



SBM OFFSHORE N.V.
ANNUAL GENERAL MEETING
April 9, 2025
RESOLUTIONS

Total Share Capital on March 12, 2025	176,361,365 shares or EUR 44,090,341.25
Total Voting rights on March 12, 2025 (after market close)	174,696,299 shares
Ordinary Shares present or represented:	117,300,140 shares
Percentage ¹ :	66.51 %

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 2024						
5.1	Remuneration Report 2024 – Management Board	113,765,492	3,126,469	361,525	116,891,961	64.51%	97.33%
5.2	Remuneration Report 2024 – Supervisory Board	116,068,555	886,891	283,205	116,955,446	65.81%	99.24%
	Remuneration policy Management Board						
6	Remuneration Policy for the Management Board	114,083,001	2,878,211	291,948	116,961,212	64.69%	97.54%
	Financial Statements 2024 and dividend						
8	Adoption of the Financial Statements	113,664,283	2,430	3,576,324	113,666,713	64.45%	100.00%
10	Dividend Distribution Proposal	116,930,219	59,160	249,558	116,989,379	66.30%	99.95%
	Discharge						
11	Discharge of the Management Board members in office for their management during the financial year 2024	113,358,452	178,449	3,705,136	113,536,901	64.28%	99.84%
12	Discharge of the Supervisory Board members in office for their supervision during the financial year 2024	113,370,180	152,128	3,695,293	113,522,308	64.28%	99.87%
	External Auditor						
13	Appointment Deloitte to carry out the assurance of the Company's sustainability reporting	116,933,625	7,763	291,450	116,941,388	66.30%	99.99%

	Authorisations of the Management Board						
14.1	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 2025 AGM	112,044,129	4,938,867	260,041	116,982,996	63.53%	95.78%
14.2	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	96,228,795	20,745,149	265,992	116,973,944	54.56%	82.27%
15.1	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 2025 AGM	114,323,345	2,638,230	281,236	116,961,575	64.82%	97.74%
15.2	Cancellation of ordinary shares held by the Company	116,957,364	9,650	276,023	116,967,014	66.32%	99.99%
16	Amendment of the Company's Articles of Association	116,912,940	33,259	296,613	116,946,199	66.29%	99.97%
	Composition of the Management Board						
17	Re-appointment Mr D.H.M. Wood as member of the Management Board	116,861,306	129,230	252,501	116,990,536	66.26%	99.89%

	Composition of the Supervisory Board						
18	Re-appointment of Ms I. Arntsen as a member of the Supervisory Board	101,478,217	14,541,975	1,218,746	116,020,192	57.54%	87.47%