



MINUTES OF THE ANNUAL GENERAL MEETING

of

GRIEG SEAFOOD ASA

Tuesday, 16 June 2026 at 10:00 am CEST

The annual general meeting of Grieg Seafood ASA, org.no. 946 598 038 ("Company") was held as a virtual meeting.

The annual general meeting was opened by the Chair of the Board, Paal Espen Johnsen.

Shareholders and proxies representing 61,342,589 shares, corresponding to 54.65% of the voting share capital, attended.

Agenda:

1. *Election of chair of the meeting and one representative to co-sign the minutes*
2. *Approval of the notice and agenda*
3. *Approval of the annual accounts of the Company and the annual report for the financial year 2025*
4. *Authorization to the Board to resolve and declare dividends*
5. *The Board's corporate governance statement*
6. *Approval of the auditor fees for 2025*
7. *Election of auditor for the financial year 2027*
8. *Approval of the Board's remuneration for 2026/2027*
9. *Election of Board members and the Chair of the Board*
10. *Election of members of the Nomination Committee and its remuneration*
11. *Advisory vote on the report on remuneration of senior executives*
12. *Option scheme for senior executives*
13. *Continuance of the share savings plan for employees*
14. *Proposal to authorize the Board to acquire own shares*
15. *Proposal to authorize the Board to increase the Company's share capital by an amount not exceeding NOK 45,378,816 through the issue of up to 11,344,704 new shares, each with a nominal value of NOK 4, cf. section 10-14 of the Norwegian Public Limited Liability Companies Act*

1. Election of chair of the meeting and one representative to co-sign the minutes

The chair of the Board Paal Espen Johnsen was elected as chair of the meeting and Magnus Johannesen was appointed to co-sign the minutes.

2. Approval of the notice and agenda

The general meeting adopted the following resolution:

The notice of meeting and the agenda are approved.

3. Approval of the annual accounts of the Company and the annual report for the financial year 2025

The chair of the meeting provided a briefing on the annual accounts for 2025 for the Company and the Grieg Seafood Group as proposed by the Board, as well as the Board's report and the Auditor's report.

Thereupon, the general meeting adopted the following resolution:

As proposed by the Board, the annual accounts of Grieg Seafood ASA and the Grieg Seafood Group, as well as the Board's report for 2025 are approved.

4. Authorization to the Board to resolve and declare dividends

The general meeting adopted the following resolution:

The Board is authorized to resolve and declare dividends on the basis of the Company's annual accounts for 2025 and in accordance with the provisions of the Norwegian Public Limited Liability Companies Act.

The authorization is valid until the Company's next annual general meeting, but no later than 30 June 2027.

The Board determines the ex-date for the shares in the Company.

5. The Board's corporate governance statement

The annual report for 2025 includes a statement of the principles and practices used by Grieg Seafood ASA in relation to corporate governance. This statement is available on Grieg Seafood's website.

The general meeting adopted the following resolution:

The Board has explained the Company's principles and practices regarding corporate governance in the annual report for 2025. The Company's corporate governance principles and practices as rendered in the report are noted.

6. Approval of the auditor fees for 2025

The auditor fees for audit work conducted in 2025 is shown in note 4 to the Company's annual accounts (note 10 to the consolidated annual accounts).

The general meeting approved the auditor fees in 2025.

7. Election of auditor for the financial year 2027

According to the Auditors Act and the Auditors Regulation, there is a requirement for company rotation and Grieg Seafood is required to change from the financial year 2027. The Audit Committee's statement on the proposed auditor is available on Grieg Seafood's website.

The general meeting adopted the following resolution:

The general meeting elects Deloitte as auditor starting with the financial year 2027.

8. Approval of the Board's remuneration for 2026/2027

The chair of the meeting referred to the nomination committee's recommendation concerning the remuneration of the Board for 2026/2027.

The remuneration is for the period from the annual general meeting in 2026 to the annual general meeting in 2027, and is paid in monthly installments.

The general meeting adopted the following resolution:

The remuneration of the Board for the period 2025/2026 will be:

• <i>Chair of the Board</i>	<i>NOK</i>	<i>472,500</i>
• <i>Board members</i>	<i>NOK</i>	<i>288,750</i>
• <i>Supplement for members of the audit committee</i>	<i>NOK</i>	<i>73,500</i>
• <i>Supplement for members of the remuneration committee</i>	<i>NOK</i>	<i>26,250</i>

9. Election of Board members

The chair of the meeting referred to the nomination committee's recommendations to the Board's composition.

The general meeting adopted the following resolution:

- *Paal Espen Johnsen*
- *Nicolai Hafeld Grieg*
- *Marit Solberg*
- *Silje Remøy*

are elected as board members for one year.

