

# Shareholding Structure

DHV Holding B.V. has three shareholders: the DHV Foundation, the DHV Priority Foundation, and the DHV Trust Office. The Stichting DHV (DHV Foundation) has a controlling majority of the shares. The majority of the Board members are independent individuals. The Stichting Prioriteit DHV (DHV Priority Foundation) has one priority share controlling major strategic decisions and substantial changes in the shareholding structure. Management (Supervisory and Executive Board) and labor (the Works Council) each have two members on the Board and these members appoint an independent chairperson. The Stichting Administratiekantoor DHV (DHV Trust Office) administers the depositary receipts for shares issued to staff members.

## Stichting DHV (DHV Foundation)

Objective: to manage the A shares in DHV Holding B.V.

Composition of the Board:

- 1) H. Zwarts, (Chair) appointed by 2+3+4+5
- 2) H.H.F. Wijffels, appointed by EB/SB\*
- 3) M.P. van Gemund, appointed by the WC\*
- 4) A.W. Veenman, appointed by 2+3
- 5) M. Usta, appointed by 2+3

This foundation holds 4,580,000 A shares, which is approximately 91% of the ordinary shares issued.

## Stichting Prioriteit DHV (DHV Priority Foundation)

Objective: to manage the priority shares of DHV Holding B.V.

Composition of the Board:

- 1) A.B.M. van der Plas (Chair), appointed by 2+3+4+5
- 2) V. Prins, appointed by the EB/SB
- 3) B.M. van Ee, appointed by the EB/SB
- 4) J.A.M. Tromp, appointed by the WC
- 5) G.J.P.J. Laseur, appointed by the WC

This foundation holds one priority share in DHV Holding B.V., which gives it the right of prior approval over any decisions regarding the issue and transfer of DHV Holding B.V. shares, mergers, public offerings, amendments to the articles and the winding-up of DHV Holding B.V., as well as amendments to the articles and the winding-up of the DHV Foundation and the disposal of A shares by the DHV Foundation.

## Stichting Administratiekantoor DHV (DHV Trust Office)

Objective: to manage the B shares in DHV Holding B.V., and to issue depositary receipts for shares to eligible DHV Group staff members.

Composition of the Board:

- 1) M. de Veer (Chair)
- 2) F.T. van der Molen
- 3) M.J. Vermeulen

The officers are appointed by the general meeting of holders of depositary receipts. This foundation holds 270,350 B shares, which is approximately 5% of the ordinary shares issued. DHV Holding B.V. holds 185,931 B shares which is approximately 4% of the ordinary shares issued.

\* EB = Executive Board, SB = Supervisory Board, WC = Works Council