

Agenda

Annual General Meeting of Shareholders 2024

June 12, 2024

Hamilton Princess Hotel, 76 Pitts Bay Road, Hamilton, Pembroke HM08, Bermuda

A live webcast of the Annual General Meeting of Shareholders will be available on Aegon's website (www.aegon.com)

The Annual General Meeting of Shareholders (the "**AGM**") of Aegon Ltd. (the "**Company**") will be held on Wednesday, June 12, 2024, at 10:00am Atlantic Time (15:00 CET) at the Hamilton Princess Hotel, 76 Pitts Bay Road, Hamilton, Pembroke HM08, Bermuda. The AGM will be held in a hybrid manner.

The Company refers to the convocation notice for the requirements to participate in the AGM. A live stream of the AGM will be available at www.aegon.com.

Agenda

(●) These items will be voted upon.

(○) This item will be subject to an advisory vote.

1. Opening

2. Annual Report and Annual Accounts 2023

- 2.1 Business Overview 2023
- 2.2 Presentation of the Annual Accounts 2023
- 2.3 Remuneration Report 2023 (○)
- 2.4 Approval of the final dividend 2023 (●)

3. Remuneration

- 3.1 Adoption of the Directors' Remuneration Policy (●)

4. Appointment independent auditor Aegon Ltd.

- 4.1 Proposal to appoint Ernst & Young Accountants LLP as independent auditor for the 2025 financial year (●)

5. Amendment of Aegon Ltd.'s Bye-Laws

- 5.1 Approval of the amended Bye-Laws of Aegon Ltd. (●)

6. Composition of the Board of Directors of Aegon Ltd.

- 6.1 Re-election of Mr. Lard Friese as member of the Board of Directors (●)
- 6.2 Re-election of Ms. Corien Wortmann-Kool as member of the Board of Directors (●)
- 6.3 Re-election of Ms. Caroline Ramsay as member of the Board of Directors (●)
- 6.4 Re-election of Mr. Thomas Wellauer as member of the Board of Directors (●)
- 6.5 Election of Mr. Albert Benchimol as member of the Board of Directors (●)

7. Issuance and acquisition of shares

- 7.1 Authorization of the Board of Directors to restrict or exclude pre-emptive rights in connection with issuance of common shares (●)
- 7.2 Authorization of the Board of Directors to restrict or exclude pre-emptive rights in connection with a rights issue (●)
- 7.3 Authorization of the Board of Directors to acquire shares in the Company (●)

8. Any other business

9. Closing

Aegon's Integrated Annual Report 2023, including the Annual Accounts, and other meeting documents are available on Aegon's corporate website (www.aegon.com). Hard copies of the Integrated Annual Report can be requested by sending an email to ir@aegon.com.

Explanation of the agenda

2. Annual Report and Annual Accounts 2023

2.1 Business Overview 2023

The CEO will give a presentation on the performance of Aegon in 2023. This agenda item also covers the Board Report, as included in the Integrated Annual Report 2023.

2.2 Presentation of the Annual Accounts 2023

The Annual Accounts 2023 will be presented by the CEO. This agenda item also covers the report of the independent auditor PricewaterhouseCoopers Accountants N.V.

2.3 Remuneration Report 2023 (advisory vote)

In accordance with Aegon Ltd.'s Bye-Laws, shareholders are offered the opportunity to annually provide a non-binding advisory vote with respect to the past financial year's remuneration report.

2.4 Approval of the final dividend 2023 (voting item)

It is proposed that the final dividend for 2023 will amount to EUR 0.16 per common share and EUR 0.004 per common share B. This proposal results in a total dividend for the financial year 2023 of EUR 0.30 per common share and EUR 0.0075 per common share B, taking into account the interim dividend of EUR 0.14 per common share and EUR 0.0035 per common share B, paid in September 2023. This represents an increase of EUR 0.07 compared with the total dividend per common share over 2022. The final dividend will be paid in cash.

If the proposed dividend is approved by shareholders, Aegon's shares will be quoted ex-dividend on June 14, 2024. The record date for the dividend will be June 17, 2024, and the dividend will be payable as of July 8, 2024.

3. Remuneration

3.1 Adoption of the Directors' Remuneration Policy (voting item)

It is proposed to adopt a new Directors' Remuneration Policy that applies to the Non-Executive and Executive Director(s), which will retroactively be effective from January 1, 2024.

Aegon's current remuneration policies that apply to the Non-Executive and Executive Director(s) were adopted at the AGM in 2020¹. In accordance with the Company's Bye-Laws, the Board of Directors is required to ask shareholders to adopt a Directors' Remuneration Policy ultimately at the fourth AGM after the AGM in which the remuneration policy was most recently adopted.

¹ The Aegon N.V. Executive Board Remuneration Policy, as adopted by the shareholders at the AGM of Aegon N.V. on May 15, 2020, currently applies *mutatis mutandis* to the Executive Director(s) of the Company and the Aegon N.V. Supervisory Board Remuneration Policy, as approved by the shareholders at the AGM of Aegon N.V. on May 15, 2020, currently applies *mutatis mutandis* to the Non-Executive Directors of the Company.

The key objective of the proposed new Directors' Remuneration Policy is to enable the Company to attract, motivate, and retain Non-Executive and Executive Director(s) who can deliver long-term value creation and our strategy for growth. The proposed policy was prepared by the Compensation and Human Resources Committee of the Board of Directors through a diligent process, in which the committee was supported by an independent remuneration advisor, consulted stakeholders in two engagement rounds, and continuous conversations took place with the Board of Directors. During the engagement, the committee consulted Aegon's largest shareholders, proxy advisors, shareholder representatives and employee representatives, and took their engagement feedback into consideration when the proposed policy was finalized.

The proposed Remuneration Policy and related Q&A are available on Aegon's corporate website (aegon.com).

4. Appointment independent auditor Aegon Ltd.

4.1 Proposal to appoint Ernst & Young Accountants LLP as independent auditor for the 2025 financial year (voting item)

It is proposed to appoint Ernst & Young Accountants LLP as Aegon's independent auditor for the 2025 financial year.

5. Amendment of Aegon Ltd.'s Bye-Laws

5.1 Approval of the amended Bye-Laws of Aegon Ltd. (voting item)

As announced on September 15, 2023, in advance of our Extraordinary General Meeting of Shareholders held on September 29, 2023, three additional changes to the governance of Aegon Ltd. had been decided upon to further enhance shareholder rights. The required governance changes were to be submitted for approval to the first Aegon Ltd. general meeting of shareholders to be held after the redomiciliation.

