

Resolutions  
annual general  
meeting of  
NN Group N.V., held  
on 24 May 2024



#### 4. Proposal to give a positive advice on the 2023 Remuneration Report

overview votes:

number of shares for which votes have been validly cast	186,416,876
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	68.25%
number of validly cast votes	186,416,876
number of votes cast "in favour"	181,422,289
percentage of votes "in favour" (rounded)	97.32%
number of votes cast "against"	4,994,587
percentage of votes "against" (rounded)	2.68%
number of votes withheld	3,335,668

#### 5.A Proposal to adopt the annual accounts for the financial year 2023

overview votes:

number of shares for which votes have been validly cast	189,405,156
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.34%
number of validly cast votes	189,405,156
number of votes cast "in favour"	189,399,273
percentage of votes "in favour" (rounded)	100%
number of votes cast "against"	5,883
percentage of votes "against" (rounded)	0%
number of votes withheld	347,388

#### 5.C Proposal to pay out dividend

overview votes:

number of shares for which votes have been validly cast	189,741,005
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.47%
number of validly cast votes	189,741,005
number of votes cast "in favour"	189,738,769
percentage of votes "in favour" (rounded)	100%
number of votes cast "against"	2,236
percentage of votes "against" (rounded)	0%
number of votes withheld	11,539

6.A Proposal to release the members of the Executive Board from liability for their respective duties performed during the financial year 2023

overview votes:

number of shares for which votes have been validly cast	188,593,718
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.05%
number of validly cast votes	188,593,718
number of votes cast "in favour"	184,449,757
percentage of votes "in favour" (rounded)	97.80%
number of votes cast "against"	4,143,961
percentage of votes "against" (rounded)	2.20%
number of votes withheld	1,158,826

6.B Proposal to release the members of the Supervisory Board from liability for their respective duties performed during the financial year 2023

overview votes:

number of shares for which votes have been validly cast	189,278,222
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.30%
number of validly cast votes	189,278,222
number of votes cast "in favour"	185,196,808
percentage of votes "in favour" (rounded)	97.84%
number of votes cast "against"	4,081,414
percentage of votes "against" (rounded)	2.16%
number of votes withheld	474,322

8.A Proposal to reappoint Robert Jenkins as member of the Supervisory Board

overview votes:

number of shares for which votes have been validly cast	189,738,607
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.47%
number of validly cast votes	189,738,607
number of votes cast "in favour"	183,769,231
percentage of votes "in favour" (rounded)	96.85%
number of votes cast "against"	5,969,376
percentage of votes "against" (rounded)	3.15%
number of votes withheld	13,937

## 8.B Proposal to appoint Koos Timmermans as member of the Supervisory Board

overview votes:

number of shares for which votes have been validly cast	189,296,553
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.30%
number of validly cast votes	189,296,553
number of votes cast "in favour"	185,381,810
percentage of votes "in favour" (rounded)	97.93%
number of votes cast "against"	3,914,743
percentage of votes "against" (rounded)	2.07%
number of votes withheld	455,991

## 9.A Proposal to adopt the remuneration policy for the members of the Executive Board

overview votes:

number of shares for which votes have been validly cast	189,475,470
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.37%
number of validly cast votes	189,475,470
number of votes cast "in favour"	179,051,819
percentage of votes "in favour" (rounded)	94.50%
number of votes cast "against"	10,423,651
percentage of votes "against" (rounded)	5.50%
number of votes withheld	277,074

## 9.B Proposal to adopt the remuneration policy and remuneration for the members of the Supervisory Board

overview votes:

number of shares for which votes have been validly cast	189,732,747
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.46%
number of validly cast votes	189,732,747
number of votes cast "in favour"	188,683,865
percentage of votes "in favour" (rounded)	99.45%
number of votes cast "against"	1,048,882
percentage of votes "against" (rounded)	0.55%
number of votes withheld	19,797

10. Proposal to designate the Executive Board as the competent body to resolve on the issuance of ordinary shares and to resolve on the granting of rights to subscribe for ordinary shares in the context of issuing Contingent Convertible Securities

overview votes:

number of shares for which votes have been validly cast	188,966,650
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.18%
number of validly cast votes	188,966,650
number of votes cast "in favour"	181,350,987
percentage of votes "in favour" (rounded)	95.97%
number of votes cast "against"	7,615,663
percentage of votes "against" (rounded)	4.03%
number of votes withheld	785,894

- 11.A.(i) Proposal to designate the Executive Board as the competent body to resolve to issue ordinary shares and to grant rights to subscribe for ordinary shares

overview votes:

number of shares for which votes have been validly cast	189,737,688
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.47%
number of validly cast votes	189,737,688
number of votes cast "in favour"	186,713,442
percentage of votes "in favour" (rounded)	98.41%
number of votes cast "against"	3,024,246
percentage of votes "against" (rounded)	1.59%
number of votes withheld	14,856

11.A.(ii) Proposal to designate the Executive Board as the competent body to resolve to limit or exclude pre-emptive rights of existing shareholders when issuing ordinary shares and granting rights to subscribe for ordinary shares pursuant to agenda item 11.A.(i)

overview votes:

number of shares for which votes have been validly cast	189,736,726
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.47%
number of validly cast votes	189,736,726
number of votes cast "in favour"	186,465,121
percentage of votes "in favour" (rounded)	98.28%
number of votes cast "against"	3,271,605
percentage of votes "against" (rounded)	1.72%
number of votes withheld	15,818

11.B. Proposal to designate the Executive Board as the competent body to resolve to issue ordinary shares and to grant rights to subscribe for ordinary shares by way of a rights issue

overview votes:

number of shares for which votes have been validly cast	189,738,713
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.47%
number of validly cast votes	189,738,713
number of votes cast "in favour"	183,610,670
percentage of votes "in favour" (rounded)	96.77%
number of votes cast "against"	6,128,043
percentage of votes "against" (rounded)	3.23%
number of votes withheld	13,831

## 12. Proposal to authorise the Executive Board to acquire ordinary shares in the Company's share capital

overview votes:

number of shares for which votes have been validly cast	189,690,354
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.45%
number of validly cast votes	189,690,354
number of votes cast "in favour"	189,072,036
percentage of votes "in favour" (rounded)	99.67%
number of votes cast "against"	618,318
percentage of votes "against" (rounded)	0.33%
number of votes withheld	62,190

## 13. Proposal to reduce the issued share capital by cancellation of ordinary shares held by the Company

overview votes:

number of shares for which votes have been validly cast	189,740,209
percentage of issued share capital on record date (26 April 2024) that was represented by the number of shares for which votes have been validly cast (rounded)	69.47%
number of validly cast votes	189,740,209
number of votes cast "in favour"	189,325,569
percentage of votes "in favour" (rounded)	99.78%
number of votes cast "against"	414,640
percentage of votes "against" (rounded)	0.22%
number of votes withheld	12,335

## Contact

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