issuer Services, a part of DNB Bank ASA (the "**Settlement Agent**", as well as the "**Receiving Agent**") will assist with account operator services.

No person is authorized to give information or to make any representation concerning the Group or in connection with the Subsequent Offering other than as contained in the Prospectus. If any such information is given or made, it must not be relied upon as having been authorized by the Company or by any of the affiliates, representatives, advisors or selling agents of any of the foregoing.

No action has been or will be taken by the Company in any jurisdiction other than Norway that would permit the possession or distribution of the Prospectus Supplement, any documents relating to the Prospectus Supplement, or any amendment or supplement to the Prospectus Supplement, in any country or jurisdiction where this is unlawful or specific action for such purpose is required. The distribution of this Prospectus Supplement and the Subsequent Offering may in certain jurisdictions be restricted by law. This Prospectus Supplement does not constitute an offer of, or an invitation to purchase, any of the Offer Shares in any jurisdiction in which such offer or sale would be unlawful. Neither this Prospectus Supplement nor any advertisement or any other offering material may be distributed or published in any jurisdiction except under circumstances that will result in compliance with applicable laws and regulations. Persons in possession of this Prospectus Supplement are required to inform themselves about, and to observe, any such restrictions. In addition, the Offer Shares are subject to restrictions on transferability and resale and may not be transferred or resold except as permitted under applicable securities laws and regulations. Investors should be aware that they may be required to bear the financial risks of this investment for an indefinite period of time. Any failure to comply with these restrictions may constitute a violation of applicable securities laws. See Section 4.11.7 "Selling and Transfer Restrictions" of the Prospectus. The restrictions and limitations listed and described in the Prospectus are not exhaustive and other restrictions and limitations in relation to this Prospectus Supplement that are not known or identified in the Prospectus may apply in various jurisdictions. The Company shall not be responsible or liable for any violation of such restrictions by prospective investors.

In making an investment decision, prospective investors must rely on their own examination, analysis of, and enquiry into, the Group and the terms of the Subsequent Offering, including the merits and risks involved. None of the Company or any of their respective representatives or advisors, is making any representation to any offeree or purchaser of the Offer Shares regarding the legality of an investment in the Offer Shares by such offeree or purchaser under the laws applicable to such offeree or purchaser. This Prospectus Supplement is not to be considered as legal, business or tax advice. Each investor should consult its own advisors as to legal, business, financial or tax aspect of this Prospectus Supplement, the Subsequent Offering and the Offer Shares, and any investors in any doubt about the content of this Prospectus Supplement should consult their stockbroker, bank manager, lawyer, accountant or other professional adviser.

This Prospectus Supplement and the terms and conditions of the Subsequent Offering as set out in the Prospectus and this Prospectus Supplement and any sale and purchase of the Offer Shares shall be governed by, and construed in accordance with, Norwegian law. The courts of Norway, with Oslo District Court as legal venue, shall have exclusive jurisdiction to settle any dispute which may arise out of or in connection with the Subsequent Offering and/or this Prospectus Supplement.

INFORMATION TO DISTRIBUTORS

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("**MiFID II**"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "**MiFID II Product Governance Requirements**"), and disclaiming all and any liability, which any "manufacturer" (for the purposes of the MiFID II Product

¹ Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC

Governance Requirements) may otherwise have with respect thereto, the Shares have been subject to a product approval process, which has determined that they each are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II (the "**Positive Target Market**"); and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "**Appropriate Channels for Distribution**"). Notwithstanding the Target Market Assessment (as defined below), distributors should note that: the price of the Shares may decline and investors could lose all or part of their investment; the Shares offer no guaranteed income and no capital protection; and an investment in the Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. Conversely, an investment in the Shares is not compatible with investors looking for full capital protection or full repayment of the amount invested or having no risk tolerance, or investors requiring a fully guaranteed income or fully predictable return profile (the "**Negative Target Market**", and, together with the Positive Target Market, the "**Target Market Assessment**"). For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Shares.

