

## **Main elements of the agreement with J.I. Jongma**

At the Extraordinary General Meeting of Shareholders (the 'EGM') of Ebusco Holding N.V. (the 'Company') to be held on Wednesday 6 September 2023, the Supervisory Board of the company will explain the intended appointment of Jurjen Jongma. The Supervisory Board proposes to the EGM to appoint Mr Jongma as a member of the Executive Board (the 'Executive Board') with effect from 6 September 2023. If the EGM appoints Mr Jongma as a member of the board, the Supervisory Board intends to appoint him as Chief Financial Officer (CFO) of the company with effect from 6 September 2023 for a period of 3.5 years (i.e. until the end of the Annual General Meeting of Shareholders to be held in 2027). The contract of services, the main elements of which are explained below in accordance with best practice provision 3.4.2 of the current Corporate Governance Code, includes a mutual notice period of six months.

As the Supervisory Board, on the advice of the Remuneration Committee, is of the opinion that it is in the interest of the company and its stakeholders to appoint Mr Jongma as member of Executive Board and Chief Financial Officer (CFO), the Supervisory Board is of the view that for this reason, it is desirable to propose to the EGM the approval of an individual amendment to the the current Remuneration Policy as adopted by the General Meeting of Shareholders on 17 October 2021 in respect of Mr Jongma. In this context, Mr Jongma's remuneration package, to the extent that it differs from the current Remuneration Policy, will be put to a separate vote at the EGM.

### **Fixed income**

Per the effective date of the appointment, the fixed agreed annual salary (including holiday pay) amounts to € 291,500 gross per full calendar year.

### **Variable remuneration**

In accordance with the Management Board Remuneration Policy, the variable remuneration scheme becomes applicable which includes both short-term and long-term variable remuneration. For details on variable remuneration, please refer to the Remuneration Policy.

### **Pension and incapacity for work**

In order to provide for adequate pension provision at its own expense and risk, a gross payment will be made, amounting to €47,700 per full calendar year with effect from appointment. Furthermore, the usual disability and accident provisions apply.

### **Compensation upon dismissal**

In the event of a termination of the contract, a six-month notice period applies to both parties, with the severance payment amounting to a maximum of half a year's salary (including holiday allowance).

### **Signing Bonus**

Upon appointment, a (gross) signing bonus is agreed in the form of a share package. This involves the award of 5,000 shares per year for the period of five years, with a lock-up period of one year after each

award. The share price is set annually as at the first trading day in October. The said bonus differs from the current remuneration policy as mentioned above .

## **Miscellaneous**

A gross car allowance will be provided in the amount of €1,500 per month. Furthermore, the usual confidentiality and non-competition provisions apply.

Deurne, 25 July 2023

The Executive Board and the Supervisory Board of Ebusco Holding N.V.

## **CONTACT**

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