

## **Proposal from the nomination committee of Solstad Maritime ASA to the annual general meeting to be held on 13 May 2026**

The nomination committee of Solstad Maritime ASA (Company) comprises Rune Lande (chair), Nils Bastiansen and Svein Oskar Stoknes.

The nomination committee has held four meetings since the 2025 annual general meeting. The committee has amongst other things reviewed the board's performance for 2025 and the board composition. As a basis for its assessments, the committee has conducted individual meetings with the chair of the board, all other shareholder elected directors of the board and the CEO. The committee has also received feedback from individual shareholders concerning the composition of the board.

In connection with the annual general meeting of Solstad Maritime ASA to be held on 13 May 2026, the nomination committee submits the following unanimous proposal:

### **1. Election of directors to the board**

The board has five shareholder-elected directors, Frank O. Reite (chair), Kathryn M. Baker (director), Charlotte Håkonsen (director), Pål L. Magnussen (director) and Peder Sortland (director). In addition, Karl Erik Kjelstad serves as personal deputy director for Frank O. Reite. All directors have had satisfactory attendance at board meetings.

In line with the Norwegian Code of Practice for Corporate Governance (NUES), the nomination committee emphasizes the importance of ensuring flexibility in the composition of the Board, particularly given that the Company operates in a rapidly changing market environment. To allow the nomination committee and the general meeting to assess the Board's composition on an annual basis, the nomination committee will therefore propose that directors be elected for a term of one year, i.e. until the next annual general meeting.

The terms of office of Frank O. Reite, Kathryn Moore Baker, Charlotte Håkonsen, Pål L. Magnussen, Peder Sortland and Karl Erik Kjelstad expire in 2026.

The nomination committee proposes that Frank O. Reite be re-elected as chair of the board and that Kathryn M. Baker, Charlotte Håkonsen, Pål L. Magnussen and Peder Sortland be re-elected as directors, all for the period from the annual general meeting in 2026 until the annual general meeting in 2027. In addition, the committee proposes that Karl Erik Kjelstad be re-elected as deputy director for Frank O. Reite for the same term.

In its deliberations, the nomination committee has emphasized that a well-functioning board should have a composition that covers all relevant fields of competence and experience to discharge its oversight responsibilities in a good manner, and to be well suited to deal with opportunities and challenges facing Solstad Maritime ASA. It is the nomination committee's view that the proposed board composition ensures such qualities.

The proposed board composition is compliant with the requirements for independence as set out in the Norwegian Code of Practice for corporate governance (NUES).

If the general meeting adopts the above proposal, the board of Solstad Maritime ASA will comprise the following shareholder-elected directors:

**Board of directors**

- Frank O. Reite (chair)
- Kathryn M. Baker (director)
- Charlotte Håkonsen (director)
- Pål L. Magnussen (director)
- Peder Sortland (director)
- Karl Erik Kjelstad (deputy director for Frank O. Reite)

**Election period**

2026-2027  
2026-2027  
2026-2027  
2026-2027  
2026-2027  
2026-2027

A presentation of all the directors of the board, including information of which directors are considered to be independent, is provided in the annual report for 2025.

**2. Proposed fees for the board of directors**

The general meeting shall determine the remuneration of the board, the board's sub-committees and the nomination committee based on a proposal from the nomination committee. The remuneration survey carried out by the Norwegian Board Members Institute on board fees for 2025 as well as estimated general salary growth in 2026, has been the basis for the committee's assessments.

To align the fees with other comparable Norwegian listed companies, the nomination committee proposes that the fees be set at the following levels for the period from the annual general meeting in 2025 to the annual general meeting in 2026.

<b>Position</b>	<b>Proposed fees 2025-2026 (NOK)</b>
Chair	750 000
Directors	392 000
Additional fee to the chair of the audit committee	166 000
Additional fees to each of the members of the audit committee	125 000
Deputy director	65 000 per meeting*

\*Limited upwards to NOK 392 000 for the period

**3. Proposed fees for the nomination committee**

To align the fees with other comparable Norwegian listed companies, the nomination committee proposes a fee structure consisting of a fixed annual fee in combination with a fee per meeting. The nomination committee proposes the fees to be set at the following levels for the period from the annual general meeting in 2025 to the annual general meeting in 2026.

<b>Position</b>	<b>Proposed fees 2025-2026 (NOK)</b>
Chair of the nomination committee	59 000
Nomination committee chair, fee per meeting	8 300
Member of the nomination committee	48 000
Nomination committee member, fee per meeting	8 300

As per normal practice of Aker companies, senior executives do generally not receive directors' or nomination committee fees from other companies within Aker. The fees are in such cases paid directly to the company of which the relevant director or nomination committee member is an

employee. Consequently, the fees for the period from the previous annual general meeting until the 2026 annual general meeting applicable to Svein Oskar Stoknes and Charlotte Håkonsen will be paid to Aker ASA and fee applicable to Karl Erik Kjelstad will be paid to Akastor ASA.

Fornebu, 21 April 2026

On behalf of the nomination committee of Solstad Maritime ASA

Rune Lande

Chair of the nomination committee