

**Minutes of the Extraordinary General Meeting of Shareholders (EGM) of Pepco Group N.V.,  
having its official seat in Amsterdam, the Netherlands, held on 6<sup>th</sup> June 2024 at 14:30 (CET)**

**Chair:** Ned Staple, General Counsel of Pepco Group N.V. (Pepco Group or the Company)

**Secretary:** Kirstie Parr, company secretary (the Secretary)

**Agenda Item 1: Opening**

The Chair opened the meeting at 14:30 (CET) and welcomed the persons present to the meeting. He then invited the Secretary to run through a few technical considerations. The Secretary explained that the webcast was streamed on the Company's website.

The meeting was conducted in English, in accordance with the articles of association of the Company and was recorded for the purpose of preparing minutes of the meeting. Shareholders had the opportunity to submit questions prior to the meeting; no questions were received. The Secretary acted as secretary of the meeting. Tijmen Klein Bronsvoot, acting as deputy on behalf of the notary Mr Voogt, was present to oversee the meeting. The Secretary notified the meeting that the holders of 432,401,097 shares were present or represented in the meeting, amounting to 75% of the issued capital of the Company on the record date and on the date of the meeting. This represented an equal number of votes. She concluded that the requirements relevant to the convening and holding of the meeting were met and the meeting could validly resolve on the matters put forward on the agenda.

**Agenda Item 2.a: Appointment of Stephan Borchert as an executive member of the Board**

In the absence of any questions, the Chair asked the Secretary to share the voting results. According to the statutory regulations, votes abstained are considered non-casted votes. The Secretary showed that in respect of this agenda item there were 100,756 abstentions, 2,350,949 votes against the proposal and 429,945,392 votes in favour of the proposal, which means that 99.43% of the votes were cast in favour of the proposal.

**Agenda item 2.b: Appointment of Frederick Arnold as a non-executive member of the Board**

The Secretary showed that in respect of this agenda item there were 0 abstentions, 10,373,937 votes against the proposal and 422,027,260 votes in favour of the proposal, which means that 97.60% of the votes were cast in favour of the proposal.

**Agenda Item 3: Amendments to the Company's Directors' Remuneration Policy**

The Chair stated that policy revisions were proposed to reflect the time and effort spent by the Non-Executive directors, to align with market conditions, introduce the share matching plan, to reflect the current VCP and PSP position and as required to further the interests of the Company and its stakeholders. Further detail was given in the explanatory notes.

The Secretary showed that in respect of this agenda item there were 2,001,411 abstentions, 11,631,707 votes against the proposal and 418,767,979 votes in favour of the proposal, which means that 96.85% of the votes were cast in favour of the proposal.

#### **Agenda Item 4: The Share Matching Plan**

This was detailed in the agenda and explanatory notes.

The Secretary showed that in respect of this agenda item there were 0 abstentions, 3,152,793 votes against the proposal and 429,248,304 votes in favour of the proposal, which means that 99.27% of the votes were cast in favour of the proposal. The proposal was adopted.

#### **Agenda item 5: Closing**

The Chair continued and concluded that there were no other questions or other items to discuss under "Any other business". The voting results of the meeting were published on the website, shortly after the meeting. He stated that the draft minutes of the meeting will be available on the Company's website at the latest three months after the date of the meeting. After this date, shareholders have another three months to submit their comments prior to the adoption of the minutes. The Chair closed the meeting at 14:35 (CET).