These three changes are the introduction of (i) pre-emptive rights for the issuance of common shares of Aegon Ltd., (ii) the requirement to receive shareholder approval for share buy-backs, and (iii) shareholder approval for annual final dividend payments. In addition to these three changes, a few minor changes have been made to the amended Bye-Laws.

An overview of the proposed alterations can be found in Annex 1 to this agenda.

The Board of Directors has discussed and approved the proposed alternations to the Bye-Laws of Aegon Ltd. during its Board meeting held on March 13, 2024. The AGM is asked to approve the proposed alterations to the Bye-Laws, which shall, pursuant to Bye Law 46, become operative immediately upon passing of the resolution at this meeting.

6. Composition of the Board of Directors of Aegon Ltd.

It is proposed to vote on the (re)elections of Directors on the Board of Directors of Aegon Ltd.

The proposed (re)elections have been assessed by the Nomination and Governance Committee (without the participation nor the voting of the applicable Directors), whereby the Nomination and Governance Committee took into account the past performance of the Directors for re-election, as well as the Diversity & Inclusion Policy and Board Profile. The Nomination and Governance Committee advised positively on each of the proposed (re)elections. Based on the advice of the Nomination and Governance Committee, the Board of Directors recommends (i) the re-election of Mr. Lard Friese as Executive Director (CEO) of the Board of Directors, (ii) the re-election of Ms. Corien Wortmann-Kool, Ms. Caroline Ramsay, and Mr. Thomas Wellauer, each as Non-Executive Director of the Board of Directors of Aegon Ltd., and (iii) the election of Mr. Albert Benchimol as Non-Executive Director of the Board of Directors of Aegon Ltd.

The term of each proposed re-election is aligned with the existing retirement schedule of the members of the Board of Directors, and takes into account the terms served as member of the Supervisory Board of Aegon N.V. or the term for which the Executive Director was appointed as member of the Executive Board of Aegon N.V, formally referred to as the Executive Board.

6.1 Re-election of Mr. Lard Friese as member of the Board of Directors (voting item)

As announced on March 1, 2023, it is proposed that Mr. Lard Friese be re-elected as Executive Director (CEO) of the Board of Directors of Aegon Ltd. for a term of four years until the end of the AGM to be held in 2028.

Further information regarding Mr. Lard Friese and his qualifications is available in Annex 2 to this agenda.

6.2 Re-election of Ms. Corien Wortmann-Kool as member of the Board of Directors (voting item)

It is proposed that Ms. Corien Wortmann-Kool be re-elected as a Non-Executive Director of the Board of Directors of Aegon Ltd. for a term of two years until the end of the AGM to be held in 2026.

Further information regarding Ms. Corien Wortmann-Kool and her qualifications is available in Annex 3 to this agenda.

6.3 Re-election of Ms. Caroline Ramsay as member of the Board of Directors (voting item)

It is proposed that Ms. Caroline Ramsay be re-elected as a Non-Executive Director of the Board of Directors of Aegon Ltd. for a term of four years until the end of the AGM to be held in 2028.

Further information regarding Ms. Caroline Ramsay and her qualifications is available in Annex 4 to this agenda.

6.4 Re-election of Mr. Thomas Wellauer as member of the Board of Directors (voting item)

It is proposed that Mr. Thomas Wellauer be re-elected as a Non-Executive Director of the Board of Directors of Aegon Ltd. for a term of four years until the end of the AGM to be held in 2028.

Further information regarding Mr. Thomas Wellauer and his qualifications is available in Annex 5 to this agenda.

6.5 Election of Mr. Albert Benchimol as member of the Board of Directors (voting item)

As announced on November 9, 2023, it is proposed to elect Mr. Albert Benchimol as a Non-Executive Director of the Board of Directors of Aegon Ltd. for a term of four years until the end of the AGM to be held in 2028.

Further information regarding Mr. Albert Benchimol and his qualifications is available in Annex 6 to this agenda.

7. Issuance and acquisition of shares

7.1 Authorization of the Board of Directors to restrict or exclude pre-emptive rights in connection with issuance of common shares (voting item)

Pursuant to Bye-Law 5.4, any issuance, offer or allotment of unissued shares or grant of a right to subscribe for such shares for a nominal amount of less than ten per cent (10%) of the Company's issued share capital is at the disposal of the Board, upon such terms and conditions as the Board may determine.

In connection herewith, it is proposed that, for a period of eighteen (18) months starting on June 12, 2024, the Board of Directors will be authorized to resolve to restrict or exclude the pre-emptive rights of the existing shareholders of common shares that apply to any issuance, offer or allotment of unissued shares or grant of a right to subscribe for such common shares for a nominal amount of less than 10% of the Company's issued share capital.

This authorization may only be withdrawn by the General Meeting of Shareholders on the proposal of the Board of Directors. Upon adoption, this resolution will replace a similar authorization granted at the 2023 AGM. The proposed authorization is similar to the one granted to the Board of Directors in previous years. The proposed authorization will allow the Board of Directors to be flexible and to react quickly to circumstances that require the issuance of common shares.

Authorizing the Board of Directors to restrict or exclude pre-emptive rights is subject to the amended Bye-Laws of Aegon Ltd. becoming effective, pursuant to which, amongst other things, a pre-emptive right for holders of common shares is introduced. These amended Bye-Laws of Aegon Ltd. are submitted for shareholders' approval during this AGM under item 5.1.

7.2 Authorization of the Board of Directors to restrict or exclude pre-emptive rights in connection with a rights issue (voting item)

Pursuant to Bye-Law 5.4, any issuance, offer or allotment of unissued shares or grant of a right to subscribe for such shares for a nominal amount of ten per cent (10%) or more of the Company's issued share capital requires an authorization by our shareholders, unless (i) the Board has determined such issue, offer, allotment or grant of right to subscribe for shares is necessary or conducive for purposes of safeguarding, conserving or strengthening the capital position of the Company or (ii) such shares are issued to a person exercising a previously granted right to subscribe for shares.

In connection herewith, it is proposed that, for a period of eighteen (18) months starting on June 12, 2024, the Board of Directors will be authorized to resolve to restrict or exclude pre-emptive rights of the existing shareholders of common shares, so as to make such restrictions or exclusions or other arrangements as may be deemed necessary or expedient in the context of rights issues in excess of 10% of the Company's issued share capital, provided that this authorization to exclude pre-emptive rights may only be used if pursuant to Bye Law 5.4 the Board of Directors has determined that an issue, offer, allotment or grant of right to subscribe for shares is necessary or conducive to safeguard, strengthen, or conserve the capital position of Aegon Ltd.

