



Sligro Food Group N.V.

## General Meeting

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Shareholders of Sligro Food Group N.V. are convened for the Annual General Meeting to be held at 10.30 a.m. on Wednesday 23 March 2022 at Corridor 11 (5466 RB) Veghel (the "Meeting").

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

### Agenda

1. Opening remarks and announcements
2. Minutes of the General Meeting of Sligro Food Group N.V. of 24 March 2021 (already adopted)
3. Executive Board report for the 2021 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 2021 financial statements (resolution)
  - d. Provision and Dividend Policy
  - e. Profit distribution for 2021
  - 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. Supervisory Board
  - a. Mr Pieter Boone's retirement from the Supervisory Board of Sligro Food Group N.V. and the process of finding a successor
  - b. Appointment of Ms Angelique de Vries - Schipperijn to the Supervisory Board of Sligro Food Group N.V. (resolution)
  - c. Appointment of Ms Inge Plochaet to the Supervisory Board of Sligro Food Group N.V. (resolution)
  - d. Appointment of Mr Aart Duijzer to the Supervisory Board of Sligro Food Group N.V. (resolution)
8. Any other business and closing remarks

The 2021 annual report and the full agenda with notes and appendices are available as from today on the Sligro Food Group N.V. website. ([www.sligrofoodgroup.nl](http://www.sligrofoodgroup.nl))

These documents will also be available for inspection during office hours from today until the end of the Meeting, at the offices of Sligro Food Group N.V. (Corridor 11, 5466 RB Veghel, +31 (0)413 34 35 00) and at Van Lanschot Kempen N.V. (Beethovenstraat 300, 1077 WZ Amsterdam, +31 (0)20 34 89 555, email: [proxylvoting@kempen.nl](mailto:proxylvoting@kempen.nl)) free of charge.

### **Registration date**

For this Meeting, anyone who is registered as a shareholder in a designated register or sub-register on 23 February 2022 (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**

Holders of shares who wish to attend the Meeting in person or by proxy can register in writing until 4 p.m. on 18 March 2022, through their bank, with Van Lanschot Kempen N.V. (by fax on +31 (0)20 348 95 49 or by email to [proxyvoting@kempen.nl](mailto: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. Through their bank, these shareholders will receive a receipt that serves as an admission ticket to the Meeting.

### **Proxies and voting instructions**

Holders of shares who do not wish to attend the Meeting in person may grant a written proxy and voting instructions to a third party to cast a vote on their behalf at the Meeting. In that case, the shareholder must register their shares in the manner described above and provide an electronic or paper copy of the proxy. Proxy and voting instruction forms are available free of charge from the Company (+31 (0)413 34 35 00) or on [www.sligrofoodgroup.nl](http://www.sligrofoodgroup.nl). The proxy must present the receipt and a copy of the proxy for the Meeting at the registration desk.

### **Attendance registration**

Shareholders or their proxies can only exercise their voting and meeting rights at the Meeting if they are registered prior to the Meeting. This attendance registration will take place on the basis of the receipt at the entrance to the meeting room from 9.30 a.m. until the start of the Meeting. Upon request, shareholders or proxies shall provide valid identification.

### **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 44,170,415 (84,600 shares repurchased).

### **Live stream**

If they so wish, shareholders may provide an email address, only in the event of a valid registration as referred to above. Via that email address, these shareholders will receive a link to a live stream that will allow them to follow the Meeting as a listener. It is not possible to vote, ask questions or take part in the discussion via the live stream. This is only possible upon valid registration as a shareholder and physical attendance of the Meeting in person or by proxy. The live stream is only provided this year due to COVID-19.

### **Asking questions before the meeting**

- Shareholders who have registered on time in the manner detailed above will have the opportunity to ask questions about the items on the agenda as specified in this notice, from Monday 14 March 2022 until Thursday 17 March 2022 and exclusively by email to [AVA@sligro.nl](mailto:AVA@sligro.nl).

- A selection of these questions will be answered at the Meeting, possibly by addressing certain themes to which multiple questions relate.
- Shareholders may submit no more than a total of 5 questions in advance.
- 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 providing this information, you also grant permission for the information to be posted on the Sligro Food Group website.

Shareholders or their proxies who have registered properly and physically attend the Meeting will also have the opportunity to ask questions during the Meeting.

### **COVID-19 developments**

We expect to be able to hold a physical Meeting in Veghel again on 23 March 2022. Of course, we will observe the applicable guidelines of the central government. If the regulations change in the coming period up to and including the Meeting, this may have consequences for the Meeting and for what is stated in this notice. If that is the case, we will publish up-to-date information on [sligrofoodgroup.nl](http://sligrofoodgroup.nl) as soon as possible.

Veghel, 9 February 2022

Executive Board, Sligro Food Group N.V.