



SBM OFFSHORE N.V.

ANNUAL GENERAL MEETING

April 12, 2024

RESOLUTIONS

Total Share Capital on March 15, 2024	180,671,305 shares or EUR 45,167,826.25
Total Voting rights on March 15, 2024 (after market close)	179,936,467 shares
Ordinary Shares present or represented:	116,139,074 shares
Percentage ¹ :	64.28 %

¹ % of votes represented versus issued share capital

		<i>In favour</i>	<i>Against</i>	<i>Abstain</i>	<i>Number of shares with valid votes (in favour + against – art.36.5) and number of valid votes</i>	<i>% valid votes in favour versus issued share capital (rounded)</i>	<i>% valid votes in favour versus total valid votes cast (rounded)</i>
	Review of the financial year 2019						
5.1	Remuneration Report 2023 – Management Board	105,102,695	10,947,585	70,792	116,050,280	58.17%	90.57%
5.2	Remuneration Report 2023 – Supervisory Board	112,811,658	3,245,223	73,991	116,056,881	62.44%	97.20%
	Remuneration policy Supervisory Board						
6	Remuneration Policy for the Supervisory Board	112,809,286	3,245,757	75,029	116,055,043	62.44%	97.20%
	Financial Statements 2023 and dividend						
8	Adoption of the Financial Statements	111,696,773	31,550	4,398,949	111,728,323	61.82%	99.97%
10	Dividend Distribution Proposal	116,077,020	17,915	36,127	116,094,935	64.25%	99.98%
	Discharge						
11	Discharge of the Management Board members for their management during the financial year 2023	111,446,738	271,517	4,414,807	111,718,255	61.68%	99.76%
12	Discharge of the Supervisory Board members for their supervision during the financial year 2023	111,444,893	271,240	4,414,929	111,716,133	61.68%	99.76%

	Authorisations of the Management Board						
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	109,387,549	6,699,312	46,111	116,086,861	60.55%	94.23%
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	91,393,146	24,691,268	48,558	116,084,414	50.59%	78.73%
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	111,306,005	4,762,319	62,748	116,068,324	61.61%	95.90%
14.2	Cancellation of ordinary shares held by the Company	116,049,315	38,006	45,741	116,087,321	64.23%	99.97%
	Composition of the Supervisory Board						
17	Appointment of Mr P.E. Jager as a member of the Supervisory Board	115,836,844	28,468	263,960	115,865,312	64.11%	99.98%