



HAFNIA LIMITED

MINUTES OF THE 2022 ANNUAL GENERAL MEETING OF THE COMPANY HELD AT WASHINGTON MALL PHASE 2, 4TH FLOOR, SUITE 400, 22 CHURCH STREET, HM 1189, HAMILTON, PEMBROKE, HM EX, BERMUDA ON FRIDAY, 20 MAY 2022 AT 5.00 P.M. (BERMUDA TIME)

PRESENT:

Mr. Michael Gerard Smyth
(as proxy holder representing 376,997,743 shares)

Ms. Susan E. Barit
(as proxy holder representing 40,285 shares)

1. CHAIRMAN

In the absence of the Chairman of the Company, Mr. Michael Gerard Smyth chaired the meeting and Ms. Susan E. Barit acted as Secretary to the meeting.

2. CONFIRMATION OF NOTICE AND QUORUM

The Secretary confirmed that notice of the meeting had been given to all Members of the Company and that a quorum as required under the Bye-laws of the Company was present.

3. AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND THE AUDITOR'S REPORT

The audited consolidated financial statements of the Company for the financial year ended 31 December 2021, together with the Auditor's report thereon, were received at the meeting.

4. NUMBER OF DIRECTORS

RESOLVED THAT the number of Directors for the forthcoming year shall be up to eight.

FOR	AGAINST	ABSTAIN
377,021,332	16,696	0

5. RE-ELECTION OF DIRECTORS

RESOLVED THAT the following persons be and are hereby re-elected as Class II Directors for a term of 2 years:

	FOR	AGAINST	ABSTAIN
Mr. John Ridgway	376,943,611	94,417	0
Ms. Ouma Sananikone	374,512,259	2,525,769	0
Mr. Guillaume Philippe Gerry Bayol	376,682,573	355,455	0

6. RE-APPOINTMENT OF CHAIRMAN

RESOLVED THAT Mr. Andreas Sohmen-Pao be and is hereby re-appointed as Chairman of the Company to hold office until the next Annual General Meeting of the Company.

FOR	AGAINST	ABSTAIN
365,252,075	11,785,953	0

7. APPOINTMENT OF MEMBER AND CHAIRMAN OF NOMINATION COMMITTEE

RESOLVED THAT Ms. Sophie Smith be and is hereby appointed as a member and Chairman of the Nomination Committee replacing Mr. Andreas Sohmen-Pao.

FOR	AGAINST	ABSTAIN
377,021,332	0	16,696

8. GUIDELINES ON EXECUTIVE REMUNERATION

The latest Guidelines on Executive Remuneration were received at the meeting.

9. DIRECTORS' FEES

RESOLVED THAT the annual fees payable for the period from the 2022 Annual General Meeting to the 2023 Annual General Meeting to the Directors and Committee Members be approved as follow:

Role	Fees
Chairman	USD 80,000
Board Members	USD 65,000
Audit Committee Chair	USD 10,000
Audit Committee Member	USD 5,000
Remuneration Committee Chair	USD 10,000
Remuneration Committee Member	USD 5,000
Nomination Committee Chair and Member	USD 2,500

FOR	AGAINST	ABSTAIN
377,038,028	0	0

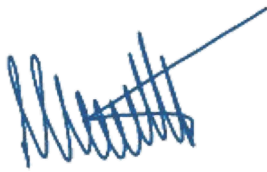
10. RE-APPOINTMENT OF AUDITOR

RESOLVED THAT KPMG LLP be re-appointed as Auditor to hold office until the conclusion of the next annual general meeting at a fee to be determined by the Board of Directors.

FOR	AGAINST	ABSTAIN
365,139,882	9,946,364	1,951,782

11. CLOSE

There being no other business, the meeting terminated.



MR. MICHAEL GERARD SMYTH
Chairman of the Meeting