

MINUTES FROM ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF ABG SUNDAL COLLIER HOLDING ASA

In consideration of the number of foreign shareholders of the Company, these minutes have been prepared in both Norwegian and English. In the event of any discrepancy between the two versions, the Norwegian version shall prevail.

The annual general meeting for 2025 was held at the company's premises at Ruseløkkveien 26, 8th floor in Oslo on 16 April 2026 at 11:00 hours.

1. Opening of the meeting and registration of attending shareholders

The Chair of the Board, Knut Brundtland opened the meeting.

Altogether 206,065,707 shares were represented, constituting 40.68% of the total voting rights.

2. Election of the chairman of the meeting and at least one person to co-sign the minutes with the chairman

Knut Brundtland was elected to chair the meeting. Solveig Walmann was elected to co-sign the minutes.

The general meeting approved the resolution with all votes in favour.

3. Approval of the notice of meeting and agenda

The notice of the meeting and the agenda were approved.

The general meeting approved the resolution with all votes in favour.

4. Approval of the annual financial statements and the Board of Directors' report for 2025, including allocation of the result for the year, as well as consideration of the statement on corporate governance

The chair of the meeting presented the 2025 annual financial statements and the Board of Directors' report. Based on the Board of Directors' proposal, the general meeting resolved to approve the 2025 annual financial statements and the Board of Directors' report, including a dividend of NOK 290 million (NOK 0.55 per share) to be paid to shareholders as of 16 April 2026. An amount of NOK 30 million will be transferred to other equity.

The general meeting approved the resolution with 209,061,844 votes in favour, while 3,863 shares did not vote.

The general meeting took note of the statement on corporate governance.

5. Approval of Auditor's remuneration and election of a new auditor

The general meeting approved the auditor's remuneration in accordance with the invoice.

The general meeting resolved to elect PricewaterhouseCoopers AS as the Company's new auditor with effect from the financial year 2027. Deloitte AS will continue as the Company's auditor up to and including the financial year 2026.

The general meeting approved the resolutions with 208,175,989 votes in favour and 889,718 votes against.

6. Remuneration for the members of the Board of Directors and the committees

Based on the Nomination Committee's proposal, the general meeting approved the following resolution:

“The remuneration to the members of the Board of Directors shall be NOK 310,000, and NOK 425,000 for the Chair of the Board, for the upcoming mandate period 2026–2027. The Board is authorised to determine the payment date of the approved remuneration as deemed appropriate.

Members of the Audit Committee shall receive remuneration of NOK 75,000, and the Chair NOK 95,000, for the upcoming mandate period 2026–2027.

Members of the Compensation Committee shall receive remuneration of NOK 22,500, and the Chair NOK 27,500, for the upcoming mandate period 2026–2027.

The Chair of the Nomination Committee shall receive remuneration of NOK 45,000, while the other members shall receive NOK 25,000, for the upcoming mandate period 2026–2027. “

The general meeting approved the resolution with all votes in favour.

Based on the Nomination Committee's proposal, the general meeting approved the following resolution:

“The Chair of the Board shall receive remuneration of NOK 1,125,000 from the subsidiary ABG Sundal Collier ASA for work performed in 2025.”

The general meeting approved the resolution with 209,941,980 votes in favour, while 123,727 votes against.

7. Advisory vote on the Board of Directors' remuneration report for executive management

The general meeting approved the report with 169,337,778 votes in favour, while 39,727,929 voted against.

8. Approval of the maximum level of variable remuneration payable to employees whose professional activities have a significant impact on the Company's risk profile

Based on the recommendation from the Board of Directors the general meeting approved the following resolution:

“The variable remuneration payable to employees whose professional activities have a significant impact on the Company's risk profile may amount to up to 200% of the fixed remuneration.”

The general meeting approved the resolution with 122,018,781 votes in favour and 20,835,725 votes against, while 66,211,201 shares did not vote.

9. Election of members to the Nomination Committee

Based on the Nomination Committee's proposal, the general meeting re-elected Stein Aukner, Roy Myklebust and Leiv Askvig for a term of one year. The Nomination Committee consists of Stein Aukner as Chair, and Roy Myklebust and Leiv Askvig as members.

The general meeting approved the resolution with all votes in favour.

10. Election of Board members

Based on the Nomination Committee's proposal, the general meeting re-elected Knut Brundtland, Jan Petter Collier, Arild A. Engh, Adele Norman Pran and Martina Klingvall as members of the Board of Directors for a term of one year. The Board of Directors will consist of:

- Knut Brundtland, Chair (re-elected for one year)
- Jan Petter Collier, Deputy chair (re-elected for one year)
- Arild A. Engh (re-elected for one year)
- Adele Norman Pran (re-elected for one year)
- Martina Klingvall (re-elected for one year)

The Board of Directors will elect the members of its committees.

The general meeting approved the following resolutions:
Knut Brundtland, 189,141,526 votes in favour and 19,924,181 votes against.
Jan Petter Collier, 208,175,989 votes in favour and 889,718 votes against.
Arild A. Engh, 189,137,663 votes in favour and 19,282,044 votes against.
Adele Norman Pran, 208,342,591 votes in favour and 723,116 votes against.
Martina Klingvall, all votes in favour.

11. Authorisation to acquire own shares

The general meeting approved the following resolution as proposed by the Board of Directors:

“The general meeting hereby authorises the Board of Directors to acquire the Company’s own shares and to acquire security interests in its own shares pursuant to sections 9-4 and 9-5 of the Norwegian Public Limited Liability Companies Act.

The following shall apply to both authorisations:

- 1. The authorisations shall be valid until 30 June 2027.*
- 2. The aggregate nominal value of the shares that may be acquired pursuant to the authorisation is NOK 12,137,902, which corresponds to approximately 10% of the Company’s expected share capital as at 16 April 2026.*
- 3. The Company may pay a minimum of NOK 0.23 and a maximum of NOK 20 per share.*
- 4. The acquisition, disposal and establishment of security interests may be carried out at the discretion of the Board of Directors, including as part of the Company’s incentive programmes.*

This authorisation is valid from 16 April 2026 and will, as from that date, replace all previous authorisations to acquire own shares in the Company.”

The general meeting approved the resolution with 208,364,986 votes in favour, while 700,721 shares voted against.

12. Authorisation to issue new shares

Based on the proposal and statement from the Board of Directors, the general meeting approved the following resolution:

“The general meeting hereby authorises the Board of Directors to increase the share capital through new share subscriptions, pursuant to section 10-14 of the Norwegian Public Limited Liability Companies Act.

The following shall apply to the authorisation:

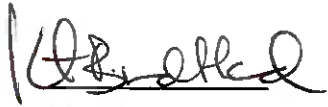
- 1. The share capital may, in total, be increased by up to NOK 24,275,805, which corresponds to approximately 20% of the Company’s expected share capital as at 16 April 2026.*
- 2. The authorisation shall be valid until 30 June 2027.*
- 3. The shareholders’ preferential rights to subscribe for shares may be deviated from in accordance with sections 10-4 and 10-5 of the Norwegian Public Limited Liability Companies Act.*
- 4. The authorisation also includes share capital increases against contributions in kind, the right to incur special obligations on behalf of the Company, and mergers.*

This authorisation is valid from 16 April 2026 and will, as from that date, replace all previous authorisations to increase the share capital.”

The general meeting approved the resolution with 182,740,192 votes in favour and 26,325,515 votes against.

No further matters were submitted for consideration. The chairman of the meeting thanked the participants for attending and adjourned the annual general meeting.

16 April 2026



Knut Brundtland



Solveig Walmann