

# **CORPORATE GOVERNANCE POLICY**

ABG Sundal Collier Group

4 December 2025



## 1 Background

The purpose of this Corporate Governance Policy (the "Policy") is to establish a framework for effective oversight, accountability, and decision-making for all legal entities directly or indirectly controlled by ABG Sundal Collier Holding ASA ("ABGSCH"), collectively referred to as "ABGSC" or the "Group".

The Policy shall ensure that the Board of Directors ("the Board"), Executive Management (The "Executive Committee"), and all stakeholders adhere to high standards of integrity, transparency, and ethical behaviour. The Policy is designed to promote responsible corporate conduct, safeguard the interests of shareholders, and foster long-term value creation while complying with legal and regulatory obligations.

ABGSC is committed to adhering to the Norwegian code of practice for Corporate Governance, as issued by the Norwegian Corporate Governance Board (the "Code").

## 2 Business activities

ABGSC conducts business relevant for an investment bank and a private banking business targeting high net worth individuals. This includes, but is not limited to, corporate advisory, corporate financing, investment research, investment advisory, brokerage services, securities trading as well as asset- and business management services.

## 3 Legal structure and organisation

ABGSC consists of a group of companies with ABGSCH being the ultimate parent holding company.

ABG Sundal Collier ASA ("ABGASA") is the main operative parent company within the Group and is 100% controlled by ABGSCH.

### 3.1 The ABG share

#### *Share classes*

ABGSCH has one class of shares (the Share). All Shares have equal voting rights and have the same rights to dividends.

#### *Stock exchange listing*

The Share is listed on the main list of the Oslo stock exchange (Euronext Oslo Børs) under the ticker "ABG".

#### *Partner shares*

ABGSC is organised as a partnership with several staff (the "Partners") having entered a Partnership Agreement (the "PSA") with ABGSCH.

The PSA allows the Partners to purchase Shares at a discount to the, at-the-time, market price, but it also imposes restrictions on the Partner's ability to sell Shares and it regulates the terms by which ABGSCH may repurchase Shares in the event of a breach of the PSA.

#### *Freely negotiable shares*

ABGSCH does not have any restrictions on the trading of its Shares in the Articles of Association. The trading in Shares owned by Partners of the firm is restricted by the terms of the Partnership Agreement as described above.

#### *Transactions with related parties*

If ABGSC enters a material transaction with shareholders, members of the Board of Directors or Executive Management, the Board of Directors shall require an independent fairness opinion as to the value assigned to

the transaction/agreement. ABGSC shall have internal guidelines regulating transactions where the members of the Board or Executive Management have potential conflicting interests with the Group.

### *Takeovers*

The Board shall in the event of a take-over bid act in agreement with the Code and Norwegian law. The principles emphasise the importance of equal treatment of existing shareholders. They further warrant that the Board shall ensure sufficient information in time and content for the shareholders to assess a possible bid, including issuing a statement to the shareholders with the Board's assessment of such bid, together with a valuation prepared by an independent expert. A sale of a significant part of the company will require approval by the General Meeting. The Board shall not without decision by the General Meeting attempt to hinder a takeover bid for the Group.

The PSA as described above defines a requirement for joint voting by Partners in the event of a proposed merger or takeover.

## **4 Governance structure**

### **4.1 Annual General Meeting**

The Annual General Meeting (“AGM”) shall provide shareholders with an opportunity to participate in the Group's governance by voting, to approve or reject changes in the Articles of Association, elect Board and Nomination Committee members and to approve Board authorisations.

All proposals to be dealt with at the AGM shall be submitted to shareholders at least three weeks prior to the meeting. The proposals will be published on the Oslo Stock Exchange contemporaneously.

Persons wishing to participate in the AGM must register at the latest by the end of business the day before the AGM is held. Participation may be made by proxy, either to the Chairman, to the Group Chief Executive Officer (CEO) or to any other representative the individual shareholder elects.

Generally, the Chairman of the Board, the CEO, a member of the Nomination committee and the auditor shall be present at the AGM. Other Board and Board Committee members shall be present when required.

### **4.2 Nomination Committee**

ABGSCH has a Nomination Committee elected by the AGM. The Committee consists of three members who are elected for a term of one year. The Committee members and the Chairman are elected by the AGM.