This authorization may only be withdrawn by the General Meeting of Shareholders on a proposal of the Board of Directors. The proposed authorization will allow the Board of Directors to be flexible and to react quickly to circumstances that require the issuance of common shares. It will give the Company flexibility in managing its capital position and to respond promptly to developments in the financial markets, should circumstances so require. The rights issue will be conducted in line with market practice: in such a rights issue, pre-emptive rights will be excluded, in order to deal with legal or practical difficulties in relation to record dates, fractional entitlements, treasury shares, or any restrictions, obligations, practical or legal constraints under the laws or requirements of any jurisdiction or regulatory body. Upon adoption, this resolution will replace a similar authorization granted to Aegon N.V. at the 2023 AGM. The proposed authorization is similar to the one granted to Aegon N.V. in previous years.

Authorizing the Board of Directors to restrict or exclude pre-emptive rights is subject to the amended Bye-Laws of Aegon Ltd. becoming effective, pursuant to which, amongst other things, a pre-emptive right for holders of common shares is introduced. These amended Bye-Laws of Aegon Ltd. are submitted for shareholders' approval during this AGM under item 5.1.

7.3 Authorization of the Board of Directors to acquire shares in the Company (voting item)

It is proposed that, for a period of eighteen (18) months starting on June 12, 2024, the Board of Directors will be authorized to acquire shares in Aegon Ltd.'s own capital. The number of shares that may be so acquired will not exceed ten percent (10%) of Aegon Ltd.'s issued share capital at the time the authorization is used. Common shares and common shares B may only be acquired at a price not higher than ten percent (10%) above the actual market value of the shares immediately prior to the acquisition and provided that the number of shares Aegon may at any time hold in its own capital may not exceed 10% of its issued share capital at the time the authorization is used.

Upon adoption, this resolution will replace the authorization granted to Aegon N.V. at the 2023 AGM. This authorization will allow the Board of Directors to be flexible and to react quickly to circumstances that require a repurchase of Aegon Ltd. shares, and can be used for any and all purposes.

Authorizing the Board of Directors to acquire shares in the Company is subject to the amended Bye-Laws of Aegon Ltd. becoming effective, pursuant to which, amongst other things introduced the Board of Directors may only acquire shares in the capital of the Company following authorization thereto by the general meeting of shareholders. These amended Bye-Laws of Aegon Ltd. are submitted for shareholders' approval during this AGM under item 5.1.

Annex:

1. Amended Bye-Laws of Aegon Ltd.
2. Biography of Mr. Lard Friese
3. Biography of Ms. Corien Wortmann-Kool
4. Biography of Ms. Caroline Ramsay
5. Biography of Mr. Thomas Wellauer
6. Biography of Mr. Albert Benchimol

Annex 1: Amended Bye-Laws of Aegon Ltd.

Agenda item 5.1: Approval of the amended Bye-Laws of Aegon Ltd.

As announced on September 15, 2023, in our update on the stakeholder engagement process for the transfer of Aegon's legal domicile to Bermuda (the "**Stakeholder Engagement Update**") three additional changes to the governance of Aegon Ltd. (the "**Company**") had been decided upon to further enhance shareholder rights. We also announced that the required alterations to our Bye-Laws were to be submitted for approval at the first general meeting of shareholders of Aegon Ltd. to be held after the redomiciliation.

The three changes to the governance of the Company are the introduction of (i) pre-emptive rights for the issuance of common shares, (ii) the requirement to receive shareholder approval for share buy-backs, and (iii) shareholder approval for annual final dividend payments. In addition to these three changes, a few minor changes are proposed to be made to the Company's Bye-Laws.

An overview of the proposed alterations is set out in the below table, which provides a comparison between the current Bye-Laws and the Bye-Laws that are proposed to be altered. Also, a rationale for the proposed alterations has been included in the table.

The Board of Directors has discussed and approved the proposed alternations to the Bye-Laws of Aegon Ltd. during its Board meeting held on March 13, 2024. The AGM is asked to approve the proposed alterations to the Bye-Laws during the Annual General Meeting of the Company, scheduled for June 12, 2024, at 10:00am Atlantic Time (15:00 CET). For further information on the Company's AGM reference is made to the convening notice which is available on our website (www.aegon.com).

# bye-law	Current text	Proposed text	Rationale
3.5	<p>The Board may, at its discretion and without the sanction of a Resolution, authorise the purchase by the Company of its own shares as referred to in Section 42A of the Companies Act, of any class, at any price (whether at par or above or below par), and any shares to be so purchased may be selected in any manner whatsoever, upon such terms as the Board may in its discretion determine, provided always that such purchase is effected in accordance with the provisions of the Companies Act. The whole or any part of the amount payable on any such purchase may be paid or satisfied otherwise than in cash, to the extent permitted by the Companies Act.</p>	<p>The Board may, at its discretion and without may with the sanction of a Resolution, :</p> <p>(a) authorise the purchase by the Company of its own shares as referred to in Section 42A of the Companies Act, of any class, at any price (whether at par or above or below par), and any shares to be so purchased may be selected in any manner whatsoever, upon such terms as the Board may in its discretion determine, provided always that such purchase is effected in accordance with the provisions of the Companies Act. The whole or any part of the amount payable on any such purchase may be paid or satisfied otherwise than in cash, to the extent permitted by the Companies Act.</p> <p>(b) The Board may, at its discretion and without the sanction of a Resolution, authorise the acquisition by the Company of its own shares as referred to in Section 42B of the Companies Act, of any class, at any price (whether at par or above or below par), and any shares to be so acquired may be selected in any manner whatsoever, to be held as treasury shares, upon such terms as the Board may in its discretion determine, provided always that such acquisition is effected in accordance with the provisions of the Companies Act. The whole or any part of the amount payable on any such acquisition may be paid or satisfied otherwise than in cash, to the extent permitted by the Companies Act. The Company shall be a Shareholder either through shares being registered in the Register in the Company's name or held in the Dutch Statutory Giro System in the Company's name, but subject always to the provisions of the Companies Act and for the avoidance of doubt the Company shall not exercise any rights and shall not enjoy or participate in any of the rights attaching to those shares save as expressly provided for in the Companies Act or these Bye-Laws.</p> <p>No authorisation by Resolution is required for the acquisition by the Company of its own shares for no consideration or for the purpose of transferring those shares to a participant under any applicable compensation plans in place for employees of the Company or its Subsidiaries.</p>	<p>The proposed alterations introduce the requirement to receive shareholder approval for share buy-backs as was announced in our Stakeholder Engagement Update.</p> <p>In comparison to our current bye-laws it is furthermore proposed to combine the provisions relating to the acquisition of common shares and common shares B in one bye-law as opposed to separate these provisions in two different bye-laws.</p> <p>The requirement that the Board is to be authorized by our shareholders to acquire own shares, does not apply to acquisition of shares for no consideration or for transferring these to employee participation plans. This exemption is in accordance with Dutch Law and the arrangements included in Aegon N.V.'s articles of association as was applicable prior to the redomiciliation to Bermuda.</p>

