



BW LPG LIMITED

MINUTES OF THE 2020 ANNUAL GENERAL MEETING OF THE COMPANY HELD AT WASHINGTON MALL PHASE 2, 4TH FLOOR, SUITE 400, 22 CHURCH STREET, HM 1189, HAMILTON HM EX, BERMUDA ON WEDNESDAY, 20 MAY 2020 AT 11.00 A.M. (BERMUDA TIME)

PRESENT:

Mr. Michael Gerard Smyth
(as proxy holder representing 102,049,957 shares)

Ms. Susan Elizabeth Reedy
(as proxy holder representing 96,000 shares)

1. CHAIRMAN

In the absence of the Chairman of the Company, Mr. Michael Gerard Smyth chaired the meeting and Ms. Susan Elizabeth Reedy 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 2019, 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
101,805,555	340,402	0

5. RE-ELECTION OF DIRECTOR

RESOLVED THAT Ms. Martha Kold Bakkevig be and is hereby re-elected as Class II Director of the Company for a term of 2 years.

FOR	AGAINST	ABSTAIN
102,145,957	0	0

6. APPOINTMENT OF DIRECTOR

RESOLVED THAT Ms. Sonali Chandmal be and is hereby appointed as Class I Director of the Company.

FOR	AGAINST	ABSTAIN
101,890,426	255,531	0

7. APPOINTMENT OF DIRECTOR

RESOLVED THAT Mr. Andrew E. Wolff be and is hereby appointed as Class II Director of the Company.

FOR	AGAINST	ABSTAIN
101,676,415	469,542	0

8. ADOPTION OF NEW BYE-LAWS

RESOLVED THAT the Bye-laws of the Company be and are hereby amended in the manner as set out in Appendix A of the Notice of Annual General Meeting dated 28 April 2020 and the amended Bye-laws be and are hereby approved and adopted as the Bye-laws of the Company in substitution for and to the exclusion of all the existing Bye-laws thereof.

FOR	AGAINST	ABSTAIN
102,141,806	0	4,151

9. 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
100,050,189	2,091,717	4,051

10. APPOINTMENT OF MEMBERS OF NOMINATION COMMITTEE

RESOLVED THAT the following persons be and are hereby appointed members of the Nomination Committee:

	FOR	AGAINST	ABSTAIN
Mr. Bjarte Bøe	102,144,422	0	1,535
Ms. Elaine Yew Wen Suen	102,144,422	0	1,535

11. GUIDELINES ON EXECUTIVE REMUNERATION

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

12. DIRECTORS' FEES

RESOLVED THAT the annual fees payable for the period from the 2020 Annual General Meeting to the 2021 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
101,909,925	236,032	0

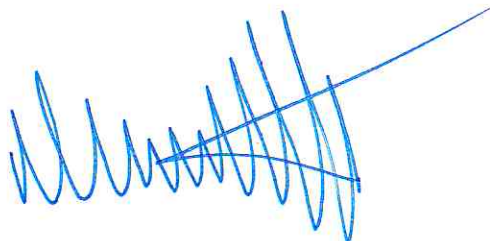
13. RE-APPOINTMENT OF AUDITOR

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
102,145,957	0	0

14. CLOSE

There being no other business, the meeting terminated.



MR. MICHAEL GERARD SMYTH
Chairman of the Meeting