Each distributor is responsible for undertaking its own target market assessment in respect of the Shares and determining appropriate distribution channels.

ENFORCEMENT OF CIVIL LIABILITIES

The Company is a public limited liability company incorporated under the laws of the Netherlands. As a result, the rights of holders of the Shares will be governed by Dutch law and the Company's articles of association (Dutch: *statuten*) (the "**Articles of Association**"). The rights of shareholders under Dutch law may differ from the rights of shareholders of companies incorporated in other jurisdictions.

All of the Company's assets are located outside the United States and all members of the Company's supervisory board (Dutch: *raad van commissarissen*) (the "**Supervisory Board**" and each member a "**Supervisory Director**") and the management board (Dutch: *bestuur*) (the "**Management Board**" and each member a "**Managing Director**") and the Group's executive management team (the "**Executive Management**") are citizens of other jurisdictions than the United States. As a result, it may be very difficult for investors in the United States to effect service of process on the Company in the United States or to enforce judgments obtained in U.S. courts against the Company, whether predicated upon civil liability provisions of federal securities laws or other laws of the United States (including any State or territory within the United States).

The United States and Norway or the Netherlands do not currently have a treaty providing for reciprocal recognition and enforcement of judgements (other than arbitral awards) in civil and commercial matters. Uncertainty exists as to whether courts in Norway or the Netherlands will enforce judgments obtained in other jurisdictions, including the United States, against the Company, the Managing Directors, the Supervisory Directors or members of the Executive Management under the securities laws of those jurisdictions or entertain actions in Norway or the Netherlands against the Company, the Managing Directors, the Supervisory Directors or members of the Executive Management under the securities laws of other jurisdictions. In addition, awards of punitive damages in actions brought in the United States or elsewhere may not be enforceable in Norway or the Netherlands. The United States does not currently have a treaty providing for reciprocal recognition and enforcement of judgements (other than arbitral awards) in civil and commercial matters with Norway or the Netherlands.

Similar restrictions may apply in other jurisdictions.

DATA PROTECTION

As data controller, the Company processes personal data to deliver the products and services that are agreed between the parties in connection with the Subsequent Offering and for other purposes, such as to comply with laws and other regulations, including the General Data Protection Regulation (EU) 2016/679 (the "**GDPR**") and the Norwegian Data Protection Act of 15 June 2018 No. 38. The personal data will be processed as long as necessary for the purposes of completing the Subsequent Offering and will subsequently be deleted unless there is a statutory duty to keep it. For detailed information on the Company's processing of personal data, please contact the Company. The privacy policy contains information about the rights in connection with the processing of personal data, such as the access to information, rectification, data portability, etc. If the applicant is a corporate customer, such customer shall forward the Company's privacy policy to the individuals whose personal data it discloses to the Company.

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1 RESPONSIBILITY FOR THE PROSPECTUS SUPPLEMENT

This Prospectus Supplement has been prepared by the Company in connection with the Subsequent Offering as described herein.

The Management Board of the Company is responsible for this Prospectus Supplement. The members of the Management Board declare that to the best of their knowledge, the information contained in this Prospectus Supplement is in accordance with the facts and that the Prospectus Supplement makes no omission likely to affect its import.

11 June 2025

The Management Board

Benoît Morelle
(CEO)

The Supervisory Board

Henning E. Jensen
(Chairman)

Jan Willem Muller
(Board Member)

Emmanuel Colombel
(Board member)

2 SUPPLEMENTAL INFORMATION

In the Prospectus, it was noted that the testing and production program of Pryme One had been paused, with expectations to resume testing and limited production in the first half of June 2025. Since then, the Company has encountered delays caused by issues with a component in the reactor system. These issues have at the time of this Prospectus Supplement not been resolved, but the testing program and limited production are currently expected to restart by 23 June 2025.

