

Convocation notice and practical information

For the Annual General Meeting of
Triodos Bank N.V. (Triodos Bank)
on 29 May 2026

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Convocation notice

Notice of the Annual General Meeting of Shareholders of Triodos Bank N.V.

The Executive Board of Triodos Bank N.V. (Triodos Bank) hereby invites holders of Triodos Bank Depository Receipts (DR Holders) to attend the Annual General Meeting of Shareholders (the **AGM**) to be held on Friday 29 May 2026 at Triodos Bank's head office at Landgoed De Reehorst, Hoofdstraat 10, Driebergen-Rijsenburg. The AGM will commence at 2.00 pm (CEST).

Please find enclosed the agenda for the meeting, explanatory notes to the agenda, instructions on how to register for and attend the AGM, and additional practical information.

Driebergen-Rijsenburg, 17 April 2026

Agenda

ANNUAL GENERAL MEETING OF TRIODOS BANK N.V.

Date: Friday 29 May 2026
Start of meeting: 14:00 (CEST)
Venue: Landgoed De Reehorst, Hoofdstraat 10, Driebergen-Rijsenburg
Chair: Mike Nawas, chair of the Supervisory Board of Triodos Bank N.V.

13:00 (CEST) Registration

14:00 (CEST) Start of the meeting

1. **Opening and announcements**
2. **Annual report and financial statements 2025**
 - a. Report of the Executive Board 2025 (*discussion item*)
 - b. Report of the Supervisory Board 2025 (*discussion item*)
 - c. Remuneration policy implementation (*discussion item*)¹
 - d. Report of the external auditor (*discussion item*)
 - e. Adoption of the 2025 financial statements (*voting item*)
3. **Dividend**
 - a. Dividend policy (*discussion item*)
 - b. Dividend for 2025 (*voting item*)
4. **Discharge**
 - a. Discharge of the members of the Executive Board in office during the financial year 2025 for the performance of their duties during 2025 (*voting item*)
 - b. Discharge of the members of the Supervisory Board in office during the financial year 2025 for the performance of their duties during 2025 (*voting item*)
5. **Authorisation** to acquire shares and Depository Receipts for shares in the share capital of Triodos Bank N.V. (*voting item*)
6. **Executive Board**

Notification of the proposed reappointment of Kees van Kalveen as member of the Executive Board, in the position of Chief Financial Officer (*discussion item*)
7. **Supervisory Board**
 - a. Profile of the Supervisory Board (*discussion item*)
 - b. Proposed appointment of Jürgen Rigterink as member of the Supervisory Board (*voting item*)
 - c. Proposed reappointment of Kristina Flügel as member of the Supervisory Board (*voting item*)
8. **Any other business and closing**

¹ this topic will be discussed and submitted to the General Meeting for an advisory vote

Explanatory notes to the agenda

of the Annual General Meeting of Triodos Bank N.V. (Triodos Bank) on 29 May 2026

Reading guide: a document underlined in this explanatory note is available on the Triodos Bank website.

Agenda item 2: Annual report and financial statements for 2025

Agenda item 2a: Report of the Executive Board 2025 (discussion item)

The report of the Executive Board is included in the following sections of the 2025 Annual Report: 'Triodos Bank in 2025' (pages 5 to 47), 'Our Impact' (pages 48 to 81), 'Risk Management' (pages 82 to 112), 'Leadership and Governance' (pages 113 to 148, with the exception of the Supervisory Board Report and the Remuneration Report, pages 121–145) and the 'Consolidated Sustainability Statements' (pages 149 to 277). The 2025 Annual Report is available at www.triodos.com/reporting.

Agenda item 2b: Report of the Supervisory Board 2025 (discussion item)

See pages 123–132 of the 2025 Annual Report.

Agenda item 2c: Implementation of the remuneration policy (discussion item)²

Prior to the agenda item concerning the adoption of the financial statements, account must be given for the implementation of the remuneration policy during the previous financial year. Under this agenda item, an account will be given of the remuneration policy pursued during the 2025 financial year, as set out in the 2025 Remuneration Report. For further information on the implementation of the remuneration policy and the Remuneration Report, please refer to pages 133 to 145 of the 2025 Annual Report.

