

“Office Translation”

# ODFJELL SE

## Minutes of Annual General Meeting 2026

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The Annual General Meeting in Odfjell SE was held on May 6, 2026 online according to Notice dated April 13, 2026.

According to the notice, the following agenda was evaluated:

### 1. OPENING OF THE ANNUAL GENERAL MEETING AND REGISTRATION OF ATTENDING SHAREHOLDERS

The Chair of the Board, Laurence Ward Odfjell, opened the Annual General Meeting and made note as enclosed of the shareholders present. 50,678,687 shares were represented according to the attached list, this means that 41,009,038 class A shares and 9,805,418 class B shares of the Company's total 60,463,624 A shares and 19,256,222 B shares were present. Excluding treasury shares, 63.57 % of the share capital and 67.82 % of the votes were present, based on number of outstanding shares. The Board of Directors were represented by the Board Member, Christine Rødsæther and the Chair, Laurence Ward Odfjell. CEO/Harald Fotland and CFO/Terje Iversen represented Management. The Company's auditor, Certified Public Accountant Ståle Christensen from KPMG also participated.

### 2. ELECTION OF THE CHAIR OF THE MEETING AND A SHAREHOLDER TO SIGN THE MINUTES OF MEETING TOGETHER WITH THE CHAIR OF THE MEETING

Christine Rødsæther was elected as Chairperson. Gustav Sannem was elected to sign the minutes together with the Chairperson.

### 3. APPROVAL OF THE NOTICE AND THE AGENDA OF THE ANNUAL GENERAL MEETING

The Notice and the Agenda of the meeting were approved.

#### 4. APPROVAL OF THE PROPOSED ANNUAL ACCOUNTS AND BOARD OF DIRECTORS' REPORT FOR 2025 FOR THE PARENT COMPANY AND THE GROUP

The Annual General Meeting approved the annual accounts and Board of Directors' report for 2025 as presented.

#### 5. REMUNERATION TO THE BOARD OF DIRECTORS, AUDIT COMMITTEE, NOMINATING COMMITTEE AND AUDITOR FOR 2025

The Annual General Meeting approved remuneration to the Board and the committee members for 2025 according to the Nomination Committee's recommendations:

Chair of the Board	NOK 985,000
Board Directors	NOK 500,000
Audit Committee, Chair	NOK 250,000
Audit Committee, other members	NOK 125,000
Nomination Committee, Chair	NOK 85,000
Nomination Committee, other members	NOK 65,000

The Annual General Meeting approved that the remuneration to the Auditor shall be paid according to invoice.

#### 6. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND CHAIR

The Annual General Meeting supported the Nominating Committee's proposal and re-elected Laurence Ward Odfjell, Christine Rødsæther, Jannicke Nilsson and Jan Bjørn Kjærvik as board members for a period of two years until the Annual General Meeting in 2028.

The Annual General Meeting supported the Nominating Committee's proposal and re-elected Laurence Ward Odfjell as the Chair of the Board for a new period of one year until the Annual General Meeting in 2027.

The composition of the Board of Directors is the following:

Board member	Term
Laurence Ward Odfjell as Chair, as Board Member	2027 2028
Christine Rødsæther (Board Member)	2028
Jannicke Nilsson (Board Member)	2028
Jan Kjærvik (Board Member)	2028
Tanja Jo Ebbe Dalgaard (Board Member)	2027
Erik Nyheim (Board Member)	2027

## 7. STATEMENT CONCERNING CORPORATE GOVERNANCE

The Chair of the meeting referred to the Board of Directors' statement regarding Corporate Governance having been presented to the Annual General Meeting in the Company's Annual Review for 2025 at the Company's webpage [www.odfjell.com](http://www.odfjell.com). It was further referred to the fact that the Annual General Meeting is not expected to specifically approve the report. The General Meeting took note of the Board of Directors' report on corporate governance.

## 8. REPORT ON SALARY AND OTHER REMUNERATION TO LEADING PERSONNEL

The Annual General Meeting resolved as advisory vote to support the Board's report on salary and other remuneration to leading personnel.

## 9. APPROVAL OF GUIDELINES FOR THE NOMINATION COMMITTEE

The General Meeting approved the guidelines for the Nomination Committee.

## 10. AUTHORISATION TO PURCHASE OWN SHARES

The General Meeting resolved as follows:

1. In accordance with section 9-4 of the Public Limited Liability Companies Act, the Board of Odfjell SE is hereby authorized to acquire own shares, limited to

15,943,969 shares with a total nominal value of NOK 39,859,923, provided always that the company at any time cannot own more than 10% own shares.

2. The authorization is valid until the next Ordinary General Meeting, but in any case not longer than until 30 June 2027.
3. The Board is free to decide the acquisition methods and the sale of own shares. Own shares can e.g. be acquired as compensation for own shares that have been sold. The minimum and maximum price that is payable for the shares acquired in accordance with this authorisation is respectively NOK 2.50 and NOK 250.
4. If the Company`s share capital has been changed through a bonus issue, a share split or similar, the total nominal value and the minimum and maximum price shall be adjusted accordingly.
5. Both the Company and its subsidiaries may acquire shares in the Company.
6. The resolution shall be filed with the Norwegian Register of Business Enterprises without any groundless delay.

