



## Minutes of the 2020 ordinary annual general meeting of Veidekke ASA

At 17:00 on 6 May 2020, the ordinary annual general meeting of Veidekke ASA was held at the company's head office at Skabos vei 4, Oslo. The list of registered advance votes, attendees and proxies was updated prior to the general meeting. In total, five shareholders/proxies were in attendance and advance votes representing 39 867 811 shares were registered, representing a total of 71 072 649 shares (corresponding to 52,66 % of the total number of shares). A list of attending shareholders and proxies is appended to these minutes.

Auditor Anders Gøbel from EY also attended.

The following matters were dealt with:

### **1. Opening of the general meeting and election of the meeting chair and two persons to co-sign the minutes**

The general meeting was opened by board chair Svein Richard Brandtzæg, who was unanimously elected to chair the meeting. Group General Counsel John Strand kept the minutes. Jannicke Nergaard Berg and Hans Anders Kværn were elected from among the shareholders to co-sign the minutes with the board chair.

### **2. Approval of the notice of meeting and agenda**

There were no comments on the notice of meeting or the agenda. The notice of meeting and the agenda were therefore lawfully approved. The meeting chair declared the general meeting lawfully convened.

### **3. Brief operational update**

Group CEO Jimmy Bengtsson and CFO Terje Larsen gave a brief update on operational developments since the last ordinary annual general meeting.

### **4. Corporate governance statement**

The board chair gave a statement on the work of the board of directors, and otherwise referred to the board of director's report and the company's annual report. The board chair also gave a statement on the work of the remuneration committee and the property committee. Gro Bakstad gave a statement on the work of the audit committee.

The general meeting noted the statements.

### **5. Approval of the 2019 annual accounts and annual report of Veidekke ASA and the group**

The board's draft 2019 annual report and annual accounts of Veidekke ASA and the group were reviewed. The annual profit achieved by Veidekke ASA in 2019 amounted to NOK 645,839,000.

The board's draft 2019 annual report and annual accounts of Veidekke ASA and the group were approved. The board's proposal that the company not distribute a dividend due to the uncertain situation resulting from the COVID-19 pandemic was approved.

## 6. Election of board members

The chair of the nomination committee, Harald Norvik, gave a statement on the work of the committee and presented the recommendation on the election of board members:

- |                                       |                                                    |
|---------------------------------------|----------------------------------------------------|
| • Svein Richard Brandtzæg (born 1957) | Re-election for one year, one year on the board    |
| • Gro Bakstad (born 1966)             | Re-election for one year, ten years on the board   |
| • Ingalill Berglund (born 1964)       | Re-election for one year, four years on the board  |
| • Ingolv Høyland (born 1951)          | Re-election for one year, three years on the board |
| • Daniel Kjørberg Siraj (born 1975)   | Re-election for one year, two years on the board   |
| • Hanne Rønneberg (born 1959)         | New election for one year                          |
| • Per-Ingemar Persson (born 1956)     | New election for one year                          |

The general meeting adopted a resolution in accordance with the nomination committee's recommendation.

The nomination committee recommended the re-election of Svein Richard Brandtzæg as board chair.

## 7. Board remuneration

The chair of the nomination committee, Harald Norvik, presented the nomination committee's proposal that the remuneration of the board be kept unchanged:

- |                               |             |
|-------------------------------|-------------|
| • Board chair                 | NOK 585,500 |
| • Shareholder-elected members | NOK 296,500 |
| • Employee-elected members    | NOK 259,000 |
| • Committee chairpersons      |             |
| ▪ Audit committee             | NOK 83,000  |
| ▪ Remuneration committee      | NOK 65,000  |
| • Committee members           | NOK 53,000  |

The travel costs of board members who live outside Oslo are reimbursed additionally. Remuneration and compensation are calculated based on a service period of twelve months (8 May 2019 to 6 May 2020). The general meeting adopted the remuneration proposal.

## 8. Election of nomination committee members

The chair of the nomination committee, Harald Norvik, presented the nomination committee's recommendation on the new nomination committee, with all members having declared themselves willing to stand for re-election.