The Nomination Committee shall propose members of the Board to be elected by the AGM. The Committee shall identify and nominate candidates suitable for the position as Board members. As a part of its evaluation, the Nomination Committee shall consider issues relating to ownership representation on the Board as well as issues relating to relevant experience, possible conflicts of interest and availability of time in connection with the work as a Board member, as well as the legal requirements relating to nationality, gender and approval by supervisory authorities.

The Committee shall also propose the remuneration for Board members to be approved by the AGM.

The Nomination Committee shall also propose members and remuneration to the Nomination Committee itself.

### **4.3 Board of Directors**

#### *Composition*

The Board shall have a composition that reflects diversity in background, experience, competence, gender, and perspectives relevant to the Group's business and markets. Diversity shall be considered in all Board nomination and appointment processes to ensure a broad and balanced range of skills and viewpoints.

The Articles of Association stipulate that the Board shall consist of four to eight members. The Board shall, in adherence with Norwegian law, have a representation of at least 40% of each gender. The majority of the Board's members shall be independent of management and significant business counterparties of the Group. At least 40% of the Board's members shall be independent of the main owners. The CEO shall not be a member of the Board in ABGSCH.

Partners of the Group have a significant shareholding in ABGSCH. Consequently, ABGSC considers it in its best interest to have a Partner representative on the Board. To avoid any possible conflicts of interest, the Board shall establish separate committees when required.

The Board members are elected for a term of one year.

#### *Suitability*

The Company shall ensure that members of the Board always are suitable to perform their functions. The assessment of suitability shall include competence, experience and conduct (reputation) as well as whether or

not the individual is able to commit sufficient time to perform his/her functions. Experience must be relevant in the sense that it must relate to the Company's area of activity. When appointed, members of the Board will be subject to a fit-and proper test by relevant [regulators].

### *Duties*

The Board has the ultimate responsibility for the management of the Group and shall ensure an adequate organisation of business activities and that it is regularly updated on financial and operational performance of the Group. Furthermore, the Board shall ensure that risks of the Group are adequately managed and controlled.

The Board shall define a set of Board instructions governing its responsibilities and relevant administrative procedures. The Board shall annually establish a Board plan ensuring that it covers all its obligations over the course of the year.

The Board meetings shall be led by the Chairman of the Board. The Board shall elect a deputy Chairman to serve as Chairman in situations where the Chairman is absent or prevented from participating in a Board discussion.

The Board of Directors of ABGSCH shall be responsible for nominating the Board members of ABGASA. ABGSCH and ABGASA hold joint Board meetings.

The Board shall on a semi-annual basis conduct a self-assessment evaluating its own competence, activities and performance. The outcome of the self-assessment shall be distributed to the Nomination Committee.

### *Remuneration*

The remuneration of the members of the Board shall be proposed by the Nomination Committee and decided by the AGM. The remuneration of the Board members shall not be linked to the Group's performance and the Board members shall not have any ABGSC share options.

The Chairman's remuneration shall be higher than that of the other Board members. Board members receive additional compensation for serving in the respective committees. Partners of the Group who also serve as members of the Board shall not receive any separate compensation as a Board member but shall receive remuneration in their capacity as a Partner of the Group.

Members of the Board may receive additional remuneration if they take on assignments or other duties for the Group that do not form a natural part of the responsibilities of a Board member. Any such assignments shall be approved by the Board in advance of the work being undertaken. The agreement shall be in accordance with normal commercial terms in respect of payment and other obligations. Details of any such corresponding remuneration shall be set out in the notes to the financial accounts.

### *Conflict of interest*

Board members of the Group may hold Board positions with other listed companies in which ABGSC may trade shares, either for customers or on its own behalf, or conduct other forms of business. The Board Instructions prevent any Board member from engaging in any Board discussions relating to a business relationship with another company in which he or she has a material interest.

#### **4.4 Board sub-committees**

The Board has established and shall on an annual basis elect a set of sub-committees to improve the quality and efficiency of the work of the Board. The committees may consist of as many Board members as the Board deems appropriate. The election shall take place on the first Board meeting after the AGM.

