

To the shareholders in Bonheur ASA (below also referred to as the Company)

Summons to the 2024 Annual General Meeting

The Annual General Meeting of Bonheur ASA will be held at the Company's offices at Fred. Olsens gate 2, Oslo (entrance Tollbugaten 1 B) on Thursday 23 May 2024 at 14:00 hours (CEST).

Agenda:

1) Opening of the Annual General Meeting by the Chair of the Shareholders' Committee with approval of the summons and the agenda and registration of attending shareholders

2) Election of one attending shareholder to sign the minutes together with the Chair of the Shareholders' Committee

3) Approval of the Annual Accounts and the Directors' Report for Bonheur ASA, including statements on Corporate Governance and the Sustainability Report together with the consolidated accounts for 2023 and hereunder the Board's proposal on dividends for 2023 as also recommended by the Shareholders' Committee

It is proposed that an ordinary dividend of NOK 6.00 per share is distributed to the Shareholders of the Company as of the date of the Annual General Meeting. Subject to the Annual General Meeting resolving in accordance with the proposed distribution of dividend the Company's shares will be traded ex. dividend from and including 25 May 2024, and it is expected that the payment date of the dividend will be 4 June 2024.

4) Authorization for acquisition of own shares (Treasury Shares)

The Board proposes that it is granted authority to purchase Treasury Shares for a period running until the Company's next Ordinary Annual General Meeting, limited to 10 % of the share capital in accordance with the Norwegian Public Limited Liability Companies' Act §§ 9-2 onwards. The reason for the proposal is to provide the Board with such continuous financial flexibility that follows from having the authority to purchase Treasury Shares.

The Board is thus proposing the following resolution under reference to the Norwegian Public Limited Liability Companies' Act §§ 9-2 onwards:

"The General Meeting in Bonheur ASA gives the Board authority to let Bonheur ASA purchase shares in Bonheur ASA (Treasury Shares) with a nominal value of up to NOK 5,316,486.25 and distributed on up to 4,253,189 shares. The minimum and maximum price to be paid per share shall be NOK 20.00 and NOK 500.00, respectively. The Board may at its discretion decide how such purchases and sales of Treasury Shares shall be made. This authority shall take effect from 23 May 2024 and remain valid until Bonheur ASA's next Ordinary Annual General Meeting."

5) Election of member to the Shareholders' Committee and approval of the fees payable to the members of the Shareholders' Committee

The terms of service for respectively Jørgen G. Heje and Gaute Gjelsten expire at the time of this Annual General Meeting. Jørgen Heje has advised that he is eligible for re-election whilst Gaute Gjelsten is not available for re-election. It is proposed that Jørgen G. Heje is re-elected as member of the Shareholders' Committee and that Andreas Mellbye, partner at the Norwegian law firm Wiersholm, is elected as new member of the Shareholders' Committee.

The proposed fee for the Chair of the Shareholders' Committee is NOK 240,000 and for each of the other members of the Shareholders' Committee NOK 200,000.

6) Approval of Board of Directors' fees

The proposed fee for the Chair of the Board is NOK 1,670,000 and for each of the other Board members NOK 440,000. It is further proposed that each member of the Audit Committee receives an additional compensation of NOK 60,000. The proposed fee for each overnight stay consequent on Board Meetings) is proposed to NOK 7,500.

7) Approval of the Auditor's fee

The auditor, KPMG, has presented the fee for 2023 to be NOK 6,410,590, out of which NOK 6,377,372 relates to the ordinary audit. It is thus proposed that a fee of NOK 6,377,372 for the ordinary audit is approved by the Annual General Meeting.

8) Donations and other contributions from the Company for 2024

Authority with the Company to at its discretion, assisted by the Fred. Olsen Social Engagement Group, make limited donations and other contributions for 2024 which are considered close to the Company's field of interest of a total amount of up to NOK 6,000,000 in addition to what may be left from last year and equally for the donation of a further NOK 1,000,000 for needs consequent on the war in Ukraine.

The Company is a Norwegian public limited liability company governed by Norwegian law, hereunder the Public Limited Liability Companies Act and the Securities Trading Act.

As of the date of this summons, the Company has issued 42,531,893 shares. At the Company's General Meetings each share has one vote. The shares have equal rights in all respects. As at the date of this summons, the Company holds no Treasury Shares.

Shareholders are entitled to attend the General Meeting in person or by proxy and are further entitled to speak at the General Meeting. Shareholders may also be accompanied by an advisor, who may speak at the General Meeting. Notwithstanding this, due participation by electronic means will also be facilitated if needed.

A shareholder has the right to place matters on the agenda of the General Meeting. Any such matter shall be reported in writing to the Board within seven days prior to the deadline for the notice to the General Meeting, along with a proposal to a draft resolution or a justification for the matter having been placed on the agenda. In the event that the notice has already taken place, a new notice shall be sent if the deadline has not already expired. A shareholder has in addition a right to bring forward a proposal for resolution.

A shareholder may require the Board Directors and the Managing Director to furnish the General Meeting with all available information about matters that have been submitted to the shareholders for decision and about matters concerning the Company's financial position.

A shareholder with shares registered through a custodian approved pursuant to Section 4-10 of the Norwegian Public Limited Companies Act, has voting rights equivalent to the number of shares which are covered by the custodian arrangement provided that the shareholder prior to the General Meeting (please see below) provides the Company with her/his name and address, together with a confirmation from the custodian to the effect that she/he is the beneficial owner of the shares held in custody, and further provided that the Board does not disapprove such beneficial ownership after receipt of such notification.

According to § 5-2 of the Norwegian Public Limited Liability Companies Act only those that are shareholder(s) five working days before the General Meeting, i.e. 14 May 2024 (the "Registration Date"), have a right to participate and vote at the General Meeting. A shareholder that wishes to participate and vote at the General Meeting must have been entered in VPS at the Registration Date or have reported and proved the relevant acquisition as per the Registration Date. As a corollary, if shares are acquired after 14 May 2024, it will not be allowable to participate nor vote in reference to such shares at the General Meeting on 23 May 2024. Further, shareholders who wish to attend the General Meeting, either in person or by proxy or by electronic means, must complete and return the attendance slip by 14:00 (CEST) 21 May 2024. Please also note that owners of custodian registered shares who wish to participate and vote at the General Meeting must equally notify the Company accordingly latest by 14:00 (CEST) 21 May 2024.

Shareholders who have failed to register by the deadline cannot participate nor vote at the General Meeting.

A power of attorney for the shareholders who wish to (i) grant the chairman of the Board or another person a proxy to represent their shares at the General Meeting, or (ii) grant a power of attorney with voting instructions, has been made available together with the attendance form as attached hereto.

Notice of attendance and voting proxies shall be sent either to: genf@dnb.no or by regular mail to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, NO-0021 Oslo, Norway.

Oslo, 30 April 2024
Christian Fredrik Michelet
Chair of the Shareholders' Committee