

# **Agenda and Shareholders' Circular**

**of the Extraordinary General Meeting of  
Koninklijke Vopak N.V. (Royal Vopak)**



to be held on Wednesday 29 July 2026  
at Royal Vopak HQ  
Westerlaan 10, 3016 CK Rotterdam, The Netherlands  
commencing at 14.00 p.m. CET

# Koninklijke Vopak N.V. (Royal Vopak)

## Agenda and Shareholders' Circular of the Extraordinary General Meeting of Koninklijke Vopak N.V. (Royal Vopak), to be held on Wednesday 29 July 2026 at Royal Vopak HQ, Westerlaan 10, 3016 CK Rotterdam, The Netherlands, commencing at 14.00 p.m. CET

1. Opening
2. Appointment of Mrs. H. Kristoffersen as member of the Supervisory Board
3. Appointment of Mr. R.I.J. Baan as member of the Supervisory Board
4. Any other business
- 5.. Closing

Notes on agenda items 2 and 3 are included below in the Shareholder Circular. Items 2 and 3 will be put to a vote.

Rotterdam, 17 June 2026  
The Executive Board

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*For the record, the procedure for registration and representation at the forthcoming Extraordinary General Meeting is described below.*

### Record Date

Admission to the meeting is for holders of shares in Royal Vopak (and others entitled to attend the meeting) on **Wednesday 1 July 2026** (the "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 registered for 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 **Thursday 2 July 2026** and **Wednesday 22 July 2026** (no later than 5.00 p.m. CEST) (no later than 5.00 p.m. CET) via the intermediary where your shares are administered or directly via [www.abnamro.com/evoting](http://www.abnamro.com/evoting). The intermediary concerned must no later than **Thursday 23 July 2026** (before 12.00 noon) via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary) 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 **Wednesday 22 July 2026**. 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 **Wednesday 22 July 2026**. 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 **Wednesday 22 July 2026**. The model power of attorney is available free of charge from Royal Vopak (Global Communication Department) and can be downloaded from [www.vopak.com](http://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](http://www.abnamro.com/evoting) no later than 5.00 p.m. CET on **Wednesday 22 July 2026**. 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).

# Shareholders' Circular

Notes are provided below on items 2 and 3 of the agenda for the Extraordinary General Meeting to be held on Wednesday 29 July 2026.

## Item 2.

### Appointment of Mrs. H. Kristoffersen as member of the Supervisory Board (voting item)

The Supervisory Board nominates Mrs. H. Kristoffersen for appointment as a member of the Supervisory Board for the office term of four years in accordance with Article 15.1 and 15.3 of the Articles of Association of Royal Vopak until the close of the General Meeting to be held in 2030.

The personal details of Mrs. H. Kristoffersen referred to in Section 2:142, subsection 3 Dutch Civil Code and the reasons for her nomination are as follows:

Name	Helle Kristoffersen
Age	62
Nationality	Danish and French citizenship
Current position	N/A
Previous positions	TotalEnergies, President Asia and Country Chair, Japan and Member of the Executive Committee. Alcatel-Lucent, multiple general management and strategy roles
Number of Vopak shares held	None
Motivation	Mrs. H. Kristoffersen is nominated to be appointed as a member of the Supervisory Board. Mrs. H. Kristoffersen is a seasoned, internationally-oriented executive with over 30 years of experience in the transport and logistics, telecommunications, and energy sectors. At TotalEnergies, she has held various senior leadership positions since joining in 2011. Her last position was President for Asia and member of the Executive Committee. Her responsibilities encompassed corporate-wide activities such as sustainability, digital transformation, and investor engagement, while leading the teams in charge of strategy and market intelligence on a worldwide basis. Before her tenure at TotalEnergies, Mrs. H. Kristoffersen spent 16 years at Alcatel-Lucent, where she held multiple general management and strategy roles, including Vice President of Corporate Strategy.

Mrs. H. Kristoffersen possesses strong analytical capabilities and strategic insight, making her a valuable board member with extensive relevant experience. Given her personality, experience and interest in Vopak's business, Mrs. H. Kristoffersen is a strong candidate for the Supervisory Board of Vopak.

Mrs. Helle Kristoffersen is independent as defined in the Code. It is noted that other than her position with Royal Vopak Mrs. Helle Kristoffersen holds no other supervisory position at a legal entity that qualifies as "large" pursuant to section 2:142a, Subsection 2 Dutch Civil Code.

## Item 3.

### Appointment of Mr. R. Baan as member of the Supervisory Board (voting item)

The Supervisory Board nominates Mr. R. Baan for appointment as a member of the Supervisory Board for the office term of four years in accordance with Article 15.1 and 15.3 of the Articles of Association of Royal Vopak until the close of the General Meeting to be held in 2030.

The personal details of Mr. R. Baan referred to in Section 2:142, subsection 3 Dutch Civil Code and the reasons for his nomination are as follows:

Name	Roeland Baan
Age	69
Nationality	Dutch
Current position	Topsoe A/S, President and CEO
Previous positions	Outokumpu, President and CEO Aleris, CEO global rolled and extruded products Arcelor Mittal, Executive vice president Mittal Steel, CEO
Other board positions	SBM Offshore N.V., Chairman of the Supervisory Board*
Number of Vopak shares held	None
Motivation	Mr. Roeland Baan is nominated to be appointed as a member of the Supervisory Board. Mr. Roeland Baan is an established executive with over 40 years of extensive leadership experience developing businesses, driving growth, and leading strategic transformations across the energy, fuel, and steel industries. Known for his visionary approach, he has a proven track record of delivering improved results, accelerating the transition to clean energy, and integrating multi-national organizations. Until recently he served as the President and CEO of Topsoe, and he is currently the Chair of the Supervisory Board at SBM Offshore. Before his tenure at Topsoe, Mr. Baan held the function of CEO at Outokumpu, a global leader in sustainable stainless steel. Roeland Baan holds a Master of Science (M.Sc.) degree in Economics from the Vrije Universiteit (VU) Amsterdam.

Mr. Baan's extensive executive leadership background at the intersection of heavy industry, global logistics, and sustainable technologies will bring invaluable expertise to Vopak. His comprehensive understanding of the energy transition, combined with deep institutional knowledge of the energy sectors, and his significant corporate governance experience, strongly aligns with Vopak's long-term strategic objectives.

Mr. Roeland Baan is independent as defined in the Code. It is noted that other than his position with Royal Vopak Mr. Roeland Baan holds one supervisory position at a legal entity that qualifies as "large" pursuant to section 2:142a, Subsection 2 Dutch Civil Code. This position is indicated with an asterisk(\*).

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