

*Unauthorized translation. In the event of any discrepancy between the Norwegian and English text, the Norwegian takes precedence.*

**MINUTES OF  
ANNUAL GENERAL MEETING IN  
AMSC ASA**

On Thursday 24 April 2025 at 08:30 (CEST) the Annual General Meeting in AMSC ASA, reg. no. 988 228 397 (the **Company**), was held digitally via Lumi AGM webcast.

The following items were on the agenda:

**1. OPENING OF THE ANNUAL GENERAL MEETING, INCLUDING APPROVAL OF THE NOTICE AND AGENDA**

The Annual General Meeting was opened and chaired by Annette Malm Justad, Chair of the Board.

The record of attending shareholders showed that 25,784,690 shares, corresponding to 35,88 % of the Company's share capital, were represented. The list of attending shareholders and the voting results for each matter is enclosed to these minutes.

No objections were made to the notice and the agenda, and the General Meeting was declared duly constituted.

**2. ELECTION OF A PERSON TO CO-SIGN THE MINUTES ALONG WITH THE MEETING CHAIR**

Alexander Apeland was elected to co-sign the minutes of the General Meeting together with the meeting chair.

**3. PRESENTATION OF BUSINESS ACTIVITIES**

A presentation of the business activities was given, including the important occurrences in the group in 2024 and the main figures from the 2024 annual accounts, as further set out in a presentation to be published by the Company after the general meeting is held.

**4. APPROVAL OF THE 2024 ANNUAL ACCOUNTS OF AMSC ASA, GROUP'S CONSOLIDATED ACCOUNTS AND THE BOARD OF DIRECTORS' REPORT**

The annual accounts and the Board of Directors' report were reviewed.

The General Meeting adopted the following resolution:

*The General Meeting approves the annual accounts for 2024 for AMSC ASA, the group consolidated accounts and the Board of Director's Report.*

**5. ADVISORY VOTE ON THE REPORT ON SALARY AND OTHER REMUNERATION TO THE EXECUTIVE MANAGEMENT FOR 2024**

The General Meeting adopted the following resolution:

*The General Meeting endorses the report on salary and other remuneration to the executive management for 2024 pursuant to the Norwegian Public Limited Liability Companies Act section 6-16b.*

## **6. CONSIDERATION OF THE STATEMENT OF CORPORATE GOVERNANCE 2024**

The General Meeting considered the Board of Directors' statement of Corporate Governance.

## **7. STIPULATION OF REMUNERATION TO THE MEMBERS OF THE BOARD OF DIRECTORS**

The General Meeting adopted the following resolution:

*In accordance with the recommendation from the Nomination Committee, the General Meeting approves that the remuneration to members of the Board of Directors for the period from the 2024 Annual General Meeting up to the 2025 Annual General Meeting shall be as set out below. In addition, the same remuneration rates shall apply for the members of the Board of Directors for the period from the 2025 Annual General Meeting up to the 2026 Annual General Meeting:*

- *NOK 614,000 to the Chairperson of the Board*
- *NOK 482,000 to each of the other Board members.*

*If the Company is liquidated prior to the 2026 Annual General Meeting, or a member of the Board of Directors otherwise resigns prior to expiry of the term, the remuneration for the period from the 2025 Annual General Meeting up to the 2026 Annual General Meeting shall be adjusted pro rata for the term in service.*

*The above fees include remuneration for audit committee-related work.*

It was noted that employees of Aker companies do not receive the remuneration personally, but that payment is made to their respective employer company.

## **8. STIPULATION OF REMUNERATION TO THE MEMBERS OF THE NOMINATION COMMITTEE**

The General Meeting adopted the following resolution:

*In accordance with the recommendation from the Nomination Committee, the General Meeting approves that the remuneration to members of the Nomination Committee for the period from the 2024 Annual General Meeting up to the 2025 Annual General Meeting shall be NOK 57,000 for the chair of the committee and NOK 46,000 for each member. In addition, the same remuneration rates shall apply for the members of the Nomination Committee for the period from the 2025 Annual General Meeting up to the 2026 Annual General Meeting. If the Company is liquidated prior to the 2026 Annual General Meeting, or a member of the Nomination Committee otherwise resigns prior to expiry of the term, the remuneration for the period from the 2025 Annual General Meeting up to the 2026 Annual General Meeting shall be adjusted pro rata for the term in service.*

It was noted that employees of Aker companies do not receive the remuneration personally, but that payment is made to their respective employer company.

