

**On 25 May 2022 the Annual General Meeting of Bonheur ASA was held at the Company's offices at Fred. Olsens gate 2, Oslo.**

- 1) Opening of the Annual General Meeting by the Vice Chairman of the Shareholders' Committee with approval of the summons and the agenda and registration of attending shareholders**  
The Vice Chairman of the Shareholders' Committee, Einar Harboe – acting in lieu of the Chairman who had lawful absence, opened the Annual General Meeting and declared it to having been duly convened. The summons and the agenda were unanimously approved.

The Chairman of the Board, Fred. Olsen, was present.

The Managing Director, Anette S. Olsen, was also present.

The following members of the Shareholders' Committee were also present; Jørgen G. Heje, Bård Mikkelsen and Ole Kristian Aabø-Evensen.

The Company's Auditor, KPMG, represented by Øyvind Skorgevik was present.

31 714 489 of a total of 42 531 893 shares were represented, equal to 74,57 % of the total shares of the Company. This, together with the executed proxies, will be reflected in Appendix A to this protocol. This Appendix will also contain information on meeting shareholders and the votings relative to each of the items on the agenda.

- 2) Election of one attending shareholder to sign the minutes together with Einar Harboe.**  
Fridthjov Haavardsson was unanimously elected to sign the minutes together with Einar Harboe.
- 3) Approval of the Annual Accounts and the Directors' Report for Bonheur ASA, including the statements on Corporate Governance embracing also Environmental and Social Governance together with the consolidated accounts for 2021 and hereunder the Board's proposal on dividends for 2021 as recommended by the Shareholders' Committee**  
With 31 714 489 shares for, none against and none abstaining from voting the Annual General Meeting approved the presented accounts for 2021 and the balance as per 31 December 2021 for the Company and the Group of companies and the Board's proposal on how to administer the results for 2021 as recommended by the Shareholders' Committee, hereunder the proposed payment of a dividend equal to NOK 4.30 per share on or about 7 June 2022, as well as the Directors' Report for 2021 and the statement on Environmental and Social Governance embracing also Corporate Governance and Corporate Social Responsibility as set out in the Annual Report.
- 4) Authorization for acquisition of own shares (Treasury Shares)**  
With 31 711 571 shares for, none against and 2918 shares abstaining from voting the General Meeting gave the Board authority to let Bonheur ASA purchase shares in Bonheur ASA ("Treasury Shares") with a nominal value of up to NOK 5,316,486.63 distributed on up to NOK 4,253,189 shares. The minimum and maximum price to be paid per share shall be NOK 20.00 and NOK 500.00, respectively. The Board may at its sole discretion decide how purchases and sales of Treasury Shares shall be made. This authority shall take effect from 25 May 2022 and remain valid until the next Ordinary Annual General Meeting.



**5) Election of one member to the Shareholders' Committee and approval of the fees payable to the members of the Shareholders' Committee**

With 31 663 339 shares for, none against and 51 150 shares abstaining from voting Einar Harboe was re-elected as members of the Shareholders' Committee.

It was noticed that the fees had not been adjusted since the Annual General Meeting in 2018.

With 27 349 214 shares for, none against and 4 365 275 shares abstaining from voting the fee for the Chairman of the Shareholders' Committee was resolved to be adjusted to NOK 205,000 and for each of the other members it was resolved to be adjusted to NOK 175,000.

**6) Approval of the Board of Directors' fees**

It was noticed that the fees had not been adjusted since the Annual General Meeting in 2018.

With 25 800 327 shares for, 5 863 012 against and 51 150 shares abstaining from voting, the fee for the Chairman of the Board was resolved to be adjusted to NOK 1,520,000. The fee for each of the other board members was on the same basis resolved to be adjusted to NOK 375,000. As for the Audit Committee, it was on the same basis and with the same votes resolved that each of its members should receive an additional compensation adjusted to NOK 46,000. In addition to these fees it was on the same basis with the same votes resolved that each Board member should receive an additional compensation equal to NOK 7,500 when physically attending a board meeting and a further compensation equal to NOK 5,000 for each overnight stay consequent on board meetings. The latter two fees were unadjusted.

