Explanatory notes to the agenda for the Annual General Meeting of Shareholders (the “AGM”) of ForFarmers N.V. (the "Company") to be held on Thursday 16 April 2026

EXPLANATION

1. **Opening and announcements by the chairman of the Supervisory Board of the Company (the "Supervisory Board")**

2. **Report of the Executive Board of the Company (the "Executive Board")**

   Report of the Executive Board for the financial year 2025 (*for discussion)*
   The Executive Board gives a presentation on the Company's results in 2025, as disclosed and described in the annual accounts and in the report of the Executive Board. The most important items in the 2025 annual accounts and the report of the Executive Board, including the progress made on the implementation of the strategy and the sustainability objectives it contains, are explained in more detail.

3. **2025 annual accounts and dividend**

   3.1 Accountability for the implementation of the remuneration policy (*advisory vote*)
   The chairman of the Remuneration Committee of the Supervisory Board provides an explanation of the implementation of the remuneration policy. A breakdown of the remuneration as referred to in Article 2:135b of the Dutch Civil Code is included in the executive board report accompanying the annual accounts for the 2025 financial year (Remuneration Report). The Remuneration Report is presented to the AGM for an advisory vote.

   3.2 Explanation by the external auditor of the audit approach in relation to the 2025 annual accounts and report of the Executive Board (*for discussion*)
   KPMG Accountants N.V. explains the audit approach.

   3.3 Adoption of the 2025 annual accounts (*resolution*)
   The annual accounts of the Company for the 2025 financial year are presented to the AGM for adoption.

   3.4 Dividend distribution (resolution)
   It is proposed to the AGM, based on the realised profit after taxes and with due observance of the dividend policy and the provisions of article 38 of the Company's articles of association (the "Articles of Association"), to distribute a dividend of € 0,30 per ordinary share. Payment will be made, exclusively in cash, on 4 May 2026; the ex-dividend date has been set for 20 April 2026 and the record date, after processing of all entries and deletions as of that date, is 21 April 2026. Only shareholders, usufructuaries and pledgees who qualify as shareholders in the capital of the Company at the stated record date will be eligible for receipt of dividend.

4. **Discharge**

   4.1 Discharge of the members of the Executive board (*resolution)*
   It is proposed to the AGM to discharge each of the members of the Executive Board from liability for the performance of their duties during the 2025 financial year. The discharge extends to all actions undertaken by the Executive Board mentioned in the annual accounts and the report of the Executive Board for the

2025 financial year as well as those otherwise communicated to the AGM.

4.2 Discharge of the members of the Supervisory Board (*resolution*)
It is proposed to the AGM to discharge each of the members of the Supervisory Board from liability for the performance of their duties during the 2025 financial year. The discharge extends to all actions undertaken by the Supervisory Board mentioned in the annual accounts and the report of the Executive Board for the 2025 financial year as well as those otherwise communicated to the AGM.

5. Approval of the joint ventures in Poland in which the business activities of KPS and Tasomix will be combined pursuant to section 2:107a Dutch Civil Code and article 19.10 Articles of Association (*resolution*)

Background & scope of the Transaction
As announced on 12 February 2026, ForFarmers and KPS Food Group (KPS) have signed an agreement to form a joint venture in which ForFarmers will have a 50.5% majority share. The current owners of KPS, who are also the co-shareholders in Tasomix, will hold the other 49.5% stake. This joint venture will incorporate KPS's poultry farms and slaughtering and food processing activities, as well as all Tasomix' feed activities. This transaction, as well as the second joint venture described below, is referred to herein as the Transaction.

This step is in line with ForFarmers' strategy to strengthen its market position in the growing Polish poultry sector and to further develop value chain integration. Tasomix and KPS have a long-standing record of effective collaboration. The intensified cooperation will continue in this joint venture under the name ForFarmers Polska, under which both the Tasomix and KPS brand names will continue to exist. ForFarmers will fully consolidate the joint venture.

The Transaction is expected to be completed in the third quarter of this year, subject to approval by the Polish competition authority and the resolution referred to in this agenda item having been adopted by the General Meeting.

