

To the shareholders of Equinor ASA

# NOTICE OF ANNUAL GENERAL MEETING

14 MAY 2024 AT 15:00 CEST

Equinor Business Center, Forusbeen 50, 4035 Stavanger

Digital participation is possible via Lumi AGM  
Please see more information under "Participation"

## AGENDA

- 1. Opening of the annual general meeting by the chair of the corporate assembly (no voting)**
- 2. Registration of represented shareholders and proxies (no voting)**
- 3. Election of chair for the meeting**

The board of directors proposes that the general meeting elects the chair of the corporate assembly, Jarle Roth, as chair of the meeting.
- 4. Approval of the notice and the agenda**
- 5. Election of two persons to co-sign the minutes together with the chair of the meeting**
- 6. Approval of the annual report and accounts for Equinor ASA and the Equinor group for 2023, including the board of directors' proposal for distribution of fourth quarter 2023 dividend**

The board of directors proposes a fourth quarter 2023 ordinary dividend of US dollar (USD) 0.35 per share and an extraordinary dividend of USD 0.35 per share. The fourth quarter 2023 dividend accrues to the shareholders as registered in Equinor's shareholder register with the Norwegian Central Securities Depository (VPS) as of expiry of 16 May 2024. Subject to ordinary settlement in VPS, this implies that the right to dividends accrues to shareholders as of 14 May 2024. The shares will be traded ex-dividend on the Oslo Stock Exchange (Oslo Børs) from and including 15 May 2024. For US ADR (American Depository Receipts) holders, dividend accrues to the ADR-holders as of 14 May 2024, and the ex-dividend date will be from and including 15 May 2024.

Shareholders whose shares trade on the Oslo Stock Exchange will receive their dividend in Norwegian kroner (NOK). The NOK dividend will be communicated on 24 May 2024.

The expected payment date for the dividend is 28 May 2024.

Proposed resolution:

*"The annual accounts and the annual report for 2023 for Equinor ASA and the Equinor group are approved. A fourth quarter 2023 ordinary dividend of USD 0.35 per share and an extraordinary dividend of USD 0.35 per share are approved to be distributed."*

**7. Authorisation to the board of directors to distribute dividend based on approved annual accounts for 2023**

The board of directors proposes that the general meeting provides an authorisation to the board of directors to approve quarterly dividends for second and third quarter 2024 and first quarter 2025 cf. the Norwegian Public Limited Liability Companies Act Section 8-2 second paragraph. Such dividends will be formally based on the company's approved annual accounts for 2023. Equinor ASA will announce dividends in connection with the respective quarterly results. Payment of the quarterly dividend is expected to take place approximately four months after the announcement of the quarterly results.

Proposed resolution:

*"The general meeting of Equinor ASA hereby authorises the board of directors to resolve the payments of dividend based on the company's approved annual accounts for 2023, cf. the Norwegian Public Limited Liability Companies Act Section 8-2, second paragraph.*

*The board of directors shall, when using the authorisation, make its decision in accordance with the company's approved dividend policy. The board of directors shall before each decision to approve the payment of dividends consider if the company, after the payment of dividends, will have sufficient equity and liquidity, cf. Section 8-1 fourth paragraph cf. Section 3-4 of the Norwegian Public Limited Liability Companies Act.*

*The authorisation is valid until the next annual general meeting, but no later than 30 June 2025."*

**8. Proposal from shareholder that Equinor shall eliminate management bonuses, pensions and severance pay for former executives, use clothing containing hemp, ban the use of fiberglass rotor blades in new wind farms, commit to buying into existing hydropower projects, conduct research on other energy sources, stop the electrification of the Norwegian continental shelf, and consider installing rotatable Tesla turbines**

Shareholder Roald Skjoldheim has proposed the following resolution:

- 1. Equinor shall eliminate bonuses for management completely.*
- 2. Equinor shall not pay pensions or severance pay to former executives.*
- 3. Equinor shall only use clothing containing hemp.*
- 4. Equinor shall ban the use of fiberglass rotor blades in all new wind farms. And do not replace old fiberglass rotor blades with new ones.*
- 5. Equinor shall make a greater commitment to buying into existing hydropower projects, aiming to upgrade the plants nationwide.*
- 6. Equinor shall conduct research on other energy sources, such as thorium.*
- 7. Equinor shall stop the electrification of the Norwegian continental shelf.*
- 8. Equinor shall consider installing rotatable Tesla turbines that rotate according to the wind to generate electricity."*

The shareholder's supporting statement and the board of directors' response is available at [www.equinor.com/agm](http://www.equinor.com/agm).

