

## NOTICE OF EXTRAORDINARY GENERAL MEETING IN THIN FILM ELECTRONICS ASA

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

**Wednesday 12 December 2007 at 08.30 hours at Vika Atrium Conference Center,  
Munkedamsveien 45 in Oslo for the following purposes:**

- 1. Registrations 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 Extraordinary General Meeting.**
- 2. Approval of the notification and the agenda of the Meeting.**
- 3. Authorization to the Board to issue new shares**

The Board of Directors of the Company proposes that the General Meeting authorizes the Board to increase the Company's share capital. The Board wishes to raise additional capital through a private placement of shares for purposes of strengthening the Company's liquidity situation. It is the intention of the Board to conduct the private placement prior to the listing of the Company's Class A shares on Oslo Axess. The Board proposes a private placement to raise funds as opposed to a rights issue, which would not be feasible under the current timetable for listing. The proposed authorization shall expire on the date of the 2008 Annual General Meeting, however not later than 30 June 2008. The authorization shall be maximized to 20 % of the current registered share capital of the Company. In connection with the instant proposal, the Board proposes that all previous Board authorizations be withdrawn.

Proposal for resolution by the Extraordinary 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 20 % of the Company's registered share capital at the time of this authorization. As a result, the total amount by which the share capital may be increased is NOK 447,416.39. All previous authorizations given to the Board to issue shares shall be, and hereby are, withdrawn with effect from the date this authority is registered with the Register of Business Enterprises.*
- 2. The instant authorization may be used in connection with the following: Private placement and share issue to suitable investors (may be existing shareholders or new shareholders) in order to raise additional capital for the Company.*
- 3. In the event the Company's share capital is changed by way of a capitalization issue, stock split, stock consolidation etc., the maximum nominal value of the 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 Public Limited Companies Act ("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.*

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 2008 Annual General Meeting, but not later than 30 June 2008.*
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.*

#### **4. Election of Board of Directors**

The Board proposes the following changes to the Board composition.

Johan Carlsson, who is also the Managing Director of the Company, is resigning as a board member with effect from the first day of listing of the Company's Class A shares on Oslo Axess.

Also with effect from the first day of listing of the Class A shares on Oslo Axess, the Board proposes the election of three (3) new independent board members for a period of two years:

William Salaneck, a Deputy Dean at the University of Linköping and a Professor of Surface Physics and Chemistry. Professor Salaneck is 66 years old and resides in Linköping, Sweden;

Katarina Segerborg, who has a Master of Science degree in Mechanical Engineering. Ms. Segerborg is currently employed as a Strategist in Innovationsbron AB, a venture capital firm. She is 46 years old and resides in Linköping, Sweden; and

Catharina Göthe, who is educated in Financial Management and currently serves as Chief Financial Officer in Identityworks AB. Ms. Göthe is 33 years old and resides in Stockholm, Sweden.

It is proposed that Morten Opstad and Rolf Åberg remain on the Board.

The Board proposes that the Company's board composition, with effect from the first day of listing of the Company's Class A shares on Oslo Axess, will be Morten Opstad (Chairman), Rolf Åberg, William Salaneck, Katarina Segerborg and Catharina Göthe. The election period expires in 2009.

## 5. Amendment of the Company's Articles of Association

The Board proposes certain amendments to the Company's Articles of Association in relation to the Class B shares in the Company.

First, the Board proposes that the Class B shares shall carry no voting rights. As such amendment would impair the rights of the Class B shareholders; the advance written approval has been sought from the Class B shareholders. All Class B shareholders have consented to removing the voting rights from their Class B shares.

Secondly, the Board proposes, for the sake of clarity, to insert a provision in the Articles whereby it is explicitly stated that the Class B shares shall be redeemed if the associated subscription rights in Fast Search & Transfer ASA are not exercised within their expiration date.

As a result, the Board proposes that Section 4, 2<sup>nd</sup> paragraph, of the Company's Articles of Association is amended to read:

*“The Company has the right to demand the redemption of shares in Class B through a share capital reduction provided the resolution on redemption is made within 15 February 2011; provided, further, that the Company only can redeem one Class B share for each 5.25 independent subscription rights in Fast Search & Transfer ASA that are not exercised within the subscription right period. If the accompanying issued subscription rights in Fast Search & Transfer ASA are not exercised within the subscription right period the corresponding (proportionate) number of Class B shares shall be redeemed as aforesaid. The Board has the right, at any time, to convert shares in class B into ordinary shares (shares in class A). If the accompanying issued subscription rights in Fast Search & Transfer ASA are exercised within the subscription right period the corresponding (proportionate) number of Class B shares shall be converted into ordinary shares in the Company (Class A shares). The redemption price shall be set at the holder's original cost price for the shares (original subscription price). The Class B shares do not carry voting rights.”*

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If you wish to attend the Extraordinary General Meeting on 12 December 2007 in person or by proxy, we ask that you notify and return the enclosed notification/power of attorney to the Company's registrar no later than 10 December 2007 at 4 p.m.

Oslo, 28 November 2007  
Thin Film Electronics ASA

Morten Opstad  
Chairman of the Board of Directors  
(sign.)