

Remuneration Report 2024



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Remuneration Report

The purpose of Aker Solutions' executive remuneration approach is to encourage a strong and sustainable performance-based culture, which supports growth in shareholder value and the delivery according to the company's strategy. This report is made according to the requirements in section 6-16a and 6-16b of the Norwegian Public Limited Liability Companies Act and Aker Solutions' Executive Remuneration Policy approved by the Annual General Meeting April 14, 2021. The report describes how the policy has been applied during 2024. The report was approved by the Board of Directors on March 31, 2025 and is presented for advisory voting by the Annual General Meeting on April 28, 2025.

Introduction

In 2024, Henrik Inadomi became EVP New Energies and Guro Rausand joined the executive management team as EVP Safeguarding. Stephen Bull exited the management team in May 2024, and Signy Eide Vefring took over as EVP Strategy and Technology, a new business function that consolidated the former functions Strategy, Portfolio and Sustainability and DigiTech.

Aker Solutions has applied the remuneration policy throughout 2024 as approved by the Annual General Meeting. No deviations from the policy have been made by the Board of Directors. The company has not claimed back any paid remuneration to executives during the year. No executives received remuneration from other Group undertakings than their employment entity. No executives were paid severance pay or incurred loans throughout 2024.

Remuneration of the Board of Directors

The Board of Directors has eleven directors. Seven are elected by the shareholders and four by the employees. The directors are serving for two-year periods from 2023 to 2025 or 2024 to 2026. Fees to the Board of Directors are approved by the Annual General Meeting.

The Board held 11 meetings in 2024 with an average attendance rate of 88 percent. The Audit Committee held 6 ordinary meetings and 2 extraordinary meetings in 2024. As of December 31, 2024 the Audit Committee comprised of Birgit Aagaard-Svendsen (Chairperson), Lone Fønss Schrøder, Hilde Karlsen and Jan Arve Haugan. The Remuneration and Organizational Development Committee held 5 meetings in 2024. As of December 31, 2024, the committee comprised of Leif-Arne Langøy (Chairperson), Øyvind Eriksen and Elisabeth Tørstad.

As of December 31, 2024, the members of the Nomination Committee were Ingebret Hisdal (Chairperson), Kjetil E. Stensland (member) and Charlotte Håkonsen (member). The Chairperson of the Nomination Committee receives a fee of NOK 55,000 and each member a fee of NOK 44,000.

The members of Aker Solutions' Board of Directors are remunerated for their role and contribution in the Board. The fees are reviewed each year and approved by the Annual General Meeting. The fees in the table below represent fees paid to the Board of Directors in 2024. The directors did not receive any other fees except for employee elected directors who have received salary as employees. No agreements exist which entitle the directors to any extraordinary compensation.

Amounts in NOK		Share own	nership¹					
		Number of shares	Change during	Potential share		Audit committee	Remuneration	
Name	Role	held by 31.12.2024	2024	allocation in 2028 ⁷	Board fees	fees	committe fees	Travel fees ²
Leif-Arne Langøy	Chairman	159,426	0	n/a	737,000	n/a	46,000	n/a
Øyvind Eriksen ^{3,4}	Deputy Chairman	_	0	n/a	410,000	n/a	41,000	n/a
Kjell Inge Røkke ⁵	Director	_	0	n/a	410,000	n/a	n/a	n/a
Birgit Aagaard-Svendsen	Director	90,000	0	n/a	410,000	242,000	n/a	n/a
Lone Fønss Schrøder	Director	_	0	n/a	410,000	142,000	n/a	245,000
Elisabeth Tørstad	Director	2,000	0	n/a	410,000	n/a	41,000	n/a
Jan Arve Haugan	Director	136,527	0	n/a	410,000	142,000	n/a	n/a
Hilde Karlsen ⁶	Director, employee elected	29,849	-2925	805	205,000	142,000	n/a	n/a
Line Småge Breidablikk ⁶	Director, employee elected	1,755	0	0	205,000	n/a	n/a	n/a
Arne Christian Rødby ⁶	Director, employee elected	2,090	268	134	107,000	n/a	n/a	n/a
Stian Pettersen Sagvold ⁶	Director, employee elected	515	269	135	205,000	-	-	n/a
Total	•				3,919,000	668,000	128,000	245,000

