**Pepco Group N.V.**

**Nomination Committee Meeting 25th June 2024**

 **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.

1. **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 2027 |
| Paul Soldatos | Non-executiveDirector | 4 May 2021 | AGM in 2027 |
| Brendan Connolly | Non-executiveDirector | 24 May 2021 | AGM in 2027 |
| Grazyna Piotrowska-Oliwa | Non-executive Director | 24 May 2021 | AGM in 2027 |
| Sean Mahoney | Non-executive Director | 15 March 2024 | AGM in 2027 |
| Frederik Arnold | Non-executiveDirector | 6 June 2024 | AGM in 2027 |
| Stephan Borchert | Chief Operating Officer  | 1 July 2024 | AGM in 2027 |