To the shareholders of Wallenius Wilhelmsen ASA

RECOMMENDATIONS BY THE NOMINATION COMMITTEE 2023

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.

# 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, Thomas Wilhelmsen, Anna Felländer, Hans Åkervall and Yngvil Eriksson Åsheim.

Board members Margareta Alestig and Thomas Wilhelmsen are up for re-election this year, and the Nomination Committee proposes that they both be re-elected for a period of two years

Board members Rune Bjerke, Anna Felländer, Yngvil Eriksson Åsheim and Hans Åkervall were elected for a period of two years at last year’s AGM. They are not up for re-election.

# election og members to the nomination committee

Over the last year the Nomination Committee has consisted of Anders Ryssdal (Chairman), Jonas Kleberg and Carl Erik Steen. They are up for re-election, and the Nomination Committee proposes that they all be re-elected for a period of two years.

# 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 2022 to the AGM 2023 (the “period”):

The Chairman of the Board shall receive NOK 1 600 000 and all other Board members shall receive NOK 595 000 for the period.

The remuneration shall be payable immediately after the AGM 2023. 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)

# REMUNERATION TO THE NOMINATION COMMITI'EE

The Nomination Committee proposes that the AGM resolves that the remuneration for the members of the Nomination Committee for the period shall be NOK 115 000 for the Chairman and NOK 77 500 for each other committee member.

# REMUNERATION TO THE BOARD AUDIT COMMITI'EE

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 110 000 for the Chairman and NOK 80 000 for each other committee members.

The Nomination Committee has been informed that the Board has established a People, Culture and Remuneration Committee, and the Nomination Committee proposes that the AGM resolves that the renumeration for this committee shall be NOK 110 000 for the Chairman and NOK 80 000 for each other committee member.

17 March 2023

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Anders Ryssdal (Chairman) Jonas Kleberg Carl Erik Steen