- 1) The number of shares owned covers direct ownership of Aker Solutions ASA for individual and related parties
- 2) Fixed travel fee to any director residing outside of the Nordic region per each board meeting with physical attendance
- 3) The fees allocated to Øyvind Eriksen were paid to Aker ASA
- 4) Øyvind Eriksen owned 219,072 shares in Aker ASA and 100,000 B-shares (0.2 percet) in TRG Holding AS. Aker ASA, through a subsidiary owns 39 percent of Aker Solutions
- 5) Kjell Inge Røkke owns and controls TRG Holdings AS, which controls 68 percent of Aker ASA, which through a subsidiary owns 39 percent of Aker Solutions
- 6) Board fee to employee representatives is paid 50 percent to the director and 50 percent to the union to be used for activities related to Group professional collaboration. Only fees paid to the individual are reflected in the table. Fees from service on the Audit Committee is paid 100 percent to the director
- 7) Share allocation depends on fulfilment of criteria in Aker Solutions' share purchase program

The below overview shows the change of the Board members' remuneration during the last 5 years:

	Change in fees from previous years									
Board member	2024	2023	2022	2021	2020					
Leif-Arne Langøy	9.66%	5.50%	3.20%	0%	n/a					
Øyvind Eriksen ¹	5.13%	5.40%	2.80%	-33%	-4.80%					
Kjell Inge Røkke	5.13%	5.40%	2.80%	0%	n/a					
Birgit Aagaard-Svendsen	5.16%	5.10%	2.60%	0%	0.00%					
Lone Fønss Schrøder ²	51.81%	5.00%	3.10%	0%	n/a					
Elisabeth Tørstad	5.13%	5.40%	n/a	n/a	n/a					
Jan Arve Haugan	5.14%	5.00%	3.10%	0%	n/a					
Hilde Karlsen ³	5.15%	4.80%	3.30%	44%	23.10%					
Line Småge Breidablikk	5.13%	5.40%	2.80%	n/a	n/a					
Stian Pettersen Sagvold ⁴	n/a	n/a	n/a	n/a	n/a					
Arne Christian Rødby ⁴	n/a	n/a	n/a	n/a	n/a					

¹⁾ Øyvind Eriksen changed role from Chairman to Director from November 2020

²⁾ The large percentage change for Lone Fønss Schrøder is attributed to NOK 245,000 received in travel fees in 2024, following changes to travel fee provisions made at the 2024 Annual General Meeting

³⁾ Hilde Karlsen joined the Audit Committee in 2020

⁴⁾ Sagvold and Rødby joined the board in 2023 and did not receive fee payment in 2023

Remuneration of the Executive Management Team

Aker Solutions' executive remuneration schemes are set to align with our ambitions, our strategic priorities and our purpose as defined in the Remuneration Policy. Executive remuneration consists of the following elements:

- Fixed remuneration
- Variable pay
- Benefits

The below table details the remuneration for the executive management team in 2024. The figures represent expensed remuneration rather than what is paid in the period.

Amounts in NOK	Job title	Period	Fixed Remuneration	Variabl	e Remuneration	Other benefits ⁴	Total Remuneration	Pension benefit earned/cost to company ⁵
				Annual Variable Pay	Long-Term Variable pay ³			
Kjetel Digre	President and Chief Executive Officer	Jan. 1 - Dec. 31	7,243,815	3,472,661	1,119,283	30,470	11,866,229	195,848
Idar Eikrem	Chief Financial Officer	Jan. 1 - Dec. 31	3,597,510	1,768,196	569,457	29,330	5,964,493	284,507
Kjetil Kristiansen	Executive Vice President, People & Transformation	Jan. 1 - Dec. 31	3,321,756	1,598,034	514,613	30,470	5,464,873	198,560
Pål Eikeseth	Executive Vice President, Life Cycle	Jan. 1 - Dec. 31	3,342,624	1,616,378	514,322	29,330	5,502,654	190,951
Sturla Magnus	Executive Vice President, New Build	Jan. 1 - Dec. 31	3,695,808	1,777,934	572,165	36,830	6,082,737	198,980
Signy Elde Vefring	Executive Vice President, Strategy & Technology	Jan. 1 - Dec. 31	3,187,107	1,558,670	483,734	29,330	5,258,841	189,349
Henrik M. Inadomi	Executive Vice President, New Energies	Jan. 1 - Dec. 31	3,334,809	1,601,663	517,738	29,330	5,483,539	193,320
Jo Kjetil Krabbe	Executive Vice President, Power Solutions	Jan. 1 - Dec. 31	2,983,112	1,446,485	457,737	29,330	4,916,664	204,121
Guro Rausand ¹	Executive Vice President, Safeguarding	Jun. 1 - Dec. 31	1,664,910	788,856	264,764	18,448	2,736,978	117,275
Stephen Bull ²	Executive Vice President, Strategy, Portfolio & Sustainability	Jan. 1 - May 31	1,704,096	0	0	11,725	1,715,821	78,251
Total			34,075,548	15,628,877	5,013,812	274,593	54,992,830	1,851,162