Rationale of the Transaction
The Transaction enhances ForFarmers' position in the biggest poultry market in Europe:

- The global poultry demand is growing due to increasing demand in all markets, with highest growth in Asia, Latin America and Africa.
- Poland is the largest producer in EU (around 20% of all meat produced in EU) and plays a significant role in the export of poultry meat. Poland is the number 9 poultry producer in the world.
- Poland is expected to remain the largest poultry producer in the EU and to continue expanding exports.
- Poland is an attractive country to invest and these joint ventures enhance our ability to benefit from the growth opportunities in Poland and Poland is one of the core regions of ForFarmers to grow.
- KPS is the right fit for ForFarmers due to its substantial, size and its familiarity to ForFarmers due to the already existing cooperation.
- The combination of Tasomix and KPS as one of Poland's most modern poultry processing companies enables to consolidate the strengths of both businesses into an integrated organization capable of responding effectively to market demand.

- pursuing a deal with KPS is a timely response to integration and consolidation in the Polish market, which is expected to continue.
- KPS can serve as a platform for further growth.
- KPS operates mainly in the food service channel offering products with added value, which creates higher and more stable margins compared to other market players.

KPS business description

KPS is a fully integrated player active in the following parts of the value chain:

- Farming: 7 poultry farms (3M birds per cycle) that are fully owned and operated by KPS. These chicken farms acquire day old chicks. All chickens are sold to the KPS slaughterhouse and transported by KPS own transport company.
- Slaughtering and processing (KPS Food Radom): slaughterhouse in Radom slaughtering and processing chickens. Approximately half of the slaughtering is birds from own farms and the other half is sourced from other farmers. Most meat is exported, around 88-90% of the slaughtering. The remainder is primarily sold to KPS' processing plant and a small % is sold to KPS' distribution companies who sell in Poland.
- Convenience food production (KPS Food Pionki): further processing of different meat types. Specialised in ready to cook (e.g. nuggets). Finished products are sold to foreign retail clients and to KPS' distribution companies for sales in Poland.
- Distribution (KPS Food Dystrybucja): relates to sales on the local Polish market and focuses on 2 channels being hospitality/catering and local Retail via the joint venture with the Krzyżanowski family and the Sobczak family and the joint venture with the Krzyżanowski family.
- Shared services and holdings: supporting services for KPS group entities (mainly accounting and HR).

KPS is an established name in the fast-growing Polish poultry production and processing market. The growing company is an integrated player in the poultry sector with a turnover of approximately PLN 1,065 million (EUR 252 million) in 2025 and an annual EBITDA of around PLN 195 million (EUR 46 million). It employs a total of approximately 2,000 people. The current owners will remain actively involved, both operationally and as shareholders.

Key terms and conditions of the Transaction

a. Structure, consideration and financing

The proposed transaction involves merging all activities of KPS and Tasomix into a new main joint venture called ForFarmers Polska. The Krzyżanowski family and the Sobczak family are the current 100% shareholders in KPS. They also hold 40% in Tasomix, in which ForFarmers currently has a 60% stake. There will be two joint ventures. In the main joint venture ForFarmers will have a 50.5% stake and the Krzyżanowski family and the Sobczak family together the other 49.5%. In a separate joint venture with the Krzyżanowski family focused on sales in Poland, ForFarmers will have a 50.5% stake and the Krzyżanowski family the other 49.5%. To establish the joint ventures all parties will contribute their existing shares to the newly incorporated joint venture.

The Enterprise Value (EV) of the new joint ventures will be PLN 2,192 million (EUR 520 million), based on an EV of PLN 1,500 million (EUR 356 million) for KPS and PLN 692 million (EUR 164 million) for Tasomix. To achieve a 50.5% stake for ForFarmers,

ForFarmers will pay a cash consideration to the current KPS shareholders. This consideration is the net effect of 50.5% of the EV of KPS minus 9.5% of the equity value of Tasomix. The equity value equals the EV minus the net debt positions in KPS and Tasomix on completion. This can only be determined on completion. The cash consideration will be paid in three annual tranches. The first tranche will be over 50% of the cash consideration and be funded through additional financing. The expected funding stays well within banking covenants.

The management of the main joint venture will consist of representatives from the joint venture partners, namely Pawel Swierkula (CEO), Robert Sobczak (CCO), and Bartlomiej Kaminski (CFO).

b. Break fee and regulatory considerations

To confirm the commitment of ForFarmers and the Krzyżanowski family and the Sobczak family to the Transaction, ForFarmers and the Krzyżanowski family and the Sobczak family have agreed to a break fee in the amount of EUR 20 million, which will become due and payable if a party undertake to withdraw from, terminate, or otherwise refuse to enter into or to complete the Transaction without a valid legal or contractual basis expressly provided herein.

