

Agenda

General Meeting of Shareholders Hydratec Industries NV

To be held on Thursday 24 April 2025 at 14.30 hrs
Van der Valk Hotel Amersfoort, Ruimtevaart 22 - 24, 3824 MX Amersfoort

1. Opening
2. Announcements
3. Agenda items submitted by shareholders
 - a. Review of the delisting process (explanation)
 - b. Reflection on investor relations and public relations policy and proposal for a capital markets day (explanation)
4. 2024 annual report (explanation)
5. 2024 Financial Statements and Profit Appropriation
 - a. Adoption of the 2024 Financial Statements (resolution)
 - b. Adoption of Profit Appropriation (resolution)
6. Discharge of the Board of Directors and Supervisory Board
 - a. Discharge of the Board of Directors (resolution)
 - b. Discharge of the Supervisory Board (resolution)
7. Composition of the Supervisory Board
 - a. Reappointment of Ms. M. Sanders as a member of the Supervisory Board (resolution)
 - b. Resignation of Mr. P. Veenema as a member of the Supervisory Board (explanation)
8. Composition of the Board of Directors (explanation)
9. Remuneration:
 - a. Adoption of Supervisory Board remuneration (resolution)
 - b. Adoption of the 2024 remuneration report (advisory vote)
10. Designation of the Management Board as the authorised body in respect of decisions relating to the:
 - a. Issue ordinary shares (resolution)
 - b. limitation or exclusion of shareholders' pre-emptive rights regarding the issue of shares as referred under 10a (resolution)
11. Appointment of the company's auditor for the 2025 financial year (resolution)
12. Other
13. Closing

The 2024 Annual Report and Financial Statements have been published on the Company website (www.hydratec.nl) along with the agenda of the Annual General Meeting of Shareholders and the Minutes of the Shareholders' Meeting of 25 April 2024. A printed copy of the 2024 Annual Report can be obtained, free of charge, from the Company's office: Spoetnik 20, Amersfoort, The Netherlands.

Registration date

Pursuant to the Law, the persons entitled to vote and attend meetings are the persons who on Thursday 27 March 2025 (the Registration date), after the processing of all registrations and de-registrations as of the Registration date, are registered as a shareholder in the manner described below in a (sub) register as referred to below. The designated (sub-)registers are the administrations of the intermediaries within the meaning of the Giro Securities Transactions Act and the Company's register of shareholders.

Registration

The notice is applicable for shareholders who have registered their shares with ABN AMRO via www.abnamro.com/shareholder between Friday 28 March and Thursday 17 April 2025, 17.00 hrs. The Intermediaries must issue an electronic statement to ABN AMRO latest on Friday 18 April 2025 by 13.00 hrs (CET) via www.abnamro.com/intermediary stating the number of shares held by and submitted for registration by the shareholder on the Registration date, as well as, if applicable, an electronic or written proxy. The registration certificate provided by ABN AMRO also serves as proof of entitlement to admission to the Meeting.

The number of shares and voting rights of the date of this Meeting notice (13 March 2025) amounts to 1.298.307.

Proxy and voting instruction

Shareholders who are unable to attend the Meeting may, without prejudice to the above provisions regarding registration, issue a voting instruction to the Chairman of the Company's Supervisory Board. A voting instruction may be submitted electronically via www.abnamro.com/shareholder until 17.00 hrs on 17 April 2025. If a shareholder is unable to issue a voting instruction electronically, a voting instruction may also be issued in writing using the form that can be downloaded for the purpose from the Company's website www.hydratec.nl. The proxy and voting instruction form completed by the shareholder must be received by the Company (by post or email to info@hydratec.nl) not later than 17.00 hrs on 17 April 2025.

Admission to the General Meeting

Admission registration will take place from 14.00 hrs until the start of the General Meeting at 14.30 hrs. After this time registration will no longer be possible. Persons entitled to attend the General Meeting must show valid proof of this entitlement (registration certificate). They may also be asked to provide valid proof of their identity at the entrance to the General Meeting and they must sign the attendance list. Shareholders unable to attend the meeting may be represented by a maximum of one proxy.

Amersfoort, 13 March 2025

Management Board Hydratec Industries N.V.

Additional Explanations on the Agenda and Meeting Documents

3. Agenda items submitted by shareholders

3a. Review of the delisting process

This agenda item was submitted by Mr. Spriensma. The delisting process will be reviewed.

3b. Reflection on investor relations and public relations policy and proposal for a capital markets day

This agenda item was submitted by Mr. van Leeuwen. The investor relations and public relations policy will be discussed.

4. 2024 Annual Report

The Board of Directors will present an overview of the 2024 Annual Report and discuss the company's progress over the past year.

5. 2024 Financial Statements and Profit appropriation

5a. Adoption of the 2024 Financial Statements (resolution)

The 2024 financial statements, including the balance sheet, income statement, and explanatory notes, will be discussed. The financial statements have been signed by the Management Board and the Supervisory Board. EY, the company's auditor for 2024, has issued an unqualified audit opinion, which is included in the financial statements under the chapter 'Independent Auditor's Report'.

5b. Adoption of Profit appropriation (resolution)

It is proposed to distribute a final dividend of €6.00 per share for the 2024 financial year. An interim dividend of €6.00 was already distributed in 2024. The final dividend will be paid on May 28, 2025. The net profit after dividend distribution for 2024 will be allocated to the other reserves.