The board of directors recommends the general meeting to vote against the proposal.

**9. Proposal from shareholder that Equinor gradually divest from all international operations**

Shareholder Ivar Sætre has proposed the following resolution:

*"The general meeting asks the company's administration to gradually divest from all international operations, first within renewable energy, then within petroleum production."*

The shareholder's supporting statement and the board of directors' response is available at [www.equinor.com/agm](http://www.equinor.com/agm).

The board of directors recommends the general meeting to vote against the proposal.

**10. Proposal from shareholders that the board of directors in Equinor resign and make room for a new board of directors with better sustainability expertise and higher ambitions**

Shareholders Gro Nylander and Guttorm Grundt have proposed the following resolution:

- "1. The annual general meeting refers to the board's failure to address Equinor's shared responsibility for meeting the Paris Agreement's climate goals and the UN's call to terminate all oil and gas exploration. We expect that the board accept the consequences of this.*
- 2. The board is encouraged to resign and make room for a new board of directors with better sustainability expertise and higher ambitions for Equinor to contribute more actively to Norway and the UN achieving their climate goals for the benefit of future generations."*

The shareholders' supporting statement and the board of directors' response is available at [www.equinor.com/agm](http://www.equinor.com/agm).

The board of directors recommends the general meeting to vote against the proposal.

**11. Proposal from shareholder that Equinor's management acquaints themselves with the suffering and death caused by global warming, and let this influence their future strategy, and strengthen and implement its Energy Transition Plan**

Shareholder Gro Nylander has proposed the following resolution:

- "1. Equinor's management must acquaint themselves with the suffering and death already caused by global warming, and let this influence their future strategy.*
- 2. Equinor must strengthen and implement its Energy Transition Plan, aligning it with advice e.g. from the Paris Agreement, the UN, the IEA, WHO, the government's Climate Plan for 2021–2030, the World Medical Association, and various climate summits."*

The shareholder's supporting statement and the board of directors' response is available at [www.equinor.com/agm](http://www.equinor.com/agm).

The board of directors recommends the general meeting to vote against the proposal.

**12. Proposal from shareholder that Equinor must make arrangements to become a leading renewable energy producer, halt plans for electrification of Melkøya, ask the government to stop announcing new exploration acreage, exit all unprofitable and highly polluting overseas projects, and present a phase-down plan for its oil and gas production**

Shareholder Bente Marie Bakke has proposed the following resolution:

- "1. Equinor must make arrangements to become a leading renewable energy producer, which was the purpose of the name change from Statoil to Equinor.*
- 2. Equinor must halt plans for electrification of Melkøya and offshore installations. Equinor should instead focus on producing electricity by drilling for and converting high-temperature geothermal energy to electricity. CO<sub>2</sub> capture and storage should also be utilised.*
- 3. The Equinor board should ask the government, as the majority owner with 67% of the Equinor shares, to stop announcing new oil and gas exploration acreage and not open new areas in the Barents Sea.*
- 4. Equinor must exit all unprofitable and highly polluting overseas projects.*
- 5. Equinor must present a phase-down plan for its oil and gas production, enabling Norway to fulfil its commitments to the Paris Agreement, and Norway to become net-zero by 2050."*

The shareholder's supporting statement and the board of directors' response is available at [www.equinor.com/agm](http://www.equinor.com/agm).

The board of directors recommends the general meeting to vote against the proposal.

