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Agenda Annual General Meeting – 26 November 2026

- Opening and announcements
- Minutes of 20 November 2025
- Presentation of the annual reports by Marlous Booijink, CFO
- Explanation of the dividend proposal and Connecting Growers
- Approval of the financial statements of the HZPC Association / discharge of the Board
- Announcement external auditor
- Discussion of the proposal by the Board to appoint Mr. Jan Maarten Hendrikse as a member of the Board.
  Members of the Association have the right to submit one or more alternative candidates to the Board in writing up to one week prior to the General Meeting, provided that more than twenty members have declared their support for such nomination in writing.
- Proposed amendment regarding the sale of depositary receipts
- Voting
- Break
- Announcement of voting results
- Strategy 2030 and preview season 26/27 by Hans Huistra, CEO
- Presentation by Dick Zelhorst, Managing Director of Aviko, on the future of the European French fry industry – unique opportunities for joint innovation with potato breeders to strengthen the European value chain
- Any other business and written questions
  You may submit written questions up to and including 16 November at 7:30 p.m.
  Please send your questions to certificaten@hzpc.com.

- Farewell to retiring Board member Marien Verhage
- Closing

Date: 5 November 2026
Subject: Proposed amendment

Dear Sir/Madam,

You hold depositary receipts for shares in Royal HZPC Group. These depositary receipts have been issued by the HZPC Association and are administered through the Captin platform.

With this letter, we inform you of the proposed decision by the Board of the HZPC Association to amend the administration conditions.

Background
Captin is legally required to verify the identity of all depositary receipt holders. This is known as the onboarding or KYC process. The Dutch Authority for the Financial Markets (AFM) requires Captin, in its role as trading platform operator, to know the identity of its clients in accordance with the Dutch Anti-Money Laundering and Anti-Terrorist Financing Act (Wwft). Without this verification, Captin is not permitted to maintain an active account for the relevant holder or process transactions on their behalf.

Unfortunately, not all HZPC depositary receipt holders have completed this registration and identification process. As a result, Captin has been unable to verify their identity. Consequently, these holders cannot buy or sell depositary receipts, and applicable laws and regulations are not being complied with.

Proposed decision by the Board of the HZPC Association
Depositary receipt holders are required to complete the registration and identification process with Captin. For holders who do not do so, Captin is required to block their account. As a result, the depositary receipts are excluded from the trading process. In addition, applicable laws and regulations are not being complied with. This situation occurs mainly among holders who received depositary receipts through the Connecting Growers programme and have not fully completed the registration and identification process.

Over the past several years, HZPC and Captin have actively worked to help these growers complete their registration and identification with Captin. While the majority have done so successfully, a smaller group has still not completed the process. As a result, some depositary receipts are currently held in blocked accounts and remain outside the trading process. This is not in the interest of the HZPC Association or the depositary receipt holders who do comply with applicable laws and regulations.

The Board believes that this situation cannot continue indefinitely and therefore proposes an amendment to the administration conditions. This proposed decision has been made following a careful consideration of the interests of individual holders and the collective interests of the HZPC Association and all depositary receipt holders.

Amendment to the administration conditions

Under the proposed amendments to Articles 3.4 and 3.6 of the administration conditions (shown in red below), a holder who has not completed the registration and identification process will no longer meet the eligibility requirements. As a result of this amendment, depositary receipts held by a holder who does not meet these requirements may be subject to a mandatory sale.

Article 3.4
A Depositary Receipt Holder may transfer Depositary Receipts only to:

- natural persons, legal entities and partnerships without legal personality (hereinafter: partnerships) who are Breeders, Seed Potato Growers, Ware Potato Growers, Former Growers, Former Breeders, Employees and/or Former Employees and who, in the opinion of Captin B.V., satisfy the Onboarding Requirements;
- the Association, subject to the provisions of Article 8.2; and/or
- the Company, subject to the provisions of Article 8.3; and/or
- the legal entity appointed by the Company to implement the Seed Potato Growers Regulation, subject to the provisions of Article 8.3.

Article 3.6
If a Depositary Receipt Holder no longer meets the eligibility requirements referred to in Article 3.4(a), including the requirement that the Onboarding Requirements have been met to the satisfaction of Captin B.V., the Association may, in principle during the next trading round, or in another trading round as determined by the Board based on the circumstances, instruct Captin B.V. to sell the relevant Depositary Receipts on behalf of the Depositary Receipt Holder.

In the definitions section of the administration conditions (Article 2), subsection m is added as follows:

Article 2 subsection m
Onboarding Requirements means the process prescribed by Captin B.V. for the identification, verification, acceptance and registration of a person, including the provision from time to time of updated or additional information where and to the extent required by Captin B.V. pursuant to applicable laws and regulations.

The proposed amendment to the administration conditions will be submitted to the Annual General Meeting for approval on 26 November 2026.

Kind regards,
Board of the HZPC Association