Continued >

# bye-law	Current text	Proposed text	Rationale
3.6	<p>The Board may, at its discretion and without the sanction of a Resolution, authorise the acquisition by the Company of its own shares as referred to in Section 42B of the Companies Act, of any class, at any price (whether at par or above or below par), and any shares to be so acquired may be selected in any manner whatsoever, to be held as treasury shares, upon such terms as the Board may in its discretion determine, provided always that such acquisition is effected in accordance with the provisions of the Companies Act. The whole or any part of the amount payable on any such acquisition may be paid or satisfied otherwise than in cash, to the extent permitted by the Companies Act. The Company shall be a Shareholder either through shares being registered in the Register in the Company's name or held in the Dutch Statutory Giro System in the Company's name, but subject always to the provisions of the Companies Act and for the avoidance of doubt the Company shall not exercise any rights and shall not enjoy or participate in any of the rights attaching to those shares save as expressly provided for in the Companies Act or these Bye-Laws.</p>	<p>Resolution granting authorization to the Board pursuant to Bye-Law 3.5 shall:</p> <p>i. be valid for a period not exceeding eighteen months;</p> <p>ii. determine the number of shares which may be acquired;</p> <p>iii. determine the manner in which these may be acquired and the limits within which the acquisition price must be set; and</p> <p>iv. cannot be withdrawn, unless determined otherwise at the time of the adoption of the Resolution.</p>	<p>In comparison to our current bye-laws it is proposed to include the provisions relating to the acquisition of common shares and common shares B in one bye-law.</p> <p>The proposed bye-law 3.6 provides further detail on the authorization of the Board by our shareholders to acquire own shares. This provision is similar to the limitations that were provided when Aegon was still a Dutch public limited company.</p>

Continued >

# bye-law	Current text	Proposed text	Rationale
6.1	No pre-emptive rights shall apply to the issuance, allotment, or offer of any Common Shares or the grant of a right to Subscribe for Common Shares.	<p>No pre-emptive rights shall apply to the issuance, allotment, or offer of any Common Shares or the grant of a right to Subscribe for Common Shares.</p> <p>Common Shares</p> <p>(a) If the Company proposes to issue, or allot, or offer any unissued Common Shares or grant a right to subscribe for Common Shares, those shares or rights shall not be issued, allotted, offered or granted to any person unless the Company has first offered them to the holders of the Common Shares on the same terms, and at the same price, as those shares or rights are being offered to other persons on a pari passu and pro rata basis to the number of shares held by those holders (as nearly as possible without involving fractions and subject to Bye-Law 6.1(b)).</p> <p>No pre-emptive rights shall apply (i) to the issuance, allotment, or offer of any Common Shares to a person exercising a right to subscribe for shares previously granted, (ii) in relation to equity compensation plans in place for employees of the Company or its Subsidiaries or (iii) against a non-cash contribution.</p> <p>(b) If the Company is required to offer shares to the holders of Common Shares pursuant to this Bye-Law 6.1, the Board may exclude or limit these pre-emptive rights in accordance with a prior authorisation granted by Resolution provided that if less than half (1/2) of the then outstanding shares that are entitled to vote on the matter is represented during such general meeting, the Resolution can only be adopted with at least two thirds (2/3) of the votes cast.</p>	<p>As announced in our Stakeholder Engagement Update the proposed alternations to this bye-law introduce a pre-emptive right for holders of common shares.</p> <p>As provided for in our Stakeholder Engagement Update share issuances for equity compensation plans or against a non-cash contribution are excluded from pre-emptive rights.</p>

Continued >

# bye-law	Current text	Proposed text	Rationale
6.2	<p>Unless the Board excludes or limits pre-emptive rights in accordance with Bye-Law (b), if the Company proposes to issue, or allot, or offer any Common Shares B or grant a right to subscribe for Common Shares B, those shares or rights shall not be issued, allotted, offered or granted to any person unless the Company has first offered them to the holders of the Common Shares B on the same terms, and at the same price, as those shares or rights are being offered to other persons on a pari passu and pro rata basis to the number of shares held by those holders (as nearly as possible without involving fractions and subject to Bye-Law 6.3) No pre-emptive rights shall apply to the issuance, allotment, or offer of any Common Shares B to a person exercising a right to subscribe for shares previously granted.</p>	<p>Common Shares B</p> <p>(a) Unless the Board excludes or limits pre-emptive rights in accordance with Bye-Law 6.4, if the Company proposes to issue, or allot, or offer any If the Company proposes to issue, or allot, or offer any unissued Common Shares B or grant a right to subscribe for Common Shares B, those shares or rights shall not be issued, allotted, offered or granted to any person unless the Company has first offered them to the holders of the Common Shares B on the same terms, and at the same price, as those shares or rights are being offered to other persons on a pari passu and pro rata basis to the number of shares held by those holders (as nearly as possible without involving fractions and subject to Bye-Law 6.36.2(b)). No pre-emptive rights shall apply to the issuance, allotment, or offer of any Common Shares B to a person exercising a right to subscribe for shares previously granted.</p> <p>(b) If the Company is required to offer shares to the holders of Common Shares B pursuant to Bye-Law 6.2, the Board may exclude or limit these pre-emptive rights in accordance with a prior authorisation granted by Resolution of the meeting of holders of Common Shares B, provided that if less than half (1/2) of the then outstanding Common Shares B that are entitled to vote on the matter is represented during such meeting of holders of Common Shares B, the Resolution can only be adopted with at least two thirds (2/3) of the votes cast.</p>	<p>In our current bye-laws a pre-emptive right is included for the holders of our common shares B. The relevant provisions relating to the pre-emptive right of our common shares B have been included and merged into one bye-law.</p>