A merger control filing in Poland is required.

c. Representations, warranties, indemnities, interim conduct and restrictive covenants

Under the relevant Transaction agreements, parties have agreed to provide certain representations and warranties relating to, among other things, the ownership of shares, tax and the business (like financial accounts, IP and IT, material contracts, employees and legal compliance). In addition, certain specific indemnities for (business and tax) matters identified in the due diligence have been provided. Customary monetary limitation, time limitations and other limitations of each party's liability apply in respect of these representations, warranties, and indemnities.

The relevant Transaction agreements include non-compete and non-solicitation covenants applicable for all parties for the duration of the Joint venture and a period of 3 years after termination of the joint venture. Pursuant to such covenants parties may not, in summary: (i) operate, control, or directly acquire or hold any interest in any business activity conducted in Poland involving animal feed, chicken broiler farming, chicken slaughtering and chicken processing (subject to certain exceptions); (ii) induce or seek to induce any customer or supplier to terminate, fail to perform or improperly perform any contract with the joint ventures their group or otherwise limit its business with these companies; (iii) attempt to incite a termination or reduction of the professional relationship with regard to an employee employed by the joint ventures or their group.

The parties have agreed to enter into a shareholders agreement with effect as of completion of the Transaction, which will regulate inter alia (i) corporate governance of the joint ventures, (ii) restrictions concerning transfers of shares, and (iii) exit rights and obligations.

Risks

Pre-completion

As this Transaction is subject to approval by the General Meeting and approval of the competition authority in Poland, there is a risk that completion does not occur.

Post-completion
Shareholders should, among other risks, consider the following post-completion risks:

a. the achievement of the anticipated benefits of the joint ventures are subject to a number of uncertainties, including whether ForFarmers can integrate KPS and Tasomix in an efficient and effective manner, and general competitive factors in the marketplace.

b. the joint ventures may fail to realize some or all the anticipated cost savings, synergies, growth opportunities and other benefits, which could adversely affect the value of ForFarmers' ordinary shares.

c. the due diligence conducted by ForFarmers in connection with the Transaction may not have revealed all relevant considerations, liabilities or regulatory aspects in relation to KPS, including the existence of facts that may otherwise have impacted the determination of the consideration or the formulation of a business strategy for the joint venture-companies subsequent to the establishment of the joint ventures.

The Transaction must be submitted for approval of the General Meeting pursuant to section 2:107a Dutch Civil Code and article 19.10 of ForFarmers' articles of association. It is therefore proposed that the General Meeting approve the Transaction.

Obtaining the approval of the General Meeting for the Transaction in accordance with this agenda item is a condition for completion of the Transaction.

6. Remuneration of the Supervisory Board (*resolution*)

Amendment to the remuneration policy for the parts concerning the Supervisory Board with effect from the 2026 financial year - annex
The remuneration policy has been drawn up by the Supervisory Board, on the advice of the Remuneration Committee. A qualified majority of at least three-quarters of the votes cast is required to amend the remuneration policy. If the proposed remuneration policy is not approved by the General Meeting under this agenda item 6., the current remuneration policy will remain in full force. Prior to drafting the amendments to the remuneration policy, the Supervisory Board considered the relevant aspects as prescribed in the Dutch Corporate Governance Code 2025 ('the Code'). The proposed remuneration policy is available at the Company's offices and can be downloaded from the website www.forfarmersgroup.eu.

The Supervisory Board has assessed the existing remuneration policy (among other things) considering the Company's strategy, the ratios of the various components of the remuneration, the reference group and the laws and regulations in the field of remuneration. On the advice of the Remuneration Committee, the Supervisory Board proposes to amend the remuneration policy in a number of areas concerning the Supervisory Board and to re-adopt it with effect from the 2026 financial year. The amended remuneration policy (*annex to agenda item 6*) explains the proposed changes with regard to, among other things, the definition of the reference group, the simplification of role allowances and the updating of various remuneration components to bring them into line with market practice and governance expectations. For example, the reference group will be harmonised with that of the Executive Board and it is proposed that the separate remuneration for the Vice-

Chair be discontinued. The maximum additional remuneration for Supervisory Board members who have spent a disproportionate amount of time will be increased. Furthermore, the fixed annual expense allowance will be discontinued. The remuneration levels will be fully aligned with the median of the current benchmark, thereby bridging the remaining gap to the median as intended in the previous policy review.