**7) Approval of the Auditor's fee**

With 31 700 248 shares for, and 14 241 against the fee for 2021 to the Company's auditing firm, KPMG, was resolved to be NOK 4,696,000.

**8) Gifts and contributions from the Company for 2022**

It was unanimously resolved to leave authority with the Board to at its discretion, and with full rights of delegation of such authority, allow for donations and other contributions in 2022 for a total amount of up to NOK 5,000,000 in addition to what is left from last year's allocation and in addition and correspondingly to allow for charitable donation up to NOK 1,000,000 in connection with the war in Ukraine.

There were no further items before the Annual General Meeting and the meeting was adjourned.



Einar Harboe



Fridthjov Haavardsson

## Totalt representert

ISIN:	NO0003110603 BONHEUR ASA
Generalforsamlingsdato:	25.05.2022 14.00
Dagens dato:	25.05.2022

### Antall stemmeberettigede personer representert/oppmøtt : 4

	Antall aksjer	% kapital
Total aksjer	42 531 893	
- selskapets egne aksjer	0	
Totalt stemmeberettiget aksjer	42 531 893	
Representert ved egne aksjer	1 090	0,00 %
<b>Sum Egne aksjer</b>	<b>1 090</b>	<b>0,00 %</b>
Representert ved fullmakt	913 021	2,15 %
Representert ved stemmeinstruks	30 800 378	72,42 %
<b>Sum fullmakter</b>	<b>31 713 399</b>	<b>74,56 %</b>
<b>Totalt representert stemmeberettiget</b>	<b>31 714 489</b>	<b>74,57 %</b>
<b>Totalt representert av AK</b>	<b>31 714 489</b>	<b>74,57 %</b>

Kontofører for selskapet:

DNB Bank ASA

For selskapet:

BONHEUR ASA

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## Protokoll for generalforsamling BONHEUR ASA

ISIN:	NO0003110603 BONHEUR ASA
Generalforsamlingsdato:	25.05.2022 14.00
Dagens dato:	25.05.2022

