

**FREYR BATTERY**  
**WHISTLEBLOWER POLICY**

(Adopted on 19 December 2023)

**A. POLICY OVERVIEW**

FREYR Battery, Inc. together with any subsidiaries (collectively the “**Company**”) has adopted this Whistleblower Policy (the “**Policy**”) to ensure that all employees of the Company who reasonably believe that they are aware of (1) questionable accounting, internal accounting controls or auditing matters, (2) the reporting of fraudulent financial information, (3) fraud against investors, securities fraud, mail or wire fraud, or bank fraud, (4) violations of the rules and regulations of the US Securities and Exchange Commission or of other Financial Supervisory Authorities applicable to the Company or (5) known or suspected violations of the Company’s Code of Business Conduct and Ethics (the “**Code**”) or Company Policies implementing the principles reflected in the Code, can raise those concerns (hereinafter “**Complaint**”) free from harassment, discrimination or retaliation. You are encouraged to raise any Complaint as soon as possible.

The Audit and Risk Committee of the Board of Directors of the Company has established this Policy for:

- a. receiving, investigating and retaining Complaints; and
- b. enabling Company employees to confidentially and anonymously submit Complaints.

For purposes of this Policy, the Company’s Chief Legal Officer serves as the Compliance Officer. The Compliance Officer may designate others, from time to time, to assist with the execution of his or her duties under this Policy.

Although this Policy is not a contract and is not intended to create any express or implied contractual obligations or rights, the Company’s employees should read and familiarize themselves with this Policy.

**B. SUBMITTING COMPLAINTS**

1. If you reasonably believe that you are aware of any of the matters set forth in (1) through (5) in Section A (*Policy Overview*) above, then you are encouraged to:

- a. discuss the situation with your manager; or
- b. if your manager is involved in the situation or you are otherwise uncomfortable speaking with your manager, then please contact your manager’s superior or Human Resources or the Compliance Officer at [compliance-officer@freyrbattery.com](mailto:compliance-officer@freyrbattery.com); or
- c. if you are not comfortable speaking with one of the above-noted contacts, then please report your Complaint (confidentially and anonymously, if you wish) (x) via the Company’s confidential independent secure web portal available 24 hours per day, seven days per week or reporting hotline at (+47) 24 00 20 14; or (y) by mail to FREYR Battery, Inc., 1209 Orange Street, Wilmington, County of New Castle, DE 19801, Attn: Compliance Officer; or Attn: Compliance Officer; or

- d. if your Complaint relates to accounting, internal controls or auditing matters, or if the Compliance Officer is implicated by the Complaint, then you may contact the Chairperson of the Audit and Risk Committee by mail to FREYR Battery Inc, 1209 Orange Street, Wilmington, County of New Castle, DE 19801, Attn: Chairperson of Audit and Risk Committee.
2. When you submit a Complaint please include at least the following items:
- a. a description of the Complaint;
  - b. the period of time when you or another person observed the Complaint; and
  - c. any steps you or another person have taken to investigate the Complaint, including reporting it to your manager and the manager's actions (if any).

3. When submitting a Complaint, you have the option to include your identity and contact information, which are helpful if an investigation requires additional information. However, you are not required to provide your identity if you choose to remain anonymous. Please note, however, that if you do not provide contact information and your submitted Complaint does not contain sufficient information then it may be difficult for the Company or an outside party to investigate the matter fully. Therefore, please ensure your submitted Complaint is as complete and thorough as possible.

4. Except for Complaints sent directly to the Chairperson of the Audit and Risk Committee or requested by you to be forwarded in confidence to the Chairperson of the Audit and Risk Committee, all Complaints are sent to the Compliance Officer for treatment as set forth below.

## **C. COMPLAINT TREATMENT**

1. The Company will log Complaints related to accounting and auditing on an accounting and auditing matters log which includes, among other things, the date the Company received the Complaint, a description of the Complaint, the name of the reporting person (if provided) and the result of an investigation into the Complaint. The Company shall acknowledge receiving the Complaint within a reasonable time after receipt if the person who submitted the Complaint provided sufficient information for the Company to reply.