The proposal is being submitted to the General Meeting to adopt the remuneration policy for the Supervisory Board in accordance with these changes, with effect from the 2026 financial year.

7. Composition of the Executive Board

Reappointment of Mr P.E. Wolleswinkel as Executive Board member (Chief Executive Officer) (*resolution*)

In accordance with the Articles of Association, the Supervisory Board has made a binding recommendation to the General Meeting to reappoint Mr P.E. Wolleswinkel as Executive Board member (CEO) for a term of four years, ending at the close of the 2030 Annual General Meeting. Mr. Wolleswinkel has indicated that he is available for reappointment. The nomination is based on his relevant knowledge and experience, his proven leadership and the continuity this will ensure for the further implementation of the Company's strategy. The Supervisory Board considers Mr Wolleswinkel suitable to continue to perform his management duties during the coming term of office and unanimously supports this proposal.
In accordance with the provisions of Article 17.2 of the Articles of Association, the General Meeting may remove the binding nature of the nomination by a resolution passed by more than half of the votes cast at a meeting at which at least one third of the issued capital is represented.

Mr Wolleswinkel's terms of employment remain in line with the remuneration policy for the Executive Board.

The main elements of the contract of employment with Mr. Wolleswinkel are available at the Company's offices and can be downloaded from the website www.forfarmersgroup.eu.

8. Composition of the Supervisory Board

8.1 Reappointment of Ms M. Folkers-in ‘t Hout as member of the Supervisory Board (*resolution*)

In accordance with the Articles of Association, the Supervisory Board, on the recommendation of Coöperatie FromFarmers U.A. as holder of the priority share in the Company's capital, has made a binding nomination to the General Meeting to reappoint Ms M. Folkers-in ‘t Hout as a member of the Supervisory Board for a term of four years, ending at the close of the Annual General Meeting of 2030.

Ms M. Folkers-in ‘t Hout has been a member of the Supervisory Board since 2022 and is currently the chair of the Supervisory Board. She is independent within the meaning of best practice provision 2.1.8 of the Code.

The personal details of Ms M. Folkers-in ‘t Hout as referred to in Article 2:42 paragraph 3 of the Dutch Civil Code and the motivation for her nomination are as follows:

Name	Marijke Folkers-in ‘t Hout
Age (as at the date of convening the meeting)	23 September 1983 (42 years)
Prior relevant positions	Current positions: • Owner of an arable, poultry and pig farming business Previous positions: • Head of Purchasing Nedmag Industries mining and manufactuting
Prior and current relevant Supervisory Board positions	Member of the Supervisory Board of: • Coöperatie Koninklijke Avebe U.A. (chair)
Shares/depositary receipts for shares in ForFarmers N.V. (and/or options/rights to purchase depositary receipts/shares) and participation accounts of Coöperatie FromFarmers U.A.	Marijke Folkers-in ‘t Hout holds no shares or depository receipts for shares in ForFarmers N.V. She has a shareholding in a company that has 24.243 participation accounts in Coöperatie FromFarmers U.A.
Motivation	Marijke Folkers-in 't Hout has been nominated for reappointment on the recommendation of Coöperatie FromFarmers U.A. due to her experience in the agricultural sector, including at Coöperatie Koninklijke Avebe U.A. The Supervisory Board is pleased with this nomination and believes that Marijke Folkers-in 't Hout fulfils her role as chair in a valuable manner, thereby delivering demonstrable added value for the Company. Given the current composition of the Supervisory Board, the reappointment of Marijke Folkers-in 't Hout will continue to ensure diversity in terms of gender and background in terms of education and professional experience.

In accordance with the provisions of Article 23.2 of the Articles of Association, the General Meeting may, by a resolution passed by more than half of the votes cast at a meeting at which at least one third of the issued capital is represented, remove the binding nature of a nomination.