*The Board has established a set of instructions regulating the work and responsibilities of the sub-committees. The Partner representative Board member shall not be a member of any of the sub-committees.*

##### *Compensation committee*

The Compensation committee shall oversee the annual remuneration process and evaluate the performance of the CEO and senior management as well as propose the remuneration for the CEO to the Board. The committee shall also oversee and advise the CEO in relation to other senior management remuneration.

##### *Audit committee*

The Audit committee shall oversee the accounting process, the preparation and quality of external financial reporting as well as the external and internal audit plans and process. The Audit Committee shall meet at least on a quarterly basis to review quarterly- and annual reports prior to these reports being presented to the Board. The Audit Committee meets with the CFO, other relevant ABGSC staff and the internal and external auditors.

##### *Risk committee*

The Risk committee shall advise the Board and the Group's approach and risk appetite in relation to the specific risks and on an aggregate level. The Risk committee shall meet at least on an annual basis and when required.

#### **4.5 Executive Management**

##### *Executive Committee*

The Executive Committee forms the management body of ABGSC and is formally an advisor to the Group CEO and all entity Boards within the Group. The Executive Committee is headed by the CEO and consists of a defined set of senior managers representing the most important business areas of the Group. The Executive Committee shall meet on a weekly basis. The Global Head of Compliance is not a formal member of the Executive Committee but shall have the right to attend all meetings.

##### *Remuneration*

The remuneration to the Executive Committee members shall primarily be based on the same principles for remuneration that are applied for all staff and partners of the Group, but must be compliant with the, at the time, valid regulations and restrictions of the entity of which the Executive Committee member is employed.

Remuneration in ABGSC shall comprise of base salary, benefits, discretionary variable compensation and equity-based compensation. The total remuneration shall be competitive, and market based as well as supporting the Group's and the Employer Entity's business strategy, goals, long-term interests and vision. ABGSC's principles for remuneration are further described in the Corporate Remuneration Policy. The allocation of the variable compensation within the Group shall on an annual basis be decided by the Board based on recommendations from the Compensation Committee.

The compensation of the CEO shall be proposed by the Compensation Committee and approved by the Board. The allocation to the other individual members of the Executive Committee shall be decided by the CEO based on advice from the Compensation Committee.

The principles for the remuneration to the Executive Committee shall be presented to the AGM to allow the shareholders to participate in an advisory vote at the AGM in relation to the policy.

## 5 Sustainability and Corporate Social Responsibility (CSR)

ABGSC is committed to conducting its business in a socially responsible and sustainable manner. Our CSR initiatives are designed to create positive impacts on society, the environment, and the economy. We believe that responsible corporate behaviour is essential for long-term success and value creation.

ABGSC shall not be complicit in nor contribute to the violation of human or labour rights, serious environmental harm, corruption and fraud, or other actions that could be regarded as unethical.

ABGSC's corporate social responsibility is based on internationally recognised guidelines, including:

- the OECD's guidelines for multinational companies
- the UN Global Compact
- the UN guiding principles on business and human rights

It also aligns with our obligations under, among other statutes, the Norwegian Transparency Act (Norwegian: *Åpenhetsloven*), which requires ABGSC to demonstrate respect for fundamental human rights and decent working conditions.

ABGSC shall seek to promote sustainable development in the areas and business sectors where the Group operates. The principles apply in our relationships to all stakeholders of ABGSC.

### 5.1 Society

ABGSC shall respect human and labour rights both in its own operations and in its capacity as employer, investor, supplier, and purchaser.

### 5.2 Environment

ABGSC is committed to promoting continual environmental improvement and to meeting requirements from the authorities and internal requirements concerning the external environment. ABGSC acknowledges the realities of climate change and is committed to contributing to reduce greenhouse gas emissions over time.

ABGSC shall operate as energy-efficiently as possible, which means that the Group shall use its resources in an optimal manner while causing minimal harm to the environment.

### 5.3 People

ABGSC shall promote a high level of diversity among its staff and equal opportunities, in all areas, such as job assignment, training, benefits, remuneration, promotion and recruitment. Discrimination based on factors such as gender, ethnic origin, sexual orientation, age, family status, race, social origin, functional ability or religion shall not occur.

