

agenda extraordinary general meeting **Aalberts N.V.**

to be held virtually on
Thursday 30 September 2021
11:00 am (CEST)

1. **Opening**
2. **Appointment of Mr. P.A.M. van Bommel as member of the Supervisory Board** (vote)
3. **Announcements and any other business**
4. **Closing**

explanatory notes

agenda item 2

Appointment of Mr. P.A.M. van Bommel as member of the Supervisory Board (vote)

The Stichting Prioriteit “Aalberts N.V.” (“**Prioriteit**”) wishes to nominate Mr. P.A.M. (Peter) van Bommel as member of the Supervisory Board for a period that will end after the closing of the annual General Meeting to be held in 2025. The financial knowledge of Mr. Van Bommel and his experience at international stock listed companies are a welcome complement to the Supervisory Board. Mr. Van Bommel is former CFO at ASM International N.V., which is a leading international supplier of semiconductor process equipment in the semicon industry. He was former CFO at Philips Semiconductors and NXP and former member of the supervisory board of Neways Electronics International N.V. and KPN N.V. Currently he is a member of the supervisory board of Nedap N.V. and non-executive director of SES S.A.

Mr. Van Bommel holds a master’s degree in Business Economics from the Erasmus University Rotterdam and is, given his education and experience, considered a financial expert. The personal details of Mr. Van Bommel can be found on a separate page of the agenda. Mr. Van Bommel is independent, as defined in the Code.

temporary COVID-19 Justice and Security Act

In compliance with the provisions of the Temporary COVID-19 Justice and Security Act (*Tijdelijke wet COVID-19 Justitie en Veiligheid*), the meeting will be held as virtual meeting and can only be attended by electronic means. As a result, the following will apply to the meeting:

- shareholders will not have physical access to the meeting;
- the integral meeting can be followed by shareholders through a live audio webcast;
- shareholders who have registered on time for the virtual meeting in the manner as described below, have the possibility to submit questions about the item on the agenda until 11:00 am (CEST) on 27 September 2021, exclusively by email to investors@aalberts.com;
- these questions will be answered prior to or ultimately in the meeting (individually or grouped per topic) and questions and answers will also be posted on aalberts.com/generalmeeting;
- only shareholders who have used the option to ask questions prior to the meeting, will be able to ask questions during the meeting, details of this option will be explained at the beginning of the meeting. Whether these questions can be answered during the meeting depend on the circumstances and discretion to be applied by the chairman of the meeting in the interest of an orderly course of the meeting;
- shareholders will not be able to vote during the meeting, but can issue their voting instructions or vote by proxy as set out below.

registration date

Persons registered in one of the registers designated for this purpose by the Supervisory Board and Management Board as shareholders of Aalberts N.V. on 2 September 2021, after close of trading and processing of all settlements (the "**Record Date**"), and who are registered in the manner described below, are entitled to vote and attend the meeting by electronic means. For holders of shares that are traded via the giro-based securities transfer system, the administration of the intermediaries (the "**Intermediary**") as defined in the Dutch Securities Giro Act (*Wet giraal effectenverkeer*) are designated as register.

Shareholders who wish to attend the meeting by electronic means are required to notify ABN AMRO Bank N.V. through their Intermediary. Notification via the Intermediary can take place with effect from 2 September 2021, but no later than 5:00 pm (CEST) on 23 September 2021. Shareholders can also register themselves via abnamro.com/evoting. In all circumstances, the Intermediary will need to issue a statement to ABN AMRO Bank N.V. via abnamro.com/intermediary, no later than 1:00 pm (CEST) on 24 September 2021, stating that the shares were registered in the name of the holder thereof on the Record Date whereupon the holder will receive a proof of registration which will include the details and instructions for attending the meeting by electronic means via a audio webcast. In addition, the Intermediaries are requested to include the full address details of the relevant ultimate beneficial holders in order to be able to verify the shareholding on the Record Date in an efficient manner.

voting instructions and voting by proxy

Shareholders can issue their voting instruction online until 23 September 2021 before 5:00 pm (CEST) via abnamro.com/evoting.

Shareholders may grant a written proxy to civil-law notary Mr. N.A.H. Wolswijk (or his substitute) to vote on those shareholders' behalf by using an authorisation and voting instruction form which can be downloaded at aalberts.com/generalmeeting and is available via abnamro.com/evoting or can be obtained upon request at ABN AMRO via ava@nl.abnamro.com.

In order to vote by written proxy, shareholders must request a confirmation of entitlement from their Intermediary, showing that that they were a shareholder on the Record Date. The confirmation of entitlement and voting instruction form must have been received by Mr. N.A.H. Wolswijk, civil law notary, Koningslaan 35-I, 1075 AB Amsterdam, the Netherlands by regular mail, or if sent electronically, in pdf-format to niels.wolswijk@zuidbroek.com no later than 23 September 2021, 5:00 pm (CEST).

The agenda with explanatory notes and the information regarding the person to be appointed, are available for inspection at the offices of Aalberts and are available on request free of charge from Aalberts (investors@aalberts.com), as well as from ABN AMRO Bank N.V. (ava@nl.abnamro.com).

These documents are also available at aalberts.com/generalmeeting and abnamro.com/evoting.

personal details of the person nominated for appointment as **Supervisory Board member:**

Mr. **P.A.M. (Peter) van Bommel** (1957)

Current relevant (additional) functions

- o member supervisory board Nedap N.V.
- o non-executive board member SES S.A.
- o member of the board of directors Bernhoven Foundation
- o chairman curatorium Executive Master of Finance & Control at the Amsterdam Business School (UvA)

Relevant previous functions

- o CFO ASM International N.V.
- o CFO NXP
- o member supervisory board Neways Electronics International N.V.
- o member supervisory board KPN N.V.

Relevant education

- o MSc Business Economics Erasmus University Rotterdam

Nationality

Dutch

Reason appointment

- o knowledge of an important end market where Aalberts is active; semicon efficiency
- o broad financial and management experience in various international stock listed companies
- o financial expert
- o good fit with the profile and the diversity policy of the Supervisory Board

Number of shares held in the capital of Aalberts N.V.: 0