

# Convocation of Extraordinary General Meeting of Shareholders of Aegon N.V.

The Hague, November 24, 2022



Shareholders are invited to attend the Extraordinary General Meeting of Shareholders (the "EGM") of Aegon N.V. (the "Company") on Tuesday, January 17, 2023, at 14:00 CET at Aegon's head office, Aegonplein 50, 2591 TV The Hague, the Netherlands. A live stream of the EGM will be available at [www.aegon.com](http://www.aegon.com).

The Company has decided to hold the EGM in a hybrid manner. This means that with respect to attending the EGM, shareholders have the choice to attend the EGM in person or virtually. In addition thereto, shareholders also have the option to vote without attending the EGM. The terms of the Company's Policy regarding a Hybrid Meeting of Shareholders will be applicable to the EGM.

The Agenda and Shareholder Circular, the Hybrid Meeting of Shareholders Manual and FAQ, as well as the Company's Policy regarding a Hybrid Meeting of Shareholders are available on Aegon's corporate website ([www.aegon.com/EGM](http://www.aegon.com/EGM)) as of November 24, 2022.

## COVID-19

Between the time of convocation of the EGM and the EGM, it remains possible that the Dutch Government imposes various COVID-19 related restrictions with respect to gatherings of persons ("COVID-19 Restrictions"). The Company will comply with the COVID-19 Restrictions that are applicable on the date of the EGM. Alternatively, the Executive Board of Aegon N.V. may, at its own discretion and in line with the provisions of the Temporary Act COVID-19 Justice and Safety (the "Emergency-Act"), resolve that the EGM will only be accessible for shareholders by electronic means. Such changes will be communicated to the shareholders on Aegon's corporate website.

If compliance with the COVID-19 Restrictions implies that there is only room for a limited number of participants to attend the meeting in person, shareholders who have registered their intention to participate in the EGM in person, and who have completed their registration directly prior to the meeting, will be granted access to the premises on a "first come, first served" basis.

## Record Date

Recognized as persons entitled to take part in the EGM are those who hold shares of Aegon N.V. on the Record Date, Tuesday, December 20, 2022, following the processing of all additions and withdrawals as at the Record Date. This applies by analogy to pledgees and usufructuaries of shares holding the right to attend General Meetings of Shareholders of Aegon N.V.. At the EGM, no shareholder rights can be exercised by the holder of shares acquired after December 20, 2022.

## Mandatory registration of intention to participate in the EGM

Shareholders holding their shares in a securities account under the Dutch giro system who wish to participate in the EGM are required to register by notifying their intended participation to ABN AMRO Bank N.V., Amsterdam, the Netherlands ("ABN AMRO"), which is possible from Wednesday, December 21, 2022, until Tuesday, January 10, 2023, at the latest. This registration can be made through the ABN AMRO website ([abnamro.com/evoting](http://abnamro.com/evoting)) or through the shareholder's bank or stockbroker (intermediary) within the meaning of the Dutch Securities Transactions Act ("Wet Giraal Effectenverkeer") by submitting a statement from the shareholder's intermediary regarding one's ownership of shares on the Record Date as stated above. Upon registration via ABN AMRO, shareholders will be requested to choose whether they attend the meeting in person, virtually, or alternatively, grant a proxy to vote without attending the meeting as referred to below.

Shareholders registered in the Company's register of shareholders will receive a letter containing information on how to notify their participation. Shareholders with vested Aegon shares from incentive plans will receive an email containing information on how to notify their participation. Holders of New York Registry Shares will receive a proxy solicitation notice.

## Voting without attending the EGM in person or virtually

Shareholders that have registered with ABN AMRO as outlined above have two manners to vote without attending the meeting:

- Shareholders can vote through the e-voting system of ABN AMRO ([www.abnamro.com/evoting](http://www.abnamro.com/evoting)) which entails a voting instruction to Mr. R.H. Kleipool, civil law notary at De Brauw Blackstone Westbroek N.V. or his substitute (the "Notary"). The deadline for voting through the e-voting system of ABN AMRO is Tuesday, January 10, 2023, 23:59 CET.
- Shareholders may grant a written proxy (with or without a voting instruction) to the Company Secretary or the Notary, as their representative, by using the power of attorney. The power of attorney, as published on the corporate website, must have been received by the Company Secretary ([bieke.debruyne@aegon.com](mailto:bieke.debruyne@aegon.com)) before Tuesday, January 10, 2023, 18:00 CET.

Shareholders with vested Aegon shares from incentive plans will receive a separate email containing a link enabling them to vote by means of an electronic voting instruction through ABN AMRO's dedicated e-voting system which entails a voting instruction to the Notary. These shareholders can also appoint a proxy in the manner described under option 2 above.

Voting instructions and proxies so provided may be shared with the Company ahead of the EGM.

