

## **ANNOUNCEMENT FOR THE ANNUAL GENERAL MEETING OF NEW AMSTERDAM INVEST N.V.**

The annual general meeting ("**AGM**") of the public limited company New Amsterdam Invest N.V. ("**NAI**") will be held on D.V. **6 June 2025 from 10:00 a.m.** at the Van der Valk Hotel, Winthontlaan 4-6, 3526 KV Utrecht, the Netherlands.

The AGM has been convened by the Management Board of NAI (the "**Management Board**") to discuss and resolve on the following:

### **AGENDA**

- 1.** Opening of the AGM.
- 2.** Discussion of the report of the Management Board for the financial year ending on 31 December 2024 ("financial year 2024").
- 3.** Discussion of the report of the Supervisory Board for the financial year 2024.
- 4.** Discussion of the annual accounts of NAI for the financial year 2024.
- 5.** Adoption of the annual accounts of NAI for the financial year 2024 (vote).
- 6.** Discussion of the remuneration report for the financial year 2024 (advisory vote).
- 7.** Granting of discharge to each member of the Management Board in respect of the performance of their duties in the financial year 2024 (vote):
  - i. Aren van Dam;
  - ii. Arie Johannes Maarten van Dam;
  - iii. Cornelis Maartinus Verkade; and
  - iv. Elisha Sjemtov Evers.
- 8.** Granting of discharge to each member of the Supervisory Board of NAI in respect of the performance of their duties in the financial year 2024 (vote):
  - i. Jan Louis Burggraaf;
  - ii. Paulus Johannes Steman; and
  - iii. Elbert Dijkgraaf.
- 9.** Reappointment of each member of the Supervisory Board of NAI (vote):
  - i. Jan Louis Burggraaf for a period of four years ending after the general meeting in 2029;
  - ii. Paulus Johannes Steman for a period of four years ending after the general meeting in 2029;and
  - iii. Elbert Dijkgraaf for a period of four years ending after the general meeting in 2029.
- 10.** Authorization of the Management Board to acquire fully paid-up ordinary shares or share certificates in the own capital of NAI (vote).
- 11.** Designation of the Management Board as the authorized body to issue ordinary shares in the capital of NAI (vote).
- 12.** Designation of the Management Board as the competent body to limit or exclude the statutory preferential right upon the issue of ordinary shares in the capital of NAI (vote).
- 13.** Reappointment of BDO Audit & Assurance B.V. as external independent accountant of NAI for the financial year ending on 31 December 2025 (vote).
- 14.** Ratification of the share premium reserve distribution on 20 December 2024 in the amount of € 0.1125 per ordinary share (vote).
- 15.** Decision on dividend distribution for the financial year 2024. With the approval of the supervisory board and the meeting of holders of priority shares, the Management Board proposes not to pay a final dividend for 2024 (vote).
- 16.** Any other business and closing of the AGM.

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**The procedures for registration, representation and voting at the AGM to be held on D.V. 6 June 2025 at 10:00 in Utrecht are described below.**

### **1. AGM DOCUMENTATION**

The following AGM documentation is available on the NAI website

(<https://www.newamsterdaminvest.nl/>):

- this notice of the AGM including the agenda;
- the explanation of the agenda of the AGM;
- the annual report of NAI for the financial year 2024 (including the annual accounts of NAI for the financial year 2024 and the statement of the external auditor).

This documentation can also be viewed, by prior arrangement with NAI, at the offices of NAI, Herengracht 474, 1017 CA Amsterdam. If you as a shareholder wish to receive a copy of the documentation, NAI will make it available to you free of charge. To receive the documentation by e-mail, please send your request to the following e-mail addresses:

[mariette@newamsterdaminvest.com](mailto:mariette@newamsterdaminvest.com) with a copy to [frans@newamsterdaminvest.com](mailto:frans@newamsterdaminvest.com).

### **2. REGISTRATION DATE**

Shareholders of NAI who are entitled to vote and attend meetings on **9 May 2025 at 17:40 hours** (the "**Registration Date**") after processing all book-entry settlements of that day and who are registered as such as shareholders in one of the NAI registers designated for this purpose by the Management Board, are entitled to participate in the AGM, provided that they subsequently register in the manner described below. Changes in the shareholding of a shareholder after the Registration Date will not affect the right to participate in the AGM.