3 RIGHT TO WITHDRAW

Applicants who have applied for Offer Shares prior to publication of this Prospectus Supplement have the right to withdraw their application within 16 June 2025 at 16:30 (CEST), or if later, two days after the date of publication of this Prospectus Supplement, cf. section 7-11 (2) of the Norwegian Securities Trading Act. Subscriptions may be withdrawn by contacting DNB Issuer Services, a part of DNB Bank ASA, who is acting as both the settlement agent and the receiving agent in connection with the Subsequent Offering.

Applicants that have applied for Offer Shares prior to the publication of this Prospectus Supplement and not utilized the right to withdraw their application within the deadline described above, will be deemed to have accepted the information provided in this Prospectus Supplement, continue to be bound by its application, and will not need to submit a new application. Applications received after the publication of this Prospectus Supplement will be binding from the time they are received and will not be subject to any withdrawal.

SUBSEQUENT OFFERING

Securities number: ISIN NL0015002HE2

General information: The terms and conditions for the subsequent offering (the "**Subsequent Offering**") of up to 1,233,208 new shares in the Company, each with a nominal value of EUR 0.50 (the "**Offer Shares**") at an offer price of NOK 15.00 per Offer Share (the "**Offer Price**"), in Pryme N.V. (the "**Company**") are set out in the prospectus dated 26 May 2025 as supplemented by the prospectus supplement dated 11 June 2025 (together referred to as the "**Prospectus**"). Terms defined in the Prospectus shall have the same meaning in this subscription form (the "**Subscription Form**"). The notice of, and minutes from, the extraordinary general meeting (with appendices) held on 28 April 2025, the Company's articles of association and the annual accounts and annual reports for the last two financial years are available at the Company's registered office address at Fascinatio Boulevard 220, 3065 WB Rotterdam, the Netherlands and its website. All announcements referred to in this Subscription Form will be made through the Oslo Stock Exchange information system (NewsWeb) under the Company's ticker 'Pryme'.

Subscription procedures: The subscription period will commence at 09:00 hours (CET) on 30 May 2025 and expire at 16:30 hours (CEST) on 17 June 2025 (the "**Subscription Period**"). Subscriptions by Beneficial shareholders who do not have a VPS account, but instead hold Shares (and Subscription Rights) through a financial intermediary (i.e. Nordnet, broker, custodian, nominee, etc.) can be made by contacting their respective financial intermediary as further described in Section 4.11.6 "*Financial Intermediaries*" of the Prospectus. Correctly completed Subscription Forms must be received by DNB Issuer Services, a part of DNB Bank ASA (the "**Settlement Agent**" and "**Receiving Agent**") at the following address or e-mail address, or in the case of online subscriptions through the VPS online subscription systems be registered, no later than 16:30 hours (CEST) on 17 June 2025:

DNB Issuer Services, a part of DNB Bank ASA

Dronning Eufemias gate 30

N-0021 Oslo

Norway

Tel.: +47 91 50 48 00

E-mail: retail@dnb.no

The subscriber is responsible for the correctness of the information included in this Subscription Form. Subscription Forms received after the end of the Subscription Period and/or incomplete or incorrect Subscription Forms and any subscription that may be unlawful may be disregarded at the sole discretion of the Company and/or the Receiving Agent without notice to the subscriber. **Subscribers who are residents of Norway with a Norwegian national identity number are encouraged to subscribe for Offer Shares through the VPS online subscription system (or by visiting the Companys' website: <http://www.pryme-cleantech.com> which will include a reference to the VPS online subscription system).** Subscriptions made through the VPS online subscription system must be duly registered before the expiry of the Subscription Period. None of the Company or the Receiving Agent may be held responsible for postal delays, unavailable Internet lines or servers or other logistical or technical problems that may result in subscriptions not being received in time or at all by the Receiving Agent. Subscriptions are binding and irrevocable, and cannot be withdrawn, cancelled or modified by the subscriber after having been received by the Receiving Agent, or in the case of subscriptions through the VPS online subscription system, upon registration of the subscription. By signing and submitting a Subscription Form, or by registration of a subscription in the VPS online subscription system, the subscriber confirms and warrants to have read the Prospectus and that it is eligible to subscribe for Offer Shares under the terms set forth therein.

