

**HUNTER DOUGLAS N.V.**  
**GENERAL MEETINGS OF SHAREHOLDERS**  
**OF 3 JUNE 2020**

**Explanatory Notes to the Agenda**

**2019 DIVIDEND**

As provided for in the Company's Articles of Association, the extraordinary general meeting of common shareholders and the extraordinary general meeting of preferred shareholders, held prior to the annual general meeting of common and preferred shareholders, shall decide whether this dividend is to be distributed in cash or shares or, alternatively, in shares or cash.

The directors have proposed as follows:

- Holders of common shares have the option to receive a cash dividend of EUR 2,10 or a stock dividend of which the ratio will be determined by the annual general meeting of common and preferred shareholders.
- Holders of preferred shares are to receive a cash dividend of € 0,0054 per share as provided for in Article 22-3 of the Articles of Association.
- Cash dividends on all shares shall be distributed out of retained earnings.

Dividend timetable:

Ex-dividend date	: 5 June 2020
Record date	: 8 June 2020
Start election period	: 9 June 2020
End election period	: 22 June 2020
Payment date	: 25 June 2020

**ELECTION DIRECTORS AND SUBSTITUTES**

In compliance with Article 14-5 of the Articles of Association, all directors have decided to stand for re-election.

It was unanimously **RESOLVED THAT**

the following nominations be submitted for election to the annual general meeting of common and preferred shareholders for election as directors and substitutes:

- a. Directors pursuant to Article 14-2 of the Articles of Association:

A. Nühn  
A. Ruys  
J.T. Sherwin  
R. Sonnenberg  
F. Wagener

- b. Substitutes pursuant to Article 14-20, each with the right to act singly:

D.H. Sonnenberg  
M.H. Sonnenberg

#### **APPOINTMENT OF AUDITORS**

Ernst & Young Accountants are proposed to be appointed as the Company's auditors for the financial year 2020.

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