

## **MINUTES FROM ORDINARY GENERAL MEETING IN SPAREBANKEN VEST**

The Ordinary General Meeting in Sparebanken Vest was held on 27 March 2025 at 12:00 at the bank's head office in Jonsvollsgaten 2, Bergen.

The agenda was as follows:

### **1 OPENING OF THE MEETING**

The General Meeting was opened by the by the Chairman of the General Meeting, Sivert Sørnes.

### **2 LIST OF ATTENDING MEMBERS**

47 members/deputy members were present. The list of attending members is attached as Appendix 1.

Present were also representatives from the Board of Directors and the administration, as well as the independent auditor. Minutes were taken by Silje Hjelmtveit.

The General Meeting passed the following unanimous **resolution**:

*«The General Meeting approves the list of attending members and deputy members.»*

### **3 ELECTION OF TWO PERSONS TO CO-SIGN THE MINUTES TOGETHER WITH THE CHAIRMAN**

The General Meeting passed the following unanimous **resolution**:

*«Sivert Sørnes is appointed as chairperson Kristine Johannessen and Jostein Lid were appointed to co-sign the minutes.»*

### **4 APPROVAL OF THE NOTICE OF THE AGENDA**

The General Meeting passed the following unanimous **resolution**:

*«The notice and the agenda are approved.»*

### **5 BRIEFING ON THE STATUS OF THE BUSINESS**

CEO, Jan Erik Kjerpeseth, gave a brief on the status of the business and the road ahead.

The General Meeting passed the following unanimous **resolution**:

*«The General Meeting takes notes of the brief.»*

## 6. ANNUAL ACCOUNTS 2024

The Board of Directors' proposal for annual accounts for the financial year 2024 were attached to the notice, and included the following:

- Memo regarding the annual report 2024
- Annual report including the auditor's report and sustainability certification
- Report on remuneration of leading personnel with auditor's confirmation

CEO Jan Erik Kjerpeseth reviewed and commented on the group's and the parent bank's accounts for 2024. The group's pre-tax profit amounted to NOK 5,641 million. The parent bank's profit after tax amounted to NOK 4,402 million.

The CEO referred from the Board of Director's proposal for year-end allocations. The Board of Directors proposes the following allocation of profit in the parent bank:

Profit/loss before tax expense, parent bank	5,288
<u>Tax expense</u>	<u>886</u>
<u>Profit/loss after tax expense/for disposal</u>	<u>4,402</u>
Dividend on equity capital	933
Transferred to donations and customer dividend	1,361
Transferred to reserve for unrealized gains	-87
Transferred to primary capital	1,208
Transferred to equalisation reserve	828
<u>Transferred to hybrid capital</u>	<u>160</u>
Total disposals	4,402

The banks external auditor, Helge-Roald Johnsen with Deloitte AS, gave an account on the auditor's report.

The General Meeting passed the following unanimous **resolution**:

*«The Board of Directors' proposal for the annual report for the parent bank and the group for 2024 is approved. The Board of Directors' proposal for allocation of the parent bank's profit is approved, including distribution of a cash dividend of NOK 8.50 per equity certificate, NOK 927 million in customer dividend and NOK 434 million in donations for the public benefit.»*

*The General Meeting approves the auditor's fee of NOK 1,242,489 for the audit of the annual accounts for 2024, and a fee within the range of NOK 806,000 to NOK 1,582.000 for the sustainability certification.*

*The General Meeting takes note of the Board of Director's report on remuneration of leading personell.»*

## **7. GUIDELINES FOR THE FIXING OF SALARIES AND OTHER REMUNERATION TO LEADING PERSONELL**

Executive Vice President Group Operations, Therese Linn Arentsen, gave a brief of the Board of Director's proposal for guidelines for the fixing of salaries and other remuneration to leading personell.

The general meeting passed the following unanimous **resolution**

*«The General Meeting approved the Board of Directors' guidelines for the fixing of salaries and other remuneration to leading personnel.»*

## **8. PROPOSAL FOR RENEWAL OF THE AUTHORISATION TO PURCHASE AND PLEDGE OWN EQUITY CERTIFICATES**

CFO Frank Johannesen gave a briefing of the proposal for renewal of the authorisation to purchase and pledge own equity certificates.

The general meeting passed the following unanimous **resolution**

1. *The Board of Directors is authorised to acquire and establish a pledge on own equity certificates for a total nominal value of NOK 25 million within the limits pursuant to laws and regulations.*
2. *The minimum amount to be paid for the equity certificates is NOK 1 and the maximum amount is NOK 175. These limits also apply to any agreed pledge, which means that the claim that the pledge is intended to secure must be within the same monetary limitations.*
3. *The acquisition of equity certificates shall take place in the market through Oslo Børs, and disposals shall take place in the same market, or as disposals directed towards employees or representatives pursuant to applicable laws and regulations.*
4. *The authorisation is valid until 30 June 2026 or until such time as the Norwegian Financial Supervisory Authority revokes the authorisation.*
5. *The authorization replaces the previously granted authorization from such time as the Norwegian Financial Supervisory Authority has approved it.*

## **9. DONATIONS FOR THE PUBLIC BENEFIT/CORPORATE SOCIAL RESPONSIBILITY FOR 2025 BASED ON ANNUAL ACCOUNTS FOR 2024**

Marketing director, Tonje Marie Schreiner, gave a presentation on donations for the public benefit and corporate and social responsibility for 2025 based on annual accounts for 2024.

