



**LIFECARE**

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# GUIDELINES

## FOR

### PRIMARY INSIDERS

*This document has been adopted to ensure that Lifecare AS (the "Company", and together with its consolidated subsidiaries "The Group") is in compliance with applicable regulations for the Company's business.*

*The rules for primary insiders included herein shall be reviewed annually by the Board of Directors of Lifecare AS.*

*This document shall only be used internally in the Group, and no one other than Lifecare AS may invoke a breach of the content. However, violations of the content may result in sanctions from public authorities if the action is also a violation of applicable regulations.*





## 1. SCOPE

In addition to the duties and responsibilities imposed on any employee, board member and elected auditor of Lifecare AS in accordance with "Instructions for handling inside information in Lifecare AS", primary insiders are required to have special duties and responsibilities described in these guidelines.

## 2. DEFINITIONS

Definition of primary insider and primary insider's close associates:

**"Primary Insider"** means a person discharging managerial responsibilities in Lifecare AS who is:

- a) member of the Company's administrative, management or control body, or
- b) an employee who is not a member of the bodies in a), who has regular access to inside information that directly or indirectly relates to Lifecare AS, and who is authorized to make decisions at a management level that affects the company's future development and business strategy.

**"Primary Insider's Closely Associated Persons"** means:

- a) a spouse or person with whom he or she lives in marriage-like relationships,
- b) a dependent underage child,
- c) a relative who has shared the same household for at least one year on the transaction date, or
- d) a legal person, foundation or partnership in which the managerial responsibility is exercised by a person with managerial responsibility, or a person mentioned in a), b) or c), or who is directly or indirectly controlled by such person, or who is created for the benefit of such person, or whose financial interests materially coincide with the interests of such person.

## 3. PRIMARY INSIDER PRE-APPROVAL

Approval of transactions/trades shall be submitted to the Company's Controller and/or CEO in a separate form. If approval is granted, the primary insider will receive a written notification of this. Similarly, the primary insider also receives written notification if approval is not granted.

A decision on how long the approval is applicable, is made after a specified assessment, and is stated in the approval. Normally, the approval will apply for 2 days. If a binding agreement has not been entered into during day two, a new approval will have to be obtained if the primary insider wishes to carry out trading. This means that if an order is placed with the broker based on the given approval, and the order has not been implemented within the deadline of two days, the order must be revoked. Please note that approval does not grant exceptions to the prohibition on insider trading.

#### 4. DUTY TO NOTIFY

##### 4.1 Transactions made by Primary Insider or its Closely Associated Persons

The primary insider and their related persons (as specified in section 2 above) shall notify Lifecare AS and the Financial Supervisory Authority of Norway of their transactions carried out at their own expense concerning the shares or debt instruments of Lifecare AS.

Such notices shall be sent immediately and no later than three business days after the transaction day regardless of special circumstances. The Financial Supervisory Authority of Norway assumes that the deadline for such notifications as a starting point is immediately after the transaction is completed.

The following non-exhaustive list of transactions is subject to notification:

- a) subscription, purchase, sale, gifts, inheritance, or exchange of shares issued by Lifecare AS, and
- b) entering loans as mentioned in Section 11-1 of the Norwegian Limited Liability Companies Act and Section 11-1 of the Public Limited Liability Companies Act and entering into, exchange, purchase, or sale of subscription rights, options and equivalent rights (including financial derivatives) relating to shares as mentioned in a).

The notification obligation also covers trading in bonds listed on a regulated market, multilateral trading facility or on a regulated trading facility.

The notification obligation shall not apply to transactions where the financial instrument is included in a collective investment vehicle where the issuer's exposure does not exceed 20 per cent or if the investment composition is unknown.

The primary insider and individual closely associated persons are responsible for fulfilment of the notification obligation, but the practical implementation can be carried out by the Controller in Lifecare AS. Notification to Financial Supervisory Authority of Norway is done via Altinn.no form KRT-1500. The Controller may submit the KRT-1500 form on behalf of the primary insider and/or the closely associated person, but the responsibility for the notification remain legally with the primary insider and/or the closely associated person.

The primary insider/individual closely associated person must immediately after the transaction has taken place, report transactions as mentioned above in accordance with the information in form KRT-1500. The primary insider/individual closely associated person is responsible for ensuring that emails are received by the Controller and/or the CEO and shall receive confirmation that notification to Oslo Børs will be sent. The Controller shall then immediately, on behalf of the primary insider and/or the closely associated person, inform Oslo Børs of the transaction in question.





#### 4.2 Amount threshold before notification obligation occurs

The notification obligation occurs when the total transaction volume during a calendar year reaches EUR 5,000. The notification obligation applies to any subsequent transaction when a total amount equivalent to EUR 5,000 has been reached within a calendar year for the individual primary insider or closely associated person subject to notification. The threshold of EUR 5,000 shall be calculated by adding up all transactions that are subject to notification and shall not be netted against each other. Transaction amounts for which the primary insider and closely associated persons have traded, shall not be summarized.

#### 5. PROHIBITION OF TRADE PRIOR TO FINANCIAL REPORTING

It is prohibited for primary insiders to carry out transactions (as presented in section 4.1 above) 30 calendar days prior to mandatory financial reporting, including the preliminary annual report, interim report and quarterly report. The prohibition of trade applies regardless of the amount threshold for notification (as presented in section 4.2 above).

#### 6. LIST OF PRIMARY INSIDERS AND CLOSELY ASSOCIATED PERSONS

Lifecare AS shall, without unfounded delay, send Oslo Børs an up-to-date overview of primary insiders and closely associated persons in Lifecare AS. Lifecare AS's Chairman of the Board and the CEO are responsible for informing the IR-responsible about changes in the overview to be reported to Oslo Børs, with information about the person's name, social security number or similar identification number, address, type of position of trust or position in the company and any other employment position.

The primary insider is responsible for ensuring that Lifecare AS receives an up-to-date overview of the Primary Insider's closely associated persons. The IR -responsible shall distribute an up-to-date list of primary insiders and closely associated persons to Oslo Børs

#### 7. CRIMINAL LIABILITY

Violations of provisions on the prohibition against insider trading and violations of provisions on the duty to report transactions may be penalized in accordance with the applicable laws at any given time. This applies for both intentional and negligent violations.

#### 8. GENERAL CAUTION

Primary insiders shall refrain from short-term transactions in Lifecare-related financial instruments and should exercise general caution with respect to ownership.

Primary insiders with a portfolio under active management, excluding actively managed equity funds, shall inform their manager on an ongoing basis not to make conditional agreements on the purchase, sale or subscription of shares issued by Lifecare AS or of Lifecare's subsidiaries.

**Pre-approval of insider trade of financial instruments issued by Lifecare AS**

Primary Insider Name	Related Party Name *	Date of transaction	Broker	Financial Instrument	Number	Amount (NOK) **	Buy/Sell	Date and Signature ***

\* Fill out if the trade is performed by related party

\*\* if not possible to give exact amount, indicate approximate amount

\*\*\* Form must be approved by someone authorized by the Board of Directors to give such approval.

Date: \_\_\_\_\_

Signature Primary Insider: \_\_\_\_\_