ABGSC shall ensure good working health and a sound working environment, safeguard the staff's physical security and promote professional and personal development. ABGSC shall prohibit harassment and abusive behaviour towards staff.

ABGSC respects our staff's rights, including their rights to freedom of association and collective bargaining. ABGSC shall have implemented procedures for confidentiality, data protection and whistleblowing to protect the rights of the individual.

ABGSC values diversity and inclusion as essential components of our corporate culture. We believe that a diverse and inclusive workforce drives innovation, enhances decision-making, and contributes to the overall success of the organisation.

### *Work-life balance*

ABGSC shall promote a healthy work-life balance for all staff, allowing for working remotely and flexible working schedules where reasonable.

### *Mental health management*

ABGSC is committed to promoting good mental health for all staff. ABGSC shall provide adjustments in terms of workload and responsibility in such instances in which it is reasonably required to support the mental health of staff.

### *Dependent care and special leave*

In line with legislation in the countries within which ABGSC operates, the Group shall respect staff's rights to maternity and paternity leave. Where reasonable, ABGSC shall allow flexibility with regards to working hours, as it pertains to staff's childcare needs. ABGSC shall furthermore make available special leave, in such instances in which staff have reasonable education, family or personal obligations, including reasonable dependent care obligations.

### *Employment security*

ABGSC is committed to ensuring employment security and (under such circumstances as it is necessary) responsible workforce restructuring; the Group is committed to the avoidance or minimisation of compulsory redundancies, to responsible redundancy procedures, and to undertaking measures to mitigate the consequences for employees made redundant (when relevant).

### *Training and education*

ABGSC is committed to supporting the professional development of all staff. ABGSC shall offer robust on-the-job training relevant to individuals' roles and responsibilities. ABGSC is furthermore committed to offering leave, where reasonable, to support staff who wish to pursue further training and education externally.

## **5.4 Process and organisation**

The work on corporate social responsibility and sustainable development is affirmed by the Board on a regular basis. The Audit committee and Remuneration committee oversees implementation of relevant policies and financial legislation. The Executive Committee determines principal targets and measures within this field and the Communication and Sustainability department is responsible for driving the sustainability management forward. The department passes on proposals and supports other functions.

All managers are responsible for implementing approved measures related to corporate social responsibility within their own area of responsibility.

## **5.5 Governance and measurement**

ABGSC reports its work on corporate social responsibility and sustainable development. In addition, ABGSC responds to a number of surveys from organisations and research agencies which assess and rank ABGSC relative to the best in the business and provide guidance on further development within this field.

## 6 Ethics and Compliance

ABGSC is committed to maintaining the highest standards of ethics and compliance in all its business activities. This commitment is fundamental to our corporate governance framework and is essential for fostering trust and integrity within the organization and with our stakeholders.

### 6.1 Code of Conduct

ABGSC has established a comprehensive Code of Conduct that outlines the ethical principles and standards of behaviour expected from all employees, partners, and representatives. The Code of Conduct covers areas such as:

- Integrity and honesty: All employees must act with integrity and honesty in all business dealings.
- Compliance with laws and regulations: Employees must comply with all applicable laws, regulations, and internal policies.
- Confidentiality: Employees must protect the confidentiality of sensitive information and not disclose it to unauthorised parties.
- Conflict of interest: Employees must avoid situations where personal interests conflict with the interests of ABGSC.

#### *Compliance Program*

ABGSC has implemented a robust compliance program to ensure adherence to legal and regulatory requirements. The key components of the compliance program include:

- Compliance function: The Group shall have a separate Compliance function led by a centralised Global Compliance head. The function shall be organised as an independent control function separated from the business areas and with established dual reporting lines to the Group's CEO and the Chairman of the Board. The Group shall apply a similar organisation and reporting structure for each regulated entity within the Group. The objectives of the function are to support and advise senior management in its work with internal steering and control and to ensure compliance with applicable securities laws and other relevant regulations for conducting the business, to advise senior management in its work with risk assessment, management and control of risks in the business, report and ensure that procedures, limits and guidelines are adhered to.
- Training and awareness: Regular training sessions are conducted to educate employees about compliance requirements and ethical standards.
- Monitoring and reporting: The compliance team shall issue compliance reports to each Board meeting. Additionally, mechanisms are in place for employees to report any unethical behaviour or compliance violations without fear of retaliation.

