



Sligro Food Group N.V.

General Meeting

Shareholders of Sligro Food Group N.V. are convened for the Annual General Meeting to be held at 10.30am on Wednesday 24 March 2021 (the "Meeting").

The agenda specifies which items will be submitted to the Meeting for resolution. The other items are for information purposes only.

Agenda

1. Opening remarks and notices
2. Minutes of the General Meeting of Sligro Food Group N.V. of 9 June 2020 (already adopted)
3. Executive Board report for the 2020 financial year
4. Annual report and financial statements
 - a. Advisory vote on the Remuneration Report (resolution)
 - b. Presentation by the auditor on the audit of the financial statements
 - c. Adoption of the 2020 financial statements (resolution)
 - d. Provision and Dividend Policy
 - e. No profit distribution for 2020
 - f. Grant of full discharge from liability to the members of the Executive Board in respect of their management (resolution)
 - g. Grant of full discharge from liability to the members of the Supervisory Board in respect of their supervision (resolution)
5. Authorisation of the Executive Board to repurchase shares (resolution)
6. Extension of the term of the Executive Board's authority to:
 - a. issue shares (resolution)
 - b. limit or exclude shareholders' pre-emptive rights in a share issue (resolution)
7.
 - a. Proposal to amend the articles of association (resolution)
 - b. Proposal for authorisation to sign the deed of amendment to the articles of association (resolution)
8. Remuneration of members of the Supervisory Board (resolution)
9. Reappointment of Mr G. van de Weerdhof to the Supervisory Board of Sligro Food Group N.V. (resolution)
10. Any other business and closing remarks

As of today, the 2020 annual report and the full agenda with notes and appendices are available on the website of Sligro Food Group N.V. (www.sligrofoodgroup.nl).

These documents are, also as of today and until conclusion of the Meeting, available for inspection at the offices of Sligro Food Group N.V. (Corridor 11, 5466 RB Veghel, +31 (0)413 34 35 00). Copies can be obtained free of charge there, as well as at Van Lanschot Kempen Wealth Management N.V. (Beethovenstraat 300, 1077 WZ Amsterdam, +31 (0)20 348 95 55, email: proxyvoting@kempen.nl).

Temporary COVID-19 Justice and Safety Act

In compliance with the provisions of the 'Temporary COVID-19 Justice and Safety Act' (*Tijdelijke wet COVID-19 Justitie en Veiligheid*), the Meeting can only be attended by electronic means. As a result, the following will apply for this year's Meeting:

- Shareholders will not have physical access to the Meeting.
- Shareholders who have registered for the Meeting on time in the manner detailed below, may attend the Meeting virtually using Microsoft Teams.
- Shareholders who have registered on time in the manner detailed below will have the opportunity to ask questions about the items on the agenda as specified in this notice, from Thursday 18 March 2021 until 10.30am on Sunday 21 March 2021 and exclusively by email to AVA@sligro.nl.
- These questions will be answered at the Meeting, possibly by addressing certain themes to which multiple questions relate, and questions and answers will also be posted on the www.sligrofoodgroup.nl website.
- Shareholders may submit no more than two questions in advance per item on the agenda (for example: 6A and 6b are two items) and no more than five questions in total. Insofar as is reasonable to ensure an orderly Meeting, the answers to these questions will be incorporated into the presentations and/or answered separately under the agenda item to which the questions refer. If more than five questions are asked, only the first five will be answered. Questions submitted in advance must be in Dutch or English.
- Please specify the following for each question asked in advance and each question posed during the Meeting:
 - a) the item on the agenda to which the question refers;
 - b) the name of the shareholder in question; and,
 - c) if the shareholder is not a natural person, the name of the natural person who is asking the question on behalf of the shareholder.By specifying this information, permission is given for this information to be posted on the Sligro Food Group website.
- Only shareholders who have registered for the Meeting in the manner detailed below and attend the Meeting using Microsoft Teams will be able to ask a limited number of further questions using Microsoft Teams during the 'Any other business' section of the Meeting, albeit on certain conditions that will be set by the chairman during the Meeting in the interest of ensuring an orderly Meeting. In this way, we are fulfilling the joint call upon listed companies, made on 2 February 2021 by Eumedion, the Association of Investors for Sustainable Development VBDO and the Investors Association VEB, to give shareholders the opportunity to ask questions live during the AGM.
- The Meeting will be held in Dutch.
- In line with the Corporate Governance Code, the Chairman of the Meeting is responsible for ensuring an orderly Meeting in order to facilitate a fruitful discussion during the Meeting. The Chairman of the Meeting may therefore deviate from the above rules during the meeting if he considers that to be reasonable to ensure an orderly meeting and a fruitful discussion.
- Shareholders will only be able to vote in the manner detailed below.

Registration date

For this Meeting, anyone who is registered as a shareholder in a designated register or sub-register on 24 February 2021 (the 'Registration Date') after processing of all additions and removals as of that date, and who has also been registered in the manner detailed below, is considered entitled to vote and attend the meeting. The register and sub-register designated for this purpose is made up of the records of all institutions affiliated with the Dutch Central Securities Depository ('Euroclear

Nederland') as defined in the Securities (Bank Giro Transactions) Act (*Wet Giraal Effectenverkeer*).

Registration and representation

Shareholders who wish to attend the Meeting using Microsoft Teams can register in writing until 4pm on 19 March 2021, through their bank, with Van Lanschot Kempen Wealth Management N.V. (by fax on +31 (0)20 348 95 49 or by email to proxyvoting@kempen.nl). This registration must be accompanied by a confirmation issued by the Euroclear Nederland-affiliated institution in whose records they are registered for the shares, showing that these shares are registered in their name on the Registration Date. These shareholders will receive confirmation of receipt through their bank.

An email address must be specified when registering in this manner. An invitation to enable virtual attendance at the Meeting using Microsoft Teams will be sent to that email address. These invitations will be sent to the email addresses no later than 24 hours prior to the Meeting. If you do not receive an invitation, please contact your bank or intermediary to check that the correct email address was provided.

Voting: by proxy only and voting instructions

Shareholders can only exercise their voting right by, prior to the Meeting, authorising the proxy designated by Sligro Food Group N.V. (using the 'Voting proxy and instructions' form attached to this notice) to vote on their behalf and giving the proxy voting instructions on how to vote at the Meeting. The shareholder must subsequently register their shares in the manner detailed above, on submission of an electronic or paper copy of the proxy. Voting proxy and instructions forms are available free of charge from the Company (+31 (0)413 34 35 00) or on www.sligrofoodgroup.nl. The voting proxy and instructions form completed by shareholders must have been received by the Company and processed in the electronic voting platform (EVO) through their bank or broker by 4pm on 19 March 2021.

The Company's issued share capital and voting rights

As at the date of the notice, the Company's issued share capital totals €2,655,300.90, consisting of 44,255,015 ordinary shares with a nominal value of €0.06 each.

The number of voting rights as at that date amounts to 44,143,415 (111,600 shares repurchased).

Veghel, 10 February 2021

Executive Board, Sligro Food Group N.V.