

## **NOTICE CONVENING THE ANNUAL GENERAL MEETING OF CABKA N.V.**

Cabka N.V. (the "**Company**") invites its shareholders to attend the Company's annual general meeting, to be held on Thursday 8 June 2023 at 14:00 CEST at Euronext Amsterdam, Beursplein 5, 1012 JW Amsterdam, the Netherlands. Registration for admission to the annual general meeting starts at 13:00 CEST. The language of the annual general meeting shall be English.

### **AGENDA**

- 1. Opening**
- 2. Financial year 2022**
  - (a) report of the management board for the financial year 2022
  - (b) remuneration report for the management board and supervisory board for the financial year 2022 (advisory voting item)
  - (c) adoption of the company and consolidated financial statements for the financial year 2022 including appropriation of the net result for the financial year 2022 (voting item)
  - (d) distribution in relation to the financial year 2022 and related amendments of the articles of association (voting item)
- 3. Discharge**
  - (a) discharge of the managing directors for the financial year 2022 (voting item)
  - (b) discharge of the supervisory directors for the financial year 2022 (voting item)
- 4. Reappointment of the external auditor for the financial year 2023 (voting item)**
- 5. Appointment of managing director (voting item)**
- 6. Amendment of the remuneration policy of the supervisory board (voting item)**
- 7. Amendment of the remuneration policy of the management board (voting item)**
- 8. Authorization of the management board, subject to approval of the supervisory board, to repurchase ordinary shares (voting item)**
- 9. Designation of the management board, subject to approval of the supervisory board, as the competent body to (i) issue ordinary shares and (ii) restrict or exclude pre-emptive rights upon issuance of ordinary shares (voting item)**
- 10. Business update**
- 11. Any other business**
- 12. Closing**

## AVAILABILITY OF MEETING DOCUMENTS

The agenda with explanatory notes, the 2022 annual report (which contains the 2022 company and consolidated financial statements and the information as meant in section 2:392 paragraph 1 Dutch Civil Code), the proposed revised remuneration policy for the supervisory board of the Company and the proposed revised remuneration policy for the management board of the Company (the "**Management Board**") are made available on <https://investors.cabka.com/corporate-governance/shareholder-meetings>. These documents are also made available by ABN AMRO Bank N.V. ("**ABN AMRO**") and can be downloaded from [www.abnamro.com/evoting](http://www.abnamro.com/evoting), and are available for review by shareholders (by appointment through [IR@cabka.com](mailto:IR@cabka.com)) at the office of the Company.

## RECORD DATE

The Management Board has determined that for this meeting the persons who will be considered as entitled to attend the meeting, are those holders of shares who on Thursday 11 May 2023, after close of trading on Euronext Amsterdam (the "**Record Date**"), hold those rights and are registered as such in one of the following (sub)registers:

- for holders of deposit shares: the administrations of the banks and brokers which are intermediaries according to the Dutch Securities Giro Transactions Act (*Wet giraal effectenverkeer*);
- for holders of non-deposit shares: the shareholders' register of the Company.

## REGISTRATION TO VOTE

Shareholders are entitled to vote up to the total number of shares that they held at the close of trading at the Record Date, provided they have registered their shares timely.

Upon registration via ABN AMRO (via [www.abnamro.com/evoting](http://www.abnamro.com/evoting)) shareholders will be requested to specify if they will attend the meeting in-person. Alternatively, shareholders may also grant a proxy to vote as referred to below.

**A holder of deposit shares (electronic securities)** who wishes to attend the meeting in-person must register with ABN AMRO (via [www.abnamro.com/evoting](http://www.abnamro.com/evoting)) as of the Record Date and no later than Thursday 1 June 2023, 17:00 CEST. A confirmation by the intermediary in which administration the holder is registered for the deposit shares (the "**Intermediary**") must be submitted to ABN AMRO (via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary)), stating that such shares were registered in his/her name at the Record Date. This confirmation should be provided by the Intermediary to ABN AMRO no later than Friday 2 June 2023, 13:00 CEST. With this confirmation, Intermediaries are furthermore requested to include the full address details of the relevant holder in order to be able to verify the shareholding on the Record Date in an efficient manner. The receipt (of registration) to be supplied by ABN AMRO will serve as admission ticket to the meeting for those attending the meeting in-person.

**A holder of non-deposit shares** who wishes to attend the meeting must register no later than Thursday 1 June 2023, 17:00 CEST, in the manner as set out in the letter of notification.

## **VOTING BY PROXY**

Notwithstanding the obligation to register for the meeting, the right to attend and to vote at the meeting may be exercised by a holder of a written proxy. A form of a written proxy is available free of charge in the manner set out under "Availability of meeting documents" above. The written proxy must be received by the Company no later than on Thursday 1 June 2023, 17:00 CEST. A copy of the proxy will need to be presented at the registration for admission to the meeting.

The proxy to represent a shareholder that includes a voting instruction may (but needs not) be granted electronically to B.J. Kuck, civil-law notary in Amsterdam, or his deputy, via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) no later than Thursday 1 June 2023, 17:00 CEST. The Intermediaries must submit to ABN AMRO a confirmation including the number of shares notified for registration and held by that shareholder at the Record Date. This confirmation should be provided by the Intermediary to ABN AMRO no later than Friday 2 June 2023, 13:00 CEST.

If you intend to instruct your Intermediary for any of the above, please be aware that their deadlines could be a number of days before those mentioned above. Please check with the individual Intermediaries as to their cut-off dates.

## **REGISTRATION AND IDENTIFICATION AT THE MEETING**

Registration for admission to the meeting will take place from 13:00 CEST until the commencement of the meeting at 14:00 CEST. After this time registration is no longer possible. Persons entitled to attend the meeting may be asked for identification prior to being admitted by means of a valid identity document, such as a passport or driver's license.

## **ISSUED CAPITAL AND VOTING RIGHTS**

At the start of trading on Euronext Amsterdam on the date of this notice, the Company's total issued share capital amounted to 40,467,969 shares, which shares comprise a total number of voting rights of 40,467,969. Of these shares an amount of 15,989,978 shares are held in treasury.

For further information, please see the Company's website <https://cabka.com/newsroom/> or contact us by email at [IR@cabka.com](mailto:IR@cabka.com).

The supervisory board

The management board

Amsterdam, 27 April 2023