Agenda item 2d: Report of the external auditor (discussion item)

For further information on the external auditor's report, please refer to pages 390–402 of the 2025 Annual Report.

Agenda item 2e: Adoption of the 2025 financial statements (voting item)

It is proposed that the financial statements of Triodos Bank for the financial year 2025 be adopted. The financial statements are included on pages 278 to 388 of the 2025 Annual Report.

Agenda item 3: Dividend

Agenda item 3a: Dividend policy (discussion item)

See page 32 of the 2025 Annual Report.

Agenda item 3b: Dividend for 2025 (voting item)

See page 32 of the 2025 Annual Report. The total dividend for 2025 amounts to EUR 0.60 per depository receipt. This is equivalent to the interim dividend paid in September 2025. Due to the provision made in connection with loans granted to the German fibre-optic market, as well as other provisions made following long-term strategic decisions to strengthen a solid foundation for sustainable financial performance, no final dividend is proposed for 2025.

² this topic will be discussed and submitted to the General Meeting for an advisory vote

Agenda item 4: Discharge

Agenda item 4a: Discharge of the members of the Executive Board in office during the 2025 financial year for the performance of their duties in 2025 (voting item)

It is proposed that the members of the Executive Board of Triodos Bank be granted discharge for the performance of their duties in the 2025 financial year, as set out in the 2025 Annual Report and the announcements made during the General Meeting.

Agenda item 4b: Discharge of the members of the Supervisory Board in office during the 2025 financial year for the performance of their duties in 2025 (voting item)

It is proposed that the members of the Supervisory Board of Triodos Bank be granted discharge for the performance of their duties in the financial year 2025, as set out in the 2025 Annual Report and the announcements made during the General Meeting.

Agenda item 5: Authorisation to acquire shares and depository receipts for shares in the share capital of Triodos Bank N.V. (voting item)

It is proposed that the Executive Board, subject to the approval of the Supervisory Board, be authorised to acquire shares or depository receipts for shares in the share capital of Triodos Bank, through transactions on Euronext Amsterdam or otherwise. The authorisation applies for a period of 18 months following the date of the General Meeting and up to a maximum of 10% of Triodos Bank's issued share capital on 29 May 2026. The price per share or depository receipt to be acquired must be at least equal to the nominal value of the ordinary shares and at most equal to 110% of the highest price at which the depository receipts were traded on Euronext Amsterdam on the transaction date or the preceding trading day. Triodos Bank may only repurchase depository receipts with the prior consent of De Nederlandsche Bank (DNB).

The request for this authorisation for acquiring (depository receipts of) shares is submitted annually to the general meeting to enable Triodos Bank to potentially submit an application for authorisation to DNB in the future. If DNB grants authorisation, this will enable Triodos Bank to decide, within the scope of this authorisation, to acquire depository receipts in the share capital of Triodos Bank N.V.. Should Triodos Bank decide to proceed with an actual repurchase of depository receipts, it will make a public announcement in accordance with the applicable regulations.

Agenda item 6: Executive Board

Notification of the proposed reappointment of Kees van Kalveen as a member of the Executive Board, in the position of Chief Financial Officer (discussion item)

The Supervisory Board intends to reappoint Mr. Kees van Kalveen as a member of the Executive Board in the role of Chief Financial Officer. Mr. Van Kalveen was first appointed Chief Financial Officer in January 2023 and his current term expires on 25 January 2027. The proposed reappointment will take effect on 25 January 2027 for a second term of four years. The second term will end on the date of the first annual general meeting of Triodos Bank held after four years have elapsed since Mr. Van Kalveen's reappointment.

In accordance with the provisions of the law and Triodos Bank's Articles of Association, the Supervisory Board is notifying the General Meeting of this intention. The Supervisory Board is giving notice of the intention to reappoint at this stage, because Mr. van Kalveen's first term expires before the annual general meeting in 2027.

A summary of the terms of employment for Mr. Van Kalveen's current term has been published on the Triodos Bank website (www.triodos.com/en/governance under the section '*International remuneration and nomination policy / Material elements of the Executive Board remuneration*'). The terms of

employment will be updated as of the date of reappointment. Mr. Van Kalveen will be remunerated in accordance with the remuneration policy currently in force.

