



**NOTICE OF ANNUAL GENERAL MEETING
2008 IN THIN FILM ELECTRONICS ASA**

Wednesday 7 May 2008 at 16.30 hours
at Vika Atrium Conference Center, Oslo

NOTICE OF ANNUAL GENERAL MEETING IN THIN FILM ELECTRONICS ASA

Notice is hereby given that the Annual General Meeting of Thin Film Electronics ASA ("the Company") will take place:

Wednesday 7 May 2008 at 16.30 hours at Vika Atrium
Conference Center, Munkedamsveien 45 in Oslo for the
following purposes:

1. Registration of shareholders present, in person or by proxy. Election of a person to chair the Meeting and a person to sign the minutes.

The Chairman of the Board of Directors of the Company, namely Mr. Morten Opstad, will open the Annual General Meeting. The Board of Directors ("Board") proposes that Mr. Morten Opstad shall be elected to chair the meeting.

2. Approval of the notice and the agenda of the Meeting.

3. Approval of the Annual Financial Statements and Annual Report for the financial year 2007

The Board proposes to the Annual General Meeting that the 2007 annual financial statements and annual report be approved in all respects.

4. Approval of the statement on management remuneration policy

Pursuant to Section 6-16a of the Norwegian Public Limited Companies Act ("PLCA"), ref Section 5-16, paragraph 3 of the PLCA, the Board proposes the following resolution:

(a) Guiding executive remuneration policy

The Annual General Meeting acknowledges the statement on executive remuneration, conf. Section 6-16a of the PLCA, as presented by the Board in note 22 to the consolidated annual financial statements for 2007. In case the Board in any new agreement valid in 2009 departs from the guidelines for 2009, the reason shall be stated in the minutes of the Board meeting.

(b) Binding executive remuneration policy

The Annual General Meeting refers to its resolution on item 6 on the agenda of the instant meeting. Any other share-based remuneration program must be presented for consideration at a general meeting.

5. Authorization to the Board to issue new shares

The Board of Directors of the Company proposes that the Board is granted an authorization to increase the Company's share capital. As the Company is working to further develop business opportunities it is necessary that the Board is able to commit transactions with potential investors and partners on a short notice. The required 14-day notice for a general meeting may delay this process. To ensure the necessary flexibility for the Board, it is proposed that the Annual General Meeting grants an authorization to the Board to issue shares and increase the share capital of the Company. The

authorization shall expire on the date of the 2009 Annual General Meeting, however not later than 30 June 2009. The authorization shall be maximized to 15 per cent of the current registered class A share capital of the Company.

The proposed authorization shall cover share issues in connection with mergers, acquisitions and private placements.

Proposal for resolution by the Annual General Meeting:

"1. The Board of Directors of Thin Film Electronics ASA ("the Company") is authorized to accomplish one or more share capital increases by issuing a number of class A shares maximized to 15 per cent of the Company's registered class A share capital at the time of this authorization. As a result, the total amount by which the share capital may be increased is NOK 345,800. Any and all previous authorizations given to the Board of Directors to issue shares shall be, and hereby are, withdrawn with effect from the date this authority is registered with the Norwegian Register of Business Enterprises.

2. The instant authorization may be used in connection with the following:

(a) Acquisition of (i) other companies with activities within the scope of the Company's business as stated in the Articles of Association (a "Target Company"), or (ii) a business and/or assets suitable for inclusion in the Company's business as stated in the Articles of Association (a "Target Business") by issuance of shares in the Company as consideration to the selling shareholders of the Target Company or the seller of the Target Business.

(b) Mergers with companies with a related activity by issuance of shares in the Company as consideration to the shareholders of the other company in the merger.

(c) Private placement and share issue to suitable investors (may be existing shareholders or new shareholders) in order to raise additional working capital for the Company, hereunder to partners in a joint venture relationship. The number of shares that may be issued under this Section 2 (c) shall not exceed 15 per cent of the Company's current registered number of class A shares.

NOTICE OF ANNUAL GENERAL MEETING IN THIN FILM ELECTRONICS ASA

3. *In the event the Company's class A share capital is changed by way of a capitalization issue, stock split, stock consolidation etc., the maximum nominal value of the class A shares that may be issued under this authorization shall be adjusted accordingly.*

4. *Existing shareholders are waiving their preemptive right to subscribe for shares according to the PLCA in event of a share capital extension as authorized herein.*

5. *The Board is authorized to decide upon the subscription terms, including issue price, date of payment and the right to sell shares to others.*

Issue price in case of capital increases pursuant to clauses 2 (a) to (b) above can not be lower than the market price at the date of the agreement for acquisition (clause 2 (a)) or date of agreement for merger (clause 2 (b)), which market price can be (i) the closing price on Oslo Axess; or (ii) the average closing price of a period, the length of which to be determined by the Board, immediately preceding or subsequent to the date of acquisition or merger. Issue price in connection with share capital increases in accordance with clause 2 (c) shall be determined by the Board in consultation with its financial advisors.