**13. Proposal from shareholder that Equinor shall work towards dismantling the Corporate Assembly, strengthen the Board, change the Articles of Association regarding the nomination committee, and that the renewable energy business become an autonomous entity**

Shareholder Even Bakke has proposed the following resolution:

- “1. Corporate Assembly: Echoing Hydro’s 2022 initiative, I propose that Equinor shall work towards dismantling the Corporate Assembly to democratize board elections by changing Par. 7 in the Articles of Association. This will directly involve shareholders in the selection of board members and governance decisions during the Annual General Meeting (AGM).*
- 2. Board Composition: I suggest strengthening the Board where at least three members have significant international energy sector and change management experience. Further, increase the board member compensation significantly to attract distinguished leaders capable of steering Equinor through the rapidly changing energy landscape.*
- 3. Nomination Committee: I propose that the Articles of Association shall require that the nomination committee shall have at least two members with significant international experience.*
- 4. Renewable Energy Division Independence: I propose that the renewable energy business become an autonomous entity, underscoring the commitment to leading the energy transition and facilitating focused growth and innovation in this critical area.”*

The shareholder’s supporting statement and the board of directors’ response is available at [www.equinor.com/agm](http://www.equinor.com/agm).

The board of directors recommends the general meeting to vote against the proposal.

**14. Proposal from shareholders that Equinor shall nominate candidates for future board appointments with good competency on the energy transition and sustainability**

Shareholders Greenpeace and WWF have proposed the following resolution:

*“The nomination committee in Equinor ASA shall nominate candidates for future board appointments that ensures a board composition where at least 50 percent of the members of the board have good competency on the energy transition and sustainability.”*

The shareholders’ supporting statement and the board of directors’ response is available at [www.equinor.com/agm](http://www.equinor.com/agm).

The board of directors recommends the general meeting to vote against the proposal.

**15. Proposal from shareholders that Equinor update its strategy and capital expenditure plan according to the commitment to the goals of the Paris Agreement**

Shareholders Sarasin & Partners LLP, Kapitalforeningen Sampension Invest, West Yorkshire Pension Fund and Achmea Investment Management have proposed the following resolution:

*“In keeping with Equinor ASA’s commitment to support the goals of the Paris Agreement, and considering the Norwegian Government’s explicit expectations for the company to align actively with the Paris Agreement as per its statement at Equinor’s 2023 AGM, the general meeting asks the Board to update its strategy and capital expenditure plan accordingly. The updated plan should specify how any plans for new oil and gas reserve development are consistent with the Paris Agreement goals.”*

The shareholders’ supporting statement and the board of directors’ response is available at [www.equinor.com/agm](http://www.equinor.com/agm).

The board of directors recommends the general meeting to vote against the proposal.

## 16. The board of directors' report on Corporate Governance

Pursuant to Section 5-6 fifth paragraph of the Norwegian Public Limited Liability Companies Act, the annual general meeting shall review and evaluate the board's report on Corporate Governance which has been prepared in accordance with Section 3-3b of the Norwegian Accounting Act. The Board statement on Corporate Governance is presented as a separate report and available at [www.equinor.com/agm](http://www.equinor.com/agm).

The general meeting shall carry out an advisory vote regarding the Corporate Governance report, and the board of directors proposes that the general meeting endorses the report.

Proposed resolution:

*"The general meeting endorses the board of directors' report on Corporate Governance."*

## 17. The board of directors' report for salary and other remuneration for leading personnel

In accordance with Section 6-16b of the Norwegian Public Limited Liability Companies Act, the board of directors shall prepare a remuneration report for leading personnel. The remuneration report is presented as a separate report and available at [www.equinor.com/agm](http://www.equinor.com/agm). The total remuneration figures are also included in note 4 in Equinor ASA's financial statements.

In accordance with Section 5-6 fourth paragraph of the Norwegian Public Limited Liability Companies Act with reference to Section 6-16b second paragraph, an advisory vote shall be held for the board of directors' remuneration report for salary and other remuneration to leading personnel.

The board of directors recommends that the general meeting by an advisory vote endorses the board of directors' remuneration report.