The Management Board has designated the following registers:

- (i) for the book-entry shares held via Euroclear Nederland: the administrations of the banks and brokers that are intermediaries of Euroclear Nederland within the meaning of the Giro Securities Transactions Act; and
- (ii) for the registered shares held by persons registered in the NAI shareholders' register: the NAI shareholders' register maintained by the Management Board.

### **3. REGISTRATION AGM**

Holders of bank shares who wish to attend the AGM must register with ABN AMRO Bank N.V. (via [www.abnamro.com/evoting](http://www.abnamro.com/evoting)) or via their intermediary. Registration is possible from **9 May 2025 up to and including 30 May 2025 at 5:00 p.m.**

No later than **2 June 2025 at 1:00 p.m.**, the relevant intermediary must provide ABN AMRO Bank N.V. (via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary)) with a statement confirming that the shares were registered in the name of the relevant shareholder on the Record Date and are being submitted for registration. Furthermore, the intermediary must provide the full address details of the relevant shareholder when registering in order to enable ABN AMRO Bank N.V. to efficiently verify the shareholding on the Record Date. Holders of registered shares will be contacted individually by ABN AMRO Bank N.V. regarding the registration for the AGM. Holders of registered shares who wish to attend the AGM must register with ABN AMRO Bank N.V., they will receive an email about this on or after **9 May 2025** from the email address [corporate.broking@nl.abnamro.com](mailto:corporate.broking@nl.abnamro.com). Registration is possible from **9 May up to and including 30 May 2025 at 5:00 p.m.**

### **4. ATTEND AND VOTE AT THE AGM**

Shareholders can vote at the AGM in the following three ways:

- (i) By giving voting instructions via electronic proxy; or
- (ii) By giving voting instructions via the proxy form; or
- (iii) By physically attending the AGM and voting on site.

(i) By giving voting instructions via electronic proxy.

Holders of book-entry shares and/or registered shares, who are entitled to cast a vote at the AGM and have been correctly and timely registered, can issue an electronic voting instruction to the

company secretary Frans (F.J.J.) Scheefhals or his deputy (the "**Secretary**") (via [www.abnamro.com/evoting](http://www.abnamro.com/evoting)) as of **10 May 2025**. The company secretary will attend the AGM and vote in accordance with the proxies and voting instructions given to him. The electronic voting instructions can be given until **5:00 p.m. on 30 May 2025** at the latest.

(ii) Voting instructions via the proxy form

Holders of book-entry shares and/or registered shares who are entitled to vote at the AGM and have been registered correctly and on time, can grant a written proxy to the Secretary as of May 9, 2025. In that case, the Secretary is entitled to attend the AGM on behalf of the shareholder and to vote in accordance with the voting instructions given. Shareholders who wish to issue a voting instruction via form must contact NAI via [mariette@newamsterdaminvest.com](mailto:mariette@newamsterdaminvest.com) no later than **30 May 2025**. In order to be able to vote validly at the AGM, a holder of book-entry shares must be sent the proxy form together with and simultaneously with a confirmation from the intermediary with regard to the number of book-entry shares that the shareholder in question holds on the Record Date. A written proxy may be issued without voting instructions. In the event that a written proxy is issued to the Secretary without voting instructions, the written proxy shall be deemed to contain voting instructions for all proposals as made by the Management Board.

(iii) Voting on the spot

Holders of book-entry shares and/or registered shares who are entitled to attend the AGM and have registered correctly and on time will receive a registration certificate that also serves as an admission ticket for the AGM. Those entitled to attend the AGM or their representatives must identify themselves on the spot by bringing a valid identity document (valid passport, driving licence or identity card) in addition to their registration certificate.

In order to guarantee a quick registration, visitors who wish to vote in person during the AGM are requested **to register at the registration desk no later than 09:45. The registration desk is closed after 10:00.**

At the start of the AGM, each person entitled to vote will receive an electronic voting device. The electronic voting device can be used to vote for, against or blank when a resolution is put to the vote during the AGM.

## **5. NUMBER OF OUTSTANDING SHARES**

On the date of the notice of the AGM, the number of issued and subscribed capital of NAI amounts to 6,185,255 ordinary shares, 73,653 promoter shares and 5 priority shares. One vote can be cast on each share. NAI holds 943,558 shares in its own capital, on which no votes can be cast. In total, 5,241,697 votes can be cast at the AGM.

**25 April 2025**

New Amsterdam Invest N.V.

Management Board