



PROXY / VOTING INSTRUCTION FORM – AGM D.D. APRIL 12, 2024

This signed proxy/voting instruction should be no later than **April 5, 2024 before 12 p.m. (noon) CET** in the possession of

IQ EQ Financial Services B.V.
Amerika Building
Hoogoorddreef 15
1101 BA Amsterdam
The Netherlands

e-mail: registers@iqeq.com

PROXY / VOTING INSTRUCTION

The undersigned,

Name: Initials:
Address:
City:
Country:

(optional) acting for or on the instructions of
Company name:
Address:
Established in city:.....
Country:

holder of _____ ordinary shares in the share capital of SBM Offshore N.V. (hereafter “Holder”) which have been/will be duly registered for participation at the Annual General Meeting of SBM Offshore N.V. to be held on April 12, 2024 at 10.30 a.m. CET (hereafter “2024 AGM”)

hereby grants power of attorney to IQ EQ Financial Services B.V. in order to represent Holder at the 2024 AGM and any postponements thereof, to vote on behalf of Holder on the resolution proposed under items 5.1, 5.2, 6, 8, 10, 11, 12, 13.1, 13.2, 14.1, 14.2 and 17 of the agenda of the 2024 AGM, to ask any questions at the 2024 AGM and to take any action to which the Holder in its capacity of shareholder would be entitled in accordance with the Articles of Association of SBM Offshore N.V. and in general to do anything which shall be deemed necessary or useful, all with promise of ratification if needed and with power of substitution.

Done at: _____

Date: _____

Signed: _____
(name and capacity)

Agenda items and voting instructions for the

**Annual General Meeting of SBM Offshore N.V.
on Friday April 12, 2024**

(in the absence of a clear voting instruction the votes will be cast in favour of the resolutions concerned)

Please mark your choice

		In favour	Against	Abstention
1.	Opening	n.a.	n.a.	n.a.
2.	Report of the Management Board	n.a.	n.a.	n.a.
3.	Report of the Supervisory Board	n.a.	n.a.	n.a.
4.	Corporate Governance: summary of the Corporate Governance policy	n.a.	n.a.	n.a.
5.	Remuneration Report 2023:	n.a.	n.a.	n.a.
5.1	Remuneration Report 2023 – Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.2	Remuneration Report 2023 – Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Remuneration policy for the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Information by PricewaterhouseCoopers Accountants N.V.	n.a.	n.a.	n.a.
8.	Adoption of the Financial Statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Dividend Policy Amendment	n.a.	n.a.	n.a.
10.	Dividend Distribution Proposal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.	Discharge of the Management Board members for their management during the financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12.	Discharge of the Supervisory Board members for their supervision during the financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13.	Authorization to issue ordinary shares and to restrict or to exclude pre-emption rights:	n.a.	n.a.	n.a.
13.1	Designation of the Management Board as the corporate body authorized – subject to the approval of the Supervisory Board – to issue ordinary shares and to grant rights to subscribe for ordinary shares as provided for in article 4 of the Company's Articles of Association for a period of 18 months up to 10% of the Company's issued share capital as per the 2024 AGM	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13.2	Designation of the Management Board as the corporate body authorized – subject to the approval of the Supervisory Board – to restrict or to exclude pre-emption rights as provided for in article 6 of the Company's Articles of Association for a period of 18 months	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14.	Repurchase and cancellation of ordinary shares:	n.a.	n.a.	n.a.
14.1	Authorization of the Management Board – subject to the approval of the Supervisory Board – to repurchase the Company's own ordinary shares as specified in article 7 of the Company's Articles of Association for a period of 18 months up to 10% of the Company's issued share capital as per the 2024 AGM	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14.2	Cancellation of ordinary shares held by the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

15.	End of term of Mr B.Y.R. Chabas as member of the Management Boar	n.a.	n.a.	n.a.
16.	End of term of Mr J.N. van Wiechen as member of the Supervisory Board	n.a.	n.a.	n.a.
17.	Appointment of Mr P.E. Jager as member of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
18.	Communications and questions	n.a.	n.a.	n.a.
19.	Closing	n.a.	n.a.	n.a.