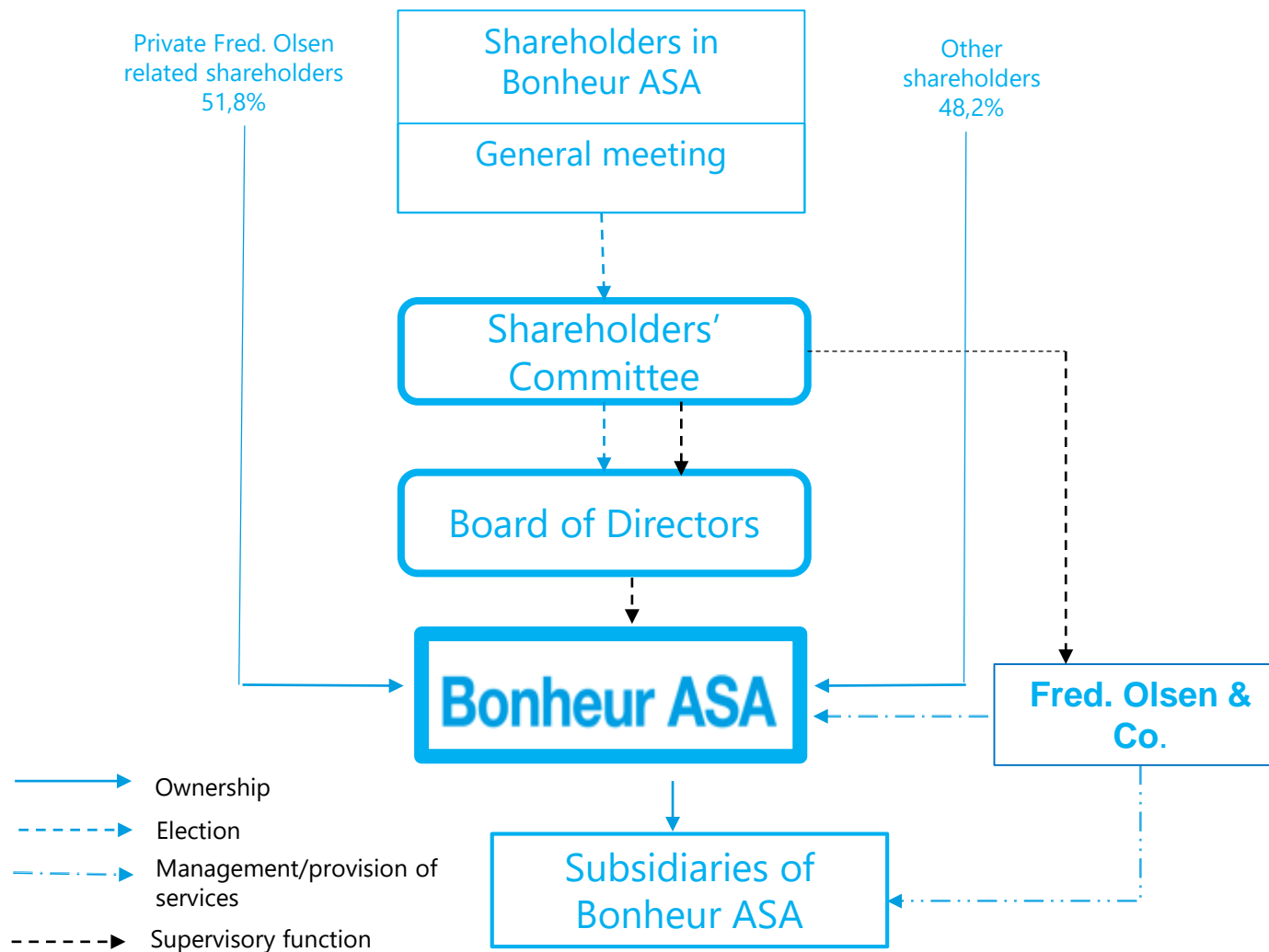


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## Annual General Meeting

27 May 2020

# Bonheur ASA governance overview



## Key features and roles of the Shareholders' Committee (SC)

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- **Fully Independent**
  - Members of the SC elected by the AGM
  - All members are independent of the Company's main shareholders and of Fred. Olsen & Co.
- **Elects members to the Board of Directors**
- **Proposes election of the Company's auditor**
- **Supervises the governance**
  - Board of Directors
  - Fred. Olsen & Co.
- **Expresses its view to the AGM on**
  - The annual accounts
  - The proposed dividend
- **Relates to conflict of interests and related party transactions**
- **Recommends compensation to Fred. Olsen & Co.**

## Shareholders' Committee - Members

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- Christian Fredrik Michelet (Chairman)
  - Advokat and MBA
  - Extensive experience within energy and legal matters
  - Currently Partner in Schjødt law
- Einar Harboe (Deputy Chairman)
  - Advokat
  - Extensive experience within tax and legal matters
  - Owner of Harboe & Co.
- Baard Mikkelsen
  - Education from Norwegian Army, BI and Insead
  - Served as CEO and chairman of several Norwegian Companies, i.e. Statkraft and Widerøe
  - Currently chairman of several Norwegian companies
- Jørgen G. Heje
  - Lic.Oec. from St.Gallen
  - Served as CEO and chairman of several Norwegian Companies, i.e. Eidsiva Rederi, Norwegian Car Carriers.
  - Currently chairman and co-owner of Agra Group
- Ole Kristian Aabø-Evensen
  - Police training, Advokat and international law from Kings College
  - Extensive experience within corporate transactions and M&A
  - Founding partner of the law firm Aabø-Evensen & Co