Continued >

# bye-law	Current text	Proposed text	Rationale
6.4	If the Company is required to offer shares to the holders of Common Shares B pursuant to Bye-Law 0, the Board may exclude or limit these pre-emptive rights in accordance with a prior authorisation granted by Resolution of the meeting of holders of Common Shares B, provided that if less than half (1/2) of the then outstanding Common Shares B that are entitled to vote on the matter is represented during such meeting of holders of Common Shares B, the Resolution can only be adopted with at least two thirds (2/3) of the votes cast.	n/a	The content of bye-law 6.4 has been moved to bye-law 6.2 (b). As a result it is proposed that bye-law 6.4 ceases to exist.
10.1	<p>Subject to the Companies Act and to such of the exceptions and restrictions contained in these Bye-Laws as may be applicable:</p> <p>(a) a holder of Common Shares may transfer all or any of its Common Shares by an instrument of transfer in the common form, including without limitation common procedures for transfer within the Dutch Statutory Giro System, or in any other form which the Board may approve; and</p> <p>(b) a holder of Common Shares B may only transfer all or any of its Common Shares B with the prior written approval of the Board; such transfer may take place by an instrument of transfer in the common form, including without limitation common procedures for transfer within the Dutch Statutory Giro System, or in any other form which the Board may approve.</p>	<p>Subject to the Companies Act and to such of the exceptions and restrictions contained in these Bye-Laws as may be applicable:</p> <p>(a) a holder of Common Shares may transfer all or any of its Common Shares by an instrument of transfer in the common form, including without limitation common procedures for transfer within the Dutch Statutory Giro System, or in any other form which the Board may approve; and</p> <p>(b) a holder of Common Shares B may only transfer all or any of its Common Shares B with the prior written approval of confirmation in writing that the Board approved the transfer; such transfer may take place by an instrument of transfer in the common form, including without limitation common procedures for transfer within the Dutch Statutory Giro System, or in any other form which the Board may approve.</p>	Technical change to clarify that the Board may also approve a transfer of Common Shares B during a physical meeting and this is not limited to a written approval.

Continued >

# bye-law	Current text	Proposed text	Rationale
10.3	<p>Notwithstanding a transfer within and in accordance with the procedures of the Dutch Statutory Giro System, the instrument of transfer of a share shall be signed by or on behalf of the transferor. The transferor shall be deemed to remain the holder of the share until the name of the transferee is entered in the Register in respect thereof. All instruments of transfer when registered may be retained by the Company. The Board may also decline to register any transfer unless:</p> <p>(a) the instrument of transfer is duly stamped (if required by law) and lodged with the Company, at such place as the Board shall appoint for the purpose, accompanied by the certificate for the shares (if any has been issued) to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer,</p> <p>(b) the instrument of transfer is in respect of only one class of share;</p> <p>(c) the instrument of transfer is in favour of less than five (5) persons jointly;</p> <p>(d) in the case of the transfer of Common Shares B, the Board's prior written consent to the transfer was obtained in accordance with Bye-Laws 10.1(b) and 10.2;</p> <p>(e) in case of the transfer of shares held within the Dutch Statutory Giro System, such transfer is made in accordance with the common procedures of the Dutch Statutory Giro System; and</p> <p>(f) it is satisfied that all applicable consents, authorisations, permissions or approvals of any governmental body or agency in Bermuda or any other applicable jurisdiction required to be obtained under relevant law prior to such transfer have been obtained.</p>	<p>Notwithstanding a transfer within and in accordance with the procedures of the Dutch Statutory Giro System, the instrument of transfer of a share shall be signed by or on behalf of the transferor. The transferor shall be deemed to remain the holder of the share until the name of the transferee is entered in the Register in respect thereof. All instruments of transfer when registered may be retained by the Company. The Board may also decline to register any transfer unless:</p> <p>(a) the instrument of transfer is duly stamped (if required by law) and lodged with the Company, at such place as the Board shall appoint for the purpose, accompanied by the certificate for the shares (if any has been issued) to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer,</p> <p>(b) the instrument of transfer is in respect of only one class of share,</p> <p>(c) the instrument of transfer is in favour of less than five (5) persons jointly;</p> <p>(d) in the case of the transfer of Common Shares B, the Board's prior written consent approval to the transfer was obtained in accordance with Bye-Laws and 10.1 (b) and 10.2</p> <p>(e) in case of the transfer of shares held within the Dutch Statutory Giro System, such transfer is made in accordance with the common procedures of the Dutch Statutory Giro System; and</p> <p>(f) it is satisfied that all applicable consents, authorisations, permissions or approvals of any governmental body or agency in Bermuda or any other applicable jurisdiction required to be obtained under relevant law prior to such transfer have been obtained.</p>	<p>Change to bye-law 10.3 (c) is corresponding to proposed technical change to bye-law 10.1 (b).</p>

Continued >

# bye-law	Current text	Proposed text	Rationale
15.1	<p>A person must not, other than Euroclear Nederland, an Intermediary or solely as custodian or securities depository (or nominee thereof) or under any arrangements implemented and/or approved by the Board under Bye-Law 7.4 whether by himself, or with persons determined by the Board to be acting in concert with him, directly or indirectly, in any manner, acquire after the Effective Date Beneficial Ownership of any shares which, taken together with shares already Beneficially Owned by him and by persons determined by the Board to be acting in concert with him, carry, directly or indirectly, thirty per cent (30%) or more of the voting rights attributable to the shares (the "Limit"), except as result of a "Permitted Acquisition", as hereinafter defined.</p>	<p>A person must not, other than Euroclear Nederland, an Intermediary or solely as custodian or securities depository (or nominee thereof) or under any arrangements implemented and/or approved by the Board under Bye-Law 7.4 whether by himself, or with persons determined by the Board to be acting in concert with him, directly or indirectly, in any manner, acquire after the Effective Date Beneficial Ownership of any shares which, taken together with shares already Beneficially Owned by him and by persons determined by the Board to be acting in concert with him, carry, directly or indirectly, thirty per cent (30%) or more of the voting rights attributable to the shares (taking into account the limitation of Bye-Law 19.9, to the extent applicable) (the "Limit"), except as result of a "Permitted Acquisition", as hereinafter defined.</p>	<p>The proposed addition to this bye-law is made for clarification purposes.</p> <p>As long as the holders of Common Shares B continue to only exercise 1/40th of the votes on the Common Shares B, the threshold for the mandatory offer should also only take into account such limited votes and not the full votes that can be exercised on the Common Shares B.</p> <p>If the full voting rights attached to the Common Shares B were to be exercised in the future, the limitation of bye-law 19.9 would not apply and the mandatory offer threshold would be calculated taking into account the full votes on the Common Shares B.</p>
32.1	<p>The Board may from time to time declare dividends or distributions out of contributed surplus to be paid to the Shareholders according to their rights and interests, in particular those set out in Bye-Laws 3.3 and 3.5, including such interim dividends as appear to the Board to be justified by the position of the Company. The Board, in its discretion, may determine that any dividend shall be paid in cash or shall be satisfied, subject to Bye-Law 34.2, in paying up in full shares in the Company to be issued to the Shareholders credited as fully paid. The Board may also pay any fixed cash dividend which is payable on any shares of the Company half yearly or on such other dates, whenever the position of the Company, in the opinion of the Board, justifies such payment.</p>	<p>The Board may from time to time declare dividends or distributions out of contributed surplus to be paid to the Shareholders according to their rights and interests, in particular those set out in Bye-Laws 3.3 and 3.5, including such interim dividends as appear to the Board to be justified by the position of the Company. The Board, in its discretion, may determine that any dividend shall be paid in cash or shall be satisfied, subject to Bye-Law 34.2, in paying up in full shares in the Company to be issued to the Shareholders credited as fully paid. The Board may also pay any fixed cash dividend which is payable on any shares of the Company half yearly or on such other dates, whenever the position of the Company, in the opinion of the Board, justifies such payment.</p> <p>The Board may, but shall not be required, to include a proposal for the declaration and payment of a final annual dividend in such amount as the Board may in its sole discretion determine to be justified, as an agenda item for consideration at the Company's annual general meeting. Any annual final dividend approved by Resolution at the annual general meeting shall be paid to the Shareholders according to their rights and interests, in particular those set out in Bye-Laws 3.3 and 3.5 including such interim dividends as appear to the Board to be justified by the position of the Company. The Board, in its discretion, may determine that any dividend shall be paid in cash or shall be satisfied, subject to Bye-Law Error! Reference source not found., in paying up in full shares in the Company to be issued to the Shareholders credited as fully paid. The Board may also pay any fixed cash dividend which is payable on any shares of the Company half yearly or on such other dates, whenever the position of the Company, in the opinion of the Board, justifies such payment.</p>	<p>The proposed alterations introduce the requirement to receive shareholder approval for annual final dividend payments as was announced in our Stakeholder Engagement Update.</p>