Offer Price: The Offer Price in the Subsequent Offering is NOK 15.00 per Offer Share.

Subscription Rights: The shareholders of the Company as of 10 April 2025 (being registered as such in the VPS on 14 April 2025 pursuant to the two days' settlement procedure (the "**Record Date**") (the "**Eligible Shareholders**"), will be granted non-tradable subscription rights (the "**Subscription Rights**") that, subject to applicable law, give a right to subscribe for and be allocated Offer Shares in the Subsequent Offering at the Offer Price. Each Existing Shareholder will be granted 0.7688 Subscription Rights for every existing Share registered as held by such Existing Shareholder in VPS as at the Record Date, rounded to the nearest whole Subscription Right. Each Subscription Right will, subject to applicable securities laws, give the right to subscribe for, and be allocated, one (1) Offer Share in the Subsequent Offering. Over-subscription and subscription without Subscription Rights will not be permitted. **Subscription Rights that are not used to subscribe for Offer Shares before the expiry of the Subscription Period at 16:30 hours (CEST) on 17 June 2025 will have no value and will lapse without compensation to the holder.**

Allocation of Offer Shares: The Offer Shares will be allocated to the subscribers based on the allocation criteria set out in the Prospectus. No fractional Offer Shares will be allocated. The Company reserves the right to round off, reject or reduce any subscription for Offer Shares not validly made or covered by Subscription Rights (i.e over-subscription or subscriptions made without Subscription Rights) and will only allocate such Offer Shares to the extent that Offer Shares are available to cover such subscriptions. Allocation of fewer Offer Shares than subscribed for by a subscriber will not impact on the subscriber's obligation to pay for the number of Offer Shares allocated. Notifications of allocated Offer Shares and the corresponding subscription amount to be paid by each subscriber are expected to be distributed on or about 18 June 2025. Subscribers having access to VPS Investor Portal through their VPS account manager will be able to see the number of Offer Shares allocated to them from 10:00 hours (CEST) on or about 18 June 2025. Subscribers who do not have access to VPS Investor Portal through their VPS account manager may contact the Receiving Agent from 10:00 hours (CEST) on the same date to obtain information about the number of Offer Shares allocated to them.

Payment: The payment for Offer Shares allocated to a subscriber falls due on or about 23 June 2025 (the "**Payment Date**"). The subscriber must ensure that there are sufficient funds in the stated bank account from and including 22 June 2025, i.e. one banking date prior to the Payment Date. Subscribers who have a Norwegian bank account must, and will by signing the Subscription Form, provide the Receiving Agent, with a one-time irrevocable authorisation to debit a specified bank account with a Norwegian bank for the amount payable for the Offer Shares which are allocated to the subscriber. The specified bank account is expected to be debited on or after the Payment Date. The Receiving Agent is only authorised to debit such account once, but reserves the right to make up to three debit attempts, and the authorisation will be valid for up to seven working days after the Payment Date. The subscriber furthermore authorises the Settlement Agent to obtain confirmation from the subscriber's bank that the subscriber has the right to dispose over the specified account and that there are sufficient funds in the account to cover the payment. If there are insufficient funds in a subscriber's bank account or if it for other reasons is impossible to debit such bank account when a debit attempt is made pursuant to the authorisation from the subscriber, the subscriber's obligation to pay for the Offer Shares will be deemed overdue. Subscribers who do not have a Norwegian bank account must ensure that payment with cleared funds for the Offer Shares allocated to them is made on or before the Payment Date. Prior to any such payment being made, the subscriber must contact the Settlement Agent on telephone number +47 23 26 80 16 for further details and instructions. Should any subscriber have insufficient funds on his or her account, should payment be delayed for any reason, if it is not possible to debit the account or if payments for any other reasons are not made when due, overdue interest will accrue and other terms will apply as set out under the heading "Overdue payments" set out on page 2 of this Subscription Form.

