



Proxy (and voting instruction)

Proxy for TKH Group N.V. ("TKH") holders of (depository receipts of) ordinary shares

(authorization for a third party to act on behalf of a holder of (depository receipts of) ordinary shares)

The Undersigned

Name

Address

Place

Country

Telephone number

Number of (depository receipts of) shares

Declares that by 17:30 pm (Dutch time) on Tuesday April 9, 2024, he/she registered the above-mentioned number of (depository receipts of) shares in TKH with ABN AMRO Bank N.V., acting under the name ABN AMRO, through an affiliated organization for the annual general meeting ("**AGM**") of TKH to be held on Tuesday May 7, 2024.

Hereby Authorizes (The "Other Proxy")

Name

Address

Place

Country

Telephone number

E-mail

Holder of the [Dutch] passport with number

a copy of which has been appended to this proxy as Annex A¹

To exercise his / her rights (including the right to vote) for the aforementioned number of (depository receipts of) ordinary shares according to the voting instructions on the next page.

The undersigned undertakes not to hold the proxy liable for any legal act he/she performs in accordance with this proxy. Dutch law applies to this proxy and the explanation. Any disputes concerning this proxy will be submitted exclusively to the competent court in Amsterdam.

¹ in so far as the signatory to this proxy is not acting on his/her own behalf but on that of a company or legal entity, documentation must also be appended, which reveals that he/she is authorized to represent this company or legal entity (e.g. an extract from a companies register).



This form will be considered if this power of attorney is dated, completed and signed by both you and the Other Proxy. This form must be received in good order no later than **April 30, 2024 at 5:30 pm** (Dutch time) by the TKH by e-mail: info@tkhgroup.com in order to be recognized at the AGM.

The holder of (depository receipts of) ordinary shares or the Other Proxy casts his / her vote in accordance with the overview below.

If the below table does not contain an indication on how to vote in respect of any voting item, the Other Proxy will be authorized to vote as he / she considers appropriate.

AGENDA ITEM	VOTE		
	FOR	AGAINST	ABSTAIN
2(C) Remuneration report for the 2023 financial year (advisory vote)			
2(D) Proposal to adopt the annual financial statements for the 2023 financial year			
2(F) Proposal to declare the 2023 dividend and make it payable			
2(G) Discharge of the members of the Executive Board for their management duties in the financial year 2023			
2(H) Discharge of the members of the Supervisory Board for their supervisory duties in the financial year 2023			
3(D) Proposal to the general meeting to reappoint Mrs. M. Schöningh as a member of the Supervisory Board, if the general meeting does not involve its right of recommendation			
3(F) Proposal to the general meeting to appoint Mrs. J. Peek as a member of the Supervisory Board, if the general meeting does not involve its right of recommendation			
4(A) Proposal to adopt the renewed Remuneration Policy for the Executive Board			
4(B) Proposal to adopt the renewed Remuneration Policy for the Supervisory Board			
5(A) Proposal to appoint the Executive Board as the competent authority to decide on the issue of ordinary shares and cumulative financing preference shares			
5(B) Proposal to appoint the Executive Board as the competent authority to decide on the restriction or exclusion of shareholders' pre-emptive rights with respect to the issue of shares referred to under A			
6 Proposal to authorize the Executive Board to acquire shares in the Company			
7 Proposal to authorize the Executive Board to reduce issued capital by cancelling ordinary shares			

Signature holder of (depository receipts of) ordinary shares

Date and place

Signature other proxy

Date and place