2. The Company will log all other Complaints, including suspected Code violations, separately from the accounting and auditing matters log, as well as forward them to the appropriate person or department for investigation, unless the Compliance Officer chooses other treatment (for example, if a Complaint involves a finance employee or an executive officer).

3. For Complaints not initially directed to the Audit and Risk Committee, the Compliance Officer will report material Complaints promptly to the Chairperson of the Audit and Risk Committee. The Compliance Officer will also provide the Audit and Risk Committee with a quarterly report of all received Complaints and their investigations.

4. Except for Complaints that the Audit and Risk Committee thinks require special treatment, the Compliance Officer will review, direct and oversee the resolution of Complaints, engaging other parties as appropriate.

5. The Audit and Risk Committee may request special treatment for a Complaint and may assume the direction and oversight of an investigation into it (with whatever assistance the Audit and Risk

Committee deems appropriate). The Audit and Risk Committee shall request special treatment for significant accounting or auditing matters such as allegations of fraud or allegations of accounting or auditing matters or those involving executive officers.

6. The Audit and Risk Committee shall request special treatment for, investigate and determine appropriate disciplinary action if a Complaint relates to a Board member or an executive officer. The Audit and Risk Committee may designate others to conduct or manage such investigation on its behalf.

7. When appropriate, the Compliance Officer or Audit and Risk Committee will report the results of investigations into Complaints, including corrective actions, to the person who submitted the Complaint if that person provided sufficient information for the Company to reply, maintaining the person's anonymity to the fullest extent practicable, and in accordance with applicable law.

8. The Compliance Officer shall retain Complaints, the accounting and auditing matters log, and all other related documentation as required by law.

9. If you submit a Complaint the Company will maintain your confidentiality to the fullest extent practicable, except as necessary to conduct the investigation and take any remedial action, and in accordance with and as permitted by applicable law, and subject to their right to engage in the activities described in Section E (*Protected Activity Not Prohibited*) below.

10. Deliberately providing false information as part of a Complaint or during an investigation into a Complaint shall be grounds for disciplinary action, including termination of employment or engagement with the Company.

11. See the Company's Code for Company procedures pertaining to Complaint investigations and possible disciplinary actions.

#### **D. WHISTLEBLOWER PROTECTIONS**

The Company prohibits reprisal, threats, discrimination, harassment, retribution or retaliation in any way against employees who have in good faith reported a Complaint, or against any person who assists in any investigation or process with respect to such Complaint. If you believe you are or have been subjected to reprisal, threats, discrimination, harassment, retribution, or retaliation for having submitted a Complaint or for participating in an investigation related to a Complaint then immediately report the issue to the Compliance Officer, an executive officer or any supervisor. The Company will promptly and thoroughly investigate any assertion that a manager, supervisor or employee is involved in discrimination, retaliation or harassment related to your reporting of or the Company's subsequent investigation of a Complaint. The Company will not tolerate discrimination, retaliation or harassment; if such behavior is substantiated then the Company will take appropriate action, up to and including termination.

#### **E. PROTECTED ACTIVITY NOT PROHIBITED**

The Company will not in any way limit or prohibit you from filing a charge or complaint with, or otherwise communicating or cooperating with or participating in any investigation or proceeding that may be conducted by any national, regional or local government agency or commission, including the US Securities and Exchange Commission, or any other relevant authority or the public prosecutor.. You may disclose documents or other information to such government agencies, as permitted by law, without giving notice to, or receiving authorization from, the Company. You may also accept an award from any government agency for information provided to them. However, you should take reasonable precautions to prevent the unauthorized use or disclosure of any confidential or proprietary information of the Company

to any parties other than the applicable government agency(s), and you should not disclose any Company attorney-client privileged communications or attorney work product. None of the agreements with the Company that you entered into, or any of the policies to which you are subject, should be interpreted or understood to conflict with this Policy.

#### **F. AMENDMENTS**

The Company reserves the right to amend this Policy at any time, for any reason, subject to applicable laws, rules and regulations, and with or without notice, although it will attempt to provide notice in advance of any change. Unless otherwise permitted by this Policy, any amendments must be approved by the Audit and Risk Committee of the Company.