

ENVIPCO HOLDING N.V.

Profile for Non-Executive Directors

1. INTRODUCTION

- 1.1 This is the profile for non-executive directors (the **Profile**) that Envipco Holding N.V. (the **Company**) has adopted in accordance with Best Practice Rule 2.1.1 of the Dutch Corporate Governance Code.
- 1.2 The Profile has been shared with by the board of directors of the Company (the **Board**) and approved by the Chief Executive Officer on 1 April 2024.
- 1.3 As the Company's situation, markets and environment change, the Board's need for specific competencies will change. Therefore, the Profile shall be periodically reviewed in the light of changing circumstances and against the background of the Company's prevailing situation.

2. GENERAL

- 2.1 This Profile sets out the size and composition of the non-executive directors of the Board (the **Non-Executive Directors**).
- 2.2 The purpose of this Profile is to provide a guide to the membership and work of the Non-Executive Directors.
- 2.3 The role of the Non-Executive Directors is to supervise the executive directors' policy and performances of duties and the Company's general affairs and its business and render advice and direction to the Board's executive director(s).
- 2.4 The Board shall consist of a mix of Non-Executive Directors with executive experience, preferably gained in the private sector, experience in corporate governance of (large) stock-listed companies and experience in the political and social environment in which such companies operate.
- 2.5 Each Non-Executive Director shall be capable of assessing the broad outline of the overall policy of the Company and of the most important risks incurred. Each Non-Executive Director shall have the specific expertise required for the fulfilment of the duties assigned to the role designated to him or her within the framework of this Profile.
- 2.6 Each Non-Executive Director shall have sufficient time available for the proper performance of his duties. In performing their duties, the Non-Executive Directors shall be guided by the Company's interests and its business, taking into consideration the interests of the Company's stakeholders (including but not limited to its shareholders).
- 2.7 The Non-Executive Directors shall also have due regard for corporate responsibility issues that are relevant to the Company and its operations.

2.8 The Non-Executive Directors are responsible for the quality of their own performance.

3. COMPOSITION

3.1 The composition of the Non-Executive Directors shall be such that the Non-Executive Directors are able to act critically and independently of one another, the Board and any particular interest. Each Non-Executive Director shall be able to take a clear position on issues without regard to stated interests.

3.2 The composition of the Non-Executive Directors shall be such that the combined experience, expertise and independence of the Non-Executive Directors should reflect the requirements needed to engage in relevant, informed, expert and efficient discussion and decision making at board level regarding all aspects of the activities of the Company and the management of its operations, having regard for:

- (a) the nature, size and the markets of the activities of the Company;
- (b) applicable rules of corporate governance which govern the activities of the Company and corporate organization in applicable constituencies, taking into account the nature of the Company as a listed company;
- (c) the specific organizational structure of the Company; and
- (d) the duties and responsibilities allocated to the Non-Executive Directors as per the corporate governance arrangements within the Company.

3.3 On that basis the following specific elements need to be sufficiently represented as regards the knowledge, experience and background of the Non-Executive Directors, separately or in combination:

- (a) understanding of the specific markets (service and geography) where the Company is active;
- (b) financial experience with relevant knowledge and experience of financial administration and
- (c) accounting for and financing of listed companies or other entities similar to the Company; and
- (d) expertise in relevant industries.

4. SIZE

4.1 The Board determines the number of Non-Executive Directors, with due regard to the interest of the Company.

4.2 The desired size of the Board is such that the requisite mix of specific experience, qualifications and skills is present in order to assure that the Board as a whole, has the necessary tools to perform its function effectively in light of the Company's business.

4.3 The number of Non-Executive Directors shall at all times exceed the number of executive directors of the Board.