

## PROXY FORM OR POSTAL VOTE

**Cadeler A/S' Extraordinary General Meeting, Friday, 14 July 2023 at 10:00 (CEST) at Gorrissen Federspiel, Axel Towers, Axeltorv 2, DK-1609 Copenhagen V, Denmark.**

Name of shareholder: \_\_\_\_\_

Address: \_\_\_\_\_

Zip code and city: \_\_\_\_\_

I, the undersigned hereby grant authority by proxy or postal vote at the extraordinary general meeting of Cadeler A/S convened for Friday, 14 July 2023 as set out below:

**Please mark only one box: A), B), C) or D) or grant authority by proxy/postal vote directly on <https://www.cadeler.com/en/investor-relations/annual-general-meeting>. Please note that it is only possible either to grant authority by proxy or to vote by post.**

- A)  Proxy is given to an identified third person: \_\_\_\_\_  
 Name, email address and address of the proxy holder (please use CAPITAL LETTERS and note that admission cards will be send out be email only)
- B)  Proxy is given to the Board of Directors (or order) to vote in accordance with the recommendation of the Board of Directors as stated in the table below
- C)  Proxy is given to the Board of Directors (or order) to vote in accordance with the voting directions given below. Please mark "FOR", "AGAINST" or "ABSTAIN" to indicate your directions.
- D)  The postal vote is given in accordance with the voting directions given below. Please mark the box "FOR", "AGAINST" or "ABSTAIN" to indicate your directions. **The postal vote is irrevocable.**

Items on the agenda (the full agenda is included in the notice of the meeting)	FOR	AGAINST	ABSTAIN	The Board's recommendation
1. The extraordinary general meeting's election of the chairman of the general meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
2. Proposals from the Board of Directors or shareholders				
a. Proposal to adopt a new Article 3.4 to the Company's Articles of Association regarding new authorisation to the Board of Directors to increase the share capital without pre-emptive rights at market price	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
b. Proposal to amend Article 9.1 of the Company's Articles of Association with the view to change the maximum number of members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
c. Proposal to amend Article 9.2 of the Company's Articles of Association and adopt a new Article 9.4 to the Company's Articles of Association in order to be able to elect a Vice Chairman	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
d. Proposal to adopt a transaction specific indemnification for the Board of Directors, Executive Management and relevant employees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
3. Any other business	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	-

**If the form is only dated and signed it will be considered a proxy to the Board of Directors to vote in accordance with the recommendation of the Board of Directors as set out above.**

A proxy applies to all items discussed at the general meeting. In the event new proposals are submitted, including any amendments to proposals, the proxy holder will vote on your behalf according to his/her best belief. The proxy/written vote is valid for shares held by the undersigned on the record date, Friday, 7 July 2023, calculated on the basis of entries in the shareholders' register and any notice of ownership received by the company for the purpose of registration in the shareholders' register.

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Signature: \_\_\_\_\_