## Attendance, participation, and voting virtually at the EGM

The Company allows shareholders that have registered with ABN AMRO as outlined above, to attend, participate, and vote at the EGM remotely through electronic means (i.e., virtually). With respect to virtual attendance, the following applies:

- Shareholders can virtually attend the EGM via [www.abnamro.com/evoting](http://www.abnamro.com/evoting). The option of virtual attendance will not be available to holders of New York Registry Shares. In addition, virtual attendance may not be available if a shareholder's intermediary does not support online voting.
- Shareholders who have registered for virtual attendance at the EGM will receive a confirmation of registration by email which will contain a unique link. Via this link, the shareholder can login to the online platform of the EGM by means of a two-step verification process (by SMS verification).
- Certain details of the shareholder will be required for authentication purposes, such as a valid email address, securities account, and mobile phone number, in order to provide virtual access. Where applicable, also the intermediaries are requested to provide the same information with respect to the shareholders that wish to virtually attend the EGM through the online platform.
- On the day of the EGM, shareholders may log into the online platform via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) from 13:00 CET until the start of the meeting at 14:00 CET. Shareholders who wish to attend the EGM virtually must log in and complete the admission procedure for the EGM before the meeting starts. Shareholders are recommended to log in at least 15 minutes prior to the start of the EGM. Shareholders who have not logged in before the start of the EGM via the online platform cannot vote or ask questions online during the EGM, and can only follow the EGM via the livestream.
- The Company's Policy regarding a Hybrid Meeting of Shareholders apply to shareholders who wish to attend the EGM via the online platform. The Company's Policy regarding a Hybrid Meeting of Shareholders, as well as an overview of the minimum requirements to the devices and systems that can be used for virtual attendance (if applicable), will be available on [www.aegon.com](http://www.aegon.com).
- Virtual attendance entails risks, as described in the Company's Policy regarding a Hybrid Meeting of Shareholders. If a shareholder wishes to avoid such risks, he or she should choose to render their voting instructions as described above under the header "voting without attending the meeting" or join the meeting in person.

## Attendance, participation, and voting in person at the EGM

The Company allows shareholders that have registered with ABN AMRO as outlined above, to attend, participate, and vote in person at the EGM. With respect to in person attendance, the following applies:

- Shareholders or their proxy holders can only exercise their meeting/voting rights at the EGM if they register in person directly prior to the EGM. Registration to attend will take place at the premises between 13:00 CET and the start of the EGM at 14:00 CET. Shareholders or their proxy holders must provide evidence of their identity by way of a valid form of identification. Proxy holders must also provide proof of their authorization in writing.
- Voting will take place via a voting app on the shareholders' personal smart phone or tablet.
- It is recommended that shareholders or their proxy holders download the voting app prior to the EGM in the iOS App Store or the Google Play Store by searching for and downloading 'Lumi AGM'. Alternatively, if shareholders do not wish to download the app, they can exercise their voting rights during the EGM via the webpage <https://web.lumiAGM.com>.
- At the EGM, shareholders will be able to use Aegon's open Wi-Fi network.
- Devices for voting will also be provided at the meeting.
- The Meeting ID, username, and password for using an own smartphone or tablet during the EGM will be provided to the shareholders upon registration at the entrance of the meeting room. Please make sure your smart phone or tablet is sufficiently charged.
- Due to the COVID-19 Restrictions, it is possible that the Company can only grant access to the premises of the EGM on a "first come, first served" basis. As a result hereof, an intended attendance in person entails the risks that no access to the EGM is being given. If a shareholder wishes to avoid such risks, he or she should choose to render their voting instructions as described above under the header "voting without attending the EGM in person or virtually".

Prior to the start of the EGM, a light lunch will be served to shareholders who have completed their registration.

## Questions

### 1. Prior to the EGM

Aegon offers shareholders the opportunity to submit written questions concerning items on the agenda as from Record Date (i.e., Tuesday, December 20, 2022) until Saturday, January 14, 2023, 14:00 CET at the latest. All questions should be submitted to Aegon's Investor Relations team via <https://www.aegon.com/EGM/>. The Company intends to answer these questions (possibly combined) during the meeting.

### 2. During the EGM, when participating in person or virtually

Shareholders who complied with the mandatory registration to notify their intention to attend the EGM can raise questions concerning items on the agenda in person for those shareholders attending the meeting in person, or virtually via a live chat for those shareholders attending the meeting virtually. The questions raised by a virtual participant to the EGM do not have to qualify as follow-up questions under the Emergency Act. Consequently, shareholders do not have to submit written questions prior to the meeting in order to raise questions during the EGM. The Company's Policy regarding a Hybrid Meeting of Shareholders apply to questions raised by virtual participants during and prior to the EGM.

It is up to the discretion of the Chair of the meeting to resolve upon the order of the meeting.

## Webcast

Follow the EGM via our live webcast on the day of the EGM

### Quick Links

[Agenda and Shareholder Circular](#)

[Power of Attorney](#)

[Policy Regarding a Hybrid Meeting of Shareholders](#)

[Hybrid Meeting of Shareholders Manual and FAQ](#)

[Aegon N.V. privacy notice](#)

[Overview shares and votes](#)

[Submit a question](#)

[ABN AMRO e-voting portal](#)