¹⁾ Guro Rausand joined Aker Solutions in June 2024. AVP and LTI prorated

²⁾ Stephen Bull left the company in May 2024, not eligible for 2024 bonus or LTI grant

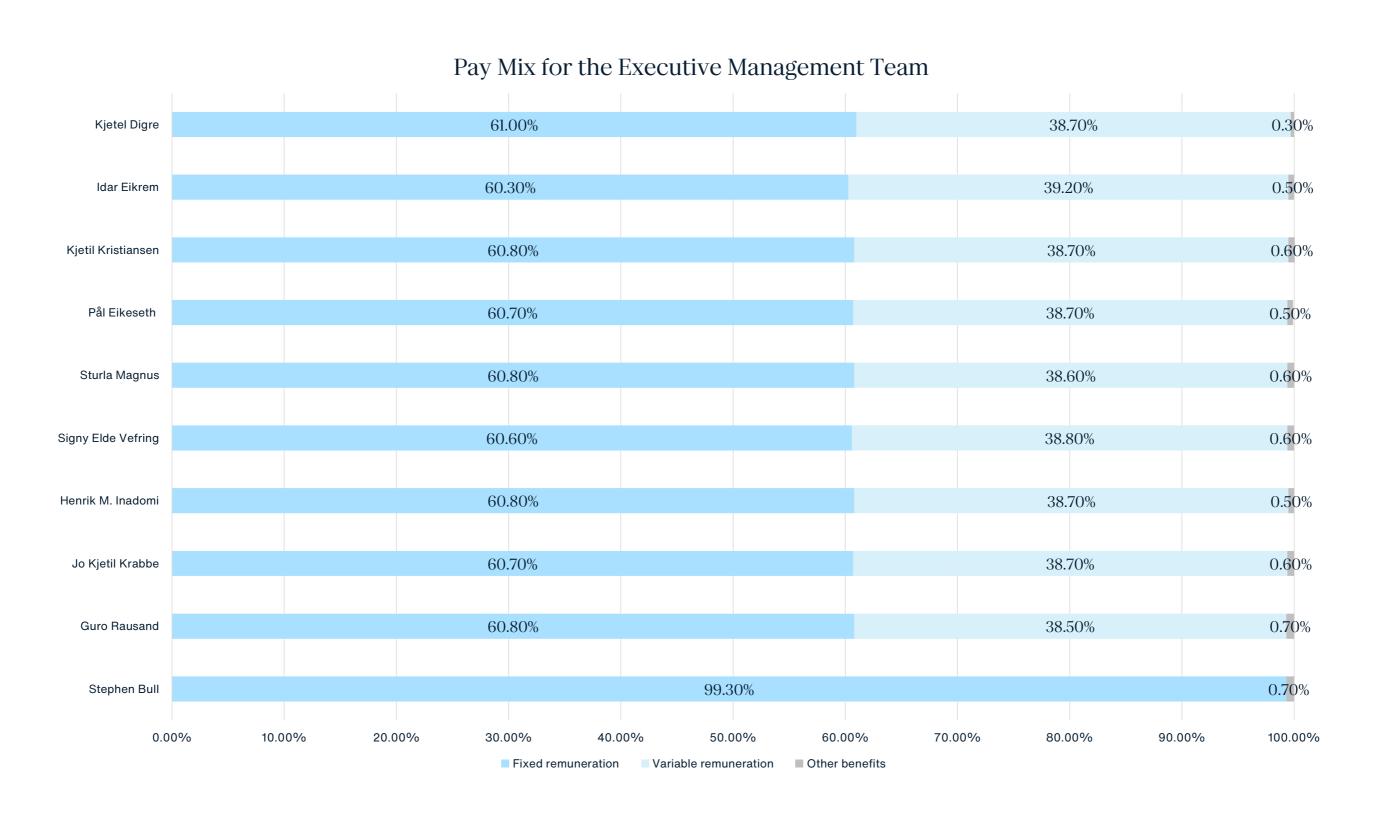
³⁾ Long-Term Incentive amount reported in 2024 are according to financial accruals