8.2 Reappointment of Mr R.H.A. Gerritzen as member of the Supervisory Board (*resolution*)

In accordance with the Articles of Association, the Supervisory Board, on the recommendation of Coöperatie FromFarmers U.A. as holder of the priority share in the Company's capital, has made a binding nomination to the General Meeting to reappoint Mr R.H.A. Gerritzen as a member of the Supervisory Board for a term of two years, ending at the close of the Annual General Meeting of 2028.

Mr R.H.A. Gerritzen has been a member of the Supervisory Board since 2018. He stepped down as a board member of Coöperatie FromFarmers U.A. on 19 February 2026. As he is no longer a director or otherwise representative of Coöperatie FromFarmers U.A., Mr Gerritzen qualifies as independent within the meaning of best practice provision 2.1.8 of the Code. This means that the Supervisory Board once again (since the resignation of Mr E. Wunnekink on 1 November 2025) consists of a majority of Supervisory Board members who are independent within the meaning of best practice provision 2.1.8 of the Code. The Supervisory Board has expressed its confidence in Mr Gerritzen's ability to act independently, in full compliance with the Code and with due regard for the interests of all ForFarmers stakeholders. His extensive knowledge of ForFarmers and its stakeholders contributes to a balanced and expert composition of the Board within the desired governance framework.

The personal details of Mr R.H.A. Gerritzen as referred to in Article 2:42 paragraph 3 of the Dutch Civil Code and the motivation for his nomination are as follows:

Name	Roger Gerritzen
Age (as at the date of convening the meeting)	12 April 1972 (53 years)
Prior relevant positions	Current positions: • Active in agricultural family business Previous positions: • Board member at Coöperatie FromFarmers U.A. • Partner at Yeald • Chairman of the board at AgroPolen • Head of M&A and Integration at Dummen Orange • CFO at Dummen Orange • Head of Finance process improvement, controls and information at NXP • Head of Group Consolidation and Reporting at Syngenta • Global Controller of Business Unit Flowers at Syngenta • CFO at StudioEU.com • Operations Controller at Unilever

Prior and current relevant Supervisory Board positions	Member of the Supervisory Board of: • 30mhz • Genetwister Technologies (tot juni 2016)
Shares/depositary receipts for shares in ForFarmers N.V. (and/or options/rights to purchase depositary receipts/shares) and participation accounts of Coöperatie FromFarmers U.A.	Roger Gerritzen holds no shares or depositary receipts for shares in ForFarmers N.V. and no participation accounts in Coöperatie FromFarmers U.A.
Motivation	Roger Gerritzen has been nominated for reappointment on the recommendation of Coöperatie FromFarmers U.A. due to his extensive experience in the agricultural sector, including at Coöperatie FromFarmers U.A. Given the current composition of the Supervisory Board, the reappointment of Roger Gerritzen will continue to promote diversity in terms of gender and background in terms of education and professional experience.

In accordance with the provisions of Article 23.2 of the Articles of Association, the General Meeting may, by a resolution passed by more than half of the votes cast at a meeting at which at least one third of the issued capital is represented, remove the binding nature of a nomination.

8.3 Appointment of Mr W.J.A. Gerritsen as member of the Supervisory Board and chair (*resolution*)

The Supervisory Board, in accordance with the Articles of Association and at the recommendation of Coöperatie FromFarmers U.A. as holder of the priority share in the capital of the Company, has submitted to the AGM a binding nomination to appoint Mr W.J.A. Gerritsen as a member of the Supervisory Board for a four-year term expiring at the end of the AGM of 2030. This nomination was made to fill the vacancy on the Supervisory Board that arises as a result of the resignation of Mr V.A.M. Hulshof at the end of this General Meeting. In view of his nomination as Supervisory Board member of the Company, Mr W.J.A. Gerritsen will step down as chairman of the board of Coöperatie FromFarmers U.A. before taking up his position as Supervisory Board member.

Mr W.J.A. Gerritsen is also a board member of Coöperatie FromFarmers U.A. and for this reason is not considered to be independent in the sense of best practice provision 2.1.8 of the Code. As explained in the Corporate Governance section of the report of the Executive Board for 2025, the Company deviates from best practice provision 2.1.8 of the Code in relation to members of the Supervisory Board who are also board members of Coöperatie FromFarmers U.A.