### 6.2 Anti-corruption and Anti-bribery

ABGSC is committed to always operate and engage with counterparties lawfully, ethically and with integrity. As part of this commitment, ABGSC has adopted a zero-tolerance approach, with all forms of bribery and corruption being deemed unacceptable.

This approach requires ABGSC to take all steps reasonable under the circumstances to ensure that ABGSC's independent business partners, including suppliers, agents, consultants and subcontractors, do not engage in corruption or other illegal or unethical activities in relation to their business with ABGSC.

All partners and employees shall know that engaging in any form of corrupt activity may cause great damage to ABGSC. Absolute compliance with this Policy is always required, including temporary workers and trainees. No partner or employee may authorise anyone to deviate from this policy.

The Executive Committee shall design and implement procedures outlining the basic legal and ethical requirements for ABGSC staff to avoid corrupt practices throughout the Group's business activities. Such procedures shall be approved by the Board.

### **6.3 Whistleblowing**

ABGSC shall offer whistleblowing protection for any individual requiring such protection when raising a concern about a risk, malpractice or wrongdoing that affects others such as clients, suppliers, other staff, partners, the Group, or the public interest.

Whistle-blowers shall be protected from victimisation, harassment or disciplinary proceedings, including disciplinary proceedings affecting employment status, as a result of any disclosure.

The Executive Committee shall design and implement procedures outlining the rights of a whistle-blower and the process ensuring the whistle-blower and any person subject to a complaint fair treatment, respect and protection. Such procedures shall be approved by the Board.

## 7 Risk management and Internal controls

ABGSC maintains a robust internal governance and control framework to safeguard sound operations, ensure regulatory compliance, and protect clients and shareholders. Internal control is a process initiated by the Board, management, and employees to provide reasonable assurance of effective operations, reliable reporting, and compliance with applicable laws and internal policies.

ABGSC shall take a broad, strategic approach to proactively identify, analyse, and manage risks to reduce their likelihood and impact and to protect the Group's assets, reputation, and stakeholder interests while optimizing risk-reward outcomes in alignment with the business strategy.

The risk management process shall encompass the entire lifecycle of risks—identification, assessment, planning, response, monitoring, and review, and it encompasses all risk types: market, credit, liquidity, operational, legal, reputational, and strategic risks.

ABGSC shall take a standard form-wide approach to risk management that allows risks to be correctly prioritised and efficiently managed and controlled across all locations and operations.

The Board of Directors is responsible for implementing the ABGSC Risk Management framework that shall comprise of the following elements:

- 1) Governance structure: A set of policies, procedures, market- and credit risk mandates\* and instructions that clearly define roles and responsibilities to manage risks.
- 2) Risk appetite statement (RAS): Based on a risk assessment, the definition of the amount and types of risk that the bank is willing to accept to deliver on the Group's strategy. The Board shall review the risk assessment and restate the RAS on an annual basis.
- 3) Three lines of defence:
  - First Line: The business units are responsible for risk identification, assessment, and management within their operations.
  - Second Line: The independent Risk Control and Compliance functions are responsible for providing oversight, monitoring, and guidance to business units.
  - Third Line: The Internal Audit function shall provide independent assurance of the effectiveness of the risk management process.

\* The Group may only take own-account positions within the limits defined by the Board-approved risk mandates. No other proprietary trading or investment positions may be undertaken by any entity within the Group.

### 7.1 Risk Control

The Risk Control function is part of the second line of defence in and is responsible for providing oversight, monitoring, and guidance to business units to ensure that risks are adequately managed and controlled. The Risk Control function works independently from the business units and collaborates closely with the Risk Management and Compliance functions to maintain a comprehensive and effective risk management process.

### 7.2 Internal audit

The Company has established an internal audit function which is fully outsourced to an independent and reputable external firm. The internal audit function operates independently of management, under the authority of the Board and in accordance with recognised professional standards.

The Board approves the annual internal audit plan, receives reports on significant findings and recommendations, and monitors management's follow-up on agreed actions to ensure that internal controls and risk management remain effective.

