

**MINUTES OF THE ANNUAL GENERAL MEETING 2026
OF
GJENSIDIGE FORSIKRING ASA**

The annual general meeting of Gjensidige Forsikring ASA was held at 17.00 on 26 March 2026 as a hybrid meeting with the possibility of attending in person or remotely (at the company's head office in Schweigaards gate 21, NO-0191 Oslo) in accordance with Section 5-8 of the Public Limited Liability Companies Act.

Item 1 Opening of the general meeting

The meeting was opened by the Chair of the Board, Dag Mejdell, who welcomed the attendees.

Item 2 Election of chair of the meeting

The General Meeting elected the Chair of the Board, Dag Mejdell, to chair the meeting.

Item 3 Presentation of list of attending shareholders and proxies

A list of attending shareholders and proxies approved by the auditor was presented to the General Meeting. The list showed the following:

435.654.748 voting shares were represented by advance votes for own shares and 467.235 by proxy and voting instructions. Shareholders directly voted for and represented a total of 13.182 own shares.

In total, 436.135.165 voting shares were represented. This corresponds to 87,23 % of the total number of voting shares in the Company.

The list is enclosed with the minutes.

Item 4 Approval of the notice of the meeting and the agenda

The chair of the meeting referred to the notice of the meeting and stated that it had been sent to all shareholders with a known address. In accordance with Article 2-2, fifth paragraph of the Articles of Association and Public Limited Liability Companies Act section 5-11 a, some of the case documents were only made available to the shareholders on the Company's website. There were no objections to the notice of the meeting and/or the proposed agenda. The chair of the meeting declared the meeting to be duly convened, and the proposed agenda approved.

Item 5 Election of two representatives to co-sign the minutes together with the chair of the meeting

The following persons were elected to sign the minutes together with the chair of the meeting:

1. Trine Riis Groven, Gjensidigestiftelsen
2. Nils Kr. Benjaminsen, attorney-at-law (Gjensidige Forsikring ASA)

Item 6 Approval of the annual report and accounts for 2025 – including allocation of the profit for the year

Gjensidige's annual report, which includes the Board's annual report, sustainability report, consolidated financial statements, and the company's annual financial statements with notes for 2025, has been made available on the company's website and has been prepared in accordance with applicable legal requirements.

CEO Geir Holmgren informed the meeting about the development and status of the Group's activities in 2025.

Chair of the Board, Dag Mejdell, informed the meeting about the sustainability reporting and the Board's proposal for the allocation of Gjensidige Forsikring ASA's profit for 2025.

The Company's auditor, Deloitte AS, represented by state-authorised public accountant Eivind Skaug, reported on the auditor's report for 2025, dated 25 February 2026.

Resolution:

The General Meeting approved the submitted consolidated financial statements as the Gjensidige Forsikring Group's accounts for 2025.

The General Meeting approved the submitted accounts as Gjensidige Forsikring ASA's annual accounts for 2025.

It was decided that the parent company's profit before other income and expenditure of NOK 6,280.4 million would be allocated as follows:

	<i>NOK million</i>
<i>Proposed dividend:</i>	<i>7,250.0</i>
<i>Transferred to/(from) undistributable reserves:</i>	<i>-21.8</i>
<i>Transferred to/(from) other retained earnings:</i>	<i>- 947.9</i>
<i>Allocated:</i>	<i>6,280.4</i>

Other income and expenditure as presented in the income statement are not included in the allocation of profit.

The General Meeting approved the submitted annual report for Gjensidige Forsikring, which meets the requirements of the directors' report.

See page 7 for voting results.

Item 7 The Board of Directors' statement on corporate governance

The Chair of the Board, Dag Mejdell, presented the statement of corporate governance. Reference was made to the Board of Directors' statement on corporate governance pursuant to Section 2-9 of the Norwegian Accounting Act, which is included in the Board's report on corporate governance in accordance with the 'Norwegian Code of Practice for Corporate Governance' (NUES).

Resolution:

The General Meeting took note of the Board's report on corporate governance.

Item 8 Consideration of remuneration report for executive personnel for 2025

The Chair of the Board, Dag Mejdell, gave an account of the remuneration report for executive personnel for 2025, which was prepared by the Board. The report has been prepared in accordance with Section 6-16 b of the Public Limited Liability Companies Act and meets requirements of disclosures in the annual accounts pursuant to Sections 7-31b and 7-32 of the Accounting Act.

