

EXTRAORDINARY GENERAL MEETING

IN

WILH. WILHELMSEN ASA

**FRIDAY 18 NOVEMBER 2005 AT 11.00 HOURS
AT THE PREMISES OF THE COMPANY, STRANDVEIEN 20, 1366 LYSAKER**

The Extraordinary General Meeting will be called to order by the Chairman of the Board of Directors Wilhelm Wilhelmsen.

The following matters are to be dealt with and decided on:

1. Adoption of the Summons and the Agenda to the Extraordinary General Meeting.
2. Election of a person to co-sign the Minutes from the Extraordinary General Meeting.
3. Update on the activities in the Wilh. Wilhelmsen group.
4. Proposal from the Board of Directors of a distribution of dividend for the 2nd half of 2005.

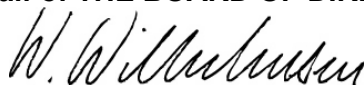
The Board of Wilh. Wilhelmsen ASA proposes to pay a dividend for the 2nd half of 2005 of NOK 4 per share based on the balance per 31 December 2004. The Board points to the fact that the results of the company have shown positive progress during the present year.

Shareholders wishing to participate in the Extraordinary General Meeting must, in accordance with § 6 of the Articles of Association, not later than 2 working days in advance, i.e. latest Wednesday 16 November 2005 give notice to the company, Attn.: Asta Ellingsen, P. O. Box 33, NO-1324 Lysaker, Norway, telefax No. +47 67.58.43.25.

Subject to adoption by the Extraordinary General Meeting of the proposal set out under item 4 regarding distribution of dividend for 2nd half of 2005, a dividend of NOK 4 per share will be paid.

The dividend will be paid to each shareholder, or to such person as he may have appointed, by bank giro in accordance with instructions received. The dividend will be paid out by Nordea Bank from 30 November, 2005. In order to avoid loss, shareholders must therefore ensure that acquisitions of shares, change of address, etc. are notified to the bank or stockbroker appointed manager of their account with the Norwegian Registry of Securities.

Lysaker, 26 October 2005
on behalf of THE BOARD OF DIRECTORS



Wilhelm Wilhelmsen
Chairman

To WILH. WILHELMSEN ASA, Att: Asta Ellingsen, P.O. Box 33, NO-1324 Lysaker, Norway.

Participation in Extraordinary General Meeting.

The undersigned shareholder in WILH. WILHELMSEN ASA hereby authorizes

.....
(name in capital letters)

to attend and vote at the company's Extraordinary General Meeting on Friday 18 November 2005 at 11.00 hours at Strandveien 20, 1366 Lysaker, Norway.

I am the owner of shares of Class A.
..... shares of Class B.

..... this day of 2005

.....
(name)

.....
(address)

✂ ----- ✂

To WILH. WILHELMSEN ASA, Att: Asta Ellingsen P.O. Box 33, NO-1324 Lysaker, Norway.

Participation in Extraordinary General Meeting.

The undersigned shareholder in WILH. WILHELMSEN ASA will attend the company's Extraordinary General Meeting on Friday 18 November 2005 at 1100 hours at Strandveien 20, 1366 Lysaker, Norway.

I am the owner of shares of Class A.
..... shares of Class B.

..... this day of 2005

.....
(name)

.....
(address)