- |                                                |                                         |
|------------------------------------------------|-----------------------------------------|
| • Harald Norvik, chair of nomination committee | Re-election, ten years on the committee |
| • Erik Must                                    | Re-election, 17 years on the committee  |
| • Anne Elisabet Thurmann-Nielsen               | Re-election, two years on the committee |
| • Tine Fosslund                                | Re-election, one year on the committee  |

The general meeting adopted the recommendation as proposed.

#### **9. Nomination committee remuneration**

Board chair Svein Richard Brandtzæg presented the proposal that the nomination committee fees be kept unchanged:

- |                     |            |
|---------------------|------------|
| • Committee chair   | NOK 40,000 |
| • Committee members | NOK 22,500 |

The general meeting adopted the remuneration proposal.

#### **10. Consideration of the board's statement on the setting of salary and other executive remuneration at Veidekke; see section 6-16a of the Public Limited Liability Companies Act**

Board chair Svein Richard Brandtzæg gave a statement.

1. The general meeting approved the board's guidelines on salary and other executive remuneration through its advisory vote.
2. The general meeting approved the board's guidelines on remuneration linked to shares and options in the company.

#### **11. Approval of the auditor's fee**

The auditor's fee of NOK 898,000 was approved.

#### **12. Board authorisation to effect capital increases in connection with business acquisitions and property investments**

Board chair Svein Richard Brandtzæg gave a statement and proposed that the general meeting adopt the following resolution:

- a) Pursuant to section 10-14 of the Public Limited Liability Companies Act, the board of directors is authorised to increase the company's share capital in connection with business acquisitions and property investments.
- b) The authorisation shall be capped at NOK 6,500,000, i.e. approximately 10% of Veidekke's share capital, distributed across 13,000,000 new shares with a nominal value of NOK 0.50 per share.
- c) The authorisation shall apply until the company's ordinary general meeting in 2021, but under no circumstances beyond 31 May 2021.
- d) The preference right of shareholders in respect of such new shares pursuant to section 10-4 of the Public Limited Liability Companies Act may be set aside.
- e) The authorisation shall include capital increases linked to payments taking the form of non-cash assets, etc.; see section 10-2 of the Public Limited Liability Companies Act.
- f) The authorisation shall not include capital increases linked to mergers pursuant to section 13-5 of the Public Limited Liability Companies Act.

The general meeting adopted the proposed resolution.

#### **13. Board authorisation to effect capital increases in connection with Veidekke's share programme and option programme for employees**

Board chair Svein Richard Brandtzæg gave a statement and proposed that the general meeting adopt the following resolution:



- a) Pursuant to section 10-14 of the Public Limited Liability Companies Act, the board of directors is authorised to increase the company's share capital by up to NOK 1,137,000, i.e. approximately 2% of Veidekke's share capital, distributed across 2,274,000 new shares with a nominal value of NOK 0.50 per share.
- b) The authorisation shall apply until the company's ordinary general meeting in 2021, but under no circumstances beyond 31 May 2021.
- c) The preference right of shareholders in respect of such new shares pursuant to section 10-4 of the Public Limited Liability Companies Act may be set aside.
- d) The authorisation shall include capital increases linked to payments taking the form of non-cash assets, etc.; see section 10-2 of the Public Limited Liability Companies Act.
- e) The authorisation shall not include capital increases linked to mergers pursuant to section 13-5 of the Public Limited Liability Companies Act.

The general meeting adopted the proposed resolution.

**14. Board authorisation to purchase treasury shares in connection with optimisation of the company's capital structure and as a means of payment in connection with business acquisitions**

Board chair Svein Richard Brandtzæg gave a statement and proposed that the general meeting adopt the following resolution:

- a) Pursuant to section 9-4 of the Public Limited Liability Companies Act, the board of directors shall be authorised to acquire treasury shares for subsequent cancellation or use as a means of payment in connection with business and company acquisitions.
- b) The authorisation shall be capped at NOK 6,500,000, i.e. approximately 10% of Veidekke's share capital, distributed across 13,000,000 new shares with a nominal value of NOK 0.50 per share.
- c) The company shall pay no less than NOK 10 and no more than NOK 300 for one share with a nominal value of NOK 0.50.
- d) The board of directors shall be free to decide the means of acquisition and sale.
- e) The authorisation shall apply until the next ordinary general meeting, but under no circumstances beyond 31 May 2021.

The general meeting adopted the proposed resolution.