Continued >

# bye-law	Current text	Proposed text	Rationale
32.2		The Board may from time to time declare such interim dividends or distributions from contributed surplus as the Board may in its sole discretion determine to be justified by the position of the Company. Any interim dividend or distribution out of contributed surplus shall be paid to the Shareholders according to their rights and interests, in particular those set out in Bye-Laws 3.3 and 3.5. The declaration and payment of interim dividends or distributions from contributed surplus shall not require approval by Resolution.	<p>A new bye-law 32.2 is introduced to provide that interim dividends may be made without approval of the shareholders as an advance of the final annual dividend that is subject to shareholder approval.</p> <p>This alteration is made to facilitate Aegon's current practice in terms of dividend paying and is similar to what was included in Aegon's articles of association prior to the redomiciliation.</p>
32.3		The Board, in its discretion, may determine that any dividend shall be paid in cash or shall be satisfied, subject to Bye-Law 34.2 in paying up in full shares in the Company to be issued to the Shareholders credited as fully paid. The Board may also pay any fixed cash dividend which is payable on any shares of the Company half yearly or on such other dates, whenever the position of the Company, in the opinion of the Board, justifies such payment.	<p>A new bye-law 32.3 is introduced that contains the same language as is included in the final paragraph of the current bye-law 32.1.</p> <p>As a result of introducing new bye-law 32.2 and 32.3, the current bye-laws 32.2 to 32.9 are renumbered to bye-laws 32.4 to 32.11.</p>

Continued >

# bye-law	Current text	Proposed text	Rationale
32.7	Subject to Bye-Law 32.6, any dividend, distribution or interest, or part thereof payable in cash, or any other sum payable in cash to the Shareholders may be paid by cheque or warrant sent through the post or by courier addressed to the holder at their address in the Register or, in the case of joint holders, addressed to the holder whose name stands first in the Register in respect of the shares at their registered address as appearing in the Register or addressed to such person at such address as the holder or joint holders may in writing direct. Every such cheque or warrant shall, unless the holder or joint holders otherwise direct, be made payable to the order of the holder or, in the case of joint holders, to the order of the holder whose name stands first in the Register in respect of such shares, and shall be sent at their risk and payment of the cheque or warrant by the bank on which it is drawn shall constitute a good discharge to the Company. Any one of two (2) or more joint holders may give effectual receipts for any dividends, distributions or other monies payable or property distributable in respect of the shares held by such joint holders.	Subject to Bye-Law 32.6 32.8, any dividend, distribution or interest, or part thereof payable in cash, or any other sum payable in cash to the Shareholders may be paid by cheque or warrant sent through the post or by courier addressed to the holder at their address in the Register or, in the case of joint holders, addressed to the holder whose name stands first in the Register in respect of the shares at their registered address as appearing in the Register or addressed to such person at such address as the holder or joint holders may in writing direct. Every such cheque or warrant shall, unless the holder or joint holders otherwise direct, be made payable to the order of the holder or, in the case of joint holders, to the order of the holder whose name stands first in the Register in respect of such shares, and shall be sent at their risk and payment of the cheque or warrant by the bank on which it is drawn shall constitute a good discharge to the Company. Any one of two (2) or more joint holders may give effectual receipts for any dividends, distributions or other monies payable or property distributable in respect of the shares held by such joint holders.	Change in cross reference because of proposing to insert a new bye-law 32.2 and 32.3 and consequential renumbering of existing bye-laws.
32.8	All dividends, distributions or interests in respect of shares held by a securities depository, including Euroclear Nederland, shall be paid by placing those dividends, distributions or interest (minus any applicable withholding tax withheld or deducted pursuant to Bye-Law 32.3) at the disposal of such securities depository, subject to and in accordance with the regulations of such securities depository.	All dividends, distributions or interests in respect of shares held by a securities depository, including Euroclear Nederland, shall be paid by placing those dividends, distributions or interest (minus any applicable withholding tax withheld or deducted pursuant to Bye-Law 32.3 32.5) at the disposal of such securities depository, subject to and in accordance with the regulations of such securities depository.	Change in cross reference because of proposing to insert a new bye-law 32.2 and 32.3 and consequential renumbering of existing bye-laws
44	Any resolution proposed for consideration at any general meeting to approve the amalgamation or merger of the Company with any other company, wherever incorporated, shall require the approval of: a) the Board; and b) the Shareholders by Resolution	Any resolution proposed for consideration at any general meeting to approve the amalgamation or merger of the Company with any other company, wherever incorporated, shall require the approval of: (a) the Board; and (b) the Shareholders by a Resolution decided on by a simple majority of votes cast at a general meeting.	Alterations proposed for clarification purposes.

Annex 2: Biography of Mr. Lard Friese

Agenda item 6.1: Re-election of Mr. Lard Friese as member of the Board of Directors

Name	Lard Friese
Age	61
Gender	Male
Nationality	Dutch
Profession/main occupation	CEO and Chairman of the Executive Committee of Aegon Ltd.
Main former occupation	Chief Executive Officer at NN Group N.V.
Shares in Aegon	83,122 (December 31, 2023)
Memberships of other Boards	Member of the Supervisory Board of ASR Nederland N.V. (listed) Member of the Supervisory Board of Pon Holdings B.V. (non-listed) Member of the Board of Directors of the Geneva Association

Mr. Friese earned a Master of Law degree at the University of Utrecht. He has spent most of his professional career in the insurance industry, including 10 years at Aegon between 1993 and 2003. He was employed by ING as from 2008, where he held various positions. In July 2014, upon the settlement of the Initial Public Offering of NN Group N.V., he became CEO of NN Group. During his tenure as CEO of NN Group, he led a wide range of businesses in Europe and Asia, and created a stable platform for growth and shareholder value. He has extensive experience in the areas of insurance, investment management, customer centricity, mergers & acquisitions, and business transformation.