⁴⁾ Other benefits include membership in the standard employee benefit schemes, taxable health services and an additional executive group life and disability insurance

⁵⁾ Pension benefits include the standard employee pension scheme, a pension compensation scheme (for transfer from benefit to contribution scheme), and a disability pension scheme

Pay Mix for the Executive Management Team

The diagram below shows the composition of the remuneration of members of the executive management team by category, i.e. fixed remuneration, variable pay and other benefits.



Fixed Remuneration in 2024

Fixed remuneration for the executive management team members consists of their base salary and a fixed allowance paid during the period they serve on the executive team. The Remuneration and Organizational Development Committee reviews fixed salaries for the executive directors annually, taking into account a number of relevant factors, including market data, the individual's performance, role and responsibilities.

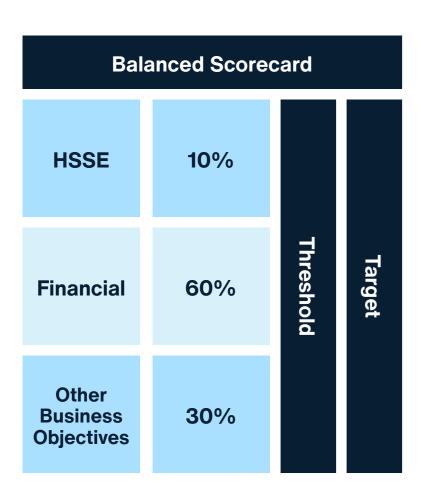
Variable Pay

Annual Variable Pay

The executive management team had an annual variable pay scheme during 2024 with a maximum potential of 60 percent of fixed remuneration. The annual variable pay is established to incentivise the executive directors to deliver on the annual strategic objectives.

The 2024 annual variable pay scheme is linked to the company's Performance Management system and the corporate Balanced Scorecard with common, corporate objectives approved by the Board of Directors. All EVPs, irrespective of their business segment or function, were measured on the same common commitments.

For each of the Company KPIs and strategic priorities a threshold value and a target value are defined.



The earning of variable pay for the objective increases gradually from the threshold to the target value. Performance below the threshold value will give no earning for the relevant objective. Performance at, or exceeding, the target value will give full earning for the objective. The performance objective within the HSSE area has a weighting of 10 percent, finance objectives are weighted at totally 60 percent and the remaining business objectives have a total weighting of 30 percent.

The 2024 Company KPIs and strategic priorities are:

HSSE

Total recordable injury and serious injury frequency

Finance

- Net cash flow before financing, dividends and M&A, NOK million
- EBITDA margin excluding special items, % margin
- As sold margins

Business Objectives

- Organizational health score %
- Project Stage Gates passed according to schedule
- Documented value realization from ADA (Aker Digital Alliance)
- Margin improvement in %
- Scope 1 and 3 emissions reductions %
- Revenue share from transitional and renewables projects

The bonus payments are calculated based on the actual performance on these KPIs and priorities. Minor discretionary adjustments have been made where the KPIs were not seen to reflect the performance due to unforeseen circumstances. Payments to the executive management team have been endorsed by the Remuneration and Organizational Development Committee and approved by the Chairman of the Board as the CEO's superior. The executives' earnings from the annual scheme for 2024 had a total value of NOK 15.6 million (including vacation payment). The company had a performance of 70.5 percent of the targets for the performance objectives.