**15. Board authorisation to purchase treasury shares in connection with Veidekke's share programme and option programme for employees**

Board chair Svein Richard Brandtzæg gave a statement and proposed that the general meeting adopt the following resolution:

- a) Pursuant to section 9-4 of the Public Limited Liability Companies Act, the board of directors shall be authorised to acquire treasury shares with a total nominal value of up to NOK 1,137,000, equating to approximately 2% of Veidekke's share capital.
- b) The company shall pay no less than NOK 10 and no more than NOK 300 for one share with a nominal value of NOK 0.50.
- c) The board of directors shall be free to decide the means of acquisition and sale.

d) The authorisation shall apply until the next ordinary general meeting, but under no circumstances beyond 31 May 2021.

The general meeting adopted the proposed resolution.

No further matters remained to be considered.

The distribution of votes is shown in Annex X.

The general meeting was closed.

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Svein Richard Brandtzæg

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Jannicke Nergaard Berg

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Hans Anders Kværn

## Total Represented

ISIN: NO0005806802 VEIDEKKE ASA

General meeting date: 06/05/2020 17.00

Today: 06.05.2020

**Number of persons with voting rights represented/attended : 5**

|                                             | Number of shares  | % sc           |
|---------------------------------------------|-------------------|----------------|
| Total shares                                | 134,956,267       |                |
| - own shares of the company                 | 0                 |                |
| Total shares with voting rights             | 134,956,267       |                |
| Represented by own shares                   | 59,075            | 0.04 %         |
| Represented by advance vote                 | 39,867,811        | 29.54 %        |
| <b>Sum own shares</b>                       | <b>39,926,886</b> | <b>29.59 %</b> |
| Represented by proxy                        | 4,483,974         | 3.32 %         |
| Represented by voting instruction           | 26,661,789        | 19.76 %        |
| <b>Sum proxy shares</b>                     | <b>31,145,763</b> | <b>23.08 %</b> |
| <b>Total represented with voting rights</b> | <b>71,072,649</b> | <b>52.66 %</b> |
| <b>Total represented by share capital</b>   | <b>71,072,649</b> | <b>52.66 %</b> |

Registrar for the company:

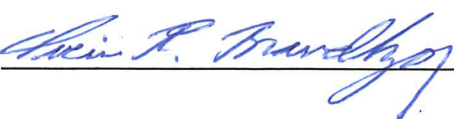
NORDEA BANK ABP, FILIAL NORGE



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Signature company:

VEIDEKKE ASA



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## Protocol for general meeting VEIDEKKE ASA

