Section 3-19 Announcement of Material Agreement concluded between PetroNor E&P ASA's subsidiary PetroNor E&P AB and Apus Energy DMCC

Oslo, 27 June 2023.

PetroNor E&P AB ("PetroNor AB"), a wholly owned subsidiary of PetroNor E&P ASA (the "Company" and together with PetroNor E&P AB and its other subsidiaries, the "Group") has on 27 June 2023 entered into a binding agreement to farm-out 100 per cent of its participating interest in the two exploration licences offshore Guinea-Bissau to an SPV owned by Apus Energy DMCC.

According to the agreement, which has an effective date of 1 January 2023, PetroNor AB will receive a payment of up to USD 85 million divided into a contribution towards past licence costs of at least USD 25 million at completion of the transaction, and a further entitlement to two contingent earnout payments of USD 30 million each, subject to government approval of a field development plan and achievement of continuous production respectively.

The agreement involves the Sinapa (Block 2) and Esperança (Blocks 4A and 5A) licences. The assets will be assigned to Apus Energia Guiné Bissau SA, which is owned by Apus Energy DMCC.

PetroNor E&P AB, which holds the Sinapa and Esperança licences, was purchased from Svenska Petroleum Exploration AB in 2021, when PetroNor assumed operatorship and an interest of 78.57 per cent in both licences. In 2023, it was confirmed that the remaining 21.43 per cent previously held by FAR Limited had been transferred to PetroNor. The combined licences cover an area of 4,963 square kilometers. According to the Company's estimates, the two main prospects, Atum and Anchova, represent mean un-risked prospective resources of 467 MMbbl. The transaction is expected to be completed in the second half of 2023 pending final government approval of a licence extension, the assignment of interests and operatorship, and satisfaction of certain other closing conditions customary for a transaction of this kind.

Apus Energy DMCC is a Dubai-based joint venture majority owned by Petromal LLC. Petromal LLC is the Company's largest shareholder, with an ownership of close to 34 per cent of the shares. The agreement thus constitutes a related party agreement for the Group.

Since the transaction involves a related party, the non-conflicted directors on the board have received an independent assessment from KWC AS of the fairness of the negotiated terms, which concludes that the transaction is fair. The fairness furthermore indicates that there were no clear alternatives to the contemplated transaction for the management. Also, considering the historical cost incurred in respect of the Licenses, the contemplated transaction yields a reasonable return on investment, while the Company also maintains some upside potential.

The Board is of the view that the agreement has been entered into on arm's length market terms and is in the best interest of the Group and the Company's shareholders as a whole.

This announcement is posted on the Company's website in compliance with Section 3-19 of the Norwegian Public Limited Liability Companies Act, which regulation applies whenever a subsidiary of a public company such as the Company enters into a qualifying material agreement with a related party.

The Chair of the Board, Mr. Eyaz Alhomouz and board member Joseph Iskander have not participated in the Boards assessment of the Transaction due to their relationship with Petromal LLC.

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Gro Kielland

Board member

Ingvil Smines Tybring-Gjedde

Board member

Azza Fawzi

Board member

Jarle Norman-Hansen

Board member