


# Notice

## Annual General Meeting
## Beter Bed Holding N.V.

Wednesday, 10 May 2023
at 14.00 hours CET
Van der Valk Hotel
Uden, The Netherlands

Shareholders and other persons with voting rights of Beter Bed Holding N.V. are invited to the **Annual General Meeting**, to be held on **Wednesday, 10 May 2023** at **14.00 hours CET** at **Van der Valk Hotel, Rondweg 2, Uden** (The Netherlands).

## Agenda

1. Opening
2. Report of the Management Board for the 2022 financial year
3. Report of the Supervisory Board for the 2022 financial year
4. Remuneration report for the 2022 financial year (advisory vote)
5. Presentation of the audit of the 2022 financial statements
6. Adoption of the financial statements for the 2022 financial year (voting item)
7. Dividend proposal for 2022 (voting item)
8. Release from liability of the members of the Management Board for the management conducted in 2022 (voting item)
9. Release from liability of the members of the Supervisory Board for the supervision conducted in 2022 (voting item)
10. Proposal to reappoint Mr B.E. Karis as Supervisory Board Member (voting item)
11. Proposal to reappoint Mr A. Beyens as Supervisory Board Member (voting item)
12. Authorisation of the Management Board to have the Company acquire its own shares (voting item)
13. Authorisation of the Management Board to issue ordinary shares or to grant rights to subscribe for ordinary shares up to 10% for general purposes, including but not limited to the execution of Beter Bed Holding N.V.'s Performance Stock Unit Plan (voting item)
14. Authorisation of the Management Board to restrict or exclude pre-emptive rights in connection with agenda item 13 (voting item)
15. Authorisation of the Management Board to cancel acquired shares (voting item)
16. Announcements
17. Any other business
18. Closing

The agenda with explanatory notes, as well as the 2022 annual report, the 2022 financial statements and other relevant documents are available on the Company's website www.beterbedholding.com and are also available for inspection at the offices of ABN AMRO Bank N.V. ('ABN AMRO'), Gustav Mahlerlaan 10, 1082 PP in Amsterdam (The Netherlands).
A copy of these documents can be digitally requested on working days at ABN AMRO (T: +31 (0)20 628 6070, E: AVA@nl.abnamro.com).

## Registration date

In accordance with applicable statutory provisions, those persons will be entitled to vote at and/or attend this Annual General Meeting who on **12 April 2023**, after processing all additions and deletions as of that date (the 'registration date'), have those rights and are entered as such in the register or sub register designated for that purpose by the Management Board.

## Registration to vote

Shareholders wishing to attend the meeting can register to do so in writing from **13 April 2023** to no later than **3 May 2023**, **before 17.00 hours CET** via their intermediary or via ABN AMRO, email: www.abnamro.com/evoting. To that end the intermediary concerned is required to submit a statement to ABN AMRO no later than on **4 May 2023 by 13.00 hours CET** through www.abnamro.com/intermediary stating the number of shares that the shareholder holds at the registration date and submitted for registration.

Holders of registered shares and holders of a pledge or right of usufruct on registered shares can communicate their intention to attend the meeting in writing to the Management Board of the Company at the aforesaid address from **13 April 2023** to no later than **3 May 2023**, **before 17.00 hours CET**. When registering, intermediaries are requested to list the full address of the shareholders in question. This ensures that the Company can efficiently verify their entitlement on the registration date.

Shareholders who have registered in accordance with the above procedure will receive proof of registration (by email or post from their bank), which will serve as admittance card for the meeting. Valid proof of identity may be required to be allowed to enter the meeting.

Only holders of registered shares and holders of a pledge or right of usufruct or their proxy holders who registered to vote in accordance with the above procedure, are allowed to exercise their voting and meeting rights during the meeting.

## Voting by proxy

Shareholders who are unable to attend the meeting can submit an electronic proxy appointment, including a voting instruction to Mr M. van Agt, civil law notary in Amsterdam (or his substitute, deputy civil law notary at Loyens & Loeff N.V.), through www.abnamro.com/evoting no later than **3 May 2023, before 17.00 hours CET**. Shareholders that do not have the opportunity to submit an electronic proxy appointment may also submit this appointment in writing. The Management Board must, notwithstanding the above, have received the written proxy appointment no later than **3 May 2023, before 17.00 hours CET**.

Shareholders who have voted by electronic proxy with voting instruction will receive proof of voting by from their bank.

## Registration and identification at the meeting

Registration for admission to the annual meeting will take place from 13.00 hours CET until the start of the meeting at 14.00 hours CET. After this time registration is no longer possible. Persons entitled to attend the meeting may be asked for identification prior to being admitted by means of a valid identity document, such as a passport or driver's license.

Beter Bed Holding N.V. advises shareholders to regularly check the Company's website www.beterbedholding.com for any further updates. If necessary, all shareholders will be informed without undue delay through our website before the Annual General Meeting dated 10 May 2023.

## Questions

Shareholders who have registered to vote and who have registered for admission can submit written questions regarding the agenda items. These shareholders are invited to address any such questions to the Company Secretary by email bbholding@beterbed.nl by **6 May 2023 before 17.00 hours CET**, hereby including their name and shareholder's certificate number. These questions will be answered, possibly combined, during the AGM.

Uden, 29 March 2023
Beter Bed Holding N.V. / Management Board