6. Discharge of the Board of Directors and the Supervisory Board (resolution)

The discharging of the members of the Management Board and the members of the Supervisory Board will be put to the vote as two separate agenda items. It is proposed that the members of the Management Board be discharged for their management during the 2024 financial year and the members of the Supervisory Board be discharged for their supervision during the 2024 financial year.

7. Composition of the Supervisory Board

7a. Reappointment of Ms. M. Sanders as a member of the Supervisory Board (resolution)

Ms. Sanders' term expires in 2025. It is proposed to reappoint Ms. Sanders for a four-year term until 2029.

The nomination is subject to the condition that the General Meeting does not propose alternative candidates or request a postponement for such a recommendation. If the General Meeting does so, a separate voting round will take place. Ms. Sanders has broad governance experience in listed companies. The works councils of Hydratec's subsidiaries have waived their right to make

recommendations and support Ms. Sanders' nomination. Ms. Sanders does not hold any shares in the company. Her first appointment was in 2017. For her CV, see the appendix.

7b. Resignation of Mr. P. Veenema as a member of the Supervisory Board

Mr. Veenema's term expires in 2025. He has opted not to seek reappointment. Hydratec expresses its gratitude for his valuable contributions over the years.

8. Composition of the Management Board (explanation)

The Supervisory Board will provide an explanation regarding the appointment of Mr. B.F. Aangenendt and Ms. E.H. Slijkhuis as Co-CEOs.

9. Remuneration

9a. Adoption of Supervisory Board remuneration (resolution)

In accordance with the remuneration policy adopted by the General Meeting of Shareholders, the remuneration for members of the Supervisory Board must be determined by the General Meeting of Shareholders. The current remuneration dates from the year 2021 and amounts to €30,000. Considering inflation over the past years and supported by research into remuneration at comparable companies, a basic remuneration of €40,000 is proposed for members of the Supervisory Board. An additional remuneration of €15,000 is proposed for the role of chairman of the supervisory board and of €5,000 for the chairman of the audit committee.

9b. Adoption of the 2024 Remuneration Report (advisory vote)

The Supervisory Board will provide an explanation of the 2024 Remuneration Report, as included in the annual report under the chapter 'Remuneration'. The General Meeting will be asked to provide an advisory vote on the remuneration of the Management Board for 2024.

10 Designation of the Management Board as the authorised body with regard to the issue of ordinary shares (resolution)

It is proposed that the Management Board be designated the authorised body to, with the approval of the Supervisory Board, decide to issue ordinary shares and to limit or exclude pre-emptive rights, for a period of 18 months commencing on 24 April 2025 and with due observance of the following:

The authorisation is applicable for ordinary shares totalling up to ten percent (10%) of the total nominal amount of the issued and paid-up shares at the time of issue. The issue of shares offers the possibility to provide flexibility, including in respect of acquisitions and remuneration.

The designation of the Management Board as the body authorised to decide to issue shares will be voted on as a separate item. The same will apply in respect of the authorisation to limit or exclude shareholders' pre-emptive rights with regard to the issued shares.



11. Appointment of the company's auditor for the 2025 financial year (resolution)

It is proposed to the general meeting of shareholders to appoint EY as auditor in charge of auditing the annual report of Hydratec Industries N.V. for fiscal year 2025.

APPENDIX:

CURRICULUM VITAE MS. MAJA E.P. SANDERS

Work Experience:

- **Chair/Member of Supervisory Boards/Boards of Trustees:**
 - Hydratec Industries N.V., listed on the Amsterdam Stock Exchange; specialist in industrial systems and high-tech components
 - Chair of Hoens Broadcast Facilities B.V.; service company for broadcast productions
 - Chair of the Investment Committee SI2 Fund; social impact investment fund
 - Chair of Meilink B.V.; specialist in industrial packaging

2003 - 2010 Director at Matchem B.V.

2000 - 2002 APM Business Partners N.V. in Soesterberg, Director/Shareholder

1996 - 2000 Nederlandse Spoorwegen N.V. in Utrecht, Project Director for Participations

1991 - 1996 Greenfield Capital Partners B.V. in Utrecht, Deputy Director Holding

1989 - 1990 Verenigde Kunststofindustrie B.V. in Harderwijk, Finance Director

1986 - 1989 Atlas Investment Group N.V. in Amsterdam, Senior Investment Manager

Previous Supervisory Roles, Including:

2013 - 2024 Stern Holding N.V., later PB Holding N.V.

2005 - 2016 Kendrion N.V.

1990 - 2002 Chair of Stichting Werknemersparticipatie Nijhuis Pompen

1994 - 2002 Chair of Stichting Medewerkersparticipatie Horizon

1995 - 1997 Editorial Board Member of F&O, a journal for mergers and acquisitions

2003 - 2016 Lecturer in Corporate Governance at Wagner Group B.V. and AOG

Education:

French Language and Literature – Candidate's Degree, University of Groningen (1974)

Dutch Law – Master's Degree, University of Utrecht (1983)

Various Financial Courses (NIBE, taxation, etc.)

Advanced Negotiation – Harvard Method

Junior Management Course – Stichting De Baak

Management Development Course – European Venture Capital Institute in Brussels