

**Royal Vopak
Annual General Meeting**

to be held on Tuesday 21 April 2020 commencing at 10.15 a.m. CET
in the "Kleine Zaal" of Theater Rotterdam Schouwburg, Schouwburgplein 25, Rotterdam,
the Netherlands

Shareholders and other holders of rights entitled to attend the meeting are hereby invited to attend the meeting, with the following agenda:

1. Opening
2. Discussion of the management report for the 2019 financial year
3. Implementation of the remuneration policy for the 2019 financial year (**advisory voting item**)
4. Discussion and adoption of the financial statements for the 2019 financial year (**voting item**)
5. Dividend
 - a) Explanation of policy on additions to reserves and dividends
 - b) Proposed distribution of dividend for the 2019 financial year (**voting item**)
6. Discharge from liability of the members of the Executive Board for the performance of their duties in the 2019 financial year (**voting item**)
7. Discharge from liability of the members of the Supervisory Board for the performance of their duties in the 2019 financial year (**voting item**)
8. Appointment of Mr. B.J. Noteboom as member of the Supervisory Board (**voting item**)
9. Remuneration policies for the Executive Board and for the Supervisory Board
 - a) Supervisory Board (**voting item**)
 - b) Executive Board (**voting item**)
10. Proposal to authorize the Executive Board to acquire ordinary shares (**voting item**)
11. Cancellation of ordinary shares acquired by the company (**voting item**)
12. Appointment of Deloitte Accountants B.V. as the external auditor for the 2021 financial year (**voting item**)
13. Any other business
14. Closing

The complete agenda, the shareholders' circular, the remuneration policies of the Supervisory Board and Executive Board with the advice of the Works Council, the management report and the financial statements for the 2019 financial year can as of today be downloaded on www.vopak.com and www.abnamro.com/evoting and are as of today until the closing of the meeting available for inspection at the office of Royal Vopak (department Global Communication, Westerlaan 10, 3016 CK Rotterdam, the Netherlands, tel. +31-10-4002778) and are there and at ABN AMRO Bank N.V. (Gustav Mahlerlaan 10, 1082 PP Amsterdam, the Netherlands, tel. +31-20-3442000, e-mail: AVA@nl.abnamro.com) obtainable.

COVID-19 (Coronavirus)

In spite of the presence of the COVID-19 (Coronavirus) in the Netherlands, there are currently no general restrictive measures in place for gatherings of people. The Annual General Meeting can proceed as usual.

Given the extraordinary circumstances, if you prefer not to physically attend the Annual General Meeting, but would like to exercise your voting right, you have the possibility to vote by internet/proxy and to watch the meeting via the webcast. Furthermore, Royal Vopak offers the opportunity to submit questions relating to the agenda items of this Annual General Meeting to agm2020.nl@vopak.com before **Tuesday 14 April 2020, 5.00 p.m.** (CET). Our aim is to answer all the submitted questions during the meeting.

Record Date

Admission to the meeting is for holders of shares in Royal Vopak (and others entitled to attend the meeting) on **Tuesday 24 March 2020** ("Record Date") following the processing of all sales and purchases of shares until that date, who are recorded in one of the registers or sub-registers mentioned below and who have expressed the wish to attend the meeting in accordance with the conditions set out below. The designated registers and sub-registers are the records of the intermediaries as defined in section 1 of the Securities Giro Act (*Wet giraal effectenverkeer*) and the register of shareholders kept by Royal Vopak in Rotterdam.

Holders of shares held via a securities account

If you wish to attend the meeting as a holder of bearer shares held through a securities account, you must notify ABN AMRO Bank N.V., Gustav Mahlerlaan 10, 1082 PP Amsterdam ("ABN AMRO") accordingly between **Wednesday 25 March 2020** and **Tuesday 14 April 2020** (no later than 5.00 p.m. CET) via the intermediary where your shares are administered or directly via www.abnamro.com/evoting. The intermediary

concerned must provide ABN AMRO with a statement that the shares were administered in your name on the Record Date. With the registration, intermediaries are requested to include the full address details of the relevant holders in order to verify the shareholding on the Record Date in an efficient manner. You will receive a certificate of deposit from ABN AMRO that you should exchange for an admission card at the registration desk before the meeting commences. The same procedure applies to others with meeting rights with respect to bearer shares held through a securities account.

Holders of registered shares

If you wish to attend the meeting as a holder of registered shares or of a right of usufruct or a right of pledge on shares, you must notify Royal Vopak (Global Communication Department, Westerlaan 10, 3016 CK Rotterdam) of this in writing no later than 5.00 p.m. CET on **Tuesday 14 April 2020**. You will obtain an admission card from the registration desk.

Voting by (electronic) proxy

If you wish to be represented at the meeting, in addition to the registration referred to above, Royal Vopak (Global Communication Department) must receive the original copy of a legally valid power of attorney signed by you no later than 5.00 p.m. CET on **Tuesday 14 April 2020**. Your proxy must submit the original copy of the certificate of deposit (if applicable) and a copy of the power of attorney to the registration desk before the meeting commences.

If you wish an independent third party to represent you at the meeting, in addition to the registration referred to above, a legally valid power of attorney signed by you, including voting instructions, and the original copy of the certificate of deposit must be received by NautaDutilh N.V. (for the attention of P.C.S. van der Bijl, Beethovenstraat 400, 1082 PR Amsterdam) no later than 5.00 p.m. CET on **Tuesday 14 April 2020**. The model power of attorney is available free of charge from Royal Vopak (Global Communication Department) and can be downloaded from www.vopak.com as of today. Alternatively, you may grant a power of attorney and provide voting instructions via the Internet on www.abnamro.com/evoting no later than 5.00 p.m. CET on **Tuesday 14 April 2020**. In both cases, a staff member or a (candidate) civil-law notary from NautaDutilh N.V. will cast votes on your behalf in accordance with your voting instructions as an independent third party.

Proof of identity

Shareholders, others with meeting rights and their proxies may be asked to provide proof of identity at the registration desk. Accordingly, we request that all those entitled to attend the meeting and their proxies bring a valid identity document (such as a passport or driver's license).

Rotterdam, 10 March 2020
The Executive Board