

EIMSKIPAFÉLAG ÍSLANDS HF.

Proposed resolutions for the Annual General Meeting 2026

Final resolutions from the Board of Directors will be published two weeks before the AGM.

Shareholders can access all meeting documents at the Company's website: www.eimskip.com/investors

2. Confirmation of the Company's consolidated financial statements for the financial year 2025

The Board of Directors of Eimskipafélag Íslands hf. proposes that the Consolidated Financial Statements for 2025 are approved.

3. Decision on the handling of the net earnings for 2025

The Board of Directors proposes that the Company pays a dividend of ISK 4.22 per share to shareholders for the year 2025. The proposed total amount is ISK 700 million, corresponding to approximately 51.67% of the Company's net earnings. Ex-Date is 27 March 2026¹, the Record Date is 30 March 2026² and the Payment Date is 29 April 2026³.

Notes relating to the proposal:

The Company's financial results in year 2025, strong liquidity and capital ratios at year-end which are well above long-term goals (46.63% at year-end 2025 vs. long-term goal of 40%) support proposed moderate dividend. The dividend policy is to pay dividend of between 10% and 65% of net earnings of the previous year to shareholders and this proposal is well within the maximum allowed dividend under the policy. The Board of Directors aims for consistency in dividend payments over years, taking into account the Company's financial results and planned investments, and considers it important to distribute dividends to shareholders each year. This is reflected in the proposal.

4. Proposal to grant the Board of Directors an authorization to purchase own shares cf. Art. 11.2 of the Company's Articles of Association

The Board of Directors proposes that Article 11.2 of the Company's Articles of Association relating to the authorization to purchase own shares will be amended and that the following provision will replace the current article in its entirety:

"The Annual General Meeting of Eimskipafélag Íslands hf. held on 26 March 2026 grant the Board of Directors the authorization to acquire up to 10% of the Company's share capital in one or more transactions. This authorization may be used for setting up formal share repurchase programs or for the purpose of offering shareholders generally to sell their shares to the Company, through auction, provided equal treatment of shareholders is safeguarded when such offer is made. This authorization has a fixed term of 18 months and is limited so that the ownership of the Company, and subsidiaries, do not exceed 10% of the Company's share capital. The purchase price shall be in accordance with Article 55, paragraph 3 of Act

¹ **Ex-Date** is the day when trading commences without dividends, i.e. the next business day after the AGM.

² **Record Date** is the day shareholders have to be registered in the share registry to be entitled to receive dividends, i.e. the second business day after the AGM. Shareholders that purchase shares on the day of the AGM will receive dividends.

³ **Payment date** is the day when dividends are paid out to shareholders.

No. 2/1995. Other older authorizations to purchase own shares are cancelled by accepting this authorization.”

Notes relating to the proposal:

At the 2025 Annual General Meeting the authorization was granted to purchase own shares for 18 months from 27 March 2025 to 27 September 2026. By this proposal the authorization will be valid until 26 September 2027. The proposal is set forth on the basis that the authorization to the Board of Directors is general and allows the Board to introduce a formal share purchase program and/or to make an offer to shareholders generally to sell their shares to the company through an offering, provided equal treatment of shareholders is safeguarded. This would of course only be carried out to the extent permitted by law. If the proposal is accepted this would apply to any future purchase by the company of own shares. The purpose of the share repurchase is capital share reduction and/or to fulfil the Company's obligations that the Company may undertake in accordance with the Company's stock option plan.

Formal share repurchase programs follow detailed provisions on the submission of information and course of action apply if the Board of Directors resolves to offer shareholders to sell their shares, safeguarding equal treatment and transparency of such transactions relating to own shares.

5. Proposal to reduce share capital in relation to the share buy-back program and alteration of the Company's Articles of Association

The Board of Directors submits the following proposal:

„Annual General Meeting of Eimskipafélag Íslands hf., held on 26 March 2026, resolves to reduce the Company's share capital of ISK 2,300,000 from ISK 165,700,000 to ISK 163,400,000 nominal value. The reduction will be executed by reducing the Company's own shares amounting to the above mentioned amount, in accordance with the provisions of the Act No 2/1995.”

Therefore the Board of Directors proposes that Article 2.1 of the Company's Articles of Association relating to the share capital will be amended and that the following provision will replace the current article in its entirety:

“The Company's share capital is ISK 163,400,000.”

Notes relating to the proposal:

In September 2025 the Board of Directors of the Company decided to initiate a share buy-back program cf. an authorization in Article 11.2 of its Articles of Association. The repurchase according to the program was completed on 26 January 2026. The purpose of the program was to reduce the share capital of the Company and/or to fulfil the Company's obligations in accordance with the Company's stock option plan.

It is being proposed that the Company's own shares purchased in this program will be cancelled, along with additional 50,320 shares in order for the share capital to be an even number. If this proposal is accepted the share capital of the Company will be reduced from ISK 165,700,000 to ISK 163,400,000 nominal value. The share capital will be reduced when all legitimate conditions have been met.

6. Proposal on the Company's Remuneration Policy

The Board of Directors does not suggest alterations to the current policy. The Board proposes that the presented Remuneration Policy is approved. The Remuneration Policy is attached in a separate document.

7. Election of the Board of Directors

The Report of Eimskip's Nomination Committee and its proposals regarding nomination of candidates to the Board will be published along with the Board's final proposals to the Annual General Meeting, two weeks prior to the meeting, or on 12 March 2026. Individuals that the committee does not recommend in its report are not automatic candidates to the meeting. According to the Company's Articles of Association written notices on candidature to the Board of Directors can be announced until ten days before the Annual General Meeting, or before 15:00 (GMT) on 16 March 2026. Final information on the candidates to the Board of Directors will be published no later than two days prior to the Annual General Meeting, cf. Art. 63 a. of act no. 2/1995 on Public Limited Companies.

8. Decision on remuneration to the members of the Board of Directors, the alternate Board members and subcommittees

The Board of Directors proposes that the remuneration of the Board of Directors for the year 2026 will be as follows:

Chairman	ISK 820,000 per month
Vice-Chairman	ISK 615,000 per month
Directors	ISK 410,000 per month
Alternates	ISK 144,000 per attended meeting, but shall never exceed ISK 410,000 per month. Minimum fee between annual general meetings shall be ISK 410,000
Members of the Audit Committee, the Remuneration Committee, and the Nomination Committee	ISK 144,000 per month

The remuneration of the Board of Directors and committee members is fixed and shall apply to the next term.

9. Election of auditors

The Board of Directors proposes to the Annual General Meeting that PricewaterhouseCoopers ehf., Skógahlíð 12, 105 Reykjavík, will be elected as the Company's auditing firm for the year 2026.

10. Proposal on the appointment of an external member of the Audit Committee

The Board of Directors proposes that Guðmundur Kjartansson state authorized public accountant will be appointed as an external member of the Company's Audit Committee.

Notes relating to the proposal:

The proposal is put forth cf. Article 108. a., pg. 2, of laws no. 3/2006 on Annual Accounts.