6. *Payment of share capital in connection with a share capital increase authorized herein may be made by way of non-cash contributions and other special subscription terms, as same are provided in Section 10-2 of the PLCA.*

7. *The General Meeting authorizes the Board to amend the Company's Articles of Association concerning the size of the share capital when the instant authorization is used.*

8. *The authorization shall be valid until the 2009 Annual General Meeting, but not later than 30 June 2009.*

9. *The new shares, which may be subscribed for according to this authorization, shall have right to dividends declared subsequent to the subscriber having paid the subscription price and the associated share capital increase having been registered in the Register of Business Enterprises. In other respects, the shares shall have shareholder rights from the time of issuance, unless the Board otherwise determines.*

10. *Shares that are not fully paid cannot be transferred or sold.*

6. 2008 Subscription Rights Incentive Plan

The Board proposes an incentive program for employees, directors and consultants engaged in similar work ("Staff") for the next one-year period until the 2009 Annual General Meeting.

The Board proposes that the maximum number of independent subscription rights to class A shares that may be granted under the new program will be 5 per cent of the registered number of class A shares in the Company at the time of this resolution.

The Board proposes that the Annual General Meeting passes a resolution for the issuance of subscription rights to the Staff in the Company or its subsidiaries or affiliates.

The Board believes the Company has possibilities for growth and the Board wishes to retain the services of the Staff by allowing them to share the rewards resulting from their efforts.

Proposal for resolution by the Annual General Meeting:

"The Company issues independent subscription rights to class A shares to employees and directors of Thin Film Electronics ASA, and its subsidiaries and affiliated companies (hereinafter collectively referred to as "the Company") and to individual consultants on long-term contract performing similar work ("Staff").

Each subscription right shall entitle the holder to demand one class A share in the Company; provided, however, that in the event the Company's share capital or number of shares is changed by way of a capitalization issue, stock split, stock consolidation etc. the maximum number of subscription rights (see next paragraph) that may be issued under the subscription rights program, and the consideration for the ordinary shares to be issued in the Company upon exercise of the subscription rights, shall be adjusted accordingly.

The number of subscription rights to be issued shall be a minimum number of one (1) subscription right and a maximum number equaling 5 per cent of the registered number of shares at the time of this resolution, being 1,047,880 subscription rights.

The subscription rights must be subscribed for by no later than the business day immediately preceding the date of the 2009 Annual General Meeting.

The subscription rights will be granted for no consideration.

The subscription rights shall be non-assignable otherwise than by will or by the laws of descent and distribution.

The vesting schedule for the subscription rights shall be 25% each year beginning one year from the date of the grant of the subscription rights.

Except as otherwise expressly determined by the Board, in the event of a Change in Control, subscription rights shall accelerate and immediately become one hundred percent (100%) vested as of the date of the consummation of the Change in Control. For the purpose of this paragraph, Change of Control shall mean the occurrence of any of the following events: (i) Any acquisition, sale or disposition of stock or assets of the Company or merger or other form of consolidation resulting in a change of ownership of all or substantially all of the Company's assets, (ii) any legal person becoming the beneficial owner, directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the combined voting power of the Company's then-outstanding securities; or (iii) the complete liquidation of the Company (pursuant to a plan approved by the shareholders of the Company).

The Board shall establish rules and procedures in regard to

NOTICE OF ANNUAL GENERAL MEETING IN THIN FILM ELECTRONICS ASA

vesting and exercise in cases of resignation or other termination of employment, office or consulting contract, including subsequent time frames to allow completion of exercise after termination.

In connection with the issuance of subscription rights, and the exercise of any of the subscription rights and the resulting share capital increase in the Company, the existing shareholders are waiving their preferential right to subscribe for subscription rights or shares, as the case may be, according to the PLCA.

As consideration for the ordinary shares to be issued in the Company upon exercise of the subscription rights hereunder, the holders of the subscription rights shall pay to the Company a sum per share, which shall be equal to the average closing price of the Company's share, as reported by Oslo Axess over ten (10) trading days immediately preceding the date of grant of the subscription rights.

No subscription rights may be exercised beyond the 5-year anniversary of the date of this resolution. In connection with the issuance of subscription rights, the Company may provide terms and conditions for exercise, as well as imposing restrictions on the sale and transfer of shares issued upon exercise of the subscription rights.

Any ordinary shares that are issued by the Company under the subscription rights program shall carry right to dividends declared subsequent to the subscriber having paid the subscription price and the associated share capital increase having been registered in the Register of Business Enterprises. All other shareholder rights associated with these ordinary shares, hereunder those referenced in §11-12 (2) (9) of the PLCA, shall attach from the date of issuance of the said ordinary shares."