An advisory vote was held.

Resolution:

The General Meeting took note of the remuneration report for executive personnel for 2025.

Item 9 Revised guidelines for stipulating pay and remuneration of individual members of the Board of Directors, the CEO and other executive personnel

The Chair of the Board, Dag Mejdell, presented the proposed amendment to section 8 of the guidelines for remuneration of senior executives, which is made to reflect the fact that members of the senior management waive their job protection in return for pre-agreed severance pay.

The guidelines have been prepared in accordance with Section 6-16a of the Public Limited Liability Companies Act.

Resolution:

The General Meeting adopted the Board's revised guidelines for stipulating pay and remuneration of executive personnel, cf. the Public Limited Liability Companies Act Section 6-16a.

Item 10 Proposal from shareholder to amend Article 2-5 of the Articles of Association:

The Chair of the meeting referred to the shareholder proposal submitted by Folketrygdfondet to amend Article 2-5 of the Company's Articles of Association as follows:

"The Board shall consist of 10 members.

Shareholder-elected Board members shall be elected by the General Meeting, based on the recommendations of the Company's Nomination Committee.

Three members in order of priority shall be elected by and from among the employees of the Company. The members shall be elected for two years at a time. At least one member is up for election each year. Both genders shall be represented.

Other board members and the Chair of the Board shall be elected for one year at a time."

Resolution:

The shareholder proposal was not approved.

Item 11 Authorisations of the Board:

The chair of the meeting, Dag Mejdell, informed the meeting about the Board of Directors' proposal for authorisations and the following decisions were made:

a) to decide the distribution of dividend

Resolution:

The Board was authorised to make decisions about the distribution of dividend on the basis of the Company's annual accounts for 2025, cf. the Public Limited Liability Companies Act Section 8-2(2), in line with the adopted capital strategy and dividend policy. The authorisation is valid until the annual general meeting in 2027, no longer, however, than until 30 June 2027.

b) to purchase own shares in the market for the purpose of implementing the Group's share savings programme and remuneration scheme for employees

Resolution:

The Board was authorised to acquire Gjensidige shares in the market on behalf of the Company, cf. the Public Limited Liability Companies Act Section 9-4. The authorisation can be used to purchase own shares with a total nominal value of up to NOK 2,000,000, corresponding to 1,000,000 shares with a nominal value of NOK 2. The minimum and maximum amounts that can be paid per share are NOK 20 and NOK 600, respectively. Within these limits, the Board decides at what price and at what times such acquisition shall take place.

The acquisition of shares in accordance with the authorisation can only be used for sale and transfer to employees of the Gjensidige Group as part of the Group's share savings programme or to executive personnel in accordance with the remuneration regulations.

The Board is free to acquire and sell shares in the manner that the Board finds expedient, such, however, that general principles concerning equal treatment of shareholders are adhered to.

The authorisation is valid until 30 June 2027.

c) to purchase own shares in the market for investment purposes or for the purpose of optimising the Company's capital structure

Resolution:

The Board was authorised to acquire Gjensidige shares in the market on behalf of the Company, cf. the Public Limited Liability Companies Act Section 9-4. The authorisation can be used to purchase own shares with a total nominal value of up to NOK 100,000,000, corresponding to 50,000,000 shares with a nominal value of NOK 2.

The minimum and maximum amounts that can be paid per share are NOK 20 and NOK 600, respectively. Within these limits, the Board decides at what price and at what times such acquisition shall take place.

Shares acquired in accordance with the authorisation may, among other things, be used as consideration shares in connection with the acquisition of businesses, mergers and demergers, or for subsequent sale or cancellation.

The Board is free to acquire and sell shares in the manner that the Board finds expedient, such, however, that general principles concerning equal treatment of shareholders are adhered to.

The authorisation is valid until 30 June 2027.

d) to increase the share capital

Resolution:

The Board was authorised to increase the Company's share capital by a total nominal amount of up to NOK 100,000,000, corresponding to 50,000,000 shares with a nominal value of NOK 2, cf. the Public Limited Liability Companies Act Section 10-14. The subscription price and other terms and conditions for subscription are stipulated by the Board. A capital increase within these limits can take place through one or more capital increases, as decided by the Board.

The Board may decide that the shareholders' pre-emption right to the new shares can be waived.

