

Proposal from the nomination committee of Aker Solutions ASA to the annual general meeting to be held on 28 April 2025

The nomination committee of Aker Solutions ASA comprises Ingebret G. Hisdal (chair), Charlotte Håkonsen and Kjetil E. Stensland. Svein O. Stoknes serves as deputy member to the committee.

The nomination committee has held six meetings since the 2024 annual general meeting. The committee has, among other things reviewed the board's performance in 2024 and the board composition. As a basis for its assessments, the committee has conducted individual meetings with the chair of the board, certain other shareholder elected directors of the board, one of the employee 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 Aker Solutions ASA to be held on 28 April 2025, the nomination committee submits the following unanimous proposal:

1. Election of directors to the board

The board has seven shareholder-elected directors. Leif-Arne Langøy (chair), Øyvind Eriksen (deputy chair), Jan Arve Haugan (director), Kjell Inge Røkke (director), Lone Fønss Schrøder, Birgit Aagaard-Svendsen (director) and Elisabeth Heggelund Tørstad (director). All have had satisfactory attendance at board meetings. Leif-Arne Langøy, Øyvind Eriksen, Kjell Inge Røkke and Birgit Aagaard-Svendsen's terms end in 2025. The nomination committee proposes that Leif-Arne Langøy, Øyvind Eriksen, Kjell Inge Røkke and Birgit Aagaard-Svendsen are re-elected in their positions for a period of two years.

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 Aker Solutions ASA. It is the nomination committee's view that the proposed board composition ensures such qualities. For the same reasons, the nomination committee proposes that the annual general meeting makes a joint vote over the entire proposed board composition.

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 Aker Solutions ASA will comprise the following shareholder-elected directors:

Board of directors	Election period
• Leif-Arne Langøy (chair)	2025-2027
• Øyvind Eriksen (deputy chair)	2025-2027
• Jan Arve Haugan (director)	2024-2026
• Kjell Inge Røkke (director)	2025-2027
• Lone Fønss Schrøder (director)	2024-2026
• Birgit Aagaard Svendsen (director)	2025-2027
• Elisabeth Heggelund Tørstad (director)	2024-2026

A presentation of all the directors of the board, including information of which directors are considered to be independent, is to be found on pages 204-207 in the annual report for 2024.

2. Election of members to the nomination committee

The nomination committee has three shareholder-elected members, Ingebret G. Hisdal (chair), Charlotte Håkonsen (member) and Kjetil E. Stensland (member). Svein O. Stoknes serves as deputy member to the committee. Kjetil E. Stensland has expressed his wish to end his term and the committee would like to take this opportunity to thank Stensland for his valuable contribution to the committee. Svein O. Stoknes' term ends in 2025. The nomination committee proposes the election of Nils H. Bastiansen as a new member and the re-election of Svein O. Stoknes as deputy member, both for a term of two years.

Nils Bastiansen has worked as director for the equities department in Folketrygdfondet for 18 years until he retired at the end of 2022. He now works as an independent advisor. Bastiansen has experience as stockbroker in Unibank Securities in Copenhagen and DNB Fonds in Oslo, before he started to work in Folketrygdfondet in 1995. He is the chair of the Corporate Assembly and Nomination Committee in Telenor, and the chair of the Nomination Committee in Norwegian Air Shuttle and Storebrand, and also a member and deputy chair of the Corporate Assembly in Equinor. He also has experience from several other positions such as member of the Corporate Assembly in Norsk Hydro, Det Norske Oljeselskap, DNB and Gjensidige, and member of the Nomination Committee in Norsk Hydro, Mowi and Schibsted Media Group. Bastiansen holds a master's degree in Business and Marketing from the Norwegian School of Management and Master of International Management from Thunderbird School of Global Management, Arizona, USA. He is also a Certified EFFAS Financial Analyst and holds a master's degree in Business Administration in Finance from the Norwegian School of Economics and Business Administration, Bergen, Norway.

3. 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 2024 as well as estimated general salary growth in 2025, has been the basis for the committee's assessments.

In order to align the fees with other comparable Norwegian listed companies, the nomination committee proposes to increase the fee to the chair with approximately 8% for the period from the annual general meeting 2024 to the annual general meeting 2025. Furthermore, the committee proposes to differentiate the fee for the deputy chair from the fees of the other board members and proposes to increase the fee to NOK 610 000. The fees to board members and to members of the sub-committees are proposed to be increased with approximately 4.5% for the same period.

Position	Proposed fees 2024-2025 (NOK)	Fees 2023-2024 (NOK)
Chair	796 000	737 000
Deputy chair	610 000	410 000
Each of the other directors	428 000	410 000
Additional fee to the chair of the audit committee	253 000	242 000
Additional fee to each of the other members of the audit committee	148 000	142 000
Additional fee to the chair of the remuneration committee	48 000	46 000
Additional fees to each of the other members of the remuneration committee	43 000	41 000

Furthermore, it is proposed that directors and deputy directors residing outside of the Nordic countries, receive an additional fee of NOK 35 000 per meeting with physical attendance.

4. Proposed fees for the nomination committee

The workload for the nomination committee has increased significantly over the recent years. For the period from the last annual general meeting to the date of this proposal, the committee has held six meetings. In addition, the chair of the committee has held separate meetings with various stakeholders and there has been frequent communication among the members between the formal committee meetings. The committee acknowledges that

the work level may vary from year to year. To better cater for the committee's workload, and variations in such, the nomination committee proposes to change the fee structure. Therefore, the committee proposes a fee structure consisting of a fixed annual fee in combination with a fee per meeting. The nomination committee proposes to increase the fixed fee to the chair and member of the committee with approximately 4.5% together with a fee per meeting of NOK 8 000 for the period from the annual general meeting in 2024 to the annual meeting in 2025.

Position	Proposed fees 2024-2025 (NOK)	Fees 2023-2024 (NOK)
Nomination committee chair, fixed fee	57 000	55 000
Nomination committee chair, fee per meeting	8 000	0
Nomination committee member, fixed fee	46 000	44 000
Nomination committee member, fee per meeting	8 000	0

As per normal practise of Aker companies, senior executives are not personally permitted to 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 2025 annual general meeting applicable to Øyvind Eriksen and Charlotte Håkonsen will be paid to Aker ASA. A similar practice applies in the Norwegian Ministry of Trade, Industry and Fisheries, where Kjetil E. Stensland is employed.

Fornebu, 31 March 2025

On behalf of the nomination committee of Aker Solutions ASA

Ingebret G. Hisdal

Chair of the nomination committee