ISIN: NO0005806802 VEIDEKKE ASA

General meeting date: 06/05/2020 17.00

Today: 06.05.2020

| Shares class                                                                                                                                                | FOR               | Against          | Abstain       | Poll in           | Poll not registered | Represented shares<br>with voting rights |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------|---------------|-------------------|---------------------|------------------------------------------|
| <b>Agenda item 1 Opening of the general meeting. Election of meeting chair and two persons to co-sign the minutes</b>                                       |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 70,411,950        | 0                | 1,315         | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 100.00 %          | 0.00 %           | 0.00 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 100.00 %          | 0.00 %           | 0.00 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 52.17 %           | 0.00 %           | 0.00 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>70,411,950</b> | <b>0</b>         | <b>1,315</b>  | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |
| <b>Agenda item 2 Approval of the notice of meeting and agenda</b>                                                                                           |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 70,401,950        | 0                | 11,315        | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 99.98 %           | 0.00 %           | 0.02 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 99.98 %           | 0.00 %           | 0.02 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 52.17 %           | 0.00 %           | 0.01 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>70,401,950</b> | <b>0</b>         | <b>11,315</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |
| <b>Agenda item 3 Operational update</b>                                                                                                                     |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 70,401,899        | 0                | 11,366        | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 99.98 %           | 0.00 %           | 0.02 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 99.98 %           | 0.00 %           | 0.02 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 52.17 %           | 0.00 %           | 0.01 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>70,401,899</b> | <b>0</b>         | <b>11,366</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |
| <b>Agenda item 4 Corporate governance statement</b>                                                                                                         |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 70,401,899        | 0                | 11,366        | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 99.98 %           | 0.00 %           | 0.02 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 99.98 %           | 0.00 %           | 0.02 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 52.17 %           | 0.00 %           | 0.01 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>70,401,899</b> | <b>0</b>         | <b>11,366</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |
| <b>Agenda item 5 Approval of the 2019 annual accounts and annual report of Veidekke ASA and the group, including the distribution of NOK 0 in dividends</b> |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 70,062,942        | 349,008          | 1,315         | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 99.50 %           | 0.50 %           | 0.00 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 99.50 %           | 0.50 %           | 0.00 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 51.92 %           | 0.26 %           | 0.00 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>70,062,942</b> | <b>349,008</b>   | <b>1,315</b>  | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |
| <b>Agenda item 6 Election of board members, the nomination committee's overall recommendation</b>                                                           |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 66,740,460        | 3,670,561        | 2,244         | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 94.78 %           | 5.21 %           | 0.00 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 94.78 %           | 5.21 %           | 0.00 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 49.45 %           | 2.72 %           | 0.00 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>66,740,460</b> | <b>3,670,561</b> | <b>2,244</b>  | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |
| <b>Agenda item 6.1 Svein Richard Brandtzæg</b>                                                                                                              |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 67,058,540        | 3,352,481        | 2,244         | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 95.24 %           | 4.76 %           | 0.00 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 95.24 %           | 4.76 %           | 0.00 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 49.69 %           | 2.48 %           | 0.00 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>67,058,540</b> | <b>3,352,481</b> | <b>2,244</b>  | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |
| <b>Agenda item 6.2 Gro Bakstad</b>                                                                                                                          |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 67,040,895        | 3,370,076        | 2,294         | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 95.21 %           | 4.79 %           | 0.00 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 95.21 %           | 4.79 %           | 0.00 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 49.68 %           | 2.50 %           | 0.00 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>67,040,895</b> | <b>3,370,076</b> | <b>2,294</b>  | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |
| <b>Agenda item 6.3 Ingalill Berglund</b>                                                                                                                    |                   |                  |               |                   |                     |                                          |
| Ordinær                                                                                                                                                     | 67,040,895        | 3,370,076        | 2,294         | 70,413,265        | 0                   | 70,413,265                               |
| votes cast in %                                                                                                                                             | 95.21 %           | 4.79 %           | 0.00 %        |                   |                     |                                          |
| representation of sc in %                                                                                                                                   | 95.21 %           | 4.79 %           | 0.00 %        | 100.00 %          | 0.00 %              |                                          |
| total sc in %                                                                                                                                               | 49.68 %           | 2.50 %           | 0.00 %        | 52.18 %           | 0.00 %              |                                          |
| <b>Total</b>                                                                                                                                                | <b>67,040,895</b> | <b>3,370,076</b> | <b>2,294</b>  | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                        |