Mr. Friese was appointed CEO Designate as of March 1, 2020, and appointed member of Aegon's Executive Board and CEO on May 15, 2020.

The Nomination and Governance Committee (without the attendance of Mr. Friese) has discussed Mr. Friese's qualifications and past performance as a Director, and concluded that he fits the Board Profile. It is proposed to extend the current term of Mr. Friese for another four years due to his performance, leadership, and vision as CEO, as well as his in-depth knowledge of the financial services industry.

Under the leadership of Mr. Friese, Aegon has embarked on a transformation with the ambition to build leading businesses in investment, protection, and retirement solutions. During Mr. Friese's tenure, Aegon has become a more focused company with improved operational performance, a stronger balance sheet, and an enhanced risk profile. Mr. Friese's reappointment will help drive the execution of the next chapter of the Company's transformation and delivering on Aegon's strategy and financial objectives. The Nomination and Governance Committee, therefore, advised the Board of Directors to extend the current term of Mr. Friese for a further four years. The Board of Directors (without Mr. Friese's participation in the deliberations and decision-making process) followed that advice and recommends to the General Meeting of Shareholders that Mr. Friese be reappointed as Executive Director and CEO of Aegon Ltd. as from June 12, 2024, for a second term of four years until the end of the AGM to be held in 2028. Mr. Friese has no conflicts of interest with Aegon.

Annex 3: Biography of Ms. Corien Wortmann-Kool

Agenda item 6.2: Re-election of Ms. Corien Wortmann-Kool as member of the Board of Directors

Name	Cornelia (Corien) Maria Wortmann-Kool
Age	64
Gender	Female
Nationality	Dutch
Profession/main occupation	Non-Executive Director
Main former occupation	Chairman of the Board of Stichting Pensioenfonds ABP
Shares in Aegon	None
Memberships of other Boards	Member of the Board of Directors of DSM-Firmenich AG. (listed) Chair of the Supervisory Board of Netspar Member of the Advisory Council of the Impact Economy Foundation Member of the Advisory Committee of the Dutch Authority for the Financial Markets (<i>Autoriteit Financiële Markten</i>)

Ms. Wortmann-Kool received her Master's degree in Political Science at VU University Amsterdam. Until December 2022, Ms. Wortmann-Kool was the Chairman of the Board of *Stichting Pensioenfonds ABP*, the Dutch public sector collective pension fund.

Ms. Wortmann-Kool is a former Member of the European Parliament and was Vice President on Financial, Economic, and Environmental affairs for the EPP Group (European People's Party) until March 2018. She was also a member of the Advisory Council of the Statistics Netherlands (*Centraal Bureau voor de Statistiek*) until June 2018, a member of the Supervisory Board of The Netherlands' Cadastre, Land Registry and Mapping Agency (*Het Kadaster*) until March 2021, and Chair of the Board of Trustees of Save the Children Netherlands until January 2022.

Ms. Wortmann-Kool has extensive knowledge of financial markets legislation, such as Solvency II, financial supervision in Europe, and competition policy. Furthermore, she has a wealth of experience with and knowledge of pensions and retirement, asset management, risk management, ESG, and corporate governance.

Ms. Wortmann-Kool was appointed to Aegon's, at that time, Supervisory Board in 2014. She is Vice Chairman of the Board of Directors, a member of the Nomination and Governance Committee, and a member of the Audit Committee. The Nomination and Governance Committee (without the attendance of Ms. Wortmann-Kool) has discussed Ms. Wortmann-Kool's qualifications and past performance as a Non-Executive Director, and concluded that she fits the Board Profile. It is proposed to extend the current term of Ms. Wortmann-Kool for another two years (with a total of twelve years) due to her extensive knowledge in the fields of financial markets, sustainability, customer centricity, governance, compliance, and public affairs. The Nomination and Governance Committee is of the unanimous opinion that her broad background in the political, societal, and business environment, as well as her interest in cultural, organizational, and employee matters provide great value and continuity to the Board. Ms. Wortmann-Kool is valued for the constructive and balanced way in which she contributes as a member of the Board, in particular for her active role in continuously emphasizing the importance of taking into account the interests of all stakeholders. The Nomination and Governance Committee, therefore, advised the Board of Directors to extend the current term of Ms. Wortmann-Kool for another two years. The Board of Directors (without Ms. Wortmann-Kool's and the Executive Director's participation in the deliberations and decision-making process) followed that advice and recommends to the General Meeting of Shareholders that Ms. Wortmann-Kool be reappointed as a Non-Executive Director of the Board of Aegon Ltd. as from June 12, 2024, for a fourth term of two years until the end of the AGM to be held in 2026. Ms. Wortmann-Kool has no conflicts of interest with Aegon, and is considered independent within the meaning of the US Sarbanes-Oxley Act and the Securities Exchange Act.

Annex 4: Biography of Ms. Caroline Ramsay

Agenda item 6.3: Re-election of Ms. Caroline Ramsay as member of the Board of Directors

Name	Caroline Frances Ramsay
Age	61
Gender	Female
Nationality	British
Profession/main occupation	Non-Executive Director
Main former occupation	Group Chief Auditor of RSA plc.
Shares in Aegon	None
Memberships of other Boards	Senior Independent Director of the Board of Brit Syndicates Ltd. (non-listed)
	Member of the Board of Directors of Ardonagh Specialty Holdings Ltd. (non-listed)
	Member of the Board of Directors of Tesco Underwriting Ltd. (non-listed)
	Member of FCA Regulatory Decisions Committee and Member of the Payment Systems Regulator's Enforcement Decisions Committee

Ms. Ramsay gained a Master's degree in Natural Sciences in 1984 at Cambridge. She began her professional career at KPMG in Ipswich and London, where she qualified as a Chartered Accountant in 1987. During her career, Ms. Ramsay gained substantial experience in Finance and Audit at large insurance companies. In addition to her strong financial background, Ms. Ramsay acquired extensive managerial expertise in Executive roles at Norwich Union plc (now Aviva plc) and RSA. Ms. Ramsay is a former member of the Board of Directors of abrdn UK Smaller Companies Growth Trust Plc.