Furthermore Paal Espen Johnsen is elected as the Chair of the Board.

10. Election of members of the nomination committee and its remuneration

The chair of the meeting referred to the nomination committee's recommendation to members of the nomination committee.

The general meeting adopted the following resolution:

- *Elisabeth Grieg (chair of the nomination committee)*
- *Erlend Sødal*
- *Terje Breivik*

are elected for one year.

The remuneration to the nomination committee for the period 2025/2026 will be:

• Chair of the nomination committee	NOK	73,500
• Member of the nomination committee	NOK	42,000
• Payment per meeting for extraordinary work	NOK	3,150

11. Advisory vote on the report on remuneration of senior executives

In accordance with the provisions of section 6-16 b. of the Norwegian Public Limited Liability Companies Act, the Board has prepared a declaration on remuneration to senior executives. In accordance with section 5-6 para. 4 the general meeting shall conduct an advisory vote over the declaration.

The declaration is based on the guidelines for determining salaries and other remuneration for senior executives adopted by the general meeting in 2025 and is available on Grieg Seafood's website.

The general meeting adopted the following resolution:

The declaration on the remuneration of senior executives pursuant to section 6-16b of the Norwegian Public Limited Liability Companies Act is approved.

12. Option scheme for senior executives

An important part of the remuneration for senior executives is the option scheme, which contributes to co-ownership in the Company. In accordance with Grieg Seafood's guidelines pursuant to section 6-16 a. of the Norwegian Public Limited Liability Companies Act on determining salary and other remuneration for senior executives in listed companies, the Compensation Committee shall assess the option scheme and make an allocation within the framework of the general meeting.

The general meeting adopted the following resolution:

The general meeting approves that the option scheme be continued; including that the Compensation Committee may allocate synthetic options, limited to a maximum of 1.5 million synthetic options in the period 2026 – 2027

13. Continuance of the share savings plan for employees

The chair of the meeting referred to the Company's share savings plan for employees.

The general meeting adopted the following resolution:

The Company shall continue with the share savings plan for employees. The Board and the management are authorized to change the terms of the savings plan in order to keep its attractiveness.

14. Proposal to authorize the Board to acquire own shares

The Board wishes to have the possibility to let the Company acquire its own shares in situations where this is considered to be beneficial to the shareholders and/or to be able to continue with the Company's

share savings plan (cf. agenda item 13.). Grieg Seafood shall have a strategy whereby it can purchase its own shares on an ongoing basis when the price is favourable.

The nominal value is NOK 4. The Company's holding of own shares is less than 10% of the total nominal value.

The general meeting adopted the following resolution:

- 1. The Board is authorized to let the Company acquire its own shares in accordance with the provisions of section 9 of the Norwegian Public Limited Liability Companies Act up to an aggregate nominal value of NOK 45,378,816.*
- 2. The Company shall pay no less than NOK 4 per share and no more than NOK 60 per share when acquiring own shares.*
- 3. It is at the Board's discretion to determine the way in which it acquires and sells the shares. General principles of equality of treatment shall be applied with respect to transactions with shareholders based on the authorization.*
- 4. If the nominal value of the shares changes during the period of validity of the authorization, the parameters of the authorization shall be changed correspondingly.*
- 5. This authorization shall remain in force until the next annual general meeting, but no later than 30 June 2027.*

15. Proposal to authorize the Board to increase the Company's share capital by an amount not exceeding NOK 45,378,816 through the issue of up to 11,344,704 new shares, each with a nominal value of NOK 4, cf. section 10-14 of the Norwegian Public Limited Liability Companies Act

On 4 June 2025, the annual general meeting authorized the Board to increase the Company's share capital by an amount not exceeding NOK 45,378,816. This authorization has not been used. The Board proposes to replace the previous authorization with a new authorization.

The Board believes there is a need to authorize the Board to increase the Company's share capital. This is because the authorization may be used when acquiring other companies and in connection with capital increases directed to the employees.

The general meeting adopted the following resolution:

- 1. The Board is authorized to increase the Company's share capital by an amount not exceeding NOK 45,378,816 through the issue of up to 11,344,704 new shares, each with a nominal value of NOK 4.*
- 2. This authorization is valid until 30 June 2027 and replaces the authorization given to the Board by the annual general meeting on 4 June 2025.*
- 3. In the event of a share capital increase, the Board is authorized to set aside the preemptive rights of existing shareholders in accordance with section 10-4 of the Norwegian Public Limited Liability Companies Act.*
- 4. The Board determines who may subscribe for shares and the time limit for such subscriptions.*
- 5. This authorization entitles the Board to conduct the share capital increase by contribution in kind, including the issue of shares in the Company as compensation to the shareholders of a company which merges with a wholly-owned subsidiary of the Company, cf. section 13-2, second paragraph of the Norwegian Public Limited Liability Companies Act.*

This authorization also entitles the Board to share capital increases where anybody shall have special rights in respect of or benefits from the Company, cf. section 10-2 of the Norwegian Public Limited Liability Companies Act.