Proposed resolution:

*"The general meeting endorses the board of directors' 2023 Remuneration report."*

## 18. Approval of remuneration for the company's external auditor for 2023

Proposed resolution:

*"Remuneration to the auditor for 2023 of NOK 62,006,127 for Equinor ASA is approved."*

## 19. Election of members to the corporate assembly

The nomination committee proposes that the general meeting adopt the following resolution regarding election of members and deputy members to the corporate assembly:

*"The following persons are elected as members of Equinor ASA's corporate assembly effective as from 15 May 2024 and until the annual general meeting in 2026:*

- 1. Nils Morten Huseby (nominated as chair for the corporate assembly's election) (new election, existing deputy member)*
- 2. Nils Bastiansen (nominated as deputy chair for the corporate assembly's election) (re-election)*
- 3. Finn Kinserdal (re-election)*
- 4. Kari Skeidsvoll Moe (re-election)*
- 5. Kjerstin Fyllingen (re-election)*
- 6. Kjerstin Rasmussen Braathen (re-election)*
- 7. Mari Rege (re-election)*
- 8. Trond Straume (re-election)*
- 9. Martin Wien Fjell (re-election)*
- 10. Merete Hverven (re-election)*
- 11. Helge Aasen (re-election)*
- 12. Liv B. Ulriksen (re-election)*

The following persons are elected as deputy members of Equinor ASA's corporate assembly effective as from 15 May 2024 and until the annual general meeting in 2026:

1st deputy member: Per Axel Koch (re-election)

2nd deputy member: Cathrine Kristiseter Marti (re-election)

3rd deputy member: Bjørn Tore Markussen (new election)

4th deputy member: Elisabeth Maråk Støle (new election)."

For further information about the nominated candidates, please see information from the nomination committee at [www.equinor.com/agm](http://www.equinor.com/agm).

## 20. Determination of remuneration for the corporate assembly members

The nomination committee proposes that the general meeting adopt the following resolution regarding changes to the remuneration to the corporate assembly:

"The remuneration to the corporate assembly is adjusted effective from 15 May 2024 as follows:

	From	To
Chair	NOK 143,700/annually	NOK 151,200/annually
Deputy chair	NOK 75,800/annually	NOK 79,750/annually
Members	NOK 53,250/annually	NOK 56,000/annually
Deputy members	NOK 7,670/meeting	NOK 8,070/meeting"

## 21. Election of members to the nomination committee

The nomination committee proposes that the general meeting adopt the following resolution regarding election of members to the nomination committee:

"The following persons are elected as members of Equinor ASA's nomination committee effective as from 15 May 2024 and until the annual general meeting in 2026:

1. Nils Morten Huseby, chair (new election)

2. Berit L. Henriksen (re-election)

3. Merete Hverven (re-election)

4. Jan Tore Føsund (re-election)"

For further information about the nominated candidates, please see information from the nomination committee at [www.equinor.com/agm](http://www.equinor.com/agm)

## 22. Determination of remuneration for the nomination committee members

The nomination committee proposes that the general meeting adopt the following resolution regarding changes to the remuneration to the nomination committee:

"The remuneration to the nomination committee is adjusted effective from 15 May 2024 as follows:

	From	To
Chair	NOK 14,260/meeting	NOK 15,000/meeting
Members	NOK 10,580/meeting	NOK 11,130/meeting"

**23. Authorisation to the board of directors to acquire Equinor ASA shares in the market to continue operation of the company's share-based incentive plans for employees**

Since 2004, the company has offered a share saving plan for employees in the group. The purpose of this plan is to augment good business culture and encourage loyalty through employees becoming part-owners of the company. The long-term incentive plan was implemented in 2007 with the purpose of strengthening the alignment of top management and shareholders' long-term interests and sustainability of the company, and to retain key executives. At the annual general meeting in 2023 it was decided to authorise the board of directors to acquire shares in the market. This authorisation is valid until 30 June 2024. It is proposed that the annual general meeting gives the board of directors a new authorisation to acquire shares in the market, to continue the company's share-based incentive plans. The new authorisation shall replace the authorisation granted on 10 May 2023 from the time of registration in the Register of Business Enterprises.

