



AGENDA
of the Annual General Meeting of Shareholders of

HOLLAND COLOURS NV

to be held on Thursday, July 9, 2026 at 10:00 hrs CEST
at the office of the Company, Halvemaanweg 1, Apeldoorn

1. Opening
2. Report of the Board of Management on the financial year 2025/2026
3. Financial Statements 2025/2026
 - a) Advisory vote regarding the remuneration report financial year 2025/2026 (advisory vote)
 - b) Adoption of the financial statements 2025/2026 (voting item)
 - c) Compliance with the Dutch Corporate Governance Code
4. Reserves and dividend policy
5. Profit appropriation and dividend (voting item)
6. Discharge of the Board of Management (voting item)
7. Discharge of the Supervisory Board (voting item)
8. Composition of Board of Management
 - a) Re-appointment of Mr C.W.H. Vinke as Statutory Director (voting item)
 - b) Re-appointment of Mr. E.M.S. Hamersveld as Statutory Director (voting item)
9. Composition of the Supervisory Board
Re-appointment of Mr. G.H. de Heer as member of the Supervisory Board (voting item)
10. Remuneration
Adoption of the (revised) remuneration policy of the Supervisory Board (voting item)
11. Re-appointment external auditor (voting item)
12. Update Strategy Holland Colours Group
13. Authorization to the Board of Management, subject to the approval of the Supervisory Board, to acquire ordinary shares in the Company on behalf of the Company (voting item)
14. Any other business
15. Closure



The Annual Report 2025/2026, including the financial statements as well as the information in relation to the re-appointment of a member of the Supervisory Board and the appointment of two members of the Supervisory Board, will be available for inspection at the office the Company, Halvemaanweg 1, 7323 RW Apeldoorn, The Netherlands, +31 55 368 07 00. This information is also available on www.hollandcolours.com.



Explanation

to the agenda of the Annual General Meeting of Shareholders of
Holland Colours NV (also referred to as "the Company")
to be held on July 9, 2026

Notes to item 2

Report of the Board of Management on the financial year 2025/2026

Together with the report of the Board of Management over the financial year 2025/2026, as included in the financial statements 2025/2026, the Board of Management will comment on the business of the Company.

Notes to item 3

Financial statements 2025/2026

a. Advisory vote regarding the remuneration report financial year 2025/2026 (advisory vote)

The remuneration report for the financial year 2025/2026 has been included in the financial statements of the same financial year and will be explained at the General Meeting of Shareholders. In accordance with the provisions of Section 2:135b paragraph 2 of the Dutch Civil Code (Dutch: Burgerlijk Wetboek) the remuneration report 2025/2026 is submitted to the General Meeting of Shareholders for an advisory vote. Proposed is to cast a positive advisory vote.

The remuneration report is included in the Annual Report 2025/2026 and is available on www.hollandcolours.com.

b. Adoption of the financial statements 2025/2026 (voting item)

The financial statements 2025/2026, as included in the Annual Report 2025/2026, are provided with an unqualified auditor's report by KPMG Accountants NV. The Supervisory Board and the Board of Management of Holland Colours NV propose the General Meeting of Shareholders to adopt the financial statements 2025/2026.

c. Compliance with the Dutch Corporate Governance Code

The Dutch Corporate Governance Code 2025 applies to the Company. For an account of the Company's compliance with the Dutch Governance Code reference is made to the section 'Corporate Governance Code' in the 2025/2026 Annual Report.

Notes to item 4

Reserves and dividend policy

In accordance with the Dutch Corporate Governance Code, explanation will be given at the General Meeting of Shareholders on the reserves and dividend policy of the Company.

At least 50% of the net profit will be distributed annually by means of a dividend pay-out, provided the solvability of Holland Colours after distribution is at least 40%. Deviation of this principle may occur in very special circumstances.

Notes to item 5

Profit appropriation and dividend

Adoption of the appropriation of the profit (voting item)

In accordance with its policy for the financial year 2025/2026, it is proposed to adopt the dividend at € 2.02 in cash per ordinary share with a nominal value of € 2.27.

Upon adoption of the dividend proposal by the General Meeting of Shareholders, the dividend will be payable on July 24, 2026.

Notes to item 6

Discharge of the Board of Management (voting item)

It is proposed to discharge the members of the Board of Management from liability for their management of the Company during the financial year 2025/2026, as reflected in the Annual Report 2025/2026.

Notes to item 7

Discharge of the Supervisory Board (voting item)

It is proposed to discharge the members of the Supervisory Board from liability for their supervision during the financial year 2025/2026, as reflected in the Annual Report 2025/2026.

Notes to item 8

Composition of the Statutory Board of Management

a. Re-appointment of Mr. C.W.H. Vinke as Statutory Director (voting item)

It is proposed to re-appoint Mr. C.W.H. Vinke as Statutory Director of Holland Colours NV, in view of his contribution to the company as CEO during his first term and his broad and international experience, his organizational skills, as well as his business-to-business experience. It is proposed to re-appoint Mr. C.W.H. Vinke until April 1, 2027 or – if this is earlier – until a successor has been appointed by the General Meeting of Shareholders. The personal details can be found on a separate page of the agenda.

