

## **TO THE SHAREHOLDERS OF WALLENIUS WILHELMSSEN ASA**

### **RECOMMENDATIONS BY THE NOMINATION COMMITTEE 2022**

In accordance with the articles of association of the Company and the instructions for the Nomination Committee adopted by the General meeting of the Company, the Nomination Committee hereby presents its proposals for corporate elections and remuneration for the Board and the Nomination Committee.

The Nomination Committee has had communications and discussions with the majority shareholders, and independently surveyed the Company's needs. Based on this we hereby submit our recommendations. The proposals have been unanimously resolved by the Nomination Committee.

#### **1 ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS**

Over the last year, the Board has consisted of the following members Rune Bjerke (Chairman), Margareta Alestig, Marianne Lie, Jonas Kleberg, Thomas Wilhelmsen and Anna Felländer.

Board members Marianne Lie and Jonas Kleberg retire from the Board this year, and the Nomination Committee wishes to express its gratitude for their services to the Company over many years.

Board members Margareta Alestig and Thomas Wilhelmsen were both re-elected for a period of two years at last years AGM. They are not up for re-election.

The Nomination Committee proposes that Board Chairman Rune Bjerke and Anne Anna Felländer be re-elected for a period of two years.

As new members of the Board, the Nomination Committee proposes that Hans Åkervall and Yngvil Eriksson Åsheim be elected for a period of two years.

Hans Åkervall is currently a professional senior adviser and board member, who has served as the CEO of KPMG Sweden. He has been a chartered accountant and KPMG partner for many years. He holds extensive global experience from a number of large companies, and his breadth of industry knowledge represents a welcome addition to the Board.

Yngvil Eriksson Åsheim is the managing director of BW LNG and she has served in a number of senior management positions in various large shipping companies with global reach. She also holds extensive experience as board member. Her shipping sector experience and her international outlook represents a welcome addition to the Board.

#### **2 ELECTION OF MEMEBERS TO THE NOMINATION COMMITTEE**

Over the last year the Nomination Committee has consisted of Anders Ryssdal (Chairman), Jonas Kleberg and Carl Erik Steen. They were re-elected for a period of two years at last year's AGM and are not up for re-election.

### **3 REMUNERATION TO THE BOARD OF DIRECTORS**

The nomination committee proposes that the AGM approves the following remuneration to the Board of directors for the period from the AGM 2021 to the AGM 2022 (the “period”).

The Chairman of the Board shall receive NOK 1 550 000 and all other Board members shall receive NOK 575 000 for the period.

The remuneration shall be payable immediately after the AGM 2022. If a Board member has not served for the entire period; the remuneration shall be adjusted down pro rata (based on the number of days served compared to the full period based on 365 days)

### **4 REMUNERATION TO THE NOMINATION COMMITTEE**

The Nomination Committee proposes that the AGM resolves that the remuneration for the members of the Nomination Committee for the period shall be NOK 110 000 for the Chairman and NOK 72 500 for each other committee member.

### **5 REMUNERATION TO THE BOARD AUDIT COMMITTEE**

The Nomination Committee proposes that the AGM resolves that the remuneration for the members of the Board Audit Committee for the period shall be NOK 100 000 for the Chairman and NOK 70 000 for each other committee members.

7 April 2022

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Anders Ryssdal (Chairman)

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Jonas Kleberg

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Carl Erik Steen