Proposed resolution:

*"Pursuant to Section 9-4 of the Norwegian Public Limited Liability Companies Act, the board of directors is authorised on behalf of the company to acquire Equinor shares in the market. The authorisation may be used to acquire own shares at a total nominal value of up to NOK 31,000,000.*

*Shares acquired pursuant to this authorisation may only be used for sale and transfer to employees of the Equinor group as part of the group's share-based incentive plans, including the long-term incentive plan.*

*The minimum and maximum amount that may be paid per share will be NOK 50 and NOK 1,000, respectively. Within these limits, the board of directors shall itself decide at what price and at what time such acquisition shall take place.*

*The authorisation is valid until 30 June 2025. This authorisation replaces, from the time of registration in the Register of Business Enterprises, the previous authorisation to acquire own shares for the company's share-based incentive plans for employees granted by the annual general meeting on 10 May 2023."*

**24. Reduction in capital through the cancellation of own shares and the redemption of shares belonging to the Norwegian State**

The annual general meeting resolved on 10 May 2023 to authorise the board of directors of Equinor ASA to acquire Equinor shares in the market with a nominal value of up to NOK 235,000,000. The authorisation is valid until the next annual general meeting, but no later than 30 June 2024.

Own shares acquired pursuant to the authorisation may only be used for cancellation through a reduction of the company's share capital, pursuant to the Norwegian Public Limited Liability Companies Act Section 12-1.

In June 2021 the board of directors of Equinor ASA launched an indicative annual share buy-back programme of up to USD 1.2 billion (including shares to be redeemed from the Norwegian State) starting from 2022, subject to board of directors' approval prior to the commencement of each tranche. In February 2024 the board of directors further announced a two-year share buy-back programme of total USD 10-12 billion for 2024 - 2025, with up to USD 6 billion for 2024 (including shares to be redeemed from the Norwegian State). The share buy-back programme will be subject to market outlook and balance sheet strength and be structured into tranches where the company will buy back shares for a certain value in USD over a defined period. Commencement of new share buy-back tranches will be decided by the board of directors on a quarterly basis in line with the company's dividend policy and will be subject to board authorisation for share buy-back from the company's annual general meeting and agreement with the Norwegian State regarding share buy-back (as further described below).

In accordance with the share buy-back programme and the board authorisation granted by the annual general meeting on 10 May 2023, the board of directors of Equinor ASA has approved and carried out the following tranches:

<b>Tranche</b>	<b>Board approval</b>	<b>Commencement</b>	<b>End-date for purchases in the market</b>	<b>Total value</b> (including shares to be redeemed from the Norwegian State)
Second tranche 2023	3 May 2023	11 May 2023	25 July 2023	USD 1.67 billion
Third tranche 2023	25 July 2023	27 July 2023	26 October 2023	USD 1.67 billion
Fourth tranche 2023	26 October 2023	30 October 2023	29 January 2024	USD 1.67 billion
First tranche 2024	6 February 2024	8 February 2024	5 April 2024	USD 1.2 billion

The board of directors of Equinor ASA has, in accordance with the share buy-back programme and the board authorisation granted by the annual general meeting on 10 May 2023, acquired 69,406,714 own shares in the market at an average price of NOK 314.6493.

On 3 May 2023, Equinor ASA signed an agreement with the Norwegian State, represented by the Ministry of Trade, Industry and Fisheries, regarding the repurchase of own shares. It is a mutual condition in the agreement that the repurchases and cancellations of own shares will not change the Norwegian State's percentage ownership in the company. When Equinor ASA cancels own shares purchased in the open market, a proportionate number of the Norwegian State's shares shall therefore be redeemed and cancelled to ensure that the percentage ownership remains unchanged at 67 per cent.