The personal details of Mr W.J.A. Gerritsen as referred to in Article 2:42 paragraph 3 of the Dutch Civil Code and the motivation for his nomination are as follows:

Name	Walter Gerritsen
Age (as at the date of convening the meeting)	6 May 1971 (54 years)
Prior relevant positions	Walter Gerritsen has been a board member of Coöperatie FromFarmers U.A. since 19 September 2022, serving as chairman of the board since 1 January 2023. In addition, he has been a member of the Supervisory Board at Welcom since 2022, focused on monitoring the organisational vision and supporting administrative (financial) processes. He also runs a youngstock rearing farm and has previously held relevant administrative positions within agricultural and social organisations, such as alderman for the municipality of Montferland.
Prior and current relevant Supervisory Board positions	Member of the Supervisory Board at Rabobank de Liemers (2010-2014) Member of the Supervisory Board at Rabobank Didam (2006-2010) Member of the Supervisory Board at Royal Friesland Foods (2005-2008)
Shares/depositary receipts for shares in ForFarmers N.V. (and/or options/rights to purchase depositary receipts/shares) and participation accounts of Coöperatie FromFarmers U.A.	Walter Gerritsen holds no shares or depository receipts for shares in ForFarmers N.V. He has a shareholding in a company that has 23.813 participation accounts in Coöperatie FromFarmers U.A.
Motivation	The Supervisory Board is pleased to propose Walter Gerritsen as a candidate for the Supervisory Board. Under his chairmanship, the cooperative focused on visibility, representing the interests of farmers and the future prospects of its members. As a member of the Supervisory Board, he will be able to make a valuable contribution to the further implementation of ForFarmers' strategy and mission, drawing on his relevant experience and knowledge. Given the current composition of the Supervisory Board, the appointment of Walter Gerritsen will further enhance diversity in terms of gender and

	background in terms of education and professional experience.

In accordance with the provisions of Article 23.2 of the Articles of Association, the General Meeting may, by a resolution passed by more than half of the votes cast at a meeting at which at least one third of the issued capital is represented, remove the binding nature of a nomination.

8.4 **Appointment of Ms E.M. Vroege as member of the Supervisory Board (*resolution*)**

The Supervisory Board, in accordance with the Articles of Association and at the recommendation of Coöperatie FromFarmers U.A. as holder of the priority share in the capital of the Company, has submitted to the AGM a binding nomination to appoint Ms E.M. Vroege as a member of the Supervisory Board for a four-year term expiring at the end of the AGM of 2030.

Ms E.M. Vroege is also a board member of Coöperatie FromFarmers U.A. and for this reason is not considered to be independent in the sense of best practice provision 2.1.8 of the Code. As explained in the Corporate Governance section of the report of the Executive Board for 2025, the Company deviates from best practice provision 2.1.8 of the Code in relation to members of the Supervisory Board who are also board members of Coöperatie FromFarmers U.A.

The personal details of Ms E.M. Vroege as referred to in Article 2:42 paragraph 3 of the Dutch Civil Code and the motivation for her nomination are as follows:

Name	Elma Vroege
Age (as at the date of convening the meeting)	25 January 1990 (36 years)
Prior relevant positions	Elma Vroege has been a board member of Coöperatie FromFarmers U.A. since 17 April 2025. She also runs a mixed family business in agriculture and is actively involved in agricultural development, innovation and sectoral advocacy, including as treasurer of the local LTO.
Prior and current relevant Supervisory Board positions	N/A
Shares/depositary receipts for shares in ForFarmers N.V. (and/or options/rights to purchase depositary receipts/shares) and participation accounts of Coöperatie FromFarmers U.A.	Elma Vroege holds no shares or depository receipts for shares in ForFarmers N.V. She has a shareholding in a company that has 20.544 participation accounts in Coöperatie FromFarmers U.A.
Motivation	The Supervisory Board is pleased to propose Elma Vroege as a candidate for the Supervisory Board. As a board member of Coöperatie FromFarmers U.A., she focuses on representing the interests of members and, thanks in part

	to her experience as an agricultural entrepreneur, she brings valuable knowledge in the field of sustainable energy and business optimisation. As a member of the Supervisory Board, she will be able to make a valuable contribution to the further implementation of ForFarmers' strategy and mission. Given the current composition of the Supervisory Board, the appointment of Elma Vroege will continue to promote diversity in terms of gender and background in terms of education and professional experience.