Subscriber's VPS account:	Subscriber's LEI code (20 digits):	Number of Subscription Rights:	Number of Offer Shares subscribed:	(For broker: Consecutive no.):

SUBSCRIPTION RIGHTS' SECURITIES NUMBER: ISIN NL0015002HE2	Offer Price per Offer Share: X NOK 15.00	Subscription amount to be paid: =NOK _____
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IRREVOCABLE AUTHORISATION TO DEBIT ACCOUNT (MUST BE COMPLETED BY SUBSCRIBERS WITH A NORWEGIAN BANK ACCOUNT)

Norwegian bank account to be debited for the payment for Offer Shares allocated (number of Offer Shares allocated x NOK 15.00).	<div></div> <div>(Norwegian bank account no.)</div>
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In accordance with the terms and conditions set out in the Prospectus and this Subscription Form, I/we hereby irrevocably (i) subscribe for the number of Offer Shares specified above, (i) grant the Settlement Agent (or someone appointed by it) to take all actions required to purchase and/or subscribe for Offer Shares allocated to me/us on my/our behalf, to take all other actions deemed required by them to give effect to the transactions contemplated by this Subscription Form, and to ensure delivery of such Offer Shares to me/us in the VPS, (iii) grant the Settlement Agent authorisation to debit (by direct debiting or manually as described above) the specified bank account for the payment of the Offer Shares allocated to me/us and (iv) confirm and warrant to have read the Prospectus and that I/we are aware of the risks associated with an investment in the Offer Shares and that I/we are eligible to subscribe for and purchase Offer Shares under the terms set forth therein, and that I/we acknowledge that the Settlement Agent has not taken any steps to verify the information in the Prospectus.

Place and date	Binding signature. The subscriber must have legal capacity. When signed on behalf of a company or pursuant to an authorisation, documentation in the form of a company certificate or power of attorney should be attached.
Must be dated in the Subscription Period	

First name:	
Surname / company:	
Street address:	
Post code / district / country:	
Personal ID number/ company registration number:	
Legal Entity Identifier (" LEI ") / National Client Identifier (" NCI "):	
Nationality:	
E-mail address:	
Daytime telephone number:	

ADDITIONAL GUIDELINES FOR THE SUBSCRIBER

Regulatory Issues: In accordance with the Markets in Financial Instruments Directive 2014/65/EU ("MiFID II") of the European Union, Norwegian law imposes requirements in relation to business investments. In this respect, the Receiving Agent must categorize all new clients in one of three categories: eligible counterparties, professional and non-professional clients. All subscribers in the Subsequent Offering who are not existing clients of the Receiving Agent will be categorized as non-professional clients. Subscribers can, by written request to the Receiving Agent, ask to be categorized as a professional client if the subscriber fulfils the applicable requirements of the Norwegian Securities Trading Act. For further information about the categorization, the subscriber may contact the Receiving Agent on the telephone numbers set forth hereon. **The subscriber represents that he/she/it is capable of evaluating the merits and risks of an investment decision to invest in the Company by subscribing for Offer Shares, and is able to bear the economic risk, and to withstand a complete loss, of an investment in the Offer Shares.**

The Receiving Agent will receive a consideration from the Company and will in conducting its work have to take into consideration the requirements of the Company and the interests of the investors subscribing under the Subsequent Offering and the rules regarding inducements pursuant to the requirements of the Norwegian MiFID II Regulations (implementing the European Directive for Markets in Financial Instruments (MiFID II)). **General Business Terms and Conditions:** The subscription for Offer Shares is further regulated by the Receiving Agent's general business terms and conditions, and guidelines for execution of orders and categorization of customers, which are available on the following website: www.dnb.no.