Ms. Ramsay holds various Non-Executive Board positions. In 2013, she joined the Board of Scottish Equitable - and as of 2017 also the Boards of Aegon UK plc and Cofunds Ltd. - where she served as the Audit Committee Chair until May 14, 2020, when she was appointed to the, at that time, Supervisory Board of Aegon N.V. Ms. Ramsay is Chairman of the Risk Committee and a member of the Audit Committee.

The Nomination and Governance Committee (without the attendance of Ms. Ramsay) has discussed Ms. Ramsay's qualifications and past performance as a Non-Executive Director, and concluded that she fits the Board Profile. It is proposed to extend the current term of Ms. Ramsay for another four years due to her strong Board level experience and the qualities she has demonstrated as Chairman of the Audit Committee and, since 2023 of the Risk Committee.

Ms. Ramsay brings a wealth of experience in the areas of finance, accounting, auditing, and risk. The Nomination and Governance Committee is of the unanimous opinion that Ms. Ramsay's extensive knowledge of the organization, in particular of the Aegon UK business, and her sound Finance and Audit disciplines, are a valuable asset to the Board. The Nomination and Governance Committee, therefore, advised the Board of Directors to extend the current term of Ms. Ramsay for a further four years. The Board of Directors (without Ms. Ramsay's and the Executive Director's participation in the deliberations and decision-making process) followed that advice and recommends to the General Meeting of Shareholders that Ms. Ramsay be reappointed as a Non-Executive Director of the Board of Aegon Ltd. as from June 12, 2024, for a second term of four years until the end of the AGM to be held in 2028. Ms. Ramsay has no conflicts of interest with Aegon. She is considered independent within the meaning of the US Sarbanes-Oxley Act and the Securities Exchange Act, and qualifies as a financial expert.

Annex 5: Biography of Mr. Thomas Wellauer

Agenda item 6.4: Re-election of Mr. Thomas Wellauer as member of the Board of Directors

Name	Thomas Peter Wellauer
Age	68
Gender	Male
Nationality	Swiss
Profession/main occupation	Non-Executive Director
Main former occupation	Chief Operating Officer of Swiss Re
Shares in Aegon	None
Memberships of other Boards	Chairman of the Board of Directors of SIX Group (non-listed) Chairman of the Board of Trustees of the University Hospital Zurich Foundation

Mr. Wellauer earned a PhD in Systems Engineering at the Swiss Federal Institute of Technology in Zurich and a Master's degrees in Business Economics at the University of Zurich. He started his professional career at McKinsey & Company, where he served as Senior Partner and Practice Leader. He held various executive management positions in various industries, including financial services, pharmaceuticals, and chemicals. Among others, he served on the Executive Committees of Winterthur Insurance, Credit Suisse, Swiss Re, and Novartis. At Clariant, he led a global turn-around program. His most recent position from 2010 to 2019 was Group Chief Operating Officer at Swiss Re. In that capacity, he was responsible for the entire operating platform, including IT & Digital Transformation, Sourcing & Outsourcing, HR, and Legal. During his career, Mr. Wellauer also served as independent Director on the Boards of several global companies, such as Munich Re and Syngenta.

Mr. Wellauer was appointed to Aegon's Supervisory Board in May 2020. He is a member of the Audit Committee and a member of the Compensation and Human Resource Committee.

The Nomination and Governance Committee (without the attendance of Mr. Wellauer) has discussed Mr. Wellauer's qualifications and past performance as a Non-Executive Director, and concluded that he fits the Board Profile. It is proposed to extend the current term of Mr. Wellauer for another four years due to his profound work experience in Europe, the US, and Japan. The Nomination and Governance Committee is of the unanimous opinion that Mr. Wellauer's extensive knowledge of the (re)insurance industry and his substantial expertise in the fields of strategy, restructuring, operations, and human resources (including compensation) continue to provide great value to the Board. The Nomination and Governance Committee, therefore, advised the Board of Directors to extend the current term of Mr. Wellauer for a further four years. The Board of Directors (without Mr. Wellauer's and the Executive Director's participation in the deliberations and decision-making process) followed that advice and recommends to the General Meeting of Shareholders that Mr. Wellauer be reappointed as a Non-Executive Director of the Board of Aegon Ltd. as from June 12, 2024, for a second term of four years until the end of the AGM to be held in 2028. Mr. Wellauer has no conflicts of interest with Aegon, and he is considered independent within the meaning of the US Sarbanes-Oxley Act and the Securities Exchange Act.

Annex 6: Biography of Mr. Albert Benchimol

Agenda item 6.5: Election of Mr. Albert Benchimol as member of the Board of Directors

Name	Albert Benchimol
Age	66
Gender	Male
Nationality	American/Canadian/Moroccan
Profession/main occupation	Non-Executive Director
Main former occupation	President and Chief Executive Officer of AXIS Capital Holdings
Shares in Aegon	N/A
Memberships of other Boards	Operating Partner at Vistria Group

Mr. Benchimol received his BS degree in Physiology and Immunology at McGill University and his MBA degree in Finance & Marketing at McGill University. Mr. Benchimol brings more than 40 years of experience as a senior leader in the insurance and reinsurance industry. Between 2012 and May 2023, he was president and Chief Executive Officer of AXIS Capital Holdings, a Bermuda-based global specialty underwriter and provider of insurance and reinsurance solutions. Subsequently, Mr. Benchimol became advisor to the CEO and the Executive Committee at AXIS Capital Holdings, a role he retained until the end of 2023. Before joining AXIS Capital Holdings, Mr. Benchimol held various senior positions at PartnerRe and Reliance Group Holdings, after beginning his career in banking at the Bank of Montreal. Mr. Benchimol has also served in a leadership role in a number of additional industry organizations, including Chair of the Association of Bermuda Insurers and Reinsurers, and as an External Member of the Council of Lloyd's.

After interviewing Mr. Benchimol, the Nomination and Governance Committee discussed his qualifications, and concluded that he fits the Board Profile. The Nomination and Governance Committee is of the unanimous opinion that his long and distinguished career in the insurance sector and international experience match the desired expertise within the Board of Directors. His extensive knowledge of the Bermuda business environment and his broad network are considered a great value to the Board. The Nomination and Governance Committee, therefore, advised the Board of Directors to nominate Mr. Benchimol for appointment. The Board of Directors (without the Executive Director's participation in the deliberations and decision-making process) followed that advice and recommends to the General Meeting of Shareholders that Mr. Benchimol be appointed as a Non-Executive Director of the Board of Aegon Ltd. as from June 12, 2024, for a first term of four years until the end of the AGM to be held in 2028. Mr. Benchimol has no conflicts of interest with Aegon, and is considered independent within the meaning of the US Sarbanes-Oxley Act and the Securities Exchange Act.