In relation to this agenda item and in accordance with the provisions of article 23.2 of the Articles of Association the AGM can overrule the binding nature of a nomination with a resolution adopted by over half of the votes cast in a meeting at which at least one-third of the issued share capital is represented.

8.5 Resignation of Mr. V.A.M. Hulshof as a member of the Supervisory Board (*for information*)

9. Designation of the body authorised to issue shares, to grant rights to subscribe to shares and to restrict or exclude the pre-emptive right (*resolution*)

9.1 Designation of the Executive Board as the body authorised – subject to the approval of the Supervisory Board – to issue ordinary shares and to grant rights to subscribe to ordinary shares for a period of 18 months from the date of this AGM (*resolution*)

It is proposed to designate the Executive Board as the body authorised – subject to the approval of the Supervisory Board – to issue ordinary shares and to grant rights to subscribe to ordinary shares. This authority shall be limited to 10% of the issued ordinary shares (as determined at the close of trade on the date of the AGM). The AGM shall remain authorised for the percentage that has not been delegated to the Executive Board.

The Executive Board is permitted to exercise this authority at its sole discretion, subject to the approval of the Supervisory Board. This enables the Executive Board to, for instance, respond in a timely manner with regard to the financing of the Company. The issue of shares can furthermore serve for example to meet obligations arising from any share schemes.

The designation is requested for a period of 18 months, starting from the date of this AGM, in accordance with current corporate governance practice. The designation granted by the AGM on 17 April 2025 will expire on adoption of this proposed resolution.

9.2 Designation of the Executive Board as the body authorised – subject to the approval of the Supervisory Board – to restrict or exclude the pre-emptive right of shareholders for a period of 18 months from the date of this AGM (*resolution*)

It is proposed to designate the Executive Board as the body authorised – subject to the approval of the Supervisory Board – to restrict or exclude the pre-emptive right in the event of the issue/granting of rights to subscribe to shares pursuant to the delegation of authorities as set out under agenda item 9.1. In accordance with these delegations this designation is limited to a period of 18 months, starting from the date of this AGM. The designation granted by the AGM of 17 April 2025 will expire on adoption of this proposed resolution.

10. Authorisation of the Executive Board – subject to the approval of the Supervisory Board – to have the Company acquire, other than for no consideration, shares (of any category) (*resolution*)

This purchase authorisation provides the Executive Board – subject to the approval of the Supervisory Board – with the required flexibility for example to meet obligations relating to optimisation of the capital structure and to share-based (or depositary receipt-based) incentive schemes.

It is requested to authorise the Executive Board – subject to the approval of the Supervisory Board and subject to the statutory provisions and the provisions set out in the Articles of Association – to have the Company acquire (other than for no consideration) shares and/or depositary receipts for shares (of any category) in its own capital up to a maximum of 10% of the issued share capital of the Company (as determined at the close of trade on the date of the AGM).

The shares or depositary receipts for shares may be acquired on the stock exchange or otherwise, in direct transactions with shareholders, in block trades, by means of derivatives or otherwise at a price per share (or depositary receipt) of between nil and 110% of the average closing price of the ordinary shares on the regulated Euronext Amsterdam market operated by Euronext Amsterdam N.V., calculated over five trading days prior to the date of acquisition.

This authorisation shall apply for a period of 18 months from the date of this AGM. The authorisation as granted by the AGM of 17 April 2025 will expire on adoption of this proposed resolution.

11. Rotation schedule of the Supervisory Board (*for information*)

As of the date of the notice convening the AGM the rotation schedule of the Supervisory Board is as follows.

Name	Year of first appointment	Year of last reappointment	Year of upcoming reappointment
M. Folkers - in 't Hout (**)	2022		2026
R.H.A. Gerritzen (**)	2018	2022	2026
A. den Otter (**)	2020	2024	2028
L. Beyen (**)	2025		2029
V.A.M. Hulshof (*)	2014	2022	N/A

(*) The Company deviates from best practice provision 2.2.2 of the Code with regard to the persons who were members of the Supervisory Board on 1 January 2017; for those persons, the Company applies the principle that they can be reappointed for a third period of four years.

(**) For supervisory directors who have been or will be appointed after the aforementioned date, best practice provision 2.2.2 of the Code will in principle be applied.

12. Any other business

13. Closing