The compensation to the Norwegian State for the redeemed shares represents the volume-weighted average price paid by Equinor ASA for shares purchased in the market, with the addition of an interest compensation and a deduction for dividend payments (and corresponding interest). The interest rate corresponds to six months' NIBOR + 1 per cent per annum, calculated from the time of each share purchase. Payment of the compensation will be made upon the redemption and cancellation of 140,916,661 shares owned by the Norwegian State.

The compensation to the Norwegian State in NOK amounts to 43,865,166,527.66 based on agreed settlement date and subtracted for interest compensated dividend for first through third quarter 2023. In addition, the fourth quarter 2023 dividend of USD 0.70 per share (see decision in agenda item 6 above) and corresponding interest compensation (calculated in line with the description above) will be deducted. The dividend in NOK per share for the fourth quarter 2023 will be communicated on 24 May 2024.

The part of the amount that is proposed paid to the Norwegian State that exceeds the nominal value of the shares, will be covered by "retained earnings" in the company's accounts.

The auditor's confirmation stating that there is still coverage for the company's remaining share capital and undistributable reserves after the reduction in share capital and retained earnings, is available on [www.equinor.com/aggm](http://www.equinor.com/aggm). The capital reduction is conditional upon a creditor notice.

Proposed resolution:

*"As part of the implementation of the company's share buy-back programme, the company's share capital will be reduced by NOK 525,808,437.50 from NOK 7,507,761,512.50 to NOK 6,981,953,075.00. Of the total capital reduction amount:*

- (i) NOK 173,516,785.00 will be used to cancel 69,406,714 own shares, and*
- (ii) NOK 352,291,652.50 will be used to redeem and cancel 140,916,661 shares owned by the Norwegian State through the Ministry of Trade, Industry and Fisheries.*



*In addition to the capital reduction amount described in item (ii) above, the Norwegian State by the Ministry of Trade, Industry and Fisheries shall receive NOK 43,512,874,875.16, with a deduction for fourth quarter 2023 dividend of USD 0.70 per share and corresponding interest compensation. The part of the amount paid to the Norwegian State that exceeds the nominal value of the shares, shall be covered by retained earnings.*

*With effect from the time the capital reduction has been registered, Article 3 of the company's Articles of Association will be amended to read as follows:*

*"The share capital of the company is NOK 6,981,953,075.00 divided into 2,792,781,230 shares of NOK 2.50 each."*

## **25. Authorisation to the board of directors to acquire Equinor ASA shares in the market for subsequent cancellation**

The board of directors propose that the general meeting grants the board of directors an authorisation to repurchase up to 92,000,000 own shares in the market (approximately 3.3 per cent of the company's share capital) in accordance with the Norwegian Public Limited Liability Companies Act Section 9-4.

The reason for the request for such an authorisation is to enable Equinor's board of directors to utilise this mechanism permitted by the Norwegian Public Limited Liability Companies Act with respect to the distribution of capital to the company's shareholders. The repurchase of own shares will also be an important means of continuously adjusting the company's capital structure in order to make it more expedient. The repurchase of own shares leads to the remaining shares representing an increased ownership interest in the company.

It is a precondition that the repurchased shares are cancelled through a resolution by a subsequent general meeting to reduce the company's share capital. It is also a precondition for the repurchase and the cancellation of own shares that the Norwegian State's ownership interest in Equinor ASA is not changed. In order to achieve this, a proposal for the redemption of a proportionate number of the Norwegian State's shares, so that the Norwegian State's ownership interest in the company remains unchanged, will also be put forward at the general meeting which is to decide the cancellation of the repurchased shares. The Norwegian State currently has an ownership interest of 67 per cent, and in total the redemption of the Norwegian State's shares and cancellation of own shares based on the proposed board authorisation could thus involve up to 278,787,878 shares (approximately 9.98 per cent of Equinor ASA's share capital).

