

## VOTING RESULTS

### GENERAL MEETING OF SHAREHOLDERS OF NSI N.V.



**April 19, 2024 12.30 pm**

|                                                     |            |
|-----------------------------------------------------|------------|
| Total number of shares outstanding entitled to vote | 20.155.221 |
| Total number of shares represented                  | 12.187.330 |
| Percentage of represented issued shares             | 60,47%     |

| Agenda item                                                                                                                     | In favor   | Against          | Abstain   | Total      | Note         |
|---------------------------------------------------------------------------------------------------------------------------------|------------|------------------|-----------|------------|--------------|
| 1. Chairman opens the meeting                                                                                                   |            | Non-votable item |           |            |              |
| 2. Report of the Management Board on the 2023 financial year                                                                    |            | Non-votable      |           |            |              |
| 2a. Corporate Governance structure and compliance with the Dutch Corporate Governance Code of 20 December 2022                  |            | Non-votable      |           |            |              |
| 3. Report of the Supervisory Board on the 2023 financial year                                                                   |            | Non-votable      |           |            |              |
| 3a. Discussion of the remuneration report for the 2023 financial year and advisory vote                                         | 10.759.589 | 1.318.138        | 109.603   | 12.187.330 |              |
| Percentage                                                                                                                      | 88,3%      | 10,8%            | 0,9%      | 100,0%     |              |
| 4. Adoption of the financial statements for the 2023 financial year                                                             | 12.173.705 | 1                | 13.624    | 12.187.330 |              |
| Percentage                                                                                                                      | 99,9%      | 0,0%             | 0,1%      | 100,0%     |              |
| 5. Dividend policy of NSI                                                                                                       |            | Non-votable      |           |            |              |
| 6. Declaration of the final dividend for 2023                                                                                   | 12.181.199 | 120              | 6.011     | 12.187.330 |              |
| Percentage                                                                                                                      | 99,9%      | 0,0%             | 0,0%      | 100,0%     |              |
| 7. Discharge of the members of the Management Board for the policy pursued in the 2023 financial year                           | 12.167.230 | 2.841            | 17.259    | 12.187.330 |              |
| Percentage                                                                                                                      | 99,8%      | 0,0%             | 0,1%      | 100,0%     |              |
| 8. Discharge of the members of the Supervisory Board for the supervision exercised during the 2023 financial year               | 12.167.349 | 2.721            | 17.260    | 12.187.330 |              |
| Percentage                                                                                                                      | 99,8%      | 0,0%             | 0,1%      | 100,0%     |              |
| 9. Composition of the Management Board                                                                                          |            | Non-votable      |           |            |              |
| 9a. Proposal for reappointment of Mr. B.A. Stahli as Management Board member and CEO                                            | 9.458.785  | 0                | 2.728.545 | 12.187.330 |              |
| Percentage                                                                                                                      | 77,6%      | 0,0%             | 22,4%     | 100,0%     |              |
| 9b. Proposal for appointment of Ms. E. Snijder as Management Board member and CFO                                               | 10.415.435 | 0                | 1.771.895 | 12.187.330 |              |
| Percentage                                                                                                                      | 85,5%      | 0,0%             | 14,5%     | 100,0%     |              |
| 10. Composition of the Supervisory Board                                                                                        |            | Non-votable      |           |            |              |
| 10a. Proposal to decrease the number of (formation positions for) members of the Supervisory Board from currently five to four. | 11.786.257 | 395.062          | 6.011     | 12.187.330 |              |
| Percentage                                                                                                                      | 96,7%      | 3,2%             | 0,0%      | 100,0%     |              |
| 10b. Proposal for reappointment of Mr. J.W. Dockheer as member of the Supervisory Board                                         | 11.442.889 | 738.427          | 6.014     | 12.187.330 |              |
| Percentage                                                                                                                      | 93,9%      | 6,1%             | 0,0%      | 100,0%     |              |
| 11. Remuneration policies                                                                                                       |            | Non-votable      |           |            |              |
| 11a. Revision of the Remuneration Policy for the Management Board                                                               | 7.495.179  | 4.279.916        | 412.235   | 12.187.330 |              |
| Percentage                                                                                                                      | 61,5%      | 35,1%            | 3,4%      | 100,0%     | See end note |
| 11b. Revision of the Remuneration Policy for Supervisory Board                                                                  | 12.159.154 | 22.163           | 6.013     | 12.187.330 |              |
| Percentage                                                                                                                      | 99,8%      | 0,2%             | 0,0%      | 100,0%     |              |
| 12. Authorisations                                                                                                              |            | Non-votable      |           |            |              |

|      |                                                                                                                                                                                           |              |              |             |               |
|------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|--------------|-------------|---------------|
| 12a. | Proposal to authorise the Management Board to issue ordinary shares up to a maximum of 10% of the outstanding number of shares, subject to the approval of the Supervisory Board          | 9.267.210    | 2.914.107    | 6.013       | 12.187.330    |
|      | <i>Percentage</i>                                                                                                                                                                         | <i>76,0%</i> | <i>23,9%</i> | <i>0,0%</i> | <i>100,0%</i> |
| 12b. | Proposal to authorise the Management Board to limit or exclude pre-emptive rights upon the issuance of ordinary shares issued under 12a, subject to the approval of the Supervisory Board | 9.289.749    | 2.891.570    | 6.011       | 12.187.330    |
|      | <i>Percentage</i>                                                                                                                                                                         | <i>76,2%</i> | <i>23,7%</i> | <i>0,0%</i> | <i>100,0%</i> |
| 12c. | Proposal to authorise the Management Board to buy back ordinary shares in the company's own capital, subject to the approval of the Supervisory Board                                     | 12.173.938   | 13           | 13.379      | 12.187.330    |
|      | <i>Percentage</i>                                                                                                                                                                         | <i>99,9%</i> | <i>0,0%</i>  | <i>0,1%</i> | <i>100,0%</i> |
| 13.  | Outlook for 2024                                                                                                                                                                          |              | Non-votable  |             |               |
| 14.  | Any other business                                                                                                                                                                        |              | Non-votable  |             |               |
| 15.  | Closing                                                                                                                                                                                   |              | Non-votable  |             |               |

#### **Note to Voting results on Agenda item 11a Revision of the Remuneration Policy for the Management Board**

EU Shareholders Directive 2017/828 Article 9bis paragraph 5 require Member States to ensure that companies submit the remuneration policy to a vote by the general meeting at every material change and in any case at least every four years.

When implementing this provision in Article 2: 135a paragraph 2 of the Dutch Civil Code, Dutch Parliament has adopted a more stringent provision regarding the required majority. Instead of an absolute majority, article 2:135a paragraph 2 DCC requires a qualified majority of 75% of the votes cast.

In NSI's 2024 AGM a total of 11.775.095 votes were cast on Agenda item 11a whilst 412.235 shares abstained from voting. Of the total of 11.775.095 casted votes, 7.495.179 (63,65%) were in favour of the proposal. Therefore the qualified majority has not been met and the proposal could not be adopted.

As a consequence and following Article 2:135 paragraph 9 DCC the company will keep remunerating the Management Board in conformity with the existing 2020 Policy, and will submit a reviewed proposal to our shareholders. The reviewed proposal will take into account the results of a benchmark to be conducted among the companies of NSI's reference group and peer group as well as the voting result and the views of shareholders and their proxy advisors and other stakeholders.