Selling and Transfer Restrictions: The attention of persons who wish to exercise Subscription Rights and/or subscribe for Offer Shares is drawn to Section 4.11.7 "Selling and Transfer Restrictions" of the Prospectus. The making or acceptance of the Subsequent Offering to or by persons who have registered addresses outside Norway, or who are resident in, or citizens of, countries outside Norway, may be affected by the terms of the Subsequent Offering and the laws of the relevant jurisdiction. Those persons should read Section 4.11.7 of the Prospectus and consult with their professional advisers as to whether they are eligible to exercise Subscription Rights to subscribe for Offer Shares, or require any governmental or other consents or need to observe any other formalities to enable them to exercise Subscription Rights or purchase Offer Shares. It is the responsibility of any person outside Norway wishing to exercise Subscription Rights and/or subscribe for Offer Shares under the Subsequent Offering to satisfy himself/herself/itself as to the full observance of the terms and conditions of the Subsequent Offering and the laws of any relevant jurisdiction in connection therewith, including obtaining any governmental or other consent which may be required, the compliance with other necessary formalities and the payment of any issue, transfer or other taxes due in such territories. The Subscription Rights and/or the Offer Shares, as applicable, have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or with any securities regulatory authority of any state or other jurisdiction in the United States and may not and will not be offered, sold, pledged or otherwise transferred in or into the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in compliance with any applicable state securities laws. There will be no public offer of the Subscription Rights and the Offer Shares in the United States. Notwithstanding the foregoing, the Offer Shares may be offered to and the Subscription Rights may be exercised by or on behalf of, persons in the United States reasonably believed to be QIBs, in offerings exempt from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act, provided such persons satisfy the Company that they are eligible to participate on such basis. Persons in the United States exercising Subscription Rights to acquire Offer Shares will be required to execute an investor letter in a form acceptable to the Company and the Receiving Agent. **Other than persons who are QIBs, no person in the United States may be offered Subscription Rights or otherwise acquire Offer Shares by exercise of Subscription Rights.** The Subscription Rights or Offer Shares may not be offered, sold, exercised, pledged, resold, granted, allocated, taken up, transferred or delivered, directly or indirectly, in or into, Canada, Japan, Australia, Hong Kong or any other jurisdiction in which it would not be permissible to offer the Subscription Rights or the Offer Shares. This Subscription Form does not constitute an offer to sell or a solicitation of an offer to buy Offer Shares in any jurisdiction in which such offer or solicitation is unlawful or would, other than Norway, require any prospectus filing, registration or similar action. A notification of exercise of Subscription Rights and subscription of Offer Shares in contravention of the above restrictions may be deemed to be invalid. By subscribing for the Offer Shares, persons effecting subscriptions will be deemed to have represented to the Company that they, and the persons on whose behalf they are subscribing for the Offer Shares, have complied with the above selling restrictions and will be deemed to have made the applicable representations, acknowledgements, agreements and warranties set forth in Section 4.11.7 of the Prospectus.

Execution Only: As the Receiving Agent is not in the position to determine whether the application for Offer Shares is suitable for the applicant, the Receiving Agent will treat the Subscription Form as an execution-only instruction. Hence, the subscriber will not benefit from the protection of the relevant conduct of business rules in accordance with the Norwegian Securities Trading Act. **Information Exchange:** The subscriber acknowledges that, under the Norwegian Securities Trading Act and the Norwegian Financial Undertakings Act and foreign legislation applicable to the Receiving Agent, there is a duty of secrecy between the different units of the Receiving Agent and other entities in the Receiving Agent's groups. This may entail that other employees of the Receiving Agent or the Receiving Agent's groups may have information that may be relevant to the subscriber, but which the Receiving Agent will not have access to in their capacity as Receiving Agent for the Subsequent Offering.

