



PROXIMAR
SEAFOOD

[Office translation]

MINUTES FROM ANNUAL GENERAL MEETING

Held on Wednesday 23 April 2025 at 10:00 hours (CET). The general meeting was held electronically.

The general meeting was opened by the chair of the Board of Directors, Kjell-Erik Østdahl, who recorded attendance of present shareholders and proxies. The record, including the number of shares and votes represented, is included as [Appendix 1](#) to these minutes. In total, 47,399,337 shares were represented at the general meeting, equalling 33.34 % of the total number of issued shares and votes.

The following matters were on the agenda:

1 Election of a chairperson of the meeting and a person to co-sign the minutes

Kjell-Erik Østdahl was elected to chair the meeting and Gisle Bryne representing GBR Holding AS was elected to co-sign the minutes.

2 Approval of the notice and agenda

In accordance with the Board of Directors' proposal, the general meeting passed the following resolution:

The notice and the agenda are approved.

3 Approval of the annual accounts and the Board of Directors' report for the financial year 2024 for Proximar Seafood AS, including distribution of dividends

In accordance with the Board of Directors' proposal, the General Meeting adopted the following resolution:

No dividends will be paid for the financial year 2024. The General Meeting approves the annual accounts and the Board of Directors' report for the financial year 2024 for Proximar Seafood AS.

4 Approval of remuneration to the company's external auditor for 2024

In accordance with the Board of Directors' proposal, the General Meeting adopted the following resolution:

The remuneration of NOK 907,000 to the company's external auditor, Deloitte AS, for the financial year 2024 is approved.

5 Authorisation to the Board of Directors to increase the share capital by up to 10%

In accordance with the Board of Directors' proposal, the General Meeting adopted the following resolution on board authorisation:

- (i) The share capital may be increased by NOK 1,421,728 in total;*
- (ii) The authorisation shall apply until the Company's annual general meeting in 2026, but not further than until and including 30 June 2026;*
- (iii) The shareholders' pre-emption rights may be waived, cf. Section 10-5 of the Norwegian Limited Liability Companies Act;*
- (iv) The authorisation includes an increase in capital in assets other than money or the right to incur special obligations on the Company.*
- (v) The Company's shares shall not be of various share class;*
- (vi) The authorisation does not include a decision on a merger pursuant to Section 13-5 of the Norwegian Limited Liability Companies Act.*

6 Election of Board Members

In accordance with the Board of Directors' proposal, the General Meeting adopted the following resolution:

The General Meeting elected the following board members:

- *Kjell-Erik Østdahl (Chair)*
- *Siri Vike*
- *Elisabeth Adina Dyvik*
- *Per Grieg*
- *Viggo Halseth*

7 Determination of remuneration to Board Members

In accordance with the Board of Directors' proposal, the General Meeting adopted the following resolution:

The General Meeting approves the recommendation of remuneration to Board Members.

8 Election of Nomination Committee members

In accordance with the Board of Directors' proposal, the General Meeting adopted the following resolution:

The General Meeting elected the following Nomination Committee members:

- *Helge Nielsen (Chair)*
- *Therese Log Bergjord*
- *Eirik Bergh*

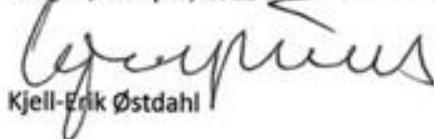
9 Determination of remuneration to Nomination Committee members

In accordance with the Board of Directors' proposal, the General Meeting adopted the following resolution:

The General Meeting approves the recommendation of remuneration to Nomination Committee members.

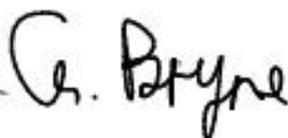
There were no further matters to be discussed and the general meeting was adjourned.

Bergen, 23 April, 2025



Kjell-Erik Østdahl

Chair



Gisle Bryne

Co-signer

Overview of attachments to this notice, also available on the company's website:

- | | |
|------------|---|
| Appendix 1 | Record of shareholders represented at the General Meeting |
| Appendix 2 | Number of shares and votes represented |
| Appendix 3 | Voting results |

Representantliste PROXIMAR SEAFOOD AS 23.04.2025

Firma/etternavn	Fornavn	Beholding	Repr. Som	Stemmemal
GBR HOLDING AS		3.801.580	Egne aksjer	
VHAL AS		75.000	Egne aksjer	
HALSETH	VIGGO	48.250	Egne aksjer	
DYVIK	ELISABETH ADINE	95.000	Egne aksjer	
LOYDEN AS		3.555.000	Fullmakt	
HELIDA AS		7.042.000	Fullmakt	
KVASSHØGDI AS		7.244.844	Fullmakt	
WILLUMSEN	OLE CHRISTIAN	628.286	Fullmakt	
GRIEG KAPITAL AS		14.690.049	Fullmakt	
NEPTUN STAVANGER AS		35.000	Fullmakt	
RISTORA AS		5.797.469	Fullmakt	
HEGGELUND	JAN	4.386.859	Fullmakt	

Totalt representert

ISIN:	NO0010893902 PROXIMAR SEAFOOD AS
Generalforsamlingsdato:	23/04/2025 10.00
Dagens dato:	23/04/2025

Antall stemmeberettigede personer oppmøtt: 4

	Antall aksjer	% kapital
Total aksjer	142.172.780	
- selskapets egne aksjer	-	
Totalt stemmeberettiget aksjer	142.172.780	
Representert ved egne aksjer	4.019.830	2,83%
Sum egne aksjer	4.019.830	2,83%
Representert ved fullmakt	43.379.507	30,51%
Sum fullmakter	43.379.507	30,51%
Totalt representert stemmerberettiget	47.399.337	33,34%
Totalt representert av AK	47.399.337	33,34%

Protokoll for generalforsamling PROXIMAR SEAFOOD AS

ISIN:	NO0010893902 PROXIMAR SEAFOOD AS
Generalforsamlingsdato:	23/04/2025 10.00
Dagens dato:	23/04/2025

Aksjeklasse	For	Mot	Avgitte	Avstår	Ikke avgitt	Stemmeberettigede representerte aksjer
Sak 1 Valg av møteleder og person til å medundertegne protokollen						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%
Sak 2 Godkjenning av innkalling og dagsorden						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%
Sak 3 Godkjenning av årsregnskap og årsberetning for regnskapsåret 2024 for Proximar Seafood AS, herunder utdeling av utbytte						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%
Sak 4 Godkjenning av godtgjørelse til selskapets eksterne revisor for 2024						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%
Sak 5 Fullmakt til styret til å forhøye aksjekapitalen med opptil 10%						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%
Sak 6 Valg av styremedlemmer						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%
Sak 7 Fastsettelse av godtgjørelse til styremedlemmer						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%
Sak 8 Valg av medlemmer til valgkomité						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%
Sak 9 Fastsettelse av godtgjørelse til medlemmer av valgkomité						
Antall	47.399.337		0	47.399.337	0	0
% avgitte stemmer	100%		0%		0%	
% representert AK	100%		0%		0%	
% total AK	33,34%		0,00%	33,34%	0,00%	0,00%