



## Annual General Meeting of Shareholders (the “AGM”) of ForFarmers N.V.

**13 April 2023**

The Annual General Meeting of ForFarmers N.V. (the "**Company**") will be held at Café-Restaurant-Zalencentrum “Witkamp”, Dorpsstraat 8, 7245 AK Laren (Gelderland province) on Thursday 13 April 2023, starting at 10.00 am (CET).

*The meeting, which will be conducted in Dutch, can be attended in person or via livestream (for further information see below).*

## AGENDA

1. **Opening and announcements**
2. **Report of the Executive Board**  
Report of the Executive Board on the 2022 financial year (*for discussion*)
3. **2022 annual accounts and dividend**
  - 3.1 Account of the implementation of the remuneration policy (*advisory vote*)
  - 3.2 Explanation by the external auditor of the audit approach in relation to the 2022 annual accounts and report of the Executive Board (*for discussion*)
  - 3.3 Adoption of the 2022 annual accounts (*resolution*)
  - 3.4 Dividend distribution (*resolution*)
4. **Discharge**
  - 4.1 Discharge of the members of the Executive Board (*resolution*)
  - 4.2 Discharge of the members of the Supervisory Board (*resolution*)
5. **Appointment of auditor to audit the 2023 annual accounts and the report of the Executive Board (*resolution*)**
6. **Remuneration of the Executive Board and Supervisory Board**  
Adoption of the parts of the remuneration policy that relate to the Supervisory Board with effect from financial year 2023 up to and including 2025 (*resolution*)
7. **Composition of the Supervisory Board**  
Reappointment of Mr. W.M. Wunnekink as a member of the Supervisory Board (*resolution*)
8. **Designation of the body authorised to issue shares, to grant rights to subscribe to shares and to restrict or exclude the pre-emptive right**
  - 8.1 Designation of the Executive Board as the body authorised – subject to the approval of the Supervisory Board – to issue ordinary shares and to grant rights to subscribe to ordinary shares (*resolution*)
  - 8.2 Designation of the Executive Board as the body authorised – subject to the approval of the Supervisory Board – to restrict or exclude the pre-emptive right of shareholders (*resolution*)
9. **Authorisation to repurchase shares**  
Authorisation of the Executive Board – subject to the approval of the Supervisory Board – to have the company acquire, other than for no consideration, shares (of any category) in its own share capital (*resolution*)
10. **Cancellation of ordinary shares in the capital of the Company (*resolution*)**
11. **Amendment of the Company's Articles of Association (*resolution*)**
12. **Rotation schedule of the Supervisory Board (*for information*)**
13. **Any other business**
14. **Closing**

Lochem, 23 February 2023

**Executive Board**  
**ForFarmers N.V.**  
P.O. Box 91  
7240 AB LOCHEM  
THE NETHERLANDS

**Appendices:**

- Additional information
- Explanatory notes to the agenda

## ADDITIONAL INFORMATION

The full text of the agenda, along with the explanatory notes and other meeting documents, are available free of charge from today to shareholders, depositary receipt holders, participation account holders and other parties entitled to attend meetings (“**Eligible meeting participants**”) from ABN AMRO Bank N.V., Gustav Mahlerlaan 10, 1082 PP Amsterdam (“ABN AMRO”), [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com). These documents can also be viewed and obtained from today via the Company’s corporate website [www.forfarmersgroup.eu](http://www.forfarmersgroup.eu) as well as via the website [www.abnamro.com/evoting](http://www.abnamro.com/evoting).

The meeting can be attended in-person or via the livestream option. Further information on this can be found below.

## RECORD DATE

In accordance with the statutory provisions parties entitled to attend and vote at meetings are those persons who (i) on **Thursday 16 March 2023**, after processing of all entries and deletions as of that date (the “Record Date”), are recorded in a register or sub-register as specified below and (ii) were recorded in the manner outlined below. The records designated as registers or sub-registers are those held by brokers as defined in the Dutch Securities Giro Act and the shareholders’ register as kept by the Company, which show who is entitled to attend and vote at meetings at the Record Date.

## REGISTRATION AND ACCESS

Eligible meeting participants or their authorised representatives can attend the meeting on condition that they have registered. To secure registration they need to register with ABN AMRO via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) or via their broker **between Friday 17 March 2023 and 12 noon (CET) on Thursday 6 April 2023**. When registering with ABN AMRO via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary) the relevant broker must provide, before 5.00 pm (CET) on 6 April 2023, a statement giving the number of shares being registered for the meeting for the relevant Eligible meeting participant. On registering, brokers are requested to provide the full address details of the relevant Eligible meeting participants to enable ABN AMRO to perform an efficient check of their entitlement as at the Record Date. Eligible meeting participants will be sent an admission ticket for the meeting by ABN AMRO (via the relevant brokers), along with the details for the livestream.

If an Eligible meeting participant has not received an admission ticket in time then they (or their authorised representative) must report to the registration desk before the start of the meeting and provide a valid proof of identity. Provided their ID details match the details on the registration list they will be granted access to the meeting.