The Supervisory Board has initiated a structured CEO succession process to ensure continuity of leadership and long-term stability for Holland Colours and its stakeholders, during which Coen Vinke will remain in his role until a successor is appointed

b. **Re-appointment of Mr. E.M.S. van Hamersveld as Statutory Director** (voting item)

It is proposed to re-appoint Mr. E.M.S. van Hamersveld as Statutory Director of Holland Colours, in view of his contribution to the company as CTO during the past eight years and his expertise and long-term experience in colorants and polymer chemistry. It is proposed to re-appoint Mr. E.M.S. van Hamersveld for a period of four (4) years. The personal details can be found on a separate page of the agenda.

Notes to item 9

Composition of the Supervisory Board

Re-appointment of Mr. G.H. de Heer as member of the Supervisory Board (voting item)

Mr. De Heer's second term ends in 2026. In accordance with article 2.2.2 of the Dutch Corporate Governance Code, he is eligible for re-appointment for another period of two years, up to the Annual General Meeting of Shareholders in July 2028. He has made himself available for re-appointment. In accordance with Article 14, paragraph 2 of the articles of association of Holland Colours N.V., Holland Pigments B.V. nominates Mr De Heer for reappointment as a member of the Supervisory Board for a term of two years.

It is proposed to re-appoint Mr. G.H. de Heer as member of the Supervisory Board given his broad economical, general knowledge, his international experience and his valuable contribution during the past two terms. As former General Manager of Holland Colours, he also possesses knowledge of Holland Colours' products and production processes, as well as the relevant markets. The personal details can be found on a separate page of the agenda.

Notes to item 10

Remuneration (voting item)

The Supervisory Board, upon recommendation of the Remuneration committee, proposes to revise the remuneration policy of the Supervisory Board. The proposed remuneration policy of the Supervisory Board is available on www.hollandcolours.com. The Supervisory Board provides an explanation.

Notes to item 11

Appointment of external Auditor (voting item);

KPMG NV has been appointed in 2023 for a period of three (3) years. The proposal is to appoint them for a new period of three (3) years.

Notes to item 12

Update Strategy Holland Colours Group

The Board of Management provides an update on the Strategy of the Company.

Notes to item 13

Authorization to the Board of Management, subject to the approval of the Supervisory Board, to acquire ordinary shares in the Company on behalf of the Company (voting item)

It is proposed, for a period of 18 months, up to January 9, 2028, to authorize the Board of Management to acquire ordinary shares in the Company on behalf of the Company, other than for no consideration and subject to the approval of the Supervisory Board, pursuant to Article 7 of the Articles of Association. The acquisition price must range between the amount equal to the nominal value of the shares and the amount equal to 110% of the share price, in which the share price will be: the average of the highest share price of each of the five trading days prior to the acquisition date, in accordance with the 'Daily Official List' of Euronext Amsterdam.

Registration date

Persons who are registered as shareholders of the Company on June 11, 2026 after the processing of all credit and debit entries on that date (the "Registration Date") in a (sub-)register and who have also been registered in the described manner below are deemed to be entitled to vote and/or attend the meeting with regard to ordinary shares. For holders of bearer shares, the records of intermediaries as defined in the "Wet giraal effectenverkeer" (the Intermediary) are designated as (sub) registers.

Registration

Holders of ordinary bearer shares or their proxy holders, who wish to attend the meeting, have to inform ABN AMRO through the Intermediary where their shares are administrated no later than on July 2, 2026 at 17:00hrs CEST.

The Intermediaries must submit a statement via www.abnamro.com/intermediary to ABN AMRO no later than on July 3, 2026 at 13:00hrs CEST stating the number of shares held by the shareholder on the Registration Date and registered for registration. The Intermediaries are requested to provide the complete address details of the relevant shareholders upon registration to be able to perform an efficient verification of the shareholding on the Registration Date. ABN AMRO will send a proof of registration to the shareholders via the Intermediary which shall serve as an admission ticket to the meeting.

Holders or beneficial owners of registered shares, who are entitled to the voting right, or their proxy holders, who wish to attend the meeting, must inform the Company no later than on July 2, 2026 at 17:00hrs CEST in writing or electronically via ir@hollandcolours.com.

Proxy and voting instructions

A shareholder, who wishes to be represented, must also submit a duly signed legally valid proxy to the Company no later than on July 2, 2026 at 17:00hrs CEST.



Persons who are entitled to attend the meeting can also submit voting instructions up to and including July 2, 2026 at 17:00hrs CEST: electronically via www.abnamro.com/evoting or by means of a voting instructions proxy which can be downloaded from the websites www.hollandcolours.com and can be completed and sent to the Company to the attention of the General Counsel & Company Secretary, P.O. Box 720, NL-7300 AS Apeldoorn or via ir@hollandcolours.com.