Long-term Incentive Scheme

The CEO and the executive management team have a long-term incentive scheme. This performance share-based scheme allows the team to earn company shares based on company performance against defined KPIs over a three-year period. In the first quarter each year, the executive management team receives a Conditional Award of shares equivalent to 10 percent of their gross fixed remuneration. The number of conditional shares is calculated based on the average share price during the first 20 trading days of January in the award year. Depending on KPI performance, the number of shares allocated to the participants in year four can range from 0% to 200% of the original conditional award.

The total, maximum value of the scheme is 20 percent of fixed remuneration per year – maximum 60 percent for the 3-year period. The long-term incentive criteria are designed to incentivize the executive directors to deliver on the long-term business objectives and to maximize alignment with shareholder value creation.

The following KPIs are defined for the 2024 LTI scheme:

- Shareholder value (50% weight)
- Incentives earned for Fixed Facilities Alliance (FFA) projects (25% weight)
- Digital value outtake (25% weight)

Shareholder value is measured as Aker Solutions' share price performance compared to the OBX TR-index at the Oslo Stock Exchange.

Incentives earned for FFA projects is defined as the percentage earned of the combined maximum incentives defined in the contracts for Hugin A, Valhall PWP, Hugin B and Fenris. The incentives are linked to defined dates when the projects shall be "ready for sail-away" or in the case of Fenris "ready for cold storage". Any agreed changes to the defined dates will also apply for how this KPI is measured.

Digital value outtake is defined as the documented value realization from defined digital tools in the project portfolio compared to original business cases. Each tool has a defined calculation method and the KPI measures the sum of the effect from all the tools.

Performance assessment according to these criteria and any payment from the scheme will be made in 2027. long-term incentive amount reported in the table containing remuneration of the executive management team in 2024 are according to financial accruals.

Benefits

Aker Solutions provides a limited number of benefits to the executive directors, including pension contribution, insurance schemes and participation in the company's share purchase scheme.

Pension

The executive directors participate in the company's defined contribution pension scheme on standard terms. No additional pension contributions are provided.

Insurance

The executive directors participate in the company's insurance schemes on standard terms. An additional disability insurance is provided for the period the individuals serve on the executive management team.

Share purchase

Members of the executive management team are eligible to participate in the company's share purchase scheme on standard terms.

The scheme allows for share purchase with a price reduction of 25 percent up to a maximum of NOK 7,500. There is no holding requirement, but the company will award one matching share per two shares purchased to participants who are still employed and have kept their purchased shares after a three-year period. Share award from the 2024 scheme will hence happen in 2028.

The below table shows the executive management team's shareholding per December 31, 2024, and changes in the shareholding during the year, as well as potential allocation from the 2024 share purchase program that might be allocated in 2028 if program criteria are fulfilled.

Name	Shareholding per 31 Dec 24 ¹	Change in 2024^2	Potential share allocation in 2028 ³	Conditional shares awarded for 2024 LTI scheme ⁴
Kjetel Digre	166,527	32,870	16,435	33,342
Idar Eikrem	355,601	16,435	8,218	16,622
Kjetil Kristiansen	33,200	3,287	1,644	15,330
Pål Eikeseth	6,574	6,574	3,287	15,320
Sturla Magnus	224,579	18,045	9,828	17,044
Signy Elde Vefring	2,414	0	0	14,410
Henrik M. Inadomi	342,297	11,504	5,752	15,422
Jo Kjetil Krabbe	26,130	16,435	8,218	13,636
Guro Rausand	6,221	6,221	0	7,846
Stephen Bull	50,367	0	0	n/a
Total	1,213,910	111,371	53,380	148,972

¹⁾ Includes holding by related parties

²⁾ Positive figures indicate purchase, negative figures sale. Net for the year

³⁾ Share allocation depends on fulfilment of criteria in Aker Solutions' share purchase program

⁴⁾ The number of shares awarded to each EMT member as part of the LTI scheme described under variable pay

Executive Remuneration – Comparisons

Aker Solutions apply the same basic principles to the executive remuneration as we do for all our employees, benchmarking salaries against the relevant external market for the roles and assessing role complexity and individual performance.