7. Remuneration of the members of the Board of Directors.

In 2007, the Board of Directors consisted of Morten Opstad (Chairman), Johan Carlsson and Rolf Åberg. At the Extraordinary General Meeting on 12 December 2007, a new Board of Directors was chosen. The new Board members are Morten Opstad (Chairman), Catarina Göthe, William R. Salaneck, Katarina Segerborg and Rolf Åberg. The new Board came into effect as of 1 January 2008.

At previous Annual General Meetings (AGM) the remuneration of the Board was determined on the basis of the work done during the financial year. The Board recommends changing this so that the remuneration to board members is approved for a period from the previous AGM to the current AGM. This means that new board members elected as of January 1, 2008 would receive remuneration for 2008 up until the 2008 AGM, while the existing board members will also receive their remuneration for the calendar year of 2007. Board members who also work for the Company will receive a half-yearly remuneration, while it is proposed that the Chairman receives a higher remuneration.

At the General Meeting, the Board of Directors recommended the following resolution to be approved:

The Chairman of the Board of Directors shall receive a remuneration of 180,000 kroner for 2007 and up until the 2008 AGM. The Board members Catarina Göthe, William R. Salaneck and Katarina Segerborg each shall receive a remuneration of 30,000 kroner for the period of 1 January 2008 up until the 2008 AGM. Johan Carlsson shall receive a remuneration of 30,000 kroner for 2007 and Rolf Åberg shall receive a remuneration of 45,000 kroner for 2007 and up until the 2008 AGM.

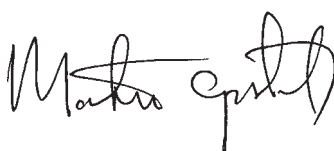
8. Approval of the remuneration of the auditor

The Board proposes that the Annual General Meeting approves the payment of the auditor's fees for 2007 against invoice.

Following the Annual General Meeting, the interim report for first quarter 2008 and a business update will be presented by CEO Johan Carlsson.

If you wish to attend the Annual General Meeting on 7 May 2008 in person or by proxy, we ask you that notify and return the enclosed notification/power of attorney to the Company's registrar, DnBNOR Securities Services, no later than 5 May 2008 at 16.00 hrs.

Oslo, 16 April 2008
Thin Film Electronics ASA



Morten Opstad
Chairman of the Board of Directors

Name and address of shareholder:

*Notice of attendance by 5 May 2008 at 16:00 hrs.
If you wish to attend the annual general meeting in person, please fill in this notice of attendance and send it to DnB NOR Bank ASA, Verdipapirservice, NO-0021, Oslo, Norway (fax +47 2248 1171). Attendance can also be registered at www.thinfilm.se menu item Investor Relations, Register AGM*

Notice of attendance at the annual general meeting of Thin Film Electronics ASA on 7 May 2008 at 16:30 hrs

The annual general meeting takes place at Vika Atrium Conference Center, Munkedamsveien 45, Oslo.

1. As owner of _____ own shares

2. As proxy for the following (Kindly enclose power of attorney):

_____	_____
_____	_____
_____	_____
_____	_____

_____	_____	^{x)} _____
Place	Date	Signature and name in block letters of person attending

^{x)} To be signed only when notifying own attendance. To grant proxy use the form overleaf

If you wish to attend by proxy, please fill in and submit the form overleaf instead.

Name and address of shareholder:

*Power of attorney by 5 May 2008 at 16:00 hrs.
If you wish to attend the annual general meeting by proxy, please fill in this power of attorney and send it to DnB NOR Bank ASA, Verdipapirservice, NO-0021, Oslo, Norway (fax +47 2248 1171).*

If you so desire, the chairman of the board of directors is willing to represent you as proxy.

Power of attorney at the annual general meeting of Thin Film Electronics ASA on 7 May 2008 at 16.30 hrs

The undersigned owner of shares in Thin Film Electronics ASA hereby authorises:

_____ or a person designated by him/her

(Name in block letters)

If the name has not been filled in, the Chairman of the board of directors or a person designated by him will represent you.

to attend and represent me as well as to vote for my shares at the annual general meeting on 7 May 2008.

Voting instructions

You may provide voting instructions to the proxy. Please state any such voting instructions in the table below. In case voting instructions are absent or ambiguous, your proxy will vote in accordance with the proxy's own judgment.

Proposed resolutions in the notice of the meeting:	For	Against
1. Election of chairman of the meeting		
2. Approval of the notice and the agenda		
3. Approval of the annual financial statements and the annual report for 2007		
4a. Approval of guiding executive remuneration policy		
4b. Approval of binding executive remuneration policy		
5. Approval of the authorization to the Board to issue new shares		
6. Approval of 2008 Subscription Right Plan		
7. Approval of remuneration to the members of the Board		
8. Approval of the remuneration to the auditor		

Place _____ Date _____ Signature and name in block letters _____
*) **Only for granting proxy**

With regard to rights of attendance and voting reference is made to the Norwegian public limited companies act, in particular chapter 5. A written power of attorney dated and signed by the beneficial owner giving such proxy must be presented.

If you wish to attend in person, please fill in and submit the form overleaf instead.