| Shares class                                                                                              | FOR        | Against   | Abstain | Poll in    | Poll not registered | Represented shares<br>with voting rights |
|-----------------------------------------------------------------------------------------------------------|------------|-----------|---------|------------|---------------------|------------------------------------------|
| Agenda item 6.4 Ingolv Høyland                                                                            |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 67,058,590 | 3,352,381 | 2,294   | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 95.24 %    | 4.76 %    | 0.00 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 95.24 %    | 4.76 %    | 0.00 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 49.69 %    | 2.48 %    | 0.00 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 67,058,590 | 3,352,381 | 2,294   | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 6.5 Daniel Kjørberg Siraj                                                                     |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 67,040,895 | 3,369,976 | 2,394   | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 95.21 %    | 4.79 %    | 0.00 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 95.21 %    | 4.79 %    | 0.00 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 49.68 %    | 2.50 %    | 0.00 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 67,040,895 | 3,369,976 | 2,394   | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 6.6 Hanne Rønneberg                                                                           |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 67,058,540 | 3,352,481 | 2,244   | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 95.24 %    | 4.76 %    | 0.00 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 95.24 %    | 4.76 %    | 0.00 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 49.69 %    | 2.48 %    | 0.00 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 67,058,540 | 3,352,481 | 2,244   | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 6.7 Per-Ingemar Persson                                                                       |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 66,758,105 | 3,652,916 | 2,244   | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 94.81 %    | 5.19 %    | 0.00 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 94.81 %    | 5.19 %    | 0.00 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 49.47 %    | 2.71 %    | 0.00 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 66,758,105 | 3,652,916 | 2,244   | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 7 Board remuneration                                                                          |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 70,382,029 | 17,910    | 13,326  | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 99.96 %    | 0.03 %    | 0.02 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 99.96 %    | 0.03 %    | 0.02 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 52.15 %    | 0.01 %    | 0.01 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 70,382,029 | 17,910    | 13,326  | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 8 Election of nomination committee members, the nomination committee's overall recommendation |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 70,383,725 | 17,696    | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 99.96 %    | 0.03 %    | 0.02 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 99.96 %    | 0.03 %    | 0.02 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 52.15 %    | 0.01 %    | 0.01 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 70,383,725 | 17,696    | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 8.1 Harald Norvik                                                                             |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 70,401,320 | 101       | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 99.98 %    | 0.00 %    | 0.02 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 99.98 %    | 0.00 %    | 0.02 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 52.17 %    | 0.00 %    | 0.01 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 70,401,320 | 101       | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 8.2 Erik Must                                                                                 |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 70,401,420 | 1         | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 99.98 %    | 0.00 %    | 0.02 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 99.98 %    | 0.00 %    | 0.02 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 52.17 %    | 0.00 %    | 0.01 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 70,401,420 | 1         | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 8.3 Anne Elisabet Thurmman-Nielsen                                                            |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 70,401,420 | 1         | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 99.98 %    | 0.00 %    | 0.02 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 99.98 %    | 0.00 %    | 0.02 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 52.17 %    | 0.00 %    | 0.01 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 70,401,420 | 1         | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 8.4 Tine Fossland                                                                             |            |           |         |            |                     |                                          |
| Ordinær                                                                                                   | 70,401,320 | 101       | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| votes cast in %                                                                                           | 99.98 %    | 0.00 %    | 0.02 %  |            |                     |                                          |
| representation of sc in %                                                                                 | 99.98 %    | 0.00 %    | 0.02 %  | 100.00 %   | 0.00 %              |                                          |
| total sc in %                                                                                             | 52.17 %    | 0.00 %    | 0.01 %  | 52.18 %    | 0.00 %              |                                          |
| Total                                                                                                     | 70,401,320 | 101       | 11,844  | 70,413,265 | 0                   | 70,413,265                               |
| Agenda item 9 Nomination committee remuneration                                                           |            |           |         |            |                     |                                          |