As stated in the 2021 Remuneration report, due to several structural changes and the Kvaerner merger in 2020, the below tables show changes in remuneration since the 2020 reorganization.

		Change from	Change from 2023 to 2024		Change from 2022 to 2023		Change from 2021 to 2022		2020 to 2021
Name	Job title	Fixed remuneration	Total remuneration	Fixed remuneration	Total remuneration	Fixed remuneration	Total remuneration	Fixed remuneration	Total remuneration
Kjetel Digre	President and Chief Executive Officer	5.60%	0.70%	5.50%	2.70%	3.50%	6.30%	1.30%	65.80%
Idar Eikrem	Chief Financial Officer	5.70%	0.50%	6.90%	5.20%	3.50%	-2.00%	1.30%	68.80%
Kjetil Kristiansen	Executive Vice President, People & Transformation	5.70%	1.00%	7.40%	4.30%	-8.70%	-5.50%	-6.90%	44.30%
Pål Eikeseth	Executive Vice President, Life Cycle	7.00%	2.10%	11.90%	8.70%	n/a	n/a	n/a	n/a
Sturla Magnus	Executive Vice President, New Build	5.80%	1.00%	11.50%	8.40%	3.50%	5.60%	1.30%	45.40%
Signy Elde Vefring	Executive Vice President, Strategy & Technology	9.70%	4.40%	15.90%	12.70%	3.50%	5.50%	n/a	n/a
Henrik M. Inadomi	Executive Vice President, New Energies	5.30%	0.60%	7.00%	4.00%	3.50%	5.40%	n/a	n/a
Jo Kjetil Krabbe	Executive Vice President, Power Solutions	7.60%	2.60%	n/a	n/a	n/a	n/a	n/a	n/a
Guro Rausand ¹	Executive Vice President, Safeguarding	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Stephen Bull ²	Executive Vice President, Strategy, Portfolio & Sustainability	n/a	n/a	6.90%	4.00%	3.50%	-2.60%	n/a	n/a

¹⁾ Guro Rausand started in June 2024

²⁾ Stephen Bull left the Company in May 2024

The following executive roles have been relatively consistent in scope before and after the reorganization in 2020. The CEO, CFO and EVPs for New Build/Topsides and Facilities, New Energies/Renewables, Life Cycle/Electrification, Maintenance and Modifications, People and Transformation/People and Organization and Safeguarding/Legal, Compliance and Safeguarding. The table below gives information about development of remuneration to the directors in these roles during the last 5 years.

				Char	nge in remuneratio	on from previous y	year			
	202	24	202	23	2022		20	21	2020	
	Fixed	Total	Fixed	Total	Fixed	Total	Fixed	Total	Fixed	Total
Job title	remuneration	remuneration	remuneration	remuneration	remuneration	remuneration	remuneration	remuneration	remuneration	remuneration
Chief Executive Officer										
Kjetel Digre	5.60%	0.70%	5.50%	2.70%	3.50%	6.30%	1.30%	65.80%	n/a	n/a
Luis Araujo	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	-17.60%	28.40%
Chief Financial Officer										
Idar Eikrem	5.70%	0.50%	6.90%	5.20%	3.50%	-2.00%	1.30%	68.80%	n/a	n/a
Ole-Martin Grimsrud	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	-2.20%	-17.80%
New Energies/Renewables										
Stephen Bull	n/a	n/a	n/a	n/a	3.50%	-2.60%	n/a	n/a	n/a	n/a
Henrik M. Inadomi	5.30%	0.60%	7.00%	4.00%	n/a	n/a	n/a	n/a	n/a	n/a
New Build/Topsides and Facilities			1							
Sturla Magnus	5.80%	1.00%	11.50%	8.40%	3.50%	5.60%	1.30%	45.40%	n/a	n/a
Life Cycle/Electrification, Maintenance and Modifications										
Pål Eikeseth	7.00%	2.10%	11.90%	8.70%	n/a	n/a	n/a	n/a	n/a	n/a
Linda Litlekalsøy Aase	n/a	n/a	n/a	n/a	0.00%	-41.90%	1.30%	51.40%	n/a	n/a
People and Transformation/ People and Organisation										
Kjetil Kristiansen	5.70%	1.00%	7.40%	4.30%	-8.70%	-5.50%	-6.90%	44.30%	n/a	n/a
Safeguarding/Legal, Compliance and Safeguarding	***************************************		A				***************************************			
Guro Rausand	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Henrik M. Inadomi	n/a	n/a	7.00%	4.00%	3.50%	5.40%	n/a	n/a	n/a	n/a

