



**MINUTES of the 2026 ANNUAL GENERAL MEETING of the Members of BW Offshore Limited** (the “Company”) held at 18 Rebecca Road, Southampton, SN04, Bermuda, on 14 May 2026 at 2:00 p.m. Bermuda time.

**PRESENT:**

Mr. Andreas Sohmen-Pao  
(as Chair of the Board, as Chair of the meeting and  
as proxy holder representing 137,603,928 shares)

Mr. Renè Kofod-Olsen  
(as Director of the Company and  
as proxy holder representing 13,183 shares)

Ms. Susan Barit  
(as Secretary of the Company,  
as Secretary of the meeting and  
as proxy holder representing 229,273 shares)

Mr. Michael Gerard Smyth  
(as proxy holder representing 49,993 shares)

**IN ATTENDANCE:**

Mr. Maarten R. Scholten  
(as Director of the Company)

Ms. Rebekka Glasser-Herlofsen  
(as Director of the Company)

Kees van Seventer  
(as Director of the Company)

Mr Marco Beenen  
(as CEO of the Company)

Mr. Ståle Andreassen  
(as CFO of the Company)

Mr. Anders Platou  
(as COO of the Company)

1. **CHAIR**

The Chair of the Board, Mr. Andreas Sohmen-Pao, chaired the meeting and Ms. Susan Barit acted as Secretary to the meeting.

2. **CONFIRMATION OF NOTICE AND QUORUM**

The Chair of the meeting confirmed that the notice of the meeting dated 22 April 2026 (the “Notice”) had been given to all Members of the Company and that a quorum as required under the Bye-laws of the Company was present.

3. **FINANCIAL STATEMENTS AND THE AUDITOR’S REPORT**

**NOTED THAT** the financial statements of the Company for the financial year ended 31 December 2025 together with the Auditor’s report thereon, were received at the meeting.

**BW Offshore Limited**

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Org. no.: 36937



4. **DIRECTORS**

**RESOLVED THAT** the number of Directors of the Company shall be up to eight.

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
137,865,934	30,443	0

5. **RE-APPOINTMENT OF DIRECTORS**

**RESOLVED THAT:**

- (i) Mr. Andreas Sohmen-Pao be and is hereby re-elected as a Director and the Chair of the Board for a period of 1 year.

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
125,609,671	12,286,706	0

- (ii) Mr. Maarten R. Scholten be and is hereby re-elected as a Director for a period of 1 year.

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
135,595,928	2,300,449	0

- (iii) Ms. Rebekka Glasser Herlofsen be and is hereby re-elected as a Director for a period of 1 year.

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
136,928,239	968,138	0

- (iv) Mr. René Kofod-Olsen be and is hereby re-elected as a Director for a period of 1 year.

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
137,595,161	301,216	0

- (v) Mr. Cornelis van Seventer be and is hereby re-elected as a Director for a period of 1 year.

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
136,562,672	1,333,705	0

6. **DIRECTORS' FEES**

**RESOLVED THAT** approval be and is hereby given for the Directors to be paid annual fees at the rate of USD 65,000 for the Directors (other than the Chair), USD 80,000 for the Chair, plus an additional USD 10,000 and USD 5,000 per annum for the Audit Committee Chair and its members respectively, USD 10,000 and USD 5,000 per annum for the Compensation



Committee Chair and its members respectively, USD 2,500 per annum for the Nomination Committee Chair and its members, and USD 10,000 and USD 5,000 per annum for Technical and Commercial Committee Chair and its members respectively, plus an additional travel fee of USD 2,500 per meeting to each member of the Audit Committee and Technical and Commercial Committee, if applicable.

FOR	AGAINST	ABSTAIN
137,896,377	0	0

7. **GUIDELINES ON EXECUTIVE REMUNERATION**

**RESOLVED THAT** the revised Guidelines on Executive Remuneration, in the form as made available on the Company's website, be and is hereby approved.

FOR	AGAINST	ABSTAIN
121,228,377	16,668,000	0

8. **AUDITOR**

**RESOLVED THAT** KPMG AS be and is hereby re-appointed as Auditor of the Company to hold office until the conclusion of the next annual general meeting and the Directors be and are hereby authorised to determine their remuneration.

FOR	AGAINST	ABSTAIN
137,896,377	0	0

9. **CLOSE**

There being no further business, the proceedings then concluded.

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Mr. Andreas Sohmen-Pao  
Chair