### **7.3 Auditor**

The external auditor shall be independent and is responsible for auditing the financial statements of ABGSC and expressing an opinion on these statements based on the audit.

The auditor shall present the annual audit plan to the Audit Committee and to the Board. The auditor shall also attend the Audit Committee meetings in conjunction with relevant items on the agenda and participate in the Board meeting at which the annual financial statements are approved. At such a meeting the auditor shall review material changes in the Group's accounting policies, assess material accounting assumptions and any other material matters on which the external auditor and management may disagree, and identify weaknesses in and suggest improvements to ABGSC's internal controls.

Both the Board and the Audit Committee hold meetings with the external auditor without members of the management present.

Norwegian laws and regulations define which services the external auditor can render in addition to audit services. Fees to the external auditor for audit and other services are disclosed in the notes to the annual financial statements.

## 8 Capitalisation

The Group's operating entities are regulated by the respective Financial Supervisory authorities of the countries are licenced. At the Group level, ABGSC must comply with the capital adequacy rules, as defined by the Financial Supervisory Authority of Norway (Finanstilsynet) for the financial sector in Norway, and each regulated entity within the Group must comply with their respective local capital adequacy rules.

The Board shall ensure that ABGSC keeps a sufficient buffer to the, at any time, regulatory minimum capital requirements.

The Board is committed to returning excess capital to shareholders through stable cash distribution and share buy-backs over time. Excess capital shall be evaluated on a continuous basis, taking into consideration, among other market conditions, regulatory requirements, counterparty and market perceptions, as well as the Group risk profile.

The Executive Committee shall design and implement a Capital recovery procedure to specify what measures ABGSC shall take to restore its financial position in the event of financial instability or crisis. Such procedure shall be approved by the Board.

## 9 Data protection and privacy

ABGSC is committed to protecting the privacy and security of personal data. This commitment is fundamental to our corporate governance framework and is essential for maintaining the trust of our stakeholders.

### Data protection principles

ABGSC adheres to the following data protection principles to ensure the lawful, fair, and transparent processing of personal data:

- Lawfulness, Fairness, and Transparency: Personal data shall be processed lawfully, fairly, and in a transparent manner in relation to the data subject.
- Purpose Limitation: Personal data shall be collected for specified, explicit, and legitimate purposes and not further processed in a manner that is incompatible with those purposes.
- Data Minimization: Personal data shall be adequate, relevant, and limited to what is necessary in relation to the purposes for which they are processed.
- Accuracy: Personal data shall be accurate and, where necessary, kept up to date. Inaccurate data shall be erased or rectified without delay.
- Storage Limitation: Personal data shall be kept in a form that permits identification of data subjects for no longer than is necessary for the purposes for which the data are processed.
- Integrity and Confidentiality: Personal data shall be processed in a manner that ensures appropriate security, including protection against unauthorised or unlawful processing and against accidental loss, destruction, or damage, using appropriate technical or organizational measures.

### 9.1 Data Subject Rights

ABGSC respects and upholds the rights of data subjects, including the right to:

- Access: Data subjects have the right to access their personal data and obtain information about how it is being processed.
- Rectification: Data subjects have the right to request the correction of inaccurate or incomplete personal data.
- Erasure: Data subjects have the right to request the deletion of their personal data under certain conditions.
- Restriction of processing: Data subjects have the right to request the restriction of processing of their personal data under certain conditions.
- Data portability: Data subjects have the right to receive their personal data in a structured, commonly used, and machine-readable format and have the right to transmit those data to another controller.
- Objection: Data subjects have the right to object to the processing of their personal data under certain conditions.

### 9.2 Data protection governance

ABGSC has established a data protection governance framework to ensure compliance with data protection laws and regulations. The key components of this framework include:

- Data protection officer (“DPO”): ABGSC has appointed a DPO responsible for overseeing data protection compliance and providing guidance on data protection matters.
- Data protection policies and procedures: ABGSC has implemented comprehensive data handling and protection policies and procedures to ensure the protection of personal data.
- Training and awareness: Regular training sessions are conducted to educate employees about data protection requirements and best practices.
- Data protection impact assessments (“DPIAs”): ABGSC conducts DPIAs to identify and mitigate risks associated with the processing of personal data.
- Incident Response and Breach Notification: ABGSC has established procedures for responding to data protection incidents and notifying relevant authorities and data subjects in the event of a data breach.

