

NOTICE OF ORDINARY GENERAL MEETING

IN

GOLDEN ENERGY OFFSHORE SERVICES AS

The board hereby gives notice of an ordinary general meeting of Golden Energy Offshore Services AS, org. no. 913 011 384 (the “Company”), to be held in the premises of the Company at St. Olavs plass 1, 6002 Ålesund, Norway, 10 June 2022 at 12:00.

Registration of attendance takes place from 11:30 am. The following matters will be dealt with at the meeting:

0. Opening of the General Meeting by the chairman elected by the board to open the meeting. Registration of participating shareholders, including shareholders represented by power of attorney.
1. Election of a chairman of the meeting and a person to sign the minutes.
2. Approval of notice and the agenda.
3. Approval of the annual accounts, annual report and audit report for 2021.
4. Approval of Auditor’s remuneration.
5. Approval of nomination committee remuneration for 2021.
6. Election of new members of the board of directors.
7. Approval of additional one-time remuneration to the board of directors for 2021/2022.
8. Approval of the board of directors’ remuneration for 2022/2023.

Please find attached the following documents:

1. Notice of attendance at ordinary general meeting of Golden Energy Offshore Services AS on 10 June 2022.
2. Power of attorney for ordinary general meeting of Golden Energy Offshore Services AS on 10 June 2022.
3. The proposal from the nomination committee and board of directors.
4. Annual accounts, annual report and audit report for 2021.
5. Nomination committee’s statement regarding new board members from 2022 and remuneration to the board of directors.

Ålesund, 3 June 2022

Golden Energy Offshore Services AS

The board

NOTICE OF ATTENDANCE AT ORDINARY GENERAL MEETING OF GOLDEN ENERGY OFFSHORE SERVICES AS ON 10 JUNE 2022

Shareholders who wish to attend the ordinary general meeting, either by themselves or by proxy, may notify the board of this by filling out this notification and send a pdf-copy via email to Per Ivar Fagervoll (pif@geoff.no).

It is requested that such notification is sent at the latest on 8 June 2022.

The undersigned will attend the ordinary general meeting of Golden Energy Offshore Services AS on 10 June 2022 and will represent:

- own shares - number of shares:
- other shares in accordance with the attached power of attorney(-ies)

Place, date: _____

Name of shareholder in print

Signature

**POWER OF ATTORNEY FOR ORDINARY GENERAL MEETING OF GOLDEN ENERGY OFFSHORE SERVICES
AS ON 10 JUNE 2022**

The undersigned shareholder hereby gives Per Ivar Fagervoll power of attorney to meet on our behalf and vote our shares, in total _____ shares, in Golden Energy Offshore Services AS at the ordinary general meeting of the company to be held on 10 June 2022, as follows:

	For	Against	Abstained
1. Election of Per Ivar Fagervoll to chair the meeting and Ingeborg Helene Olsen Wiik to sign the minutes together with the chairperson:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of notice and the agenda:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the annual accounts and director's report for 2021:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of Auditor's remuneration:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Approval of the nomination committee remuneration for 2021:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Election of a new board of directors (choose one alternative):			
a. In accordance with the nomination committee's proposal	<input type="checkbox"/>		
b. In accordance with nomination made below	<input type="checkbox"/>		
7. Approval of additional one-time remuneration to the board of directors for 2021/2022:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Approval of board of directors' remuneration for 2022/2023:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Nomination of up to four (4) board members (left blank unless 6 (b) above is checked - chairman to be specified if desirable):

- 1.
- 2.
- 3.
- 4.

Place, date: _____

Name of shareholder in print

Signature

The proposal from the board of directors and the nomination committee

1. Election of chair of the meeting and responsible person to sign the minutes

The board of directors resolved to propose that the general meeting adopts the following resolution:

“Per Ivar Fagervoll is elected to chair the meeting and Ingeborg Helene Olsen Wiik is elected to sign the minutes together with the chair.”

2. Approval of notice and agenda

The board of directors resolved to propose that the general meeting adopts the following resolution:

“The notice and agenda are approved.”

3. Approval of the annual accounts, annual report and audit report for 2021

The board of directors resolved to propose that the general meeting adopts the following resolution:

“The annual accounts, annual report and audit report for 2021 are approved.”

4. Auditor’s remuneration

The board of directors resolved to propose that the general meeting adopts the following resolution:

“The auditor’s remuneration for 2021 of NOK 327 210 is approved according to the invoice.”

5. Approval of the nomination committee remuneration for 2021

The board of directors resolved to propose that the general meeting adopts the following resolution:

“The nomination committee shall receive NOK 70,000 for its 2021 efforts.”

6. Election of a new board of directors

The nomination committee proposes that the general meeting adopts the following resolution:

“The board of directors of the company shall consist of:

- *Sten Gustafson (Chairman)*
- *Per Ivar Fagervoll (Board member)*
- *Morten Muggerud (Board member)*

“The new board of directors shall be effective from 10 June 2022.”

7. Approval of one-time additional remuneration to the board of directors for 2021/2022

The nomination committee proposes that the general meeting adopts the following resolution:

“The board of directors shall receive the following one-time only additional remuneration for the year 2021/2022 equal to:

- i. *Sten Gustafson: NOK 350,000*

ii. Morten Muggerud: NOK 250,000

iii. Per Ivar Fagervoll: NOK 2,000,000

The remuneration is conditional and is only payable upon the successful refinancing of the vessels Energy Empress and Energy Duchess currently financed through a hire-purchase lease financing (i.e. subsidiaries of the group effectively taking title over the vessels from the current lessors). Once the remuneration has become payable, it is a condition that the full remuneration is used to subscribe for new shares in the Company at par value (NOK 1). The subscription price shall be settled by a set-off of the directors right for payment.

The company may also settle the remuneration with shares directly if so desired.”

8. Approval of the board of directors' remuneration for 2022/2023

The nomination committee proposes that the general meeting adopts the following resolution:

“The board of directors shall receive the following remuneration for 2022/2023:

- 1. Chairman shall receive NOK 500,000*
- 2. Board members shall receive NOK 350,000”*

On items 6, 7 and 8, please see the statement made by the nomination committee as attached to the notice of ordinary general meeting dated 3 June 2022.

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