

Invitation to attend Ebusco Holding N.V.'s Annual General Meeting of Shareholders on 14 May 2023

Ebusco Holding N.V. (Ebusco or the Company) invites its Shareholders to its Annual General Meeting of Shareholders (AGM) of Ebusco Holding N.V. (Ebusco or the Company) to be held on Tuesday 14 May 2024 at Fletcher Kloosterhotel Willibrordhaeghe, Vlierdenseweg 109, 5753 AC Deurne. Registration for admission will open at 13:00 and will end at 13:45 (CET).

Agenda

1. Opening
2. Annual Report 2023 and financial statements
 - (a) Report of the Management Board for the financial year 2023
 - (b) Remuneration report for the financial year 2023 (advisory vote)
 - (c) Proposal to adopt the financial statements for the financial year 2023 (voting item)
3. Discharge from liability
 - (a) Proposal to discharge the members of the Management Board from liability (voting item)
 - (b) Proposal to discharge the members of the Supervisory Board from liability (voting item)
4. Proposal to appoint Mr R. Dogge as a member of the Management Board in the role of Chief Operating Officer (COO) (voting item)
5. Proposal to approve an individual adjustment to the Remuneration Policy in respect of Mr R. Dogge (voting item)
6. Composition of the Supervisory Board
 - (a) Proposal to reappoint Mr. R.H. de Boer as member of the Supervisory Board (voting item)
 - (b) Proposal to reappoint Mr. J. Drost as member of the Supervisory Board (voting item)
 - (c) Proposal to reappoint Mrs. C. Gorter as member of the Supervisory Board (voting item)
7. Proposal to amend the articles of association also authorising the execution of the deed of amendment of the articles of association (voting item)
8. Authorisations to the Management Board
 - (a) Proposal to authorize the Management Board to resolve that the Company may acquire its own shares (voting item)
 - (b) Proposal to designate the Management Board to issue shares and to limit or exclude pre-emptive rights for 10% of the issued share capital (voting item)

- (c) Proposal to designate the Management Board as the competent body authorised to issue shares and to limit or exclude the statutory pre-emption right for an additional 10% of the issued share capital for (re)financing, mergers or acquisitions (voting item)
9. Any other business
 10. Closing

Meeting Documents

The agenda and explanatory notes thereto and the Annual Report 2023 (including the financial statements and the remuneration report), are available on the Company's website (<https://investors.ebusco.com/share-information>). The aforementioned documents are also available at the offices of the Company (Vuurijzer 23, 5753 SV Deurne, the Netherlands) and at ING Bank N.V. (ING Bank N.V., Issuer Services, location TRC 02.039, Foppingadreef 7, 1102 BD Amsterdam, the Netherlands or e-mail: agm.pas@ing.com), and will be available at the meeting.

Record Date and registration

Those shareholders who are registered in one of the (sub)registers designated by the Management Board, on Wednesday 16 April 2024, following processing of all settlements per this date (the Record Date), have the right to attend the AGM and exercise their voting rights in accordance with the number of shares held on the Record Date. The designated (sub)registers are the administration records of the intermediaries in the meaning of the Securities Giro Act (Wet Giraal Effectenverkeer) and the shareholders register of Ebusco.

Shareholders of electronic securities, who wish to attend the AGM or to give a proxy (with voting instructions), should register electronically with Evote by ING (via <https://evote.ingwb.com>), or through their intermediaries at which their shares are administered, in the period starting Wednesday 17 April 2024 up to and including Tuesday 7 May 2024 17:00 (CET).

No later than Wednesday 8 May 2024 at 13:00 (CET), the intermediaries have to provide ING (via <https://evote.ingwb.com>) with an electronic statement that includes details of the shareholder concerned and its number of shares held on the Record Date, for those shareholders that applied for registration. The receipt of the registration, supplied by ING via the relevant intermediary, will serve as confirmation to attend the AGM.

Shareholders registered in Ebusco's shareholders register, who wish to attend the AGM or to give a proxy (with voting instructions), should register either by mail (ING, Issuer Services, location TRC02.039, Foppingadreef 7, 1102 BD Amsterdam, the Netherlands, or by e-mail: agm.pas@ing.com), in the period starting Wednesday 17 April 2024 up to and including Tuesday 7 May 2024 17:00 (CET). The confirmation of registration will serve as confirmation to attend the AGM.

Voting and attending by proxy

Shareholders who wish to grant a proxy to R. Bosveld, civil law notary at AKD N.V., or his substitute, each of them severally (the Notary), or wish to authorize a third party to attend the meeting on their behalf, may do so in the manner described below, provided that they have applied for the meeting in time in the manner described above.

Electronic proxy to the Notary

Shareholders of electronic securities may grant an electronic proxy including a voting instruction to the Notary in the period starting Wednesday 17 April 2024 up to and including Tuesday 7 May 2024 17:00 (CET). This is possible via <https://evote.ingwb.com>.

Written proxy to the Notary or a third party

A form for a written proxy to third parties or the Notary is available on the Company's website (<https://investors.ebusco.com/share-information>) or can be asked for at ING (phone +31 (0)20 5762716; email: agm.pas@ing.com).

The completed proxy forms must be sent to ING, either by mail (ING, Issuer Services, location TRC02.039, Foppingadreef 7, 1102 BD Amsterdam, the Netherlands) or by e-mail (agm.pas@ing.com) and must be received by ING in the period starting Wednesday 17 April 2024 up to and including Tuesday 7 May 2024 17:00 (CET) to be received by ING.

Registration and identification at the meeting

Registration for admission to the AGM will take place from 13:00 (CET) and will end at 13:45 (CET). After this time registration is no longer possible. Persons entitled to attend the meeting may be asked for identification prior to being admitted by means of a valid identity document, such as a passport or driver's license.

Questions regarding the agenda items

Until Sunday 12 May 2024, registered shareholders may submit written questions about the items on the agenda, by email to investors@ebusco.com. These questions will be answered ultimately during the AGM. Questions about all agenda items can also be asked during the AGM.

Number of outstanding shares

On the date of the notice for this AGM, the number of issued and outstanding shares in the capital of the Company is 65,396,206 ordinary shares, each representing one vote.

Deurne, 26 March 2024

Management Board and Supervisory Board of Ebusco Holding N.V.

CONTACT

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