

The background of the slide features a soft-focus, top-down view of numerous chocolate chips falling from the top. The chips are in various stages of motion, creating a sense of dynamic movement. A large, semi-transparent white circle is centered on the page, serving as a backdrop for the main text.

# EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Apeldoorn, Aug. 27, 2018

# AGENDA

1. Opening
2. Amendment of the Articles of Association (voting item)
3. Closure

## 2. Amendment of Articles of Association HOLLAND COLOURS NV

The proposed amendments of the Articles of Association include the following adjustments:

- Dividing the regulations for Board of Management and Supervisory Board
- Authorization to represent the company
- Authorization to compile regulations
- Attendance of the external accountant at the General Meeting of Shareholders
- Authorizations General Meeting of Shareholders
- Beforehand consultation with Euronext on the amendment of the Articles of Association is no longer required
- Terminology in line with Corporate Governance Code

# Amendment of Articles of Association HOLLAND COLOURS NV

## ADJUSTMENTS

- Dividing the regulations on the Board of Management and the Supervisory Board (art. 11 Board of Management and art. 14 Supervisory Board)

Article 11 focusses on regulations concerning the Board of Management and article 14 focusses on the regulations for the Supervisory Board.

# Amendment of Articles of Association HOLLAND COLOURS NV

## ADJUSTMENTS

- Authorization to represent the company (art. 12 sub 5)

In article 12 sub 5 a “dual signature clause” will be the basis for legal representation of the company.



# Amendment of Articles of Association HOLLAND COLOURS NV

## ADJUSTMENTS

- Authorization to compile regulations

-art. 12 sub 3      Article 12 sub 3 will hold a statutory basis for the regulations for the Board of Management.

-art. 15 sub 3      Article 15 sub 3 will hold a statutory basis for the regulations for the Supervisory Board.

# Amendment of Articles of Association HOLLAND COLOURS NV

## ADJUSTMENTS

- Attendance of the external accountant at the General Meeting of Shareholders (art. 19 sub 3)

The addition of this new sub 3 article reflects the current practice and standards of law.

# Amendment of Articles of Association HOLLAND COLOURS NV

## ADJUSTMENTS

- Authorizations General Meeting of Shareholders (art. 22)

In article 22, a change in numbering of the sub-articles will occur and a modernisation of the terminology, although the content of the article is not changed.



# Amendment of Articles of Association HOLLAND COLOURS NV

## ADJUSTMENTS

- Beforehand consultation with Euronext on the amendment of the Articles of Association is no longer required (previously art. 28 sub 1)

Article 28 sub 1 will be changed in accordance with the current procedures and regulations.

# Amendment of Articles of Association HOLLAND COLOURS NV

## ADJUSTMENTS

- Terminology in line with the Corporate Governance Code

Multiple changes are motivated through the current legal terminology like in article 5 sub 1 where the “general meeting of shareholders” will be changed into “general meeting”, in article 22 where “annual report” will be replaced by “report of the Board of Management” and article 22 h to k will be added.

# AGENDA

## 3. Closure



THANK YOU FOR  
YOUR VISIT AND  
WE HOPE TO  
SEE YOU AGAIN!