Aksjeklasse	For	Mot	Avgitte	Avstår	Ikke avgitt	Stemmeberettigede representerte aksjer
<b>Sak 1 Opening of the Annual General Meeting by the Chairman of the Shareholders' Committee with approval of the summons and the agenda and regi</b>						
Ordinær	31 714 489	0	31 714 489	0	0	31 714 489
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	100,00 %	0,00 %	100,00 %	0,00 %	0,00 %	
% total AK	74,57 %	0,00 %	74,57 %	0,00 %	0,00 %	
<b>Totalt</b>	<b>31 714 489</b>	<b>0</b>	<b>31 714 489</b>	<b>0</b>	<b>0</b>	<b>31 714 489</b>
<b>Sak 2 Election of one attending shareholder to sign the minutes together with the Chairman of the Shareholders' Committee</b>						
Ordinær	31 714 489	0	31 714 489	0	0	31 714 489
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	100,00 %	0,00 %	100,00 %	0,00 %	0,00 %	
% total AK	74,57 %	0,00 %	74,57 %	0,00 %	0,00 %	
<b>Totalt</b>	<b>31 714 489</b>	<b>0</b>	<b>31 714 489</b>	<b>0</b>	<b>0</b>	<b>31 714 489</b>
<b>Sak 3 Approval of the Annual Accounts and the Directors' Report for Bonheur ASA..... hereunder the Board's proposal on dividends for 2021</b>						
Ordinær	31 714 489	0	31 714 489	0	0	31 714 489
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	100,00 %	0,00 %	100,00 %	0,00 %	0,00 %	
% total AK	74,57 %	0,00 %	74,57 %	0,00 %	0,00 %	
<b>Totalt</b>	<b>31 714 489</b>	<b>0</b>	<b>31 714 489</b>	<b>0</b>	<b>0</b>	<b>31 714 489</b>
<b>Sak 4 Authorization for acquisition of own shares (Treasury Shares)</b>						
Ordinær	31 711 571	0	31 711 571	2 918	0	31 714 489
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	99,99 %	0,00 %	99,99 %	0,01 %	0,00 %	
% total AK	74,56 %	0,00 %	74,56 %	0,01 %	0,00 %	
<b>Totalt</b>	<b>31 711 571</b>	<b>0</b>	<b>31 711 571</b>	<b>2 918</b>	<b>0</b>	<b>31 714 489</b>
<b>Sak 5 Election of one member to the Shareholders' Committee</b>						
Ordinær	31 663 339	0	31 663 339	51 150	0	31 714 489
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	99,84 %	0,00 %	99,84 %	0,16 %	0,00 %	
% total AK	74,45 %	0,00 %	74,45 %	0,12 %	0,00 %	
<b>Totalt</b>	<b>31 663 339</b>	<b>0</b>	<b>31 663 339</b>	<b>51 150</b>	<b>0</b>	<b>31 714 489</b>
<b>Sak 5a Approval of the fees payable to the members of the Shareholders' Committee</b>						
Ordinær	27 349 214	0	27 349 214	4 365 275	0	31 714 489
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	86,24 %	0,00 %	86,24 %	13,76 %	0,00 %	
% total AK	64,30 %	0,00 %	64,30 %	10,26 %	0,00 %	
<b>Totalt</b>	<b>27 349 214</b>	<b>0</b>	<b>27 349 214</b>	<b>4 365 275</b>	<b>0</b>	<b>31 714 489</b>
<b>Sak 6 Approval of Board of Directors' fees</b>						
Ordinær	25 800 327	5 863 012	31 663 339	51 150	0	31 714 489
% avgitte stemmer	81,48 %	18,52 %		0,00 %		
% representert AK	81,35 %	18,49 %	99,84 %	0,16 %	0,00 %	
% total AK	60,66 %	13,79 %	74,45 %	0,12 %	0,00 %	
<b>Totalt</b>	<b>25 800 327</b>	<b>5 863 012</b>	<b>31 663 339</b>	<b>51 150</b>	<b>0</b>	<b>31 714 489</b>
<b>Sak 7 Approval of the Auditor's fee</b>						
Ordinær	31 700 248	14 241	31 714 489	0	0	31 714 489
% avgitte stemmer	99,96 %	0,05 %		0,00 %		
% representert AK	99,96 %	0,05 %	100,00 %	0,00 %	0,00 %	
% total AK	74,53 %	0,03 %	74,57 %	0,00 %	0,00 %	
<b>Totalt</b>	<b>31 700 248</b>	<b>14 241</b>	<b>31 714 489</b>	<b>0</b>	<b>0</b>	<b>31 714 489</b>

Aksjeklasse	For	Mot	Avgitte	Avstår	Ikke avgitt	Stemmeberettigede representerte aksjer
<b>Sak 8 Gifts and contributions from the Company for 2022</b>						
Ordinær	31 714 489	0	31 714 489	0	0	31 714 489
% avgitte stemmer	100,00 %	0,00 %		0,00 %		
% representert AK	100,00 %	0,00 %	100,00 %	0,00 %	0,00 %	
% total AK	74,57 %	0,00 %	74,57 %	0,00 %	0,00 %	
<b>Totalt</b>	<b>31 714 489</b>	<b>0</b>	<b>31 714 489</b>	<b>0</b>	<b>0</b>	<b>31 714 489</b>

Kontofører for selskapet:

DNB Bank ASA

For selskapet:

BONHEUR ASA

#### Aksjeinformasjon

Navn	Totalt antall aksjer	Pålydende	Aksjekapital	Stemmerett
Ordinær	42 531 893	1,25	53 164 866,25	Ja
<b>Sum:</b>				

#### § 5-17 Alminnelig flertallskrav

krever flertall av de avgitte stemmer

#### § 5-18 Vedtektsendring

krever tilslutning fra minst to tredeler så vel av de avgitte stemmer som av den aksjekapital som er representert på generalforsamlingen