

Pepco Group N.V.
Nomination Committee Meeting 27th November 2023

5. Retirement Schedule – PGNV Board of Directors

1. Executive Summary

The Dutch law requires that supervisory board members either resign or stand for re-election at least every four years. As a result, most Dutch companies appoint supervisory board members for the full terms allowable by law. Pursuant to the Dutch Corporate Governance Code, the supervisory board should draw up a retirement schedule to avoid, as much as possible, a situation in which many supervisory board members retire at the same time. Furthermore, the retirement schedule should be published on the company's website.

In accordance with the Articles of Association of the Company, article 14(6), directors are appointed for a maximum term of three years at a time. Directors may be reappointed for up to two further consecutive three years periods.

2. Recommendation

The Nomination Committee is invited to consider and approve the following retirement schedule for publication on the Company's website.

Name	Position	Date of first appointment to the Company	End of current term of office
Andy Bond	Chair	2 Feb 2023	AGM in 2026
Neil Brown	Vice-Chair	17 Feb 2021	AGM in 2024
Maria Fernanda Mejía	Non-executive Director	24 May 2021	AGM in 2024
Pierre Bouchut	Non-executive Director	24 May 2021	AGM in 2024
Brendan Connolly	Non-executive Director	24 May 2021	AGM in 2024
Grazyna Piotrowska-Oliwa	Non-executive Director	24 May 2021	AGM in 2024
Paul Soldatos	Non-executive Director	4 May 2021	AGM in 2024
Neil Galloway	Chief Financial Officer	1 April 2023	AGM in 2026

The Committee is asked to discuss and agree the re-appointment of directors whose current term of office ends in 2024. The re-appointments will be proposed at the 15 March 2024 AGM.