The Works Council of Triodos Bank has been informed of the proposed reappointment and has issued a favourable recommendation. De Nederlandsche Bank (DNB) has granted its approval for the proposed reappointment with effect from January 2027.

Explanation by the Supervisory Board

Kees van Kalveen possesses excellent skills and experience to continue in his current role and responsibilities. He focuses on the future and dynamics of a listed bank and on safeguarding the bank's financial stability. His focus is on implementing ways to improve profitability whilst creating a positive impact on society. The Supervisory Board has every confidence that Mr. Van Kalveen is capable of safeguarding Triodos Bank's financial stability in the coming years.

Mr. Van Kalveen will briefly outline his personal motivation during the General Meeting.

Abbreviated CV Kees van Kalveen

Kees van Kalveen (1971) has been a statutory member of the Executive Board in the role of Chief Financial Officer of Triodos Bank since 25 January 2023. Prior to this, Mr. Van Kalveen held the role of Chief Financial Officer at Nationale-Nederlanden Bank N.V. and has led finance, treasury and control-related activities at various financial institutions. Mr. Van Kalveen currently holds no other positions.

Kees van Kalveen is a Dutch national and does not hold any depository receipts in Triodos Bank.

Agenda item 7: Supervisory Board

Agenda item 7a: Profile of the Supervisory Board (discussion item)

With a view to recruiting and possibly reappointing members of the Supervisory Board for Triodos Bank, the [profile for members of the Supervisory Board](#) has been reviewed. This review has resulted in a revised profile which does not differ materially from the current profile but is drafted in a clearer and more structured manner, with more details on, amongst other things, the desired knowledge, skills and experience of supervisory board members and the general competencies. The revised profile has been discussed with the Works Council.

Following discussion of the amended profile with the General Meeting, the Supervisory Board will adopt the amended profile.

Agenda item 7b: Proposal for the appointment of Jürgen Rigterink as a member of the Supervisory Board (voting item)

The Supervisory Board proposes that Mr. Jürgen Rigterink be appointed to the Supervisory Board of Triodos Bank with effect from this General Meeting, for a term of four years. The term will end on the day of the annual general meeting of Triodos Bank to be held in 2030. The Works Council of Triodos Bank has been given the opportunity to form a view and supports the proposed appointment. The Works Council has been invited to further explain its position at the meeting. De Nederlandsche Bank (DNB) has approved the proposed appointment of Mr. Rigterink.

Explanation by the Supervisory Board

The Supervisory Board regards Mr. Rigterink as a highly suitable candidate for strengthening the Supervisory Board and ensuring its future viability. He has gained extensive knowledge and experience in the Dutch and international banking sector. During the selection process, Mr. Rigterink explained his personal commitment to Triodos' mission. The Supervisory Board is confident that Mr. Rigterink's proposed appointment will further strengthen the exercise of its independent supervisory role at Triodos Bank and will enable Triodos Bank to fulfil its mission amidst the current challenges facing the bank and complex geopolitical developments.

Following Mr. Rigterink's proposed appointment as a supervisory board member, he will also join the Nomination & Remuneration Committee of the Supervisory Board.

Jürgen Rigterink will briefly explain his personal motivation during the General Meeting.

Abbreviated CV of Jürgen Rigterink

Mr. Rigterink (born 1964) has over 35 years' senior management experience in the Dutch and international banking sector. Having grown up in the Netherlands, he began his career at Bank Brussels Lambert, where he worked until 1997, before moving to ABN AMRO. He worked there until 2008, in locations including Belgium, Germany and Kazakhstan. From 2008 to 2018, Mr. Rigterink worked at the Dutch Development Bank FMO. Initially as Chief Investment Officer, then as Chief Risk and Finance Officer, and subsequently as Chief Executive Officer. In 2018, Mr. Rigterink took up a position at the European Bank for Reconstruction and Development (EBRD) as First Vice President. In that capacity, he was responsible for the operational activities of the institution. Mr. Rigterink held this position until July 2025.

Jürgen Rigterink studied finance and business economics in Groningen. During his career, Mr. Rigterink has gained extensive knowledge and experience in the fields of international banking, impact investing, emerging markets and sustainable development.

In addition to his current role, Mr. Rigterink is currently a non-executive director at Bank RBK in Kazakhstan. He has held this position since February 2026.

