

## PROXY / POSTAL VOTE

For Cadeler A/S' (the "Company") annual general meeting to be held on Tuesday, 23 April 2024 at 14:00 (CEST) at the office of Gorrissen Federspiel, Axel Towers, Axeltorv 2, DK-1609 Copenhagen V, Denmark.

Name of shareholder: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 Zip code and city: \_\_\_\_\_  
 Number of shares held on the record date (16 April 2024): \_\_\_\_\_

I, the undersigned hereby grant authority by proxy or postal vote at the annual general meeting of Cadeler A/S convened for Tuesday, 23 April 2024 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/general-meetings/>. 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, address and email 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 convening the annual general meeting)	FOR	AGAINST	ABSTAIN	The Board's recommendation
1. The general meeting's election of the chair of the general meeting	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	FOR
2. The Board of Directors' report on the Company's activities in the past financial year	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	-
3. Presentation and adoption of the Annual Report for 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
4. Distribution of profits or covering of losses according to the annual report adopted	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
5. Presentation and adoption of the annual remuneration report for 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
6. Resolution to grant discharge of liability to the Board of Directors and the Executive Management	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
7. Approval of remuneration of the Board of Directors for the current financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
8. Election of members to the Board of Directors, including Chairman and Vice Chairman				
a.i. Re-election of Ditlev Wedell-Wedellsborg	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	FOR
a.ii. Election of Colette Cohen	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	FOR
b. Re-election of Andreas Sohmen-Pao as Chairman	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	FOR
c. Re-election of Emanuele Lauro as Vice Chairman	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	FOR
9. Election of members to the Nomination Committee				
a. Re-election of Bjarte Bøe	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	FOR
b. Re-election of Elaine Yew Wen Suen	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	FOR
10. Appointment of auditor	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	FOR
11. Authorisation to acquire treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR

12. Proposals from the Board of Directors or shareholders				
a. Proposal to amend the Articles of Association with a new Article 3.1 regarding a new authorisation 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 the Articles of Association with a new Article 3.2 regarding a new authorisation to increase the share capital with pre-emptive rights, which may be below market price	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
c. Proposal to amend the Articles of Association with a new Article 3.6 regarding combined maximum authorisation to increase the share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
d. Approval of the Remuneration Policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
e. Indemnification of the Board of Directors and the Executive Management				
(1) Indemnification of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
(2) Indemnification of the Executive Management	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
(3) Amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
(4) Amendment to the Remuneration Policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
f. Amendments to the Articles of Association due to expiry of an authorisation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
13. Any other business	■	■	■	-

**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 recommendations 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 or in the event of proposals for new candidates to the Board of Directors or auditor who are not on the agenda, 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, Tuesday, 16 April 2024, 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.

\_\_\_\_\_

Date

\_\_\_\_\_

Signature

The dated and signed proxy form must be received by DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway **no later than Friday, 19 April 2024 at 12:00 (CEST)**. If the form is used to submit written vote(s) (voting by correspondence), the form must be received DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway **no later than Friday, 19 April 2024 at 12:00 (CEST)**. The form may be **returned by email to [vote@dnb.no](mailto:vote@dnb.no) or by ordinary post.**