### 9.3 Data security measures

ABGSC has implemented appropriate technical and organizational measures to ensure the security of personal data, including:

- Access controls: Restricting access to personal data to authorised personnel only.
- Encryption: Using encryption to protect personal data during transmission and storage.
- Regular audits: Conducting regular audits to assess the effectiveness of data protection measures.
- Incident management: Establishing an incident management process to respond to data protection incidents promptly.

## 10 Crisis management and business continuity

ABGSC is committed to ensuring the resilience of its operations through effective crisis management and business continuity planning. Our approach is designed to minimise the impact of disruptions and ensure the continued delivery of critical services.

### 10.1 Crisis management framework

ABGSC has established a comprehensive crisis management framework to respond to emergencies and crises. The key components of this framework include:

- Crisis management organisation: A dedicated team responsible for coordinating the response to crises and emergencies.
- Crisis communication plan: A plan to ensure timely and accurate communication with stakeholders during a crisis.
- Emergency response procedures: Detailed procedures for responding to various types of emergencies, including natural disasters, cyber incidents, and operational disruptions.

### 10.2 Business continuity planning

ABGSC has implemented a robust business continuity planning process to ensure the continued operation of critical functions during and after a disruption. The key elements of our business continuity planning include:

- Business impact analysis («BIA»): Identifying and assessing the potential impact of disruptions on critical business functions.
- Continuity strategies: Developing strategies to ensure the availability of critical resources, including personnel, technology, and facilities.
- Recovery plans: Establishing plans to restore normal operations as quickly as possible following a disruption.
- Testing and training: Regularly testing and updating business continuity plans and providing training to employees to ensure preparedness.

## 11 Stakeholder engagement

ABGSC recognises the importance of engaging with its stakeholders to build trust, foster transparency, and ensure the long-term success of the organization. Our stakeholders include shareholders, employees, customers, suppliers, regulators, and the communities in which we operate. This section outlines our approach to stakeholder engagement and the principles that guide our interactions.

### 11.1 Principles of stakeholder engagement

ABGSC is committed to the following principles in its engagement with stakeholders:

- **Transparency:** We provide clear, accurate, and timely information to our stakeholders to enable informed decision-making.
- **Inclusiveness:** We actively seek and consider the views and interests of all relevant stakeholders in our decision-making processes.
- **Responsiveness:** We respond to stakeholder concerns and feedback in a timely and appropriate manner.
- **Accountability:** We hold ourselves accountable to our stakeholders for our actions and decisions.

### 11.2 Methods of engagement

ABGSC employs various methods to engage with its stakeholders, including:

- **Shareholders:** We engage with our shareholders through regular communication, including annual general meetings (AGMs), quarterly financial reports, and investor presentations. Shareholders are encouraged to participate in the AGM and exercise their voting rights.
- **Staff:** We engage with our employees through regular meetings, surveys, and internal communications. We provide opportunities for employees to share their views and contribute to the decision-making process.
- **Regulators:** We engage with regulators through compliance reporting, meetings, and consultations. We ensure that we adhere to all relevant laws and regulations.

### 11.3 Reporting and disclosure

ABGSC is committed to transparent reporting and disclosure of its stakeholder engagement activities. We provide regular updates on our engagement efforts and outcomes through our annual reports, sustainability reports, and other communication channels.

ABGSC shall adhere to the information dissemination requirements as laid down by the Oslo Stock Exchange. All regular information in the form of interim or annual financial statements is made on pre-announced dates and the material used is available on the ABGSC website [www.abgsc.com](http://www.abgsc.com). All regular information shall to our best effort and knowledge be accurate, valid, reliable, timely, relevant and complete.

Due to the confidential nature of ABGSC's business, the number of persons who are entitled to speak on behalf of the Group is restricted.

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*The Corporate Governance Policy was approved by the Board of ABG Sundal Collier Holding ASA and ABG Sundal Collier ASA on 4 December 2025 and will apply until the Board decides otherwise.*