The General Meeting passed the following unanimous **resolution**:

*«The General Meeting endorses the Board of Directors' recommendation for allocation of donations for the allocation year 2025.»*

## 10. ELECTION

The Chair of the Nomination Committee, Kari Anne Landro, gave an account for the Nomination Committee's recommendation.

### 10.1 Election of directors and officers in Sparebanken Norge

The General Meeting passed the following unanimous **resolutions**:

- (i) *In accordance with the election committee's recommendation, Sivert Sørnes is elected as chair of the General Meeting for 2 years, from spring 2025 until spring 2027*
- (ii) *In accordance with the election committee's recommendation, the following persons are elected as members of the Board of Directors in Sparebanken Norge for 3 years, from spring 2025 until spring 2028:*

- *Deputy Chair: Magne Morken*
- *Board member: Agnethe Brekke*
- *Board member: Marianne Dorthea Jacobsen*
- *Board member: Gunnar Skeie*
- *Board member: Mariann Vågnes Reite*
- *Deputy member: Atle Harald Sandtorv*
- *Deputy member: Elisabet Kjerstad Bøe*

*With the addition of members of the Board of Directors of Sparebanken Norge elected by the General Meeting in Sparebanken Sør, and the members elected by and among the employees in both banks, the Board of Directors in Sparebanken Norge shall from spring 2025 until spring 2028 comprise of the following:*

- *Chair: Knut Ruhaven Sæthre*
- *Deputy Chair: Magne Morken*
- *Board member: Agnethe Brekke*
- *Board member: Marianne Dorthea Jacobsen*
- *Board member: Gunnar Skeie*
- *Board member: Mariann Vågnes Reite*
- *Board member: Geir Bergskaug*
- *Board member: Erik Tønnesen*
- *Board member: Mette Harv*
- *Board member: Stig Standal Taule (employee representative)*
- *Board member: Kristin Axelsen (employee representative)*
- *Board member: Hans Arthur Frigstad (employee representative)*
- *Board member: Tina Marie Kvale (employee representative)*
- *Deputy member: Atle Harald Sandtorv*
- *Deputy member: Elisabet Kjerstad Bøe*
- *Deputy member: Merete Østby*
- *Deputy member: Trond Randøy*
- *Deputy member: Eiliv Engelsen (employee representative)*

- Deputy member: Karen Margrete Riisnes (employee representative)
- Deputy member: Thomas Schulz (employee representative)
- Deputy member: Britt Ytterbø ((employee representative)

(iii) In accordance with the election committee's recommendation, the following persons are elected as members of the election committee in Sparebanken Norge for 3 years, from spring 2025 until spring 2028:

- Deputy Chair: Jostein Lid
- Member: Eivind Fykse
- Member: Birthe Kåfjord Lange
- Member: Jacob Nødseth
- Member: Anna Maria Langeland

With the addition of the elections made by the General Meeting in Sparebanken Sør, the election committee of Sparebanken Norge shall after this comprise of the following:

- Chair: Eskild Stenhaug
- Deputy Chair: Jostein Lid
- Member: Eivind Fykse
- Member: Birthe Kåfjord Lange
- Member: Jacob Nødseth
- Member: Anna Maria Langeland
- Member: Anne Omholt Hovstad
- Member: Jan-Inge Wågestad
- Member: Eli Giske

## 10.2 Remuneration of officers

The General Meeting passed the following unanimous **resolution**:

«The General Meeting adopts new remuneration rates for directors and officers of Sparebanken Norge in accordance with the recommendation.»

The meeting was adjourned.

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Sivert Sørnes  
Chair person  
Sign

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Kristine Johannessen  
Sign

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Jostein Lid  
Sign

## LIST OF ATTENDING MEMBERS

### ORDINARY GENERAL MEETING 27 MARCH 2025

Name	Position
Kristine Johannessen	Member
Christina Schieldrop	Member
Jan-Rune Bang Hansen	Member
Eilen Rykkje	Member
Eivind Fykse	Member
Alf Håkon Haugland	Member
Merete Tollefsen	Member
Gunnar Silden	Member
Jan Terje Nerhus	Member
Kari-Anne Landro	Member
Amina Amin	Member
Benthe Bondhus	Member
Jacob Nødseth	Member
Kjartan Alexander Lunde	Member
Anita Merete Agdal	Member
Bjarte Falkanger	Member
Bjørn Ove Kristiansen	Member
Hanne Cecilie Valderhaug	Member
Jostein Lid	Member
Mathias Hunskår Furevik	Member
Solfrid Hagen	Member
Else Marie Nødtvedt	Member
Glenn Stangeland	Member
Cathia Baarøy	Member
Trond Dreyer	Member
Inge Vardøy	Member
Bjørn Eknes	Member
Åsmund Skår	Member
Magne Roar Sangolt	Member
Jon Olav Heggseth	Member
Sivert Sørnes	Member
Anne Maria Langeland	Member
Inga Lise Moldestad	Member
Ida Bjerke Olsen	Member
Odd Reidar Øye	Member
Monica Salthella	Member
Øyvind Langedal	Member
Kjetil Widding	Member
Marit Solberg	Member
Björg Djukastein	Member
Gry Olsen Tronvold	Deputy member
Jan Richard Dyrseth	Deputy member
Pål Kårbø	Deputy member
Margunn Hauso	Deputy member
Bjørn Thømt	Deputy member
Rune Ramsvik	Deputy member
Per Berge	Deputy member
<b>Totalt number of attendees:</b>	<b>47</b>

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Sivert Sørnes  
Chair person  
Sign

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Kristine Johannessen  
Sign

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Jostein Lid  
Sign