Jürgen Rigterink is a German national and does not hold any depository receipts in Triodos Bank.

Agenda item 7c: Proposal for the re-appointment of Kristina Flügel as a member of the Supervisory Board (voting item)

The Supervisory Board proposes that Mrs. Kristina Flügel be re-appointed to the Supervisory Board of Triodos Bank with effect from this General Meeting for a term of four years. Her second term will end on the day of the annual general meeting of Triodos Bank to be held in 2030. She will also continue in her role as chair of the Nomination & Remuneration Committee.

Kristina Flügel was first appointed in 2022 on the basis of a strong recommendation by the Works Council, and her current term as a member of the Supervisory Board expires at the end of this General Meeting. The Works Council of Triodos Bank has been given the opportunity to form a position and once again supports the proposed reappointment on the basis of a reinforced recommendation from the Works Council. The Works Council has been invited to further explain its position at the meeting. De Nederlandsche Bank (DNB) has approved the proposed reappointment of Kristina Flügel.

Explanation by the Supervisory Board

The Supervisory Board proposes the reappointment of Kristina Flügel as a member of the Supervisory Board on the basis of her extensive knowledge of human resources (HR) processes, her experience in the banking sector, and her international profile. The proposed reappointment of Mrs. Flügel contributes to the diversity and future-proofing of the Supervisory Board. In the opinion of the Supervisory Board, Mrs. Flügel has to date performed her duties as a member of the Supervisory Board and Chair of the Nomination & Remuneration Committee to the Board's satisfaction.

Mrs. Flügel will briefly outline her personal motivation during the General Meeting.

Abbreviated CV Kristina Flügel

Kristina Flügel (1969) has extensive experience in guiding transformations in the financial sector, including in the field of asset management. Based on her expertise and skills in human resources, cultural, nomination and remuneration matters, and her strong commitment to Triodos Bank's mission and values, she makes a valuable contribution to the advisory and supervisory duties of the Supervisory Board.

In addition to being a member of the Supervisory Board at Triodos Bank, she is also an independent coach, organisational developer and consultant, and a member of the coaching community at the Kets de Vries Institute.

Kristina Flügel is a German national and does not hold any depository receipts in Triodos Bank.

Practical information

Receipt of the convocation notice

The notice convening the AGM was published on 17 April 2026 (the notice date) via various channels:

1. Via public channels

including the publication of a press release and announcements on our websites www.triodos.com and www.triodos.com/agm . In addition

2. Via a personal message

Who sends you this notice depends on the party with whom your Triodos Bank Depository Receipts ('DRs') are held.

3. If your DRs are held with Triodos Bank, you will receive a notice of meeting from Triodos Bank by email. This email will provide you with information about the AGM. To register for the AGM, you will be given personal access to the ABN AMRO Broking Portal. Triodos Bank has outsourced the registration process for the AGM to ABN AMRO; for this reason, you will receive the notice and the personal access details for registration via ABN AMRO.

DR Holders who were used to receiving the notice by post have received it for the last time, with the notification that Triodos Bank will correspond exclusively by email in future.

4. If your DRs are not administered by Triodos Bank, we refer to the administrator as a 'bank/broker'.

If your DRs are administered by a bank/broker, including Captin, you will receive communication regarding the AGM via this party. Please contact the relevant bank/broker to find out how they have organised the invitation and registration process for the AGM. You may need to activate notification messages from the bank/broker or check your bank emails for this. As your DRs are not administered by Triodos Bank in this case, Triodos Bank cannot assist you directly with this.

Triodos Bank provides communication regarding the AGM in Dutch and English at a minimum.

Registering for the meeting

If, on the Record Date – that is, the date on which you must hold DRs – you hold DRs with Triodos Bank, you may attend the AGM, cast your vote and ask questions during the meeting. The Record Date has been set at 1 May 2026 (pursuant to Article 12.9 of Triodos Bank's Articles of Association). The number of DRs you hold on this Record Date determines the number of votes you may cast (1 DR = 1 vote).

You may attend the AGM in person or digitally, or via a proxy. It is also possible to cast your vote in advance by means of a voting instruction. You must make your choice known:

- (i) via the registration or sign-up process offered by your bank/broker, or
- (ii) DR Holders who have received a notice by post may indicate their choice using the form enclosed herewith; or
- (iii) If your DRs are held with Triodos Bank and you use the ABN AMRO Broking Portal for your registration, you can do so via this portal. A user guide is available for this purpose and can also be accessed via www.triodos.com/agm .