Information Barriers: The Receiving Agent is a security firm that offer a broad range of investment services. In order to ensure that assignments undertaken in the Receiving Agent's corporate finance department are kept confidential, the Receiving Agent's other activities, including analysis and stock broking, are separated from the Receiving Agent's corporate finance department by information walls. The subscriber acknowledges that the Receiving Agent's analysis and stock broking activity may conflict with the subscriber's interests with regard to transactions of the Shares, including the Offer Shares, as a consequence of such information walls.

VPS Account and Mandatory Anti-Money Laundering Procedures: The Subsequent Offering is subject to the Norwegian Money Laundering Act No. 23 of 1 June 2018 and the Norwegian Money Laundering Regulations No. 1324 of 14 September 2018 (collectively, the "Anti-Money Laundering Legislation"). Subscribers who are not registered as existing customers with the Receiving Agent must verify their identity to one of the Receiving Agent in accordance with the requirements of the Anti-Money Laundering Legislation, unless an exemption is available. Subscribers who have designated an existing Norwegian bank account and an existing VPS account on the Subscription Form are exempted, unless verification of identity is requested by the Receiving Agent. The verification of identity must be completed prior to the end of the Subscription Period. Subscribers that have not completed the required verification of identity may not be allocated Offer Shares. Further, in participating in the Subsequent Offering, each subscriber must have a VPS account. The VPS account number must be stated on the Subscription Form. VPS accounts can be established with authorised VPS registrars, which can be Norwegian banks, authorised securities brokers in Norway and Norwegian branches of credit institutions established within the European Economic Area (the "EEA"). Non-Norwegian investors may, however, use nominee VPS accounts registered in the name of a nominee. The nominee must be authorised by the Financial Supervisory Authority of Norway. Establishment of a VPS account requires verification of identity to the VPS registrar in accordance with the Anti-Money Laundering Legislation.

Personal data: The Subscription Form may contain sensitive information, including national identification numbers, and the Receiving Agent recommends the subscribers to send the Subscription Form in a secured e-mail. The subscriber confirms that it has been provided information regarding the Receiving Agent's processing of personal data, and that it is informed that the Receiving Agent will process the subscriber's personal data in order to manage and carry out the Subsequent Offering and the subscription from the subscriber, and to comply with statutory requirements.

The data controllers who are responsible for the processing of personal data are the Receiving Agent. The processing of personal data is necessary in order to fulfil the application and to meet legal obligations. The Norwegian Securities Trading Act and the Anti-Money Laundering Legislation require that the Receiving Agent process and store information about clients and trades, and control and document activities. The subscriber's data will be processed confidentially, but if it is necessary in relation to the purposes, the company(ies) participating in the offering, with companies within the Receiving Agent's groups, the CSD, stock exchanges and/or public authorities. The personal data will be processed as long as necessary for the purposes, and will subsequently be deleted unless there is a statutory duty to keep it.

If the Receiving Agent transfers personal data to countries outside the EEA, that has not been approved by the EU Commission, the Receiving Agent will make sure the transfer takes place in accordance with the legal mechanisms protecting the personal data, for example the EU Standard Contractual Clauses.

As a data subject, the subscribers have several legal rights. This includes inter alia the right to access its personal data, and a right to request that incorrect information is corrected. In certain instances, the subscribers will have the right to impose restrictions on the processing or demand that the information is deleted. The subscribers may also complain to a supervisory authority if they find that the Receiving Agent's processing is in breach of the law. Supplementary information on processing of personal data and the subscribers' rights can be found at the Receiving Agent's websites.

