

Extra Ordinary General Meeting of Aker Solutions ASA August 14, 2020

Proposed resolutions for the general meeting

Item 1 Opening of the annual general meeting by the chairman

This is a no voting item. The general meeting will be opened by the chairman of the board of directors, Øyvind Eriksen.

Item 2 Approval of summons and agenda

The board of directors proposes that the general meeting passes the following resolution:

“The general meeting approves the summons and agenda.”

Item 3 Appointment of a person to co-sign the minutes of meeting together with the chairman

The board of directors proposes that the general meeting passes the following resolution:

“The general meeting appoints Frode Strømø to co-sign the minutes together with the chairman.”

Item 4 Distribution of dividend

The board of directors proposes that the general meeting passes the following resolution:

“The general meeting approves the proposal from the board of directors for distribution of dividend in the form of 271 942 753 shares in Aker Offshore Wind Holding AS and 271 942 753 shares in Aker Carbon Capture AS.”

The distribution implies that one share in Aker Solutions entitles the owner to receive one share in each of the two companies. However, for shareholders subject to withholding tax, a portion of the shares will be withheld.

Dividend will be distributed to those who are shareholders in the company as per the expiry of 14 August 2020, as registered with the Company's shareholder register with the VPS as per the expiry of 18 August 2020. The share will be traded ex-dividend on Oslo Stock Exchange from and including 17 August 2020. The dividend will be paid on or about 26 August 2020.

Item 5 Authorisation to the board of directors to approve distribution of dividend

The distribution proposed under item 4 is dependent on the completion of a prior internal reorganisation within the AKSO group. In case the reorganisation has not yet been completed at August 14, the board of directors will withdraw the proposal under item 4 and rather propose that the board of directors is authorised to carry out the distribution as soon as practically possible thereafter.

Provided that the proposal under item 4 is withdrawn, the board of directors proposes that the general meeting passes the following resolution:

“(a) The board of directors is authorised to approve the distribution of dividend based on the company's annual accounts for 2019 pursuant to section 8-2 (2) of the Norwegian Public Limited Liability Companies Act.

“(b) The authorisation may only be used for distribution of shares in Aker Offshore Wind Holding AS and Aker Carbon Capture AS.

“(c) The authorisation shall remain in force until the Annual General Meeting in 2021”.
