

Regulations Digital Committee Supervisory Board

Coöperatie Royal FloraHolland U.A.

Adopted on 6 February 2026



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Introduction

Capitalised terms used in these regulations (the **Regulations**) shall have the same meaning as defined in the regulations of the Supervisory Board (the **Supervisory Board Regulations**), unless explicitly defined otherwise herein.

1 Status and contents of the Regulations

- 1.1 These Regulations have been drawn up on the basis of article 23.15 of the Articles of Association and on the basis of article 22.4 of the Supervisory Board Regulations and shall complement the regulations and provisions that are applicable (from time to time) to the Supervisory Board on the basis of Dutch law, the Articles of Association or the Supervisory Board Regulations.
- 1.2 These Regulations were adopted by the Supervisory Board on 6 February 2026 and replace the Regulations adopted on 18 January 2024.
- 1.3 Where these Regulations are in conflict with to Dutch law, the Articles of Association or the Supervisory Board Regulations, the law or the Articles of Association or the Supervisory Board Regulations shall prevail. Where these Regulations are compatible with the Articles of Association and the Regulations of the Supervisory Board, but in conflict with Dutch law, the latter shall prevail. If one of the provisions of these Regulations is not or no longer valid, this shall not affect the validity of the other provisions. The Supervisory Board will replace the invalid provisions with valid provisions whose effect, given their content and purpose, is equivalent to those of the invalid provisions as much as possible.

2 Incidental non-compliance, amendment

- 2.1 The Supervisory Board may decide incidentally not to apply these Regulations.
- 2.2 The Supervisory Board may amend these Regulations by resolution, whether or not on the recommendation of the Digital Committee.

3 Digital Committee establishment and composition

- 3.1 The Digital Committee is a standing SB Committee. The members of the Digital Committee are appointed from among the SB Members.
- 3.2 The Digital Committee consists of at least two members, one of whom is an external SB Member and one is a grower SB Member. In any case, one of the SB Members must have gained sufficient relevant knowledge and experience in the field of digitisation and value creation with other legal entities.
- 3.3 The chair of the Digital Committee (the **DC Chair**) is appointed by the Supervisory Board. The Supervisory Board may decide to relieve the DC Chair from his/her duties and appoint another member of the Digital Committee as DC Chair.
- 3.4 The Supervisory Board can relieve a member of the Digital Committee as such from his/her duty as a member of the Digital Committee.
- 3.5 The membership of the Digital Committee shall end at the moment that the relevant SB Member, for whatever reason, is no longer an SB Member.

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3.6 A member of the Digital Committee can decide to step down as a member of the Digital Committee without simultaneously stepping down as an SB Member.

4 Digital Committee remuneration

4.1 The Members' Council shall grant the Digital Committee a fixed remuneration. The remuneration of the Digital Committee is not dependent on the results of Royal FloraHolland.

4.2 All reasonable costs (such as travel expenses) incurred in connection with the attendance of meetings of the Digital Committee will be reimbursed to the Digital Committee members.

4.3 The remuneration and reimbursement of expenses will be determined by the Members' Council and should be confirmed in writing. The specifications in the financial statements will adhere to the respective provisions of Dutch law.

5 Tasks of the Digital Committee

5.1 The Digital Committee advises the Supervisory Board and Executive Board and prepares the Supervisory Board's decision-making regarding the development and implementation of Royal FloraHolland's digital strategy.

5.2 The Digital Committee may add further detail to its tasks. This detail shall be added as appendix to these Regulations.

5.3 The tasks and powers of the Digital Committee and any further details only extend to those powers that the Supervisory Board has awarded or delegated to it, and the Digital Committee can never exercise powers that extend beyond the powers that the Supervisory Board can exercise.

6 The DC Chair

6.1 The DC Chair has the following responsibilities and is supported by the secretary of the Digital Committee:

- a) determining the agenda for the meetings of the Digital Committee,
- b) conducting the meetings of the Digital Committee,
- c) the proper functioning of the Digital Committee,
- d) ensuring adequate feedback by the Digital Committee,
- e) acting as spokesperson and point of contact for the Supervisory Board and the Executive Board.

7 Meetings

7.1 The Digital Committee shall meet as often as two members or the DC Chair deem necessary. The place of the meeting shall be determined by mutual agreement. Meetings may also take place by telephone or videoconference, provided that all participants can understand each other at the same time.

7.2 Unless the Digital Committee decides otherwise, the CEO and the CIO are present at the Digital Committee meetings. The latter fulfils the role of secretary. The Digital Committee can invite other persons to attend a meeting of the Digital Committee. Furthermore, the Supervisory Board can

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determine that one or more SB Members, who are not members of the Digital Committee, shall attend one or more meetings as observers.

7.3 Meetings will be convened by or on behalf of the DC Chair. If feasible, the announcement and the agenda of the topics to be discussed will be provided to the members of the Digital Committee seven days before the meeting.

7.4 Brief minutes of the meeting will be taken by the secretary. In order to keep the Supervisory Board informed during the period between the meetings of the Digital Committee, the draft minutes will also be sent to the other SB Members.

7.5 The Digital Committee will meet only if at least the majority of its members are present. If opinions or positions of the Digital Committee are not unanimously supported by its members, this will be recorded (with the relevant dissenting opinion or opinion) in the minutes.

7.6 The Digital Committee can also issue a recommendation outside of a meeting, provided that all members of the Digital Committee agree, both with this method of preparation and with the content of the recommendation concerned. The DC Chair ensures that the recommendation, which has thus come into effect, is recorded in writing and signed by the members of the Digital Committee.

8 Confidentiality

8.1 The meeting and discussions of the Digital Committee are confidential.

8.2 Insofar as third parties must be informed of the meeting and discussions, this shall occur through or in consultation with the DC Chair.

9 Information

9.1 The Digital Committee is authorised, as part of its duties, to have the assistance of one or more internal or external experts designated by it.

10 Supervisory Board Regulations Conformity

10.1 The provisions of the Supervisory Board Regulations apply to relevant subjects not provided for in these Regulations.