The Board may decide that the share capital contribution can be made in the form of assets other than cash.

The Board was authorised to implement the amendments of the Articles of Association that the share capital increase necessitates.

The authorisation does not apply to decisions on mergers pursuant to Section 13-5 of the Public Limited Liability Companies Act.

New shares are entitled to dividend from the time they are registered in the Register of Business Enterprises.

The authorisation is valid until the annual general meeting in 2027, no longer, however, than until 30 June 2027.

e) to raise subordinated loans and other external financing

Resolution:

The Board was authorised to raise subordinated loans and other external financing limited upwards to NOK 3.5 billion, and to trade in the bonds issued at all times under the Company's subordinated bond issue and on the conditions stipulated by the Board.

The authorisation is valid until the annual general meeting in 2027, no longer, however, than until 30 June 2027.

See page 7 for voting results.

Item 12 Election

a) Board of Directors – members and Chair

The Chair of the Nomination Committee, Trine Riis Groven, presented the committee's work, as well as the committee's recommendation for the election of board members and the Chair of the Board. All the shareholder-elected board members are elected for a term of one year; cf. Article 2-5 third paragraph of the Articles of Association. The proposed candidates have been approached and are willing to accept office:

Dag Mejdell, Chair	(re-election)
Gunnar Robert Sellæg, member	(re-election)
Gyrid Skalleberg Ingerø, member	(re-election)
Mari Thjømøe, member	(re-election)
Nils-Jakob Røsholt, member	(new)
Simona Trombetta, member	(re-election)
Tor Magne Lønnum, member	(re-election)

b) Nomination Committee – members and Chair

The Chair of the Nomination Committee presented the committee's recommendation for the election of the Nomination Committee. All the members of the Nomination Committee are up for election and will be elected for a term of one year; cf. Article 2-4 first paragraph of the Articles of Association. The proposed candidates have been approached and are willing to accept office:

Anne Skuterud, Chair	(new)
Alfred Øverland, member	(new)
Henrik Bachke Madsen, member	(re-election)
Inger Grøgaard Stensaker, member	(re-election)
Pernille Moen Masdal, member	(re-election)

c) External auditor

The Nomination Committee recommended that the General Meeting re-elect Deloitte AS as the Company's external auditor. In the Nomination Committee's view, the recommendation complies with the Norwegian Code of Practice for Corporate Governance.

Resolution:

- a) *The proposed Board was elected by the General Meeting.*
- b) *The proposed Nomination Committee was elected by the General Meeting.*
- c) *The proposed external auditor was elected by the General Meeting.*

See page 7 for voting results.

Item 13 Remuneration

The Nomination Committee proposed the following remuneration for the Board, the Board's subcommittees, the Nomination Committee, and the external auditor (all fees in NOK):

Board of Directors:

Office	Fixed fee	Additional fee
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Chair	990,000	12,400*
Member	470,000	10,800*

**Per meeting in excess of 11 meetings*

Audit Committee:

Office	Fixed fee	Additional fee
Chair	235,000	-
Member	155,000	-

Risk Committee:

Office	Fixed fee	Additional fee
Chair	191,000	-
Member	126,000	-

Organisation and Remuneration Committee:

Office	Fixed fee	Fee per meeting
Chair	77,000	12,400*
Member	60,000	10,800*

**Per meeting in excess of 5 meetings.*

Nomination Committee:

Office	Fixed fee	Additional fee
Chair	85,000	12,400*
Member	55,500	10,800*

**Per meeting in excess of 5 meetings.*

The external auditor:

The Nomination Committee recommended that the Company's auditor receive a fee of NOK 12,100,000 (incl. VAT) for the statutory audit and sustainability assurance services of Gjensidige Forsikring ASA in 2025 (on submission of invoice).

Resolution:

The Nomination Committee's recommendations for remuneration and fees were adopted by the General Meeting.

See page 7 for voting results.

Conclusion of the General Meeting

There were no more items for consideration on the agenda.

The chair of the meeting thanked the shareholders for their participation and the meeting was adjourned at 18.05.