Terms and Conditions for Payment by Direct Debiting - Securities Trading: Payment by direct debiting is a service the banks in Norway provide in cooperation. In the relationship between the payer and the payer's bank the following standard terms and conditions will apply:

- The service "Payment by direct debiting - securities trading" is supplemented by the account agreement between the payer and the payer's bank, in particular Section C of the account agreement, General terms and conditions for deposit and payment instructions.
- Costs related to the use of "Payment by direct debiting - securities trading" appear from the bank's prevailing price list, account information and/or information given by other appropriate manner. The bank will charge the indicated account for costs incurred.
- The authorisation for direct debiting is signed by the payer and delivered to the beneficiary. The beneficiary will deliver the instructions to its bank who in turn will charge the payer's bank account.
- In case of withdrawal of the authorisation for direct debiting the payer shall address this issue with the beneficiary. Pursuant to the Norwegian Financial Contracts Act, the payer's bank shall assist if the payer withdraws a payment instruction that has not been completed. Such withdrawal may be regarded as a breach of the agreement between the payer and the beneficiary.
- The payer cannot authorise payment of a higher amount than the funds available on the payer's account at the time of payment. The payer's bank will normally perform a verification of available funds prior to the account being charged. If the account has been charged with an amount higher than the funds available, the difference shall immediately be covered by the payer.
- The payer's account will be charged on the indicated date of payment. If the date of payment has not been indicated in the authorisation for direct debiting, the account will be charged as soon as possible after the beneficiary has delivered the instructions to its bank. The charge will not, however, take place after the authorisation has expired as indicated above. Payment will normally be credited the beneficiary's account between one and three working days after the indicated date of payment/delivery.
- If the payer's account is wrongfully charged after direct debiting, the payer's right to repayment of the charged amount will be governed by the account agreement and the Norwegian Financial Contracts Act.

Overdue Payment: Overdue payments will be charged with interest at the applicable rate from time to time under the Norwegian Act on Interest on Overdue Payment of 17 December 1976 No. 100, currently 12.5% per annum as of the date of the Prospectus. The Receiving Agent, on behalf of the Company, reserve the right, at the risk and cost of the subscriber to, at any time, cancel the subscription and to re-allocate or otherwise dispose of allocated Offer Shares for which payment is overdue, or, if payment has not been received by the third day after the Payment Date, without

further notice sell, assume ownership to or otherwise dispose of the allocated Offer Shares on such terms and in such manner as the Receiving Agent may decide in accordance with Norwegian law. The subscriber will remain liable for payment of the subscription amount, together with any interest, costs, charges and expenses accrued and the Receiving Agent, on behalf of the Company, may enforce payment for any such amount outstanding in accordance with Norwegian law.

The Company and the Receiving Agent further reserve the right (but have no obligation) to have the Receiving Agent advance the subscription amount on behalf of subscribers who have not paid for the Offer Shares allocated to them within the Payment Date. The non-paying subscribers will remain fully liable for the subscription amount payable for the Offer Shares allocated to them, irrespective of such payment by the Settlement Agent.

National Client Identifier and Legal Entity Identifier: In order to participate in the Subsequent Offering, subscribers will need a global identification code. Physical persons will need a so-called National Client Identifier ("**NCI**") and legal entities will need a so-called Legal Entity Identifier ("**LEI**"). *NCI code for physical persons:* Physical persons will need an NCI code to participate in a financial market transaction, i.e. a global identification code for physical persons. For physical persons with only a Norwegian citizenship, the NCI code is the 11-digit personal ID (*Nw.: personnummer*). If the person in question has multiple citizenships or another citizenship than Norwegian, another relevant NCI code can be used. Subscribers are encouraged to contact their bank for further information. *LEI code for legal entities:* Legal entities will need a LEI code to participate in a financial market transaction. A LEI code must be obtained from an authorized LEI issuer, and obtaining the code can take some time. Subscribers should obtain a LEI code in time for the subscription. For more information visit www.gleif.org. Further information is also included in Section 4.11.3 ("*Subscription procedures*") and Section 4.11.5 ("*LEI number*") of the Prospectus.

Investment decisions based on full Prospectus: Subscribers must neither subscribe for any Offer Shares, nor acquire any Subscription Rights or Offer Shares, on any other basis than on the complete Prospectus



Pryme N.V.

Fascinatio Boulevard 220

3065 WB Rotterdam

The Netherlands