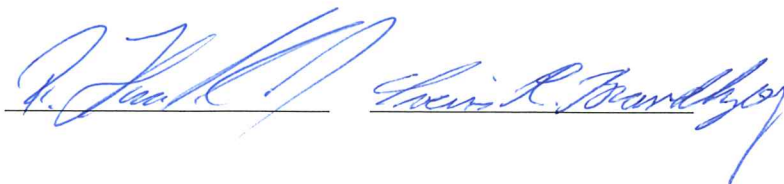
| Shares class                                                                                                                                                       | FOR               | Against          | Abstain       | Poll in           | Poll not registered | Represented shares with voting rights |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------|---------------|-------------------|---------------------|---------------------------------------|
| Ordinær                                                                                                                                                            | 70,382,479        | 17,910           | 12,876        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 99.96 %           | 0.03 %           | 0.02 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 99.96 %           | 0.03 %           | 0.02 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 52.15 %           | 0.01 %           | 0.01 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>70,382,479</b> | <b>17,910</b>    | <b>12,876</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |
| <b>Agenda item 10 Consideration of the board's statement on the setting of salary and other executive remuneration</b>                                             |                   |                  |               |                   |                     |                                       |
| Ordinær                                                                                                                                                            | 68,115,012        | 2,264,350        | 33,903        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 96.74 %           | 3.22 %           | 0.05 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 96.74 %           | 3.22 %           | 0.05 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 50.47 %           | 1.68 %           | 0.03 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>68,115,012</b> | <b>2,264,350</b> | <b>33,903</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |
| <b>Agenda item 10.1 Advisory vote on the board`s guidelines on salary and other executive remuneration</b>                                                         |                   |                  |               |                   |                     |                                       |
| Ordinær                                                                                                                                                            | 70,308,166        | 71,196           | 33,903        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 99.85 %           | 0.10 %           | 0.05 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 99.85 %           | 0.10 %           | 0.05 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 52.10 %           | 0.05 %           | 0.03 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>70,308,166</b> | <b>71,196</b>    | <b>33,903</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |
| <b>Agenda item 10.2 Approval of the board's guidelines on remuneration linked to shares in the company</b>                                                         |                   |                  |               |                   |                     |                                       |
| Ordinær                                                                                                                                                            | 68,902,137        | 1,498,920        | 12,208        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 97.85 %           | 2.13 %           | 0.02 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 97.85 %           | 2.13 %           | 0.02 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 51.06 %           | 1.11 %           | 0.01 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>68,902,137</b> | <b>1,498,920</b> | <b>12,208</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |
| <b>Agenda item 11 Approval of the auditor's fee</b>                                                                                                                |                   |                  |               |                   |                     |                                       |
| Ordinær                                                                                                                                                            | 70,383,406        | 214              | 29,645        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 99.96 %           | 0.00 %           | 0.04 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 99.96 %           | 0.00 %           | 0.04 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 52.15 %           | 0.00 %           | 0.02 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>70,383,406</b> | <b>214</b>       | <b>29,645</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |
| <b>Agenda item 12 Board authorisation to effect capital increases in connection with business acquisitions and property investments</b>                            |                   |                  |               |                   |                     |                                       |
| Ordinær                                                                                                                                                            | 70,360,735        | 41,045           | 11,485        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 99.93 %           | 0.06 %           | 0.02 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 99.93 %           | 0.06 %           | 0.02 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 52.14 %           | 0.03 %           | 0.01 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>70,360,735</b> | <b>41,045</b>    | <b>11,485</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |
| <b>Agenda item 13 Board authorisation to effect capital increases in connection with Veidekke's share programme and option programme</b>                           |                   |                  |               |                   |                     |                                       |
| Ordinær                                                                                                                                                            | 68,601,875        | 1,799,355        | 12,035        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 97.43 %           | 2.56 %           | 0.02 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 97.43 %           | 2.56 %           | 0.02 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 50.83 %           | 1.33 %           | 0.01 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>68,601,875</b> | <b>1,799,355</b> | <b>12,035</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |
| <b>Agenda item 14 Board authorisation to purchase treasury shares in connection with optimisation of the company's capital structure and as a means of payment</b> |                   |                  |               |                   |                     |                                       |
| Ordinær                                                                                                                                                            | 70,384,473        | 0                | 28,792        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 99.96 %           | 0.00 %           | 0.04 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 99.96 %           | 0.00 %           | 0.04 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 52.15 %           | 0.00 %           | 0.02 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>70,384,473</b> | <b>0</b>         | <b>28,792</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |
| <b>Agenda item 15 Board authorisation to purchase treasury shares in connection with Veidekke's share programme and option programme for employees</b>             |                   |                  |               |                   |                     |                                       |
| Ordinær                                                                                                                                                            | 68,902,528        | 1,499,090        | 11,647        | 70,413,265        | 0                   | 70,413,265                            |
| votes cast in %                                                                                                                                                    | 97.85 %           | 2.13 %           | 0.02 %        |                   |                     |                                       |
| representation of sc in %                                                                                                                                          | 97.85 %           | 2.13 %           | 0.02 %        | 100.00 %          | 0.00 %              |                                       |
| total sc in %                                                                                                                                                      | 51.06 %           | 1.11 %           | 0.01 %        | 52.18 %           | 0.00 %              |                                       |
| <b>Total</b>                                                                                                                                                       | <b>68,902,528</b> | <b>1,499,090</b> | <b>11,647</b> | <b>70,413,265</b> | <b>0</b>            | <b>70,413,265</b>                     |

Registrar for the company:

NORDEA BANK ABP, FILIAL NORGE

Signature company:

VEIDEKKE ASA



#### Share information

| Name    | Total number of shares | Nominal value | Share capital | Voting rights |
|---------|------------------------|---------------|---------------|---------------|
| Ordinær | 134,956,267            | 0.50          | 67,478,133.50 | Yes           |
| Sum:    |                        |               |               |               |

#### § 5-17 Generally majority requirement

requires majority of the given votes

#### § 5-18 Amendment to resolution

Requires two-thirds majority of the given votes  
like the issued share capital represented/attended on the general meeting