* * *

Oslo, 26 March 2026

Dag Mejdell
Chair of the meeting

Trine Riis Groven
Co-signer

Nils Kr. Benjaminsen
attorney-at-law
Co-signer

Vedlegg 1 / Appendix 1: Fremmøtte aksjonærer / Shareholders present

Totalt representert / Attendance Summary Report

Gjensidige Forsikring ASA

Generalforsamling / AGM

26 March 2026

Antall personer deltakende i møtet / Registered Attendees:	27
Totalt stemmeberettiget aksjer representert / Total Votes Represented:	436,135,165
Totalt antall kontoer representert / Total Accounts Represented:	1,914
Totalt stemmeberettiget aksjer / Total Voting Capital:	499,983,701
% Totalt representert stemmeberettiget / % Total Voting Capital Represented:	87.23%
Totalt antall utstede aksjer / Total Capital:	500,000,000
% Totalt representert av aksjekapitalen / % Total Capital Represented:	87.23%
Selskapets egne aksjer / Company Own Shares:	16,299

Sub Total: 27 436,135,165

<u>Kapasitet / Capacity</u>	<u>Registrerte Deltakere / Registered Attendees</u>	<u>Registrerte Stemmer / Registered Votes</u>	<u>Kontoer / Accounts</u>
Aksjonær / Shareholder (web)	5	12,932	5
Fullmektig / 3rd Party Proxy (web)	1	250	1
Gjest / Guest (web)	18	0	0
Styrets Leder med fullmakt / COB with proxy	1	461,235	109
Styrets leder med instruksjoner / Instructions	1	6,000	2
Forhåndsstemmer / Advance votes	1	435,654,748	1,797

Freddy Hermansen
DNB Bank ASA
DNB Carnegie Issuer Services

Vedlegg / Appendix 2: Stemmeoversikt / Voting overview

Gjensidige Forsikring ASA GENERALFORSAMLING / AGM 26 March 2026

Som registreringsansvarlig for avstemmingen på generalforsamlingen for aksjonærene i selskapet avholdt den 26 March 2026, BEKREFTES HERVED at resultatet av avstemmingen 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 26 March 2026, I HEREBY CERTIFY that the result of the Poll is correctly set out as follows:-

Totalt antall stemmeberettigede aksjer / Issued voting shares: 499,983,701

	STEMMER / VOTES FOR	%	STEMMER / VOTES MOT	%	STEMMER / VOTES AVSTÅR	STEMMER TOTALT / VOTES TOTAL	% AV STEMME- BERETTIG KAPITAL AVGITT STEMME / % ISSUED VOTING SHARES VOTED	IKKE AVGITT STEMME I MØTET / NO VOTES IN MEETING
2	436,130,002	100.00	0	0.00	711	436,130,713	87.23%	4,452
4	436,132,761	100.00	0	0.00	452	436,133,213	87.23%	1,952
5	436,132,127	100.00	375	0.00	711	436,133,213	87.23%	1,952
6	435,857,461	99.99	65,128	0.01	210,624	436,133,213	87.23%	1,952
8	423,249,636	97.05	12,878,590	2.95	4,987	436,133,213	87.23%	1,952
9	425,125,060	97.48	11,004,360	2.52	3,793	436,133,213	87.23%	1,952
10	112,702,807	25.85	323,305,391	74.15	125,015	436,133,213	87.23%	1,952
11a	436,090,762	99.99	41,599	0.01	852	436,133,213	87.23%	1,952
11b	435,988,707	99.97	139,529	0.03	4,977	436,133,213	87.23%	1,952
11c	435,137,013	99.77	982,756	0.23	13,444	436,133,213	87.23%	1,952
11d	435,852,076	99.94	279,630	0.06	1,507	436,133,213	87.23%	1,952
11e	436,128,121	100.00	1,085	0.00	4,007	436,133,213	87.23%	1,952
12a	363,568,871	83.36	72,563,280	16.64	1,062	436,133,213	87.23%	1,952
12b.i	434,432,706	99.61	1,699,423	0.39	1,084	436,133,213	87.23%	1,952
12b.ii	435,269,822	99.80	862,307	0.20	1,084	436,133,213	87.23%	1,952
12b.iii	436,007,934	99.97	124,195	0.03	1,084	436,133,213	87.23%	1,952
12b.iv	435,991,127	99.97	141,002	0.03	1,084	436,133,213	87.23%	1,952
12b.v	436,007,849	99.97	124,280	0.03	1,084	436,133,213	87.23%	1,952
12c.i	436,116,984	100.00	12,260	0.00	1,489	436,130,733	87.23%	4,432
13	436,124,646	100.00	3,545	0.00	5,022	436,133,213	87.23%	1,952

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