

**INSTRUCTIONS FOR THE NOMINATION COMMITTEE
OF HEXAGON COMPOSITES ASA**

Adopted by the Annual General Meeting on 5 May 2025

The Nomination Committee is established in accordance with section 7 of the Articles of Associations of Hexagon Composites ASA.

This section of the Articles of Association contains the following provisions relating to the composition, term of office and duties of the Nomination Committee:

The Company shall have a Nomination Committee consisting of 2 to 5 members, elected by the General Meeting. The election period is up to two years at a time, and a member may be re-elected.

The Nomination Committee shall:

- 1. Evaluate the work and the competence of the Board of Directors.*
- 2. Propose candidates for the election of the Board of Directors.*
- 3. Propose candidates for the election of the Nomination Committee.*
- 4. Propose the Director`s remuneration and the remuneration of the Nomination Committee members.*

The recommendations from the Nomination Committee, with relevant information concerning candidates etc., shall be prepared so that it can be sent out or be available together with the notice of the General Meeting.

The following instructions for the Nomination Committee shall apply:

1. PROCEDURAL RULES

- 1.1 The Nomination Committee meetings shall be convened by the Committee Chair as often as this is deemed necessary.
- 1.2 Nomination Committee meetings are held following a notice from the Chair convening the meeting, and when a member of the Committee so requests. All members shall be given an opportunity to participate in consideration of matters.

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- 1.2 The Nomination Committee is quorate when all members participate in the consideration of a matter. The decisions of the Nomination Committee shall be whatever a majority of the members have voted for, and in the case of a tied vote, what the Chair of the Nomination Committee has voted for.
- 1.3 Minutes of the Committee's meetings shall be taken and shall be approved and signed by the members who were present.
- 1.4 The Committee shall normally place before its meetings the most recently updated register of shareholders.
- 1.5 The Committee should have contact with shareholders, Board members and the CEO in its work. The Committee may obtain from executive management, Board members and shareholders such information it considers relevant to its duties. The Nomination Committee draws on resources from the Company and obtains advice and recommendations from sources outside the Company.
- 1.6 The costs of the Nomination Committee are covered by the Company, pursuant to a budget presented by the Nomination Committee to the CEO following each Annual General Meeting.
- 1.7 The Nomination Committee shall be presented with the results of any self-assessment of the Board of Director's activities and expertise.
- 1.8 When making proposals for members and deputies for the Board, the Nomination Committee shall bear in mind that the Company's Board must be composed in such a way as to take into account the best interests of the shareholders. In its assessment of candidates, the Nomination Committee shall seek to arrive at a proposal for a Board composition which:
- Has the relevant competence, capacity, expertise, experience and diversity
 - Is deemed able to function as a collegial body
 - Has such independence from the company, management, business contacts and main shareholders as is recommended by the Norwegian Code of Practice for Corporate Governance, and which enables it to act independently of special interests.
 - Fulfils all legal requirements

The Nomination Committee may propose the Chair of the Board, but the election of a Deputy Chair pertains to the elected Board.

- 1.9 When making proposals for Nomination Committee members, the Nomination Committee shall bear in mind that the Company's Board must be composed in such a way as to take into account the best interests of the shareholders. In its assessment of candidates, the Nomination Committee shall seek to arrive at a proposal for a Board composition which:

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- Has such independence from the company, management, business contacts and main shareholders as is recommended by the Norwegian Code of Practice for Corporate Governance
- Appropriately reflects the composition and best interests of the shareholder community.
- Has adequate qualifications to assess the need of the Board of Directors for expertise and capacity in light of the Company's strategic needs.

1.10 The Nomination Committee should over time balance the need for continuity against the need for renewal in respect of each governing body.

1.11 When making proposals for remuneration to the Board of Directors and Nomination Committee, the Committee should consider information available to it regarding the size of remuneration for peer companies with which it is natural to make comparisons, the ability to attract desired candidates, and relevant instructions in the Company's guidelines for remuneration.

2. CONSIDERATION OF THE NOMINATION COMMITTEE'S PROPOSALS

2.1 The Nomination Committee's recommendations should be in place in time for them to be notified to shareholders when the notice of the annual general meeting is issued. The recommendations should be preferably sent to shareholders with the notice of the annual general meeting, although shareholders may be informed of the recommendations by letter, press release or on the Company's website.

The recommendations should include relevant information about the proposed candidates, including their experience, competence, capacity, independence, how long they have held office in the Company, and any other assignments for the Company. When re-election of a member is proposed, the recommendation may refer to information in the annual report, etc.

2.2 The Nomination Committee's recommendations shall be justified.

2.3 The Committee Chair or a person authorized by the Chair shall present the recommendations to the Annual General Meeting.

3. CONFIDENTIALITY

3.1 The Nomination Committee shall, as far as possible within the framework of its duties, ensure that no information is disclosed about Board and Committee candidates. The Nomination Committee shall keep confidential all information it receives or obtains about the candidates and shall ensure such information is kept safe and secure.

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4. INFORMATION ON THE HEXAGON COMPOSITES ASA WEBSITE AND DEADLINES FOR PROVIDING INFORMATION

- 4.1 Information about the identity of the members of the Nomination Committee should be available on the Company's website, as well as a method for shareholders to contact the Committee.
- 4.2 The Company shall give notice on its website, in good time, of deadlines for submission of shareholders' proposals for the election of members of the Board or Nomination Committee.

5. RECOMMENDATIONS FOR MEMBERS OF THE NOMINATION COMMITTEE

- 5.1 Recommendations for members of the Nomination Committee shall normally be made to the Annual General Meeting by the Committee itself.

6. VALIDITY

- 6.1 These instructions are valid until withdrawn or amended by the Annual General Meeting.