It is a precondition for the board of directors' request for authorisation to repurchase own shares that Equinor ASA and the Norwegian State represented by the Ministry of Trade, Industry and Fisheries, have entered into an agreement whereby the Ministry undertakes to vote in favour of authorisation of the acquisition of own shares, their subsequent cancellation and the redemption of a proportionate number of the Norwegian State's shares. On redemption of the Norwegian State's shares, Equinor ASA will pay a compensation to the Norwegian State corresponding to the volume-weighted average price paid by Equinor ASA for shares purchased in the market, with the addition of an interest compensation calculated from the date of the individual repurchase and a deduction for any dividend payments (and corresponding interest).

Proposed resolution:

*"The general meeting of Equinor ASA hereby authorises the board of directors to acquire in the market, on behalf of the company, Equinor shares with a total nominal value of up to NOK 230 million.*

*The minimum and maximum amount that can be paid per share will be NOK 50 and NOK 1,000, respectively. Within these limits, the board of directors shall itself decide at what price and at what time such acquisition shall take place.*

*Own shares acquired pursuant to this authorisation may only be used for cancellation through a reduction of the company's share capital, pursuant to the Norwegian Public Limited Liability Companies Act Section 12-1.*

*This authorisation is valid until the next annual general meeting, but no later than 30 June 2025."*

## Participation

The annual general meeting will be held at the Equinor Business Center for those attending in person and via Lumi AGM for those attending digitally.

Voting will only be possible electronically via Lumi AGM both for shareholders attending in person and attending digitally. Shareholders may cast votes in advance pursuant to Section 9 of the Articles of Association. To vote during the meeting the shareholder must bring a smartphone or tablet to administrate voting. Shareholders will upon arrival receive further practical guiding.

With reference to Section 5-2 in the Norwegian Public Limited Liability Companies Act, only those who are shareholders in the company five business days prior to the general meeting, i.e. on 6 May 2024 (Record Date), are entitled to attend and vote at the general meeting. A shareholder who wishes to attend and vote at the general meeting must be registered in the VPS register at the Record Date or, alternatively, report and show evidence of its share acquisition as per the Record Date. Therefore, if shares are purchased after 6 May 2024, it will not be allowed to attend and vote for such shares at the annual general meeting 14 May 2024.

If shares are held through a nominee in the VPS register, including American Depositary Shares (ADS) held through ADR depository, this notice will be sent to the nominee who shall pass the notice on to shareholders for which they hold shares, cf. Sections 4-10 and 1-8 of the Norwegian Public Limited Liability Companies Act, as well as regulation on intermediaries covered by the Central Securities Act Section 4-5 and related implementing regulations. Shareholders must communicate with their nominees, who are responsible for conveying votes, proxies or enrollment. If the shareholder wishes to participate at the general meeting, the nominee must notify the company within two business days prior to the date of the general meeting, i.e. 10 May 2024 12:00 CEST, cf. Section 5-3 of the Norwegian Public Limited Liability Companies Act. It is not a requirement to re-register shares in a separate VPS account in the shareholder's own name in order to attend and vote at the general meeting.

Shareholders wishing to attend the annual general meeting, either in person or by proxy, should register by 10 May 2024 at 12:00 CEST. Registration may be sent electronically via [www.equinor.com/agm](http://www.equinor.com/agm) or through VPS Investor Services. The registration form may also be sent by e-mail to [genf@dnb.no](mailto:genf@dnb.no) or by post to DNB Bank ASA, Verdipapirservice, P.O. Box 1600 Sentrum, 0021 Oslo. The registration form has been distributed to the shareholders as an appendix to the notice. Valid ID (passport, ID-license or driver license) must be presented when attending in person.

Please note that there will only be served light refreshments at the annual general meeting.

Digital participation will be possible via Lumi AGM on <https://dnb.lumiagm.com/147243621>. Meeting-ID for Equinor ASA will be: 147-243-621. By digital participation via Lumi AGM shareholders may cast votes on each agenda item, submit questions from smartphone, tablet or pc as well as follow the live webcast which includes simultaneous translation into English. No pre-registration is needed for digital attendance, but shareholders must be logged on before the meeting starts. We therefore encourage shareholders to log on in due time. It will be possible to log on one hour before the annual general meeting starts. Secure identification of shareholders is done by using pin-code and reference number on the attached form or as found on the shareholders account in VPS Investor Services.

