


Agenda

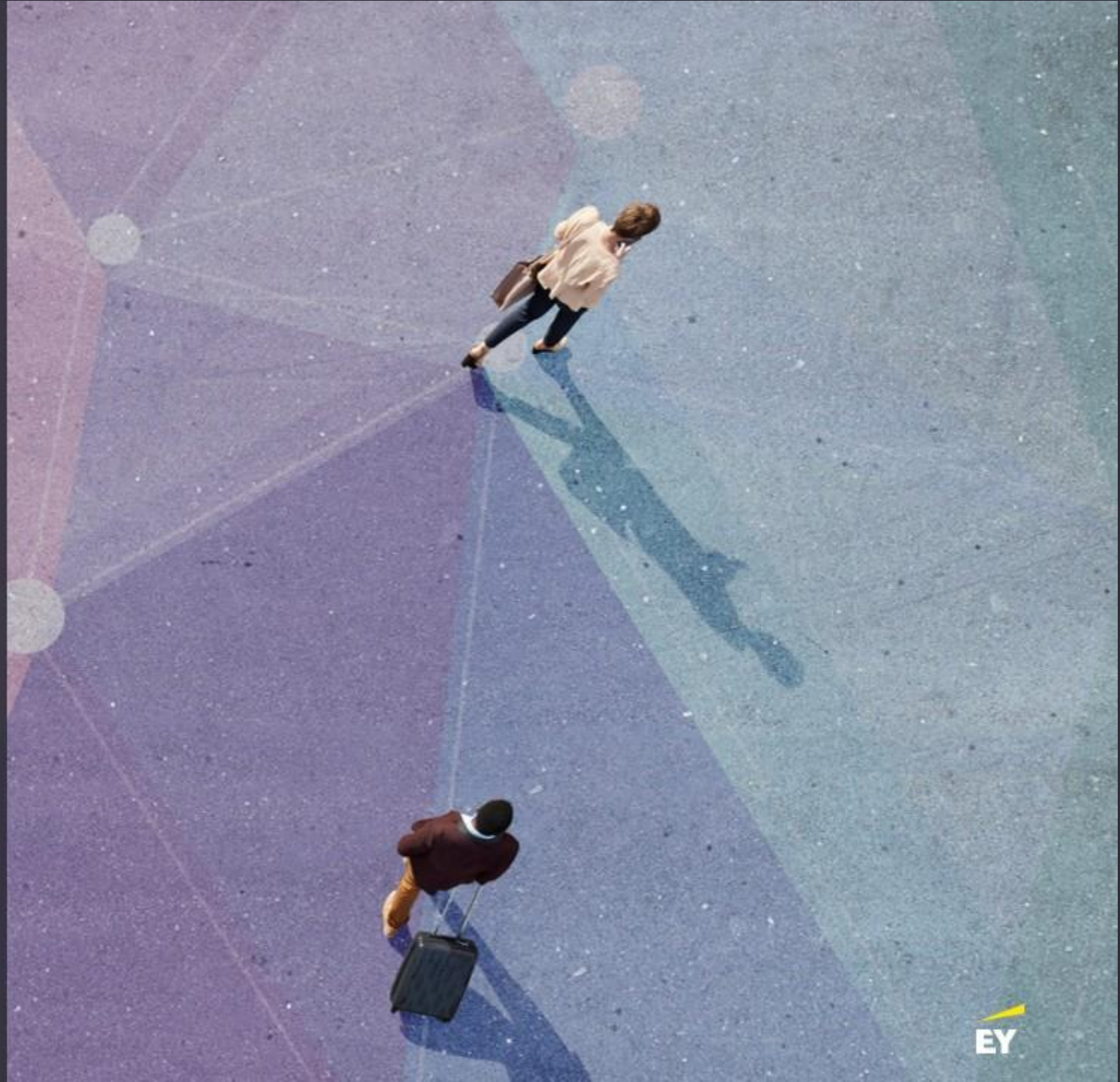
1. Opening, notifications and announcements.
2. Report of the Supervisory Board for the financial year 2023.
3. Report of the Executive Board for the financial year 2023, including strategy 2024-2026.
4. **Adoption of the 2023 financial statements** (*for resolution*)
5. Adoption of the dividend over the financial year 2023.
6. Discharge of (a) members Executive Board and (b) members Supervisory Board.
7. Composition of the Supervisory Board.
8. Composition of the Executive Board.
9. Remuneration policies.
10. Confirmation of the Executive Board's authorisation.
11. Authorisation Executive Board to have the Company acquire ordinary shares in the Company's capital.
12. Re-appointment of Ernst & Young Accountants LLP (2025).
13. Any other business.
14. Closing the meeting.



Annual General Meeting Royal BAM Group nv

Annual report 2023
Ernst & Young Accountants LLP

10 April 2024



Agenda

1. Audit approach - scope, strategy & execution and conclusion
2. Key Audit Matters
3. ESG
4. Communication and interaction
5. Assurance plan 2024

Audit approach - scope, strategy & execution and conclusion

Scope

Consolidated and company financial statements

Annual report, including:

- ▶ Risk management and governance
- ▶ Remuneration report
- ▶ Other information

Sustainability information

Strategy/Execution

Responsibilities

Teaming

Materiality

Risk assessment

Going concern

Fraud and non-compliance with laws & regulations

Conclusion

Audit procedures

- ▶ Key Audit Matters
- ▶ Estimates
- ▶ Significant audit differences

Management report

Our opinion

- ▶ Unqualified auditor's opinion financial statements
- ▶ No material inconsistencies /in alignment with laws & regulations
- ▶ Limited assurance report sustainability information

Communication

Key Audit Matters

- Valuation of projects and revenue recognition
- Investigation by the Dutch authorities
- Valuation of goodwill
- Valuation of land and building rights

- Impact on the company, financial statements and annual report
- Procedures annual report
- Review procedures sustainability information
 - Level of assurance
 - Scope
 - 2.1 Business model
 - 2.2 Strategy
 - 2.3 Stakeholder engagement
 - 3.2 Social performance
 - 3.3 Environmental performance
 - 6 Sustainability statements
 - Reporting standards/criteria
 - GRI Standards
 - Supplemental reporting criteria as disclosed in appendix 6 of the annual report
 - Limited assurance report

Communication and interaction

- Our reports
 - Assurance plan
 - Report Q2 – observations interim condensed consolidated financial information
 - Report Q3 – observations internal control environment
 - Report of the auditor over the full year 2023
- Meetings and interactions with the Executive Committee, Executive Board, Audit Committee and Supervisory Board
- The way we interact with these bodies and committees
 - Frequency
 - Constructive culture

Assurance plan 2024

- Implementation of the CSRD/ESRS based disclosure requirements from 2024
- Implementation of risk management statement (“VOR”) from 2025
- Impact of strategy 2024 – 2026 – focus, transform and expand
- Earlier publication interim condensed consolidated financial information