- 6. The authorization covers merger decisions as provided for in section 13-5 of the Norwegian Public Limited Liability Companies Act.*
- 7. When exercising this authorization, the subscription price shall be determined by the Board.*
- 8. The Board determines the date from which the new shares are entitled to dividends in accordance with this authorization.*
- 9. Within the scope of this authorization, the Board is entitled to increase the share capital on multiple occasions. The Board shall itself determine the amount of each share capital increase.*
- 10. The Board is authorized to amend article 4 of the articles of association in connection with share capital increases under this authorization.*

* * *

There were no other items on the agenda and no additional proposals were raised. The number of votes for and against each respective agenda item, as well as any abstentions are set out in the appendix to these minutes.



Paal Espen Johnsen
chairman



Magnus Johannesen
Co-signatory

Vedlegg 1 / Appendix 1: Registrerte deltakere / Attendees represented

Totalt representert / Attendance Summary Report
Grieg Seafood ASA
Generalforsamling / AGM
16 June 2026

Antall personer deltakende i møtet / Registered Attendees:	4
Totalt stemmeberettiget aksjer representert/ Total Votes Represented:	61 342 589
Totalt antall kontoer representert / Total Accounts Represented:	86
Totalt stemmeberettiget aksjer / Total Voting Capital:	112 242 439
% Totalt representert stemmeberettiget / % Total Voting Capital Represented:	54,65 %
Totalt antall utstede aksjer / Total Capital:	113 447 042
% Totalt representert av aksjekapitalen / % Total Capital Represented:	54,07 %
Selskaps egne aksjer / Company Own Shares:	1 204 603

Sub Total: 4 61 342 589

<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>
Aksjonær / Shareholder (web)	2	110 010	2
Styrets Leder med fullmakt / COB with proxy	1	23 738	20
Forhåndsstemmer / Advance votes	1	61 208 841	64

Mads Eldholm-Prestø
DNB Bank ASA
DNB Carnegie Issuer Services

Vedlegg / Appendix 2: Stemmeoversikt / Voting overview

Grieg Seafood ASA GENERALFORSAMLING / AGM 16 june 2026

Som registreringsansvarlig for avstemmingen på generalforsamlingen for aksjonærene i selskapet avholdt den 16 juni 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 16 June 2026, I HEREBY CERTIFY that the result of the Poll is correctly set out as follows:-

Totalt antall stemmeberettigede aksjer / Issued voting shares: 112 242 439

	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
1	61 342 589	100,00	0	0,00	0	61 342 589	54,65 %	0
2	61 342 589	100,00	0	0,00	0	61 342 589	54,65 %	0
3	61 342 589	100,00	0	0,00	0	61 342 589	54,65 %	0
4	61 342 589	100,00	0	0,00	0	61 342 589	54,65 %	0
5	61 342 589	100,00	0	0,00	0	61 342 589	54,65 %	0
6	61 342 589	100,00	0	0,00	0	61 342 589	54,65 %	0
7	61 342 589	100,00	0	0,00	0	61 342 589	54,65 %	0
8	58 178 338	94,87	3 145 990	5,13	18 261	61 342 589	54,65 %	0
9.a	58 185 456	94,87	3 145 990	5,13	11 143	61 342 589	54,65 %	0
9.b	58 185 456	94,87	3 145 990	5,13	11 143	61 342 589	54,65 %	0
10.a	58 185 456	94,87	3 145 990	5,13	11 143	61 342 589	54,65 %	0
10.b	58 184 456	94,87	3 145 990	5,13	12 143	61 342 589	54,65 %	0
11	58 220 160	94,91	3 121 429	5,09	1 000	61 342 589	54,65 %	0
12	59 489 663	96,98	1 852 926	3,02	0	61 342 589	54,65 %	0
13	59 551 338	97,08	1 791 241	2,92	10	61 342 589	54,65 %	0
14	61 342 589	100,00	0	0,00	0	61 342 589	54,65 %	0
15	61 337 039	99,99	5 184	0,01	366	61 342 589	54,65 %	0

Mads Eldholm-Prestø
 DNB Bank ASA
 DNB Carnegie Issuer Services