

A photograph of a family relaxing on a bed. A man in a green sweater and grey pants is sitting up, holding a smartphone. A woman in a green sweater and pink pants is lying down, also holding a smartphone. A young child with red hair, wearing headphones and a white blanket, is lying in the foreground. The bed has a quilted mattress and several pillows. The room has a modern, minimalist aesthetic with a grey wall and a wooden slat headboard.

BeterBed  
holding

Notice  
Virtual Annual  
General Meeting  
Beter Bed Holding N.V.

Wednesday, 12 May 2021 at 14.00 hours CET



Shareholders and other persons with voting rights of Beter Bed Holding N.V. are invited to the virtual Annual General Meeting, to be held on Wednesday, 12 May 2021 at 14.00 hours CET.

## Agenda

1. Opening
2. Report of the Management Board for the financial year 2020
3. Report of the Supervisory Board for the financial year 2020
4. Remuneration report for the financial year 2020 (advisory vote)
5. Presentation of the audit of the financial statements 2020
6. Adoption of the financial statements for the financial year 2020 (resolution required)
7. Dividend
8. Release from liability of the members of the Management Board for the management conducted (resolution required)
9. Release from liability of the members of the Supervisory Board for the supervision conducted (resolution required)
10. Reappointment of the external auditor (resolution required)
11. Authorisation of the Management Board to have the Company acquire its own shares (resolution required)
12. Authorisation of the Management Board to issue ordinary shares or to grant rights to subscribe for ordinary shares up to 10% for general purposes, including but not limited to the execution of Beter Bed Holding N.V.'s Performance Stock Unit Plan (resolution required)
13. Authorisation of the Management Board to restrict or exclude pre-emptive rights in connection with agenda item 12 (resolution required)
14. Authorisation of the Management Board to cancel acquired shares (resolution required)
15. Announcements
16. Any other business
17. Closing

The agenda with explanatory notes, as well as the annual report 2020, the financial statements 2020 and other relevant documents are available on the Company's website [www.beterbedholding.com](http://www.beterbedholding.com) and are also available for inspection at the offices of ABN AMRO Bank N.V. ('ABN AMRO'), Gustav Mahlerlaan 10, 1082 PP in Amsterdam (The Netherlands). A copy of these documents can be digitally requested on working days at ABN AMRO Bank N.V. (T: +31 (0)20 344 2000, E: [AVA@nl.abnamro.com](mailto:AVA@nl.abnamro.com)).

### Virtual attendance in view of COVID-19

Due to the continued presence of COVID-19 (Coronavirus) in the Netherlands, and on the basis of the Temporary Law COVID-19 Justice and Safety, shareholders can only virtually attend the Annual General Meeting through a live webcast, without the option to participate in person.

### Registration date

In accordance with applicable statutory provisions, those persons will be entitled to vote at and/or attend this Annual General Meeting who on 14 April 2021, after processing all additions and deletions as of that date (the 'registration date'), have those rights and are entered as such in the register or sub register designated for that purpose by the Management Board.

## Voting

Shareholders can exercise their voting rights at the Annual General Meeting by giving a proxy with voting instruction to Mr B.C. Cornelisse, civil law notary in Amsterdam (or his substitute, a deputy civil law notary at Loyens & Loeff N.V.) to vote on behalf of the shareholders. All shareholders are requested to submit an electronic proxy, including a voting instruction through [www.abnamro.com/evoting](http://www.abnamro.com/evoting). We have set the deadline for submitting such instructions until **5 May 2021 by 17.00 hours CET**. The Intermediaries must issue an electronic statement to ABN AMRO latest on **6 May 2021 by 13.00 hours CET** via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary) stating the number of shares that the shareholder holds at the Registration date and submitted for registration.

## Virtual attendance

Beter Bed Holding N.V. will provide shareholders the opportunity to attend the entire meeting via the internet, therefore online and remote with their own smartphone, tablet or personal computer. Shareholders will however not be able to speak or otherwise comment during the meeting.

Beter Bed Holding N.V. is inviting shareholders to submit up to five questions in relation to the agenda items prior to the meeting. Shareholders are invited to address any such questions to the Company Secretary by email [bbholding@beterbed.nl](mailto:bbholding@beterbed.nl) by **9 May 2021 before 17.00 hours CET**, hereby including their name and shareholder's certificate number, which can be obtained from their bank. Beter Bed Holding N.V. may bundle questions and/or postpone answering questions if answering the number of questions exceeds the time frame of the Annual General Meeting.

Shareholders who have voted by electronic proxy with voting instruction will receive proof of voting by email or post, in which the procedure to follow the live webcast shall be specified.

Shareholders are requested to log in and complete the admission procedure as indicated in the proof of vote before 14.00 hours CET on the day of the meeting.

Beter Bed Holding N.V. advises shareholders to regularly check the Company's website [www.beterbedholding.com](http://www.beterbedholding.com) for any further updates. If necessary, all shareholders will be informed without undue delay through our website before the Annual General Meeting dated 12 May 2021.

Uden, 26 March 2021

Beter Bed Holding N.V. / Management Board