

Supervisory Board profile

Eneco is a Public Limited Company with a full two-tier board structure.

The Supervisory Board exercises full supervision of the policy of the Board of Management as well as the general course of affairs within the company. The Supervisory Board acts as a sounding board and assists the Board of Management with its advice. Both boards and the individual supervisors are guided by the interests of the company when performing their duties. Such in accordance with the principles of responsible entrepreneurship aimed at the continuity of the business.

The Supervisory Board assesses whether the Board of Management makes a balanced consideration of the interests of all parties affiliated with the company when formulating policy and performing its management duties.

The Eneco Supervisory Board supervises and issues advice to the Board of Management concerning various subjects:

- Supervision of Eneco's transformation process
- Realisation of the company's objectives;
- Strategy and risks related to the business activities;
- Structure and operation of the internal risk management and control systems;
- Financial reporting process;
- Compliance with legislation and regulations;
- Required expertise and experience.

The Supervisory Board shall consist of five to seven members in view of the size and complexity of the organisation. The General Meeting of Shareholders appoints, suspends and dismisses the members of the Supervisory Board.

Two committees are formed:

The **remuneration, selection and nomination committee** issues advice with respect to the remuneration of members of the Supervisory Board and arranges for the selection and appointment of members of the Supervisory Board.

The **audit committee** supervises important financial matters. This committee meets to discuss such matters every quarter and consults with the external auditor at least twice per year. The Supervisory Board submits the financial statements to the General Meeting of Shareholders for adoption.

Composition of the Supervisory Board - general

The Supervisory Board must be composed in such a manner that the combination of the experience, expertise, quality, social commitment and independence of its members enables it to carry out its tasks properly (effectively and responsibly). In addition, the Supervisory Board strives for sufficient complementarity, pluralism and diversity as regards age, gender and background. Each supervisory director must be able to assess the general features of the overall policy. Each supervisory director has the specific expertise required for the performance of his duties.

The following experience and competences are important for the Supervisory Board as a whole (several elements can be united in 1 individual supervisory director):

- Administrative experience, CEO experience in the business community;
- Ample experience with public stakeholders including public shareholders;
- Experience in the world of energy, including the energy transition that is taking place and with technology;
- Experience with a consumer-driven business;
- Experience in setting up and managing alliances, joint ventures and with Mergers & Acquisitions;
- Experience with digitisation and big data;
- Experience with new and significantly changing revenue models;
- Broad financial and accounting experience, preferably CFO experience;
- Experience in the area of HR;
- International experience and experience with international expansion.
