



DRAFT

Supervisory Board Remuneration Policy

To be submitted to the EGM on 23 October 2024

Approved on: [date]

1. Introduction

This remuneration policy (the "Policy") sets out general principles in relation to the remuneration of the members of the supervisory board (the "Supervisory Board") of Triodos Bank N.V. ("Triodos Bank") that impact the individual remuneration of members of the supervisory board in the future and is therefore submitted to the general meeting of shareholders on 23 October 2024 upon proposal of the Supervisory Board. When approved, this Policy will be effective as per the date of listing of Triodos Bank's depository receipts on Euronext.

Triodos Bank is committed to execute this Policy in compliance with all applicable statutory and regulatory requirements and the relevant governance codes, in particular Book 2 of the Dutch Civil Code, the Dutch Act on Remuneration Policies for Financial Enterprises (*Wet beloningsbeleid financiële ondernemingen, Wbfo*), the Regulation for Sound Remuneration Policies of DNB and AFM (*Regeling beheerst beloningsbeleid Wft 2021*) the Dutch Banking Code (*Code Banken*) and all other regulatory and remuneration regulations. Triodos Bank also takes into account the Dutch Corporate Governance Code 2022 (*CGC 2022*).

This Policy is reviewed and submitted for adoption at least every four years in line with Triodos Bank's practices.

2. Triodos Bank's mission and values

The Policy is designed in the context of supporting Triodos Bank's mission and values and to contribute to its strategy, long-term interests and sustainability. As a frontrunner in responsible banking and as a values-driven service provider, Triodos Bank takes into consideration the interests of all its stakeholders in order to further Triodos Bank's mission and values in a sustainable, socially inclusive society.

The Policy is designed in accordance with the remuneration policy for the entire organisation, based on the principle that Triodos Bank's income is generated by the joint efforts of all co-workers.

3. Key principles of Triodos Bank's remuneration

The remuneration of the members of the Supervisory Board shall not be dependent on the results of Triodos Bank, shall promote an adequate performance of their role and shall reflect the responsibilities and time spent.

Given the nature and responsibility of members of the Supervisory Board, their compensation only comprises of fixed remuneration and will only be paid out in cash.

4. Remuneration

In order to continue to be able to attract and retain the highly qualified members of the Supervisory Board, which Triodos Bank requires in order to safeguard its mission and sustainable long-term value creation and in order to adequately reflect the responsibility of members of the Supervisory Board, the fees awarded to members of the Supervisory Board are benchmarked regularly, with the help of an external provider. In line with company practice the compensation of the members of the Supervisory Board shall remain below the median of

the reference group of comparable companies used in the benchmark, taking into account the international context.

Members of the Supervisory Board receive a fixed annual base fee, with specific amounts designated for the Chair of the Supervisory Board and for individual Supervisory Board members. Additionally, a fixed annual fee is provided for those serving on any committee of the Supervisory Board. An additional amount will be paid to the Chair of each committee. The fees as applicable at the time of adoption of this Policy are included in the Appendix to this Policy.

Additional committees

If and when additional committees are instituted, the fixed annual committee fee automatically applies to members of the additional committees in order to reflect the responsibility and time spent on the work in this new committee.

Fee indexation

The fixed annual base fee and the fixed annual committee fees will be indexed in line with and at the same time as the annual indexation adjustments in accordance with the collective labour agreement for banks (*CAO banken*).

Cost reimbursement

Members of the Supervisory Board shall be reimbursed for all reasonable costs incurred in connection with their attendance of meetings. Any other expenses shall only be reimbursed if incurred with the prior consent of the Chair, who will inform the Supervisory Board on an annual basis. Reimbursement of actual costs incurred is not considered part of the remuneration.

5. Contractual terms and other benefits

Agreements

All Supervisory Board members have a services agreement (*overeenkomst van opdracht*) with Triodos Bank, which stipulates the contractual relationship between Triodos Bank and the Supervisory Board member for the duration of the appointment. No notice period nor contractual severance provisions apply.

Pension arrangements

Members of the Supervisory Board are not offered pension arrangements.

Indemnification

Triodos Bank provides for an indemnification for the members of the Supervisory Board, to the extent allowed under the applicable laws and regulations.

Loans

Triodos Bank does not provide personal loans, guarantees or advance payments to the members of the Supervisory Board, unless this happens in the normal course of business on terms applicable to all co-workers as a whole. No remission of loans shall be granted.

Triodos Bank products

The members of the Supervisory Board shall not enjoy more favourable conditions governing the products and services offered by Triodos Bank and its subsidiaries than other customers.

Appointment term

Members of the Supervisory Board are appointed for a term of four years, with the option of reappointment.

Shareholding

Members of the Supervisory Board shall not be granted any shares or depository receipts and/or rights to shares or depository receipts by way of remuneration. The members of the Supervisory Board may hold privately acquired Triodos Bank depository receipts as a long-term investment, in which case the depository receipts will be held at least until the end of the the membership of the Supervisory Board.

6. Deviation

Under exceptional circumstances, to protect the long-term interests and sustainability of Triodos Bank as a whole, or to ensure its viability, the Supervisory Board may temporarily deviate from the Policy. Such deviation may only remain in effect until a new remuneration policy is adopted and will be disclosed in the Remuneration Report.

Appendix

Overview of fees

<i>In Euro</i>	Chair	Member
Fixed annual base fee	EUR 52,500	EUR 35,000
Fixed annual committee fee	EUR 9,000	EUR 7,500

Current Committees:

Audit and Risk Committee

Nomination and Remuneration Committee