## **9. APPROVAL OF THE REMUNERATION TO THE AUDITOR FOR 2024**

The General Meeting adopted the following resolution:

*The remuneration to the auditor of NOK 1 766 426 ex. VAT for the audit of the Company's 2024 annual accounts is approved. Fees to PriceWaterhouseCoopers AS for services other than audit during 2024 are included in Note 3 to the group consolidated accounts.*

## **10. APPROVAL OF CHANGES TO THE REMUNERATION POLICY**

The General Meeting adopted the following resolution:

*The General meeting approves the changes to the policy for determining salary and other remuneration to the Board of Directors and the executive management pursuant to the Norwegian Public Limited Liability Companies Act section 6-16a.*

## **11. ELECTION OF MEMBERS TO THE BOARD OF DIRECTORS**

The General Meeting adopted the following resolution:

*In accordance with the recommendation from the Nomination Committee, Annette Malm Justad is re-elected as Chair of the Board of Directors for a period of two years.*

The Board of Directors of AMSC ASA will then consist of the following members:

Annette Malm Justad (Chairperson)

Peter Ditlef Knudsen (member)

Frank O. Reite (member).

## **12. ELECTION OF MEMBERS TO THE NOMINATION COMMITTEE**

The General Meeting adopted the following resolution:

*In accordance with the proposal from the Nomination Committee, Hilde Kristin Ramsdal is re-elected as deputy member of the Nomination Committee, for a period of two years.*

The Nomination Committee of AMSC ASA will then consist of the following members:

Charlotte Håkonsen (Chairperson)

Ingebret G. Hisdal (member)

Hilde Kristin Ramsdal (deputy member).

### 13. DISTRIBUTION OF DIVIDEND-IN-KIND

The General Meeting adopted the following resolution:

1. *The general meeting approves the proposal from the Board of Directors for distribution of dividend in the form of 91,422,601 shares in Solstad Maritime Holding AS (reg. no. 932 482 185).*
2. *The distribution is conditional upon necessary approvals by Euronext Oslo Børs related to the listing of Solstad Maritime Holding AS on Euronext Oslo Børs. If this condition is not fulfilled on or prior to 30 May 2025, this resolution shall lapse.*
3. *Subject to fulfilment of the condition in item 2 above, the dividend will be distributed to those who are shareholders in the Company on the date and time which is decided and communicated by the Board of Directors.*

### 14. AUTHORIZATION TO THE BOARD OF DIRECTORS TO APPROVE DISTRIBUTION OF DIVIDEND-IN-KIND.

The General Meeting adopted the following resolution:

1. *The Board of Directors is authorised to approve the distribution of dividend based on the Company's annual accounts for 2024 pursuant to section 8-2 (2) of the Norwegian Public Limited Liability Companies Act.*
2. *The authorisation may only be used for distribution of shares in Solstad Maritime Holding AS (reg. no. 932 482 185).*
3. *The authorization is valid up to the Annual General Meeting in 2026.*

### 15. LIQUIDATION OF THE COMPANY

The General Meeting adopted the following resolution:

*The Company shall be liquidated. This decision shall be submitted immediately to the Norwegian Register of Business Enterprises.*

\* \* \*

There were no further items on the agenda. The Chair of the meeting thanked the participants for their attendance, and the General Meeting was thereafter adjourned.

Oslo, 24 April 2025

(sign.)

Annette Malm Justad, Chairman

(sign.)

Alexander Apeland, co-signer

**Attendance Summary Report**

AMSC ASA

AGM

24 April 2025

Registered Attendees:	7
Total Votes Represented:	25,784,690
Total Accounts Represented:	90
Total Voting Capital:	71,863,838
% Total Voting Capital Represented:	35.88%

<u>Capacity</u>	Sub Total:	5	2	25,784,690	
	<u>Registered Attendees</u>	<u>Registered Non-Voting Attendees</u>	<u>Registered Votes</u>	<u>Accounts</u>	
Aksjonær / Shareholder (web)	3	0	226,952	3	
Gjest / Guest (web)	0	2			
Forhåndsstemmer / Advance votes	1	0	25,483,562	78	
Styrets leder med fullmakt / COB with Proxy	1	0	74,176	9	

Kai Bamberg  
DNB Bank ASA  
Issuer Services

## Vedlegg / Appendix 2: Stemmeoversikt / Voting overview

### AMSC ASA GENERALFORSAMLING / AGM 24 April 2025

Som registreringsansvarlig for avstemningen på generalforsamlingen for aksjonærene i selskapet avholdt den 24 April 2025, BEKREFTES HERVED at resultatet av avstemningen er korrekt angitt som følger:-

/

As scrutineer appointed for the purpose of the Poll taken at the General Meeting of the Members of the Company held on 24 April 2025, I HEREBY CERTIFY that the result of the Poll is correctly set out as follows:-