We explain the various options in more detail below.

Attending in person

You can register to attend the AGM in person. You will then receive a certificate of attendance. If you present this, together with your ID, on arrival at the meeting venue, you will be granted access to the meeting. During the meeting, you may cast your vote and exercise your right to ask questions.

Attending digitally

You can register to attend the digital meeting. A few days prior to the AGM, you will receive a personal link and an SMS code via email, which you can use to log in online from 2 hours before the start of the AGM. During the digital meeting, you can cast your vote and ask questions via a chat function.

Via a proxy

Instead of attending in person, you may also appoint a proxy. In that case, this proxy will attend the meeting in person on your behalf and may make use of the opportunity to ask questions during the meeting. A proxy may be: the board of Stichting Administratiekantoor Aandelen Triodos Bank (SAAT), or any other person of your choice.

On 29 April 2026, SAAT will publish on its website (www.saatfoundation.com) how it will vote on the items on the agenda by means of a voting statement.

Advance voting via voting instructions

If you are unable or unwilling to attend the AGM and do not wish to appoint a proxy, you may submit voting instructions in advance for items to be voted on. Your vote will then be included in the voting result. After the meeting, you will receive confirmation that your voting instructions have been processed.

If you do not choose any of the above options, you can also follow the AGM digitally via a public webcast (on the website www.triodos.com) without registering. You cannot cast a vote via this public webcast, and there is no opportunity to ask questions.

Participating in the meeting

The AGM will be held in Dutch. For the digital meeting and the public webcast, a simultaneous English translation will be provided, and automatically generated subtitles in German, French and Spanish will also be available.

Meeting documents

From 17 April 2026, the following documents will be available on the website www.triodos.com/agm :

- The agenda and explanatory notes to the agenda
- Appendices to the agenda
- Attendance and authorisation form
- This notice
- User guide for the ABN AMRO Broker Portal

Venue – directions

The AGM will be held at Triodos Bank's head office at Landgoed De Reehorst.

Visiting address

Landgoed De Reehorst
Hoofdstraat 10
3972 LA, Driebergen-Rijsenburg

Are you travelling by train?

Travel to Driebergen-Zeist station. Take the exit on the Driebergen side. Cross the road towards the P+R car park and turn left onto the footpath in front of the car park. You will see the Triodos Bank office on your right. Plan your train journey [here](#).

Are you coming by car?

As a visitor, you can park in the Triodos Bank car park. Please set your sat-nav to Hoofdstraat 26 in Driebergen-Rijsenburg. The barrier will open automatically. It is a 4-minute walk from the car park to the entrance. The car park has 120 electric charging points.

If you have difficulty walking, you can use one of our disabled parking spaces in front of the main entrance. In this case, please use the Triodos suppliers' entrance next to the P+R car park (Stationsweg 15B) and follow the signs for the parking spaces.

Are you coming by bike?

You can easily reach us by bike from the Utrechtse Heuvelrug area. Cycle via the suppliers' entrance directly to the left of the P+R car park (Stationsweg 15B). You can park your bike directly opposite the building entrance on the station side.

Tips and points to note

Tips for digital participation

- Make sure you always have your email address and password to hand, as you will need these to access the ABN AMRO Portal. Please note that your password from a previous meeting is no longer valid.
- Please have your mobile phone to hand, as you will receive a personal verification code to access the virtual meeting environment.
- You can log in from 2 hours before the meeting starts. Please ensure you are logged in to the ABN AMRO Portal by the start of the meeting.
- To log in, you must use one of the following web browsers: 'Google Chrome', 'Mozilla Firefox', 'Microsoft Edge' or 'Apple Safari'. If you use a different web browser, correct functionality cannot be guaranteed.
- Please ensure that your internet security software, such as KPN or Ziggo banking security, grants access to the ABN AMRO Portal so that you can access the virtual meeting environment.

Do you have any further questions?

You can call ABN AMRO Corporate Broking on +31 20 628 6070 from Monday to Friday between 09:00 and 17:30 (CEST), or send an email to: corporate.broking@nl.abnamro.com .