The table below shows key figures related to financial performance, number of employees and average remuneration for employees in Aker Solutions for the last five years:

Key figures	2024	2023	2022	2021	2020
Total operating revenue and other income (NOK million)	53,201	36,262	41,417	29,473	29,396
EBIT ex special items (NOK million)	3,474	611	1,923	775	-51
Number of employees (Norway) ¹	8,910	8,302	8,533	7,866	8,451
Change in average salary all employees ²	5.7%	4%	6%	7%	-9%³

^{1) 2023} employees excludes subsea business

Comments from the Annual General Meeting 2024

The Ministry of Trade, Industry and Fisheries (MTIF) voted against Aker Solutions' 2023 Remuneration report at the 2024 General meeting, raising concerns about the variable pay schemes and manager's salary growth compared to other employees. MTIF is no longer a shareholder in Aker Solutions.

Aker Solutions has assessed the ministry's comments. The company's executive remuneration is aligned with market practices. The mix between fixed pay, variable pay, and benefits is designed to attract and retain executives while controlling costs.

In response to MTIF's concerns, the Annual Variable Pay and Long-Term Incentive schemes are genuinely variable, linked directly to company performance through corporate KPIs. If targets are not met, payouts are reduced, ensuring performance-based incentives.

The higher executive salary growth in 2023 was due to an increase in the fixed EMT allowance, which had remained unchanged since 2020, while annual salaries followed the same budget as other employees.

²⁾ All taxable remuneration paid and benefits provided during the year. Norwegian market only

³⁾ Decrease due to suspension of all bonus schemes and many employees on furlough in 2020

Independent Auditor's Report



To the General Meeting of Aker Solutions ASA

Independent auditor's assurance report on report on salary and other remuneration to directors

We have performed an assurance engagement to obtain reasonable assurance that Aker Solutions ASA report on salary and other remuneration to directors (the remuneration report) for the financial year ended 31 December 2024 has been prepared in accordance with section 6-16 b of the Norwegian Public Limited Liability Companies Act and the accompanying regulation.

In our opinion, the remuneration report has been prepared, in all material respects, in accordance with section 6-16 b of the Norwegian Public Limited Liability Companies Act and the accompanying regulation.

Board of directors' responsibilities

The board of directors is responsible for the preparation of the remuneration report and that it contains the information required in section 6-16 b of the Norwegian Public Limited Liability Companies Act and the accompanying regulation and for such internal control as the board of directors determines is necessary for the preparation of a remuneration report that is free from material misstatements, whether due to fraud or

Our Independence and Quality Management

We are independent of the company as required by laws and regulations and the International Ethics Standards Board for Accountants' Code of International Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We apply the International Standard on Quality Management (ISQM) 1, Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements, and accordingly, maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Our responsibility is to express an opinion on whether the remuneration report contains the information required in section 6-16 b of the Norwegian Public Limited Liability Companies Act and the accompanying regulation and that the information in the remuneration report is free from material misstatements. We conducted our work in accordance with the International Standard for Assurance Engagements (ISAE) 3000 - "Assurance engagements other than audits or reviews of historical financial information".

We obtained an understanding of the remuneration policy approved by the general meeting. Our procedures included obtaining an understanding of the internal control relevant to the preparation of the remuneration report in order to design procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. Further we performed procedures to ensure completeness and accuracy of the information provided in the remuneration report, including whether it contains the information required by the law and accompanying regulation. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis

PricewaterhouseCoopers AS, Dronning Eufemias gate 71, Postboks 748 Sentrum, NO-0106 Oslo T: 02316, org. no.: 987 009 713 MVA, www.pwc.no Statsautoriserte revisorer, medlemmer av Den norske Revisorforening og autorisert regnskapsførerselskap



Oslo, 31 March 2025

PricewaterhouseCoopers AS

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