Totalt antall stemmeberettigede aksjer / Issued voting shares: 71,863,838

	STEMMER / VOTES FOR	%	STEMMER / VOTES MOT / AGAINST	%	STEMMER / VOTES AVSTÅR / WITHHELD	STEMMER TOTALT / VOTES TOTAL	% AV STEMME- BERETTIG KAPITAL AVGITT STEMME / % ISSUED VOTING SHARES VOTED	IKKE AVGITT STEMME I MØTET / NO VOTES IN MEETING
1	25,784,690	100.00	0	0.00	0	25,784,690	35.88%	0
2	25,784,500	100.00	0	0.00	190	25,784,690	35.88%	0
4	25,784,500	100.00	0	0.00	190	25,784,690	35.88%	0
5	25,648,732	99.47	135,768	0.53	190	25,784,690	35.88%	0
7	25,713,616	100.00	25	0.00	165	25,713,806	35.78%	70,884
8	25,713,616	100.00	25	0.00	165	25,713,806	35.78%	70,884
9	25,784,500	100.00	25	0.00	165	25,784,690	35.88%	0
10	21,757,883	84.38	4,026,617	15.62	190	25,784,690	35.88%	0
11	23,480,460	91.06	2,304,040	8.94	190	25,784,690	35.88%	0
12	25,784,500	100.00	25	0.00	165	25,784,690	35.88%	0
13	25,784,525	100.00	0	0.00	165	25,784,690	35.88%	0
14	25,784,525	100.00	0	0.00	165	25,784,690	35.88%	0
15	20,599,525	100.00	0	0.00	5,185,165	25,784,690	35.88%	0

Kai Bamberg  
DNB Bank ASA  
Issuer services





# Attendance Details

Page: 2  
Date: 24 Apr 2025  
Time: 9:01  
ADV

Forhåndsstemmer / Advance votes

400	MASON, ALBERT
16,816	BRIGHTHOUSE FUNDS TRUST II - BRIGHTHOUSE/DIMENSIONAL INTERNATIONAL SMA
3,864	SPDR PORTFOLIO EUROPE ETF
815	AWARE SUPER
10,924	ACADIAN GLA CTRY MG VL VOLATILITY FUND TRUST
11	BOLLEA, LUCA
58,718	WISDOMTREE EUROPE SMALLCAP DIV FD 1001807
1,384	BEAUREGARD, STEPHANE
1,559,206	Verdipapirfondet DNB SMB
724,028	DFA INTERNATIONAL SMALL CAP VALUE P NS GROUP INC
2,300	CBNY-TWO SIGMA WORLD CORE FUND, LP
11,122	CC&L ALTERNATIVE GLOBAL EQUITY FUND 1111 WEST GEORGIA STREET
16,611	CC&L Multi-Strategy Fund 2200-1111 WEST GEORGIA
6,022	CC&L Q 140/40 FUND 2200-1111
4,450	CC&L Q MARKET NEUTRAL FUND 2200-1111 WEST GEORGIA ST
27,041	CC&L U.S. Q MARKET NEUTRAL ONSHORE FUND II 2200-1111 WEST GEORGIA ST
67,241	CFSIL-CW GLOBAL SHARE FUND 28
265,196	CONTINENTAL SMALL SERIES
32,172	DFA - INTERNATIONAL VECTOR EQ PORT
32,224	DFA - TA WORLD EX US CORE EQ DFAIDG
56	DFA INT CORE EQ MKT ETF
262,793	DFA INT CORE EQTY PORTFOLIO
120	DIMENSIONAL INTERNATIONAL VECTOR EQUITY ETF OF DIMENSIONAL
46,938	INT CORE EQ 2 ETF
81,232	INT SM COMP ETF
2,693	JOHN HANCOCK FUNDS II INTERNATIONAL SMALL COMPANY FUND
1,661	JOHN HANCOCK VARIABLE INSURANCE TRUST INTERNATIONAL SMALL COMPANY TRUS
2,700	TWO SIGMA INTERNATIONAL CORE PORTFOLIO, LLC
16,689	WORLD EX US CORE EQ PT OF DFAIDG
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	25,483,562

Styrets leder med fullmakt / COB wii 1

74,176

Styrets leder med fullmakt / COB with Proxy

<u>Votes</u>	<u>Representing / Accompanying</u>
62,175	LARSEN, OLE ODDVAR
4,000	SKOGSTAD, ANDREAS
4,000	DFC INVEST AS
1,349	LÆRUM, JAN ERIK
1,250	EINAR WESTBY AS
1,100	HEGGENES-KARLSEN, HARALD
200	GIÆVER, RAYMOND
100	FALLETH, ROLF SVERRE
2	FJELDHAMMER, THOMAS
	<hr/>
	74,176

Voting Card  
CBP