

AGENDA

The Thirty Fourth Annual General Meeting of Shareholders ("**General Meeting**") of Eurocommercial Properties N.V. (the "**Company**") will be held at De Koninklijke Industrieele Groote Club (Groote Zaal), Dam 27 (1012 JS), Amsterdam, The Netherlands, on Tuesday 2 June 2026 at 13.30 pm (CET) (the "**AGM**").

The business of the AGM will be as follows:

1. **Opening**
2. **Report of the Board of Management (no voting item)**
Presentation of the Report of the Board of Management for the financial year ended 31 December 2025.
3. **Financial Statements (voting item)**
Proposal to adopt the financial statements of the Company for the financial year ended 31 December 2025, which includes the allocation of results.
4. **Reservation and dividend policy (no voting item)**
Presentation of the dividend policy of the Company in compliance with the Dutch Corporate Governance Code.

See Annex I attached hereto for a further explanation of this policy.

5. **Declaration of dividend (voting item)**
The Board of Management and the Supervisory Board propose that the Company pays a total dividend over the financial year ended 31 December 2025 of €1.83 per share in cash. On 30 January 2026 an interim cash dividend of €0.72 per share was paid (representing 40% of the total cash dividend distributed in the financial year 2025, in line with the Company's dividend policy), leaving a final cash dividend of €1.11 per share to be paid on Thursday 2 July 2026, all in accordance with the Company's articles of association and Dutch law.

They also propose that the Company, subject to its fiscal and other obligations, offers shareholders the option of taking new shares, charged to the Company's fiscal share premium reserve, instead of receiving the final cash dividend of € 1.11 per share. The issue price of the new shares will be published on Friday 29 May 2026.

This proposal includes the authorisation of the Board of Management as the competent body to resolve, subject to the approval of the Supervisory Board, (a) to issue such number of new shares necessary for the payment of the dividend in shares, and (b) to exclude the pre-emptive rights of existing shareholders in this respect.

See Annex II attached hereto for a further explanation in respect of this dividend proposal.

- 6. Discharge of the members of the Board of Management (voting item)**
Proposal to discharge the members of the Board of Management in office in the financial year ended 31 December 2025 from all liability in relation to the exercise of their duties in said financial reporting period.
- 7. Discharge of the members of the Supervisory Board (voting item)**
Proposal to discharge the members of the Supervisory Board in office in the financial year ended 31 December 2025 from all liability in relation to the exercise of their duties in said financial reporting period.
- 8. Reappointment of Mrs E.R.G.M. Attout (voting item)**
The Supervisory Board proposes, by way of a binding nomination, to reappoint Mrs E.R.G.M. Attout as member of the Supervisory Board. Mrs E.R.G.M. Attout, of Belgian nationality, retiring by rotation and being eligible, offers herself for election effective 2 June 2026 for a period of two years, ending immediately after the Annual General Meeting that will be held in the year her reappointment lapses. (see also Annex III hereto)
- 9. Reappointment of Mr R. Fraticelli as member of the Board of Management (voting item)**
The Supervisory Board proposes, by way of a binding nomination, to reappoint Mr R. Fraticelli as member of the Board of Management. Mr R. Fraticelli, of Italian nationality, retiring by rotation and being eligible, offers himself for re-election effective 2 June 2026 for a period of four years, ending immediately after the Annual General Meeting that will be held in the year his reappointment lapses (see also Annex IV hereto).
- 10. Remuneration Report (advisory voting item)**
The Supervisory Board has drawn up the Company's Remuneration Report for the financial year ended 31 December 2025 , which describes the implementation of the Remuneration Policy for the Board of Management and the Supervisory Board for the financial year ended 31 December 2025.

This Remuneration Report is submitted to the General Meeting for a non-binding advisory vote, in accordance with Dutch law and is attached hereto as Annex V.
- 11. Determination of the remuneration of the Board of Management (voting item)**
The Supervisory Board proposes to the General Meeting to determine the remuneration of the members of the Board of Management as set out in Annex V.
- 12. Determination of the remuneration of the Supervisory Board (voting item)**
The Supervisory Board proposes to the General Meeting to determine the remuneration of the members of the Supervisory Board as set out in Annex V.
- 13. Authorisation to issue shares and/or grant rights to subscribe for shares, and to limit or exclude pre-emptive rights (voting item)**
In accordance with Dutch law and the Company's articles of association, it is proposed to authorise the Board of Management to issue shares and/or grant rights to subscribe for shares and to limit or exclude pre-emptive rights in connection therewith, subject to approval of the Supervisory Board.

In accordance with the current corporate governance practices, the proposed authorisation to issue shares, grant rights to subscribe for shares or to limit or exclude pre-emptive rights, as

the case may be, is limited to a period of 18 months (i.e. until and including 2 December 2027) and to a maximum of 10% of the issued share capital of the Company as at the date of the Board of Management's resolution and includes the authorisation to issue shares under the Company's performance shares plan, if and when these are vesting, and to grant conditional rights to subscribe for shares under the Company's performance shares plan.

If this renewed authorisation is granted by the General Meeting, the existing authorisation as granted in 2025 will cease to apply.

Further background information is set out in Annex VI attached hereto.

14. Authorisation to repurchase shares (voting item)

In accordance with Dutch law and the Company's articles of association, it is proposed to authorise the Board of Management to, on behalf of the Company, repurchase (on a stock exchange or otherwise) paid-up shares, up to a maximum of 10% of the issued share capital of the Company as at the date of the Board of Management's resolution to repurchase shares, all in accordance with Dutch law and the Company's articles of association.

The authorisation is to be granted for a period of 18 months (i.e. until and including 2 December 2027).

If this renewed authorisation is granted by the General Meeting, the existing authorisation as granted in 2025 will cease to apply.

Further background information (including the price for shares that may be repurchased) is set out in Annex VII attached hereto.

15. Any other business

16. Closing

Amsterdam, 17 April 2026