



**PB Holding N.V.**  
Pieter Braaijweg 6  
Amsterdam - Duivendrecht

Postbus 94949  
1090 GX Amsterdam  
[www.pb-holding.nl](http://www.pb-holding.nl)  
[secretariaat@pb-holding.nl](mailto:secretariaat@pb-holding.nl)

## Convening Notice for the General Meeting of PB Holding N.V.

The Convening Notice and the Agenda with notes are published on the company's website, [www.pb-holding.nl](http://www.pb-holding.nl) (under Investor Relations and then General Meeting).

Shareholders, proxies and other persons entitled to attend the meeting must be able to show proof of identity on arrival. The Supervisory Board of PB Holding N.V., established in Amsterdam, invites shareholders to attend a

### General Meeting

The General Meeting will be held at 10:00 hours on Wednesday 12 May 2022. Attendance is possible from 09:45 hours. The meeting will be held at PB Holding N.V., Pieter Braaijweg 6, Amsterdam-Duivendrecht.

1. Opening and announcements
2. Discussion of the Report of the Management Board for the 2021 financial year (*for discussion*)
3. Adoption of the financial statements for 2021 (*for vote*)
4. Profit appropriation
  - a. Reservation- and dividend policy (*for discussion*)
  - b. Dividend (*for discussion*)
5. Discharge
  - a. Granting discharge to the members of the Management Board (*for vote*)
  - b. Granting discharge to the members of the Supervisory Board (*for vote*)
6. Remuneration
  - a. Remuneration Report 2021 (*for discussion*)
  - b. Changing the Remuneration policy for the Supervisory Board (*for vote*)
  - c. Changing the Remuneration policy for the Management Board (*for vote*)
7. Composition of the Supervisory Board
  - a. Resignation of Mr. H. ten Hove (*for discussion*)
8. Corporate Governance
  - a. Amendment of the Articles of Association concerning the minimum number of members of the Supervisory Board (*for vote*)
9. Authorisation of the Supervisory Board to appoint a registered auditor (*for vote*)
10. Authorisation of the Management Board to repurchase own shares (*for vote*)
11. Issuance of shares and limitation or exclusion of the preferential right
  - a. Designation of the Management Board for issuance of shares (*for vote*)
  - b. Designation of the Management Board to limit or exclude the preferential right (*for vote*)



**PB Holding N.V.**  
Pieter Braaijweg 6  
Amsterdam - Duivendrecht

Postbus 94949  
1090 GX Amsterdam  
[www.pb-holding.nl](http://www.pb-holding.nl)  
[secretariaat@pb-holding.nl](mailto:secretariaat@pb-holding.nl)

12. Presentation by Bovemij
13. Any Other Business
14. Close

**Registration date** Persons entitled to attend and vote at this meeting are those entered as such in a (sub)register on 14 April 2021 (the 'Registration Date'), after processing of all transactions as per this date, and who have applied in the manner described below. These (sub)registers are the records of the Intermediaries as defined in the Securities Giro Transfer Act (Wet giraal effectenverkeer), under 'Intermediar' and the register of the Company.

**Registration** Holders of shares wishing to attend the meeting in person or by proxy should inform the company accordingly through the Intermediary with which their shares are held or via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) no later than 17:00 hours on Thursday 5 May 2022.

The Intermediaries must provide a statement showing the number of shares held by the shareholder in question on the Registration Date and are to be registered to ABN AMRO via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary) no later than 13:00 hours on Friday 6 May 2022. The Intermediaries are requested to provide full address details of the shareholders in question with the registration to enable efficient checking of shareholdership on the Registration Date. ABN AMRO will issue a certificate of registration to these shareholders through their respective Intermediaries which will serve as the attendance card for the meeting.

Shareholders who will not attend the meeting in person, can provide voting instructions to the Company to vote on his/her behalf, provided registration for the meeting has taken place in accordance with the above. Shareholders are able to provide electronic voting instructions via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) no later than 17:00 hours on 5 May 2022.

**Appointment of a proxy** Shareholders wishing to be represented must submit a proxy form legally signed by them (either on the reverse of the certificate of registration or otherwise) to the Company not later than Thursday 5 May 2022. The signed proxy form must have been received by the Company by post or sent in digital form to the following e-mail address by Thursday 5 May 2022: [secretariaat@pb-holding.nl](mailto:secretariaat@pb-holding.nl). Proxy forms are available free of charge from the offices of the Company and via the website [www.pb-holding.nl](http://www.pb-holding.nl).

**Total number of shares and voting rights** The issued capital of PB Holding consists of 5,925,000 shares. On the date of the convening notice for the meeting, PB Holding owns 250,000 of its own shares, meaning there are 5,675,000 shares entitled to vote.

Shareholders are advised to regularly check the website ([www.pb-holding.nl](http://www.pb-holding.nl)) for any further announcements concerning the Extraordinary General Meeting.

Amsterdam, 31 March 2022

PB Holding N.V.