

GREENSTAT ASA – Private Placement of NOKm 0.85 – NOKm 29.75

Please be aware that the placement of new shares (the “Private Placement”) in Greenstat ASA (“Greenstat” or “the Company”) will be based on available public information, this term sheet, a national prospectus within the meaning of the Act On Securities Trading and The Regulation to the Securities Trading Act and information provided on the Company web site, <https://greenstat.no/investor/emisjon> .

Issuer/Company	GREENSTAT ASA , org nr 914 875 455, a private limited liability company organised under Norwegian law
Current share capital	Current number of shares issued: 76 195 697 shares with a par value of NOK 1.
Registration	The shares of Greenstat are registered in the VPS register. www.euronextvps.no
Private Placement	Private Placement of NOK 850 000 – 29 750 000, corresponding to between 100 000 and 3 500 000 Offer Shares based on the price stated below, equalling to between 0.1 % and 4.4 % of the share capital post Private Placement. Number of Offer Shares to be determined by the interest in the private placement.
Offer price	NOK 8.50
Use of proceeds	<ul style="list-style-type: none"> • Interim funding ahead of long-term capital raise and project debt funding • Follow-up investments to maintain ownership positions in core assets within hydrogen, wind and solar projects. • Mature core asset portfolio and preparations for investment decisions (FID). • Preparing the company for IPO (Initial Public Offering / exchange listing). • General corporate purposes.
Application Period	<ul style="list-style-type: none"> • Start: 11 August 2023 • End: 31 August 2023 at 12:00 CET
Settlement dates	<ul style="list-style-type: none"> • Allocation: On or about 1 September 2023 • Payment: No later than on 6 September 2023 • Delivery of shares (on VPS account): Expected early October
Minimum/maximum order	<ul style="list-style-type: none"> • Minimum order: 1 000 Shares equivalent of NOK 8 500 • Maximum order: 3 500 000 Shares equivalent of NOK 29 750 000
Allocation criteria	<ul style="list-style-type: none"> • Applicants are granted the same number of shares as subscribed, until all shares available are subscribed. • If oversubscribed, <ul style="list-style-type: none"> ◦ all applicants will be granted the minimum order subscription. ◦ further allocations are distributed pro rata. • Any other allocation issues will be handled by a committee consisting of the following Greenstat members: CEO, CFO and Chairman of the board.
Investor documentation	<ul style="list-style-type: none"> • Application agreement • Investor prospect / presentation • General meeting protocol 29 June 2023 • Company information available on Greenstat’s web-site: www.greenstat.no/investor/emisjon / www.greenstat.no/investor
Selling restrictions	The offering is open for existing and new shareholders.
Conditions to Private Placement	<i>The Completion of the Private Placement is subject to the corporate resolutions of the Company required to implement the issue of the Offer Shares, including resolution by the board of directors of the Company to issue the Offer Shares through a private placement directed to the Applicants who have been allocated Offer Shares pursuant to the authorization to increase the Company’s share capital granted by the Company’s general meeting. The Private Placement will be cancelled if the Conditions are not fulfilled by 31st of Aug 2023. The Company further reserves the right, at any time and for any reason, to terminate the Private Placement without giving advance notice or providing any reason. The Company will not be liable for any losses if the Private Placement is cancelled, irrespective of the reason for such cancellation.</i>

Please note that this Term Sheet only represents a summary of the Transaction details and is qualified in its entirety by the more detailed information included in the Application Agreement and other Investor Documentation prepared in connection with this Share Placement. Any decision to invest should be based on consideration of the above-mentioned documents as a whole by the investor, in addition to available public information.