Holders of **depositary receipts** or a **participation account** (who are employed by ForFarmers or are members of Coöperatie FromFarmers as at the Record Date) can register themselves and/or request voting rights **from Friday 17 March 2023 until 5.00 pm (CET) on Monday 3 April 2023** via [www.forfarmersgroup.eu](http://www.forfarmersgroup.eu).

## PROXY AND VOTING INSTRUCTIONS

Eligible meeting participants who wish to be represented by a proxy can indicate this via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) when registering or must submit a signed proxy to ABN AMRO no later than **12 noon (CET) on Thursday 6 April 2022**. The authorised representative must provide a copy of the proxy at the registration desk prior to the meeting.

Proxy forms are available free of charge from the offices of ForFarmers N.V. and via the website ([www.forfarmersgroup.eu](http://www.forfarmersgroup.eu)). Notwithstanding the registration procedure as set out above, Eligible meeting participants can also choose to be represented by the independent third party IQ EQ Financial Services B.V., Hoogoordreef 15, 1101 BA Amsterdam. Those wishing to do so can submit their voting instructions electronically to [www.abnamro.com/evoting](http://www.abnamro.com/evoting) up until **12 noon (CET) on Thursday 6 April 2023**. Eligible meeting participants who are unable to submit their voting instructions electronically may also do so in writing. Forms for this purpose are available free of charge from the Company's offices and via the corporate website ([www.forfarmersgroup.eu](http://www.forfarmersgroup.eu)). The completed form must be returned to ABN AMRO by **12 noon (CET) on Thursday 6 April 2023**.

Holders of **depository receipts** or a **participation account** who are entitled to vote and wish to be represented can make this known up until **5.00 pm (CET) on Monday 3 April 2023** by sending an email to [ava@forfarmers.eu](mailto:ava@forfarmers.eu).

Proxies who represent various shareholders, depository receipt holders or holders of participation accounts and who have received voting instructions, such that they are unable to vote the same way (*for, against, abstain*) on all shares they will be representing at the meeting are requested to contact ForFarmers N.V. before **12 noon on Thursday 6 April 2023** (tel.: +31 573 28 88 00; email: [ava@forfarmers.eu](mailto:ava@forfarmers.eu)) to enable proper processing of the said instructions.

Based on the trust conditions of the ForFarmers Trust Office Foundation (the "**Foundation**"), Coöperatie FromFarmers U.A. (the "**Cooperative**") issues voting instructions to the Foundation for shares held by the Foundation for which no depository receipt holder has requested voting rights. The Foundation follows said voting instructions and these shall therefore qualify as a vote cast on the relevant shares.

Those entitled to attend and vote at meetings have the option of being represented by the Cooperative (without voting instructions). A form for this purpose is available via the ForFarmers N.V. website. The Cooperative will then vote on the proposed resolutions as it sees fit. It should, however, be noted that if at any time the shares held by the Cooperative and parties affiliated with it represent less than 30% of the voting rights in the AGM then the Cooperative shall only accept proxies if and insofar as the percentage of the voting rights that it consequently represents, combined with the shares held by the Cooperative and parties affiliated with it and the number of shares for which it can issue voting instructions as referred to above, does not exceed 29.9%.

## PROOF OF IDENTITY

Eligible meeting participants and their authorised representatives may be requested to provide proof of identity at the registration desk prior to being admitted to the meeting. We therefore request all those who attend to bring valid proof of identity along to the meeting (passport, ID card or driving licence).

## WRITTEN QUESTIONS AND FOLLOW-UP QUESTIONS

Eligible meeting participants who are registered for the meeting can submit written questions regarding the agenda items until **10.00 am on Monday 10 April 2023**. These questions can be emailed to [ava@forfarmers.eu](mailto:ava@forfarmers.eu) and will be answered before or during the meeting, with the answers being posted (as part of the minutes) on the Company's website or made accessible to the shareholders by means of electronic communication.

During the meeting there will also be an opportunity to ask (follow-up) questions by means of electronic communication. Further instructions for this will be given prior to the meeting. These (follow-up) questions will be answered during the meeting.

## LIVESTREAM

Eligible meeting participants who are registered for the meeting can follow the meeting via livestream and will receive further instructions for this upon registering. During the livestream, Eligible meeting participants can ask questions by means of electronic communication. However, the livestream cannot be used to cast votes. Eligible meeting participants who follow the livestream and wish to vote will have to exercise their voting rights separately by proxy, as described above.

## ISSUED SHARE CAPITAL AND VOTING RIGHTS OF THE COMPANY

At the date of the notice convening the meeting the Company's issued share capital amounted to € 952,188.22, consisting of 95,218,821 ordinary shares and one priority share with a nominal value of € 0.01 each. As at that date the Company holds 5,834,026 shares, meaning that the number of shares on which voting rights can be exercised as at the date convocation equals 89,384,795.

Lochem, 23 February 2023.

**Executive Board**  
**ForFarmers N.V.**  
P.O. Box 91  
7240 AB LOCHEM  
THE NETHERLANDS