More information and guidance regarding digital participation and voting via Lumi AGM is available on [www.equinor.com/agm](http://www.equinor.com/agm).

Shareholders may also follow the annual general meeting via webcast at [www.equinor.com/agm](http://www.equinor.com/agm), without logging on. The webcast will simultaneously be translated into English.

Shareholders may vote in advance on each agenda item via [www.equinor.com/agm](http://www.equinor.com/agm) or via VPS Investor Services (pin-code and reference number from the attached form or on the shareholders account in VPS Investor Services is required). Advance voting must be submitted by 13 May 2024 at 12:00 CEST.

Shareholders wishing to vote at the annual general meeting by proxy should send their proxy form by e-mail to [genf@dnb.no](mailto:genf@dnb.no) or to DNB Bank ASA, Registrar's Department, PO.Box 1600 Sentrum, 0021 Oslo, Norway by 13 May 2024 at 12:00 CEST. Proxies issued without voting instructions may also be submitted electronically via the company's website [www.equinor.com/agm](http://www.equinor.com/agm) or through VPS Investor Services. The proxy may also submit a written signed and dated proxy at the general meeting. A proxy form, with instructions for use, is attached to this notice. The proxy form must be dated and signed to be valid.

Shareholders that have voted in advance or given a proxy, with or without voting instructions, and who wish to attend digitally via Lumi AGM or in person, will not receive cases for voting, but still have the right to speak or submit questions via Lumi AGM.

Equinor ASA is a Norwegian public limited liability company governed by Norwegian law, including the Norwegian Public Limited Liability Companies Act and the Norwegian Securities Trading Act. As of the date of this notice, the company has issued 3,003,104,605 shares, each of which represents one vote. The shares also confer equal rights in all other respects. As of 14 April, the company has 76,167,892 own shares which will not be voted for, of which 6,761,178 shares have been purchased as part of the share savings plan.

A shareholder has the right to have items included on the agenda of the general meeting, provided that each such item is forwarded in writing to the board of directors, together with a draft resolution or a justification as to why the item should be included on the agenda, 28 days prior to the general meeting at the latest. A shareholder may bring advisors to the general meeting and let one advisor speak on the shareholders' behalf. Advisor should also be registered to the annual general meeting in advance.

A shareholder has the right to table draft resolutions for items included in the agenda and to require that members of the board of directors, hereunder the chair of the board of directors, and the CEO in the general meeting provide available information about matters which may affect the assessment of (i) the approval of the annual accounts and the annual report; (ii) items that are presented to the shareholders for decision; and (iii) the company's financial situation, including information about activities in other companies in which the company participates, and other matters to be discussed at the general meeting, unless the requested information cannot be disclosed without causing disproportionate harm to the company.

Notice of the annual general meeting and other case documents, including the Articles of Association, annual report and accounts, board of directors' remuneration report for leading personnel, Board statement on Corporate Governance report and auditor's report for 2023, are available on [www.equinor.com/agm](http://www.equinor.com/agm).

Shareholders can request written distribution of the material by contacting:  
Equinor ASA, attn: Investor Relations, P.O. Box 3, 1330 Fornebu, Norway (email: [irpost@equinor.com](mailto:irpost@equinor.com)).

The following persons in Investor Relations can also be contacted directly:  
Erik Gonder, telephone: +47 99562611, email: [ergon@equinor.com](mailto:ergon@equinor.com)  
Anne Sofie Dahle, telephone: +47 90887554, email: [asda@equinor.com](mailto:asda@equinor.com)

15 April 2024  
The board of directors of Equinor ASA

Equinor encourages all shareholders to register for electronic reception of the notice of the general meeting.

This can be done through VPS Investor Services, either through your internet bank or [www.vps.no](http://www.vps.no). You may find a practical guide for how to change to electronic reception on [www.equinor.com/agm](http://www.equinor.com/agm).

Electronic reception will reduce the environmental effects as well as the company's costs, and it will be a simplification for the shareholders.