#### 11. AUTHORISATION TO THE BOARD TO DECIDE DIVIDEND PAYMENTS ON THE BASIS OF ANNUAL ACCOUNTS APPROVED BY THE GENERAL MEETING

The General Meeting resolved to grant proxy to the Board to decide dividend payments, contingent on the Company maintaining sufficient equity and liquidity also after any dividend payments (pursuant to Para 8-1 (4) of the Public Limited Liability Companies Act). The authorization is valid until the next Ordinary General Meeting but at any rate not longer than until 30 June 2027.

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All matters on the Agenda were approved in accordance with the Notice dated April 13, 2026 and there were no further items to be discussed. All approvals were made with such majority as appears from the enclosed voting record.

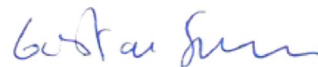
The meeting was adjourned at 16:08 hrs.

Bergen, May 6, 2026

Sign. Chairperson



Sign. Co-signature



Enclosed:     1. List of shareholders represented at the Annual General Meeting 2026.  
                  2. Result from voting per agenda items

## Vedlegg 1 / Appendix 1: Registrerte deltakere / Attendees represented

**Totalt representert / Attendance Summary Report**  
**Odfjell SE**  
**Generalforsamling / AGM**  
**6 May 2026**

		A - Shares	B - Shares
Antall personer deltagende i møtet / Registered Attendees:	2	2	2
Totalt stemmeberettiget aksjer representert / Total Votes Represented:	50,678,687	41,009,038	9,805,418
Totalt antall kontoer representert / Total Accounts Represented:	223	197	35
Totalt stemmeberettiget aksjer / Total Voting Capital:	79,183,783	60,463,624	19,256,222
% Totalt representert stemmeberettiget / % Total Voting Capital Represented:	64.00%	67.88%	52.03%
Totalt antall utstede aksjer / Total Capital:	79,719,846	60,416,462	18,767,321
% Totalt representert av aksjekapitalen / % Total Capital Represented:	63.57%	67.82%	50.71%
Selskapets egne aksjer / Company Own Shares:	536,063	47,162	488,901

Sub Total: 2 50,678,687

<u>Kapasitet / Capacity</u>	<u>Registrerte Deltakere /</u> <u>Registered Attendees</u>	<u>Registrerte Stemmer /</u> <u>Registered Votes</u>	<u>Kontoer /</u> <u>Accounts</u>
Styrets Leder med fullmakt / COB with proxy	1	43,057	7
Forhåndsstemmer / Advance votes	1	50,635,630	216

Kai Roger Bamberg  
 DNB Bank ASA  
 DNB Carnegie Issuer Services

## Vedlegg / Appendix 2: Stemmeoversikt / Voting overview

### Odfjell SE GENERALFORSAMLING / AGM 06 May 2026

Som registreringsansvarlig for avstemningen på generalforsamlingen for aksjonærene i selskapet avholdt den 06 May 2026, 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 06 May 2026, I HEREBY CERTIFY that the result of the Poll is correctly set out as follows:-

Totalt antall stemmeberettigede aksjer / Issued voting shares: 79,183,783

		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	A Shares	40,873,269	100.00	0	0.00	0	40,873,269	67.65%	0
3	A Shares	40,873,269	100.00	0	0.00	0	40,873,269	67.65%	0
4	A Shares	40,792,705	100.00	0	0.00	80,564	40,873,269	67.65%	0
5	A Shares	40,873,269	100.00	0	0.00	0	40,873,269	67.65%	0
6a	A Shares	40,415,221	98.88	458,048	1.12	0	40,873,269	67.65%	0
6b	A Shares	40,449,608	98.96	423,661	1.04	0	40,873,269	67.65%	0
6c	A Shares	40,585,053	99.29	288,216	0.71	0	40,873,269	67.65%	0
6d	A Shares	40,828,829	99.89	44,440	0.11	0	40,873,269	67.65%	0
6e	A Shares	40,431,769	98.92	441,500	1.08	0	40,873,269	67.65%	0
8	A Shares	38,782,761	94.89	2,090,508	5.11	0	40,873,269	67.65%	0
9	A Shares	40,586,268	99.30	287,001	0.70	0	40,873,269	67.65%	0
10	A Shares	39,312,872	96.21	1,549,587	3.79	10,810	40,873,269	67.65%	0
10	B Shares	9,758,546	99.54	44,872	0.46	2,000	9,805,418	52.25%	0
11	A Shares	40,873,269	100.00	0	0.00	0	40,873,269	67.65%	0

Kai Roger Bamberg  
DNB Bank ASA  
DNB Carnegie Issuer Services