

# Royal BAM Group nv

## Summary adopted resolutions Annual General Meeting of 10 April 2024

The Annual General Meeting of Royal BAM Group nv, dated 10 April 2024, has adopted the following resolutions.

### Agenda item 2b

The application of the remuneration policy for the Executive Board regarding 2023 was adopted by advisory vote as proposed.

<b>Casted votes in favour</b>	82,212,737	99.69%
<b>Casted votes against</b>	255,055	0.31%
<b>Total casted votes</b>	82,467,792	100%
<b>Votes withheld</b>	320,083	

### Agenda item 2c

The application of the remuneration policy for the Supervisory Board regarding 2023 was adopted by advisory vote as proposed.

<b>Casted votes in favour</b>	82,711,939	99.96%
<b>Casted votes against</b>	32,830	0.04%
<b>Total casted votes</b>	82,744,769	100%
<b>Votes withheld</b>	3,054	

### Agenda item 4

The 2023 financial accounts were adopted as proposed.

<b>Casted votes in favour</b>	81,661,439	99.97%
<b>Casted votes against</b>	23,902	0.03%
<b>Total casted votes</b>	81,685,341	100%
<b>Votes withheld</b>	1,063,107	

### Agenda item 5

The dividend over the 2023 financial year was adopted as proposed.

<b>Casted votes in favour</b>	82,720,035	99.97%
<b>Casted votes against</b>	23,902	0.03%
<b>Total casted votes</b>	82,743,937	100%
<b>Votes withheld</b>	2,011	

### Agenda item 6a

The decisions made by the members of the Executive Board in their conduct of the business during the 2023 financial year were ratified as proposed.

<b>Casted votes in favour</b>	79,141,876	96.90%
<b>Casted votes against</b>	2,530,555	3.10%
<b>Total casted votes</b>	81,672,431	100%
<b>Votes withheld</b>	1,073,517	

### Agenda item 6b

The supervision exercised by the members of the Supervisory Board during the 2023 financial year in respect of the Executive Board's conduct of business was ratified as proposed.

<b>Casted votes in favour</b>	79,141,876	96.90%
<b>Casted votes against</b>	2,530,555	3.10%
<b>Total casted votes</b>	81,672,431	100%
<b>Votes withheld</b>	1.073,517	

### Agenda item 7a

Mr H.Th.E.M. Rottinghuis was re-appointed as a member of the Supervisory Board as proposed.

<b>Casted votes in favour</b>	77,417,776	93.96%
<b>Casted votes against</b>	4,977,750	6.04%
<b>Total casted votes</b>	82,395,526	100%
<b>Votes withheld</b>	190,166	

### Agenda item 7b

Mrs D. Koopmans was re-appointed as a member of the Supervisory Board as proposed.

<b>Casted votes in favour</b>	77,433,119	93.54%
<b>Casted votes against</b>	5,344,749	6.46%
<b>Total casted votes</b>	82,777,868	100%
<b>Votes withheld</b>	3,157	

### Agenda item 7c

Mr B. Elfring was re-appointed as a member of the Supervisory Board as proposed.

<b>Casted votes in favour</b>	82,442,440	99.59%
<b>Casted votes against</b>	335,428	0.41%
<b>Total casted votes</b>	82,777,868	100%
<b>Votes withheld</b>	3,157	

### Agenda item 8

Mr R.J.M. Joosten was re-appointed as a member of the Executive Board as proposed.

<b>Casted votes in favour</b>	82,746,337	99.96%
<b>Casted votes against</b>	32,382	0.04%
<b>Total casted votes</b>	82,778,719	100%
<b>Votes withheld</b>	2,014	

### Agenda item 9a

The renewed remuneration policy for the Supervisory Board was adopted as proposed.

<b>Casted votes in favour</b>	82,412,194	99.60%
<b>Casted votes against</b>	328,651	0.40%
<b>Total casted votes</b>	82,740,845	100%
<b>Votes withheld</b>	4,453	

### Agenda item 9b

The renewed remuneration policy for the Executive Board was adopted as proposed.

<b>Casted votes in favour</b>	81,109,808	99.25%
<b>Casted votes against</b>	610,083	0.75%
<b>Total casted votes</b>	81,719,891	100%
<b>Votes withheld</b>	1,059,484	

### Agenda item 10a

The Executive Board was authorised to issue and grant rights to acquire ordinary shares and Class F cumulative preference shares as proposed.

<b>Casted votes in favour</b>	81,386,497	98.33%
<b>Casted votes against</b>	1,378,569	1.67%
<b>Total casted votes</b>	82,765,066	100%
<b>Votes withheld</b>	14,959	

### Agenda item 10b

The Executive Board was authorised to restrict or exclude pre-emptive rights in the event of an issue of or granting of rights to acquire ordinary shares as proposed.

<b>Casted votes in favour</b>	79,017,267	95.47%
<b>Casted votes against</b>	3,747,174	4.53%
<b>Total casted votes</b>	82,764,441	100%
<b>Votes withheld</b>	14,984	

### Agenda item 11

The Executive Board was authorised to arrange for the acquisition of ordinary shares in the Company's capital as proposed.

<b>Casted votes in favour</b>	81,247,758	98.69%
<b>Casted votes against</b>	1,076,651	1.31%
<b>Total casted votes</b>	82,324,409	100%
<b>Votes withheld</b>	420,539	

### Agenda item 12

Ernst & Young Accountants LLP was re-appointed as external auditor responsible for auditing the 2025 financial statements.

<b>Casted votes in favour</b>	81,710,076	99.97%
<b>Casted votes against</b>	24,414	0.03%
<b>Total casted votes</b>	81,734,490	100%
<b>Votes withheld</b>	1,045,535	

The number of total issued shares: 284,037,876.

The number of shares eligible to vote: 268,978,254.

The total votes that could be casted based on the attendance list: 82,835,035.

The percentage of the total issued share capital to vote, present in the meeting was: 30.80%.

Clarification:

- Line 1: column 2 reflects the total number of valid votes casted in favour of the proposal and column 3 the percentage that this number represents of the total valid votes casted.
- Line 2: column 2 reflects the total number of valid votes casted against the proposal and column 3 reflects the percentage that this number represents of the total valid votes casted.
- Line 3: column 2 the total number of valid votes casted (= the total number of shares for which votes have been validly casted in favour and against) and column 3 reflects the percentage of valid votes casted.
- Line 4: column 2 the number of abstentions.