



NOTICE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF EUROPEAN HEALTHCARE ACQUISITION & GROWTH COMPANY B.V.

The annual general meeting of shareholders of European Healthcare Acquisition & Growth Company B.V. ("**Company**"), will be held on 23 June 2022 at 10:00 CEST ("**AGM**"). The language of the AGM will be English.

In accordance with the temporary Dutch COVID-19 Act (*Tijdelijke wet COVID-19 Justitie en Veiligheid*) ("**COVID-19 Act**"), the AGM will be held virtually and the shareholders cannot attend the AGM in person. The Company aims to assist its shareholders who wish to attend the AGM by providing the opportunity to participate in the AGM by way of electronic means of communication. The Company urges the shareholders to cast their votes online or by proxy.

The logistics and procedures, including the address of the meeting location, set forth in this notice are subject to the COVID-19 Act. The Company may furthermore deviate from such logistics and procedures in the interest of the orderly conduct of the AGM. Shareholders are advised to regularly check the Company's website for updates until the date of the AGM.

AGENDA

The AGM agenda includes the following items:

1. Opening
2. Language of financial reporting (*voting item*)
3. Annual report for the financial year 2021 ("**Annual Report 2021**")
 - a. Annual Report 2021 (*discussion item*)
 - b. Remuneration report (*advisory vote*)
4. Reservation and dividend policy (*discussion*)
5. Adoption of the financial statements for the financial year 2021 ("**Financial Statements 2021**") (*voting item*)
6. Discharge from liability of the executive directors and the non-executive directors in respect of the exercise of their duties for the financial year 2021
 - a. Discharge from liability of the executive directors (*voting item*)
 - b. Discharge from liability of the non-executive directors (*voting item*)

7. Reappointment of Deloitte Accountants B.V. as independent external auditor entrusted with the audit of the financial statements for the financial year 2022 (*voting item*)
8. Any other business
9. Closing of the Meeting

AVAILABLE INFORMATION

As of today until the close of the AGM, the following documents and information are available for inspection on the Company's website (www.ehc-company.com) and at ABN AMRO N.V. via e-mail: ava@nl.abnamro.com and copies are available free of charge by persons entitled to attend the AGM at the Company's offices (Theresienhöhe 28, 80339 Munich, Germany), upon appointment:

- The agenda and the explanatory notes thereto;
- The Annual Report 2021 (in ESEF-format) including, *inter alia*, the report of the board of the Company, the remuneration report, the Financial Statements 2021 and the independent auditor's report;
- A form of proxy for representation and voting at the AGM ("**Proxy Form**") (please refer to further instructions on the use of the Proxy Form below); and
- The total number of shares on issue and voting rights on the day hereof and – to be made available on the Record Date (as defined below) – such total numbers on the Record Date (if changes took place).

On 11 May 2022 the total number of shares of the Company outstanding is 170,000,000 class A ordinary shares, of which 150,000,000 class A ordinary shares are being held in treasury by the Company, and 6,666,666 class B ordinary shares. The aggregate number of votes that can be cast is 26,666,666.

COVID-19 AND (VIRTUAL) MEETING

In accordance with the **COVID-19 Act**, the AGM on 23 June 2022 will be held virtually and the shareholders cannot attend the AGM in person. The shareholders are urged to vote online or register their proxy and instruct their votes in advance on the resolutions to be put to the AGM by appointing a representative of the Company as their proxy by means of the Proxy Form. Alternatively, shareholders can register their proxy and their votes through the electronic voting facility via their intermediary. It will not be possible to vote during the AGM.

The logistics and procedures, including the address of the meeting location, set forth in this notice are subject to the COVID-19 Act. The Company may furthermore deviate from such logistics and procedures in the interest of the orderly conduct of the AGM. Shareholders are advised to regularly check the Company's website for updates until the date of the AGM.

REGISTRATION AND RECORD DATE

In accordance with the statutory record date as set out in the Dutch Civil Code, those who are registered on 26 May 2022 ("**Record Date**"), after the processing of settlements on that date, in one of the registers as mentioned hereinafter and who have given notice of their wish to

attend the AGM electronically, in accordance with the provisions below, will have the right to virtually attend the AGM. References in this convening notice to shareholders as of the Record Date include a reference to others with statutory meeting rights with respect to shares as of the Record Date, unless the context requires otherwise.

The registers, designated for registered shares, forming part of the collective depot (*verzameldepot*), are the registers administered by the institutions affiliated to Euroclear Netherlands (*aangesloten instellingen*). The register, designated for other registered shares, is the shareholders' register of the Company.

Holders of shares in the collective depot

Holders of shares in the collective depot who wish to attend the AGM must register with ABN AMRO Bank N.V. via www.abnamro.com/evoting as from the Record Date and by no later than 16 June 2022, at 17:00 CEST. The intermediaries must issue an electronic statement to ABN AMRO Bank N.V. at the latest on 17 June 2022, at 14:00 CEST via www.abnamro.com/intermediary stating the number of shares that the shareholder holds at the Record Date and submitted for registration. With the statement, intermediaries are furthermore requested to include the full address details of the relevant shareholder in order to be able to verify the shareholding on the Record Date in an efficient matter.

Shareholders who registered themselves and wish to attend the webcast of the AGM must send an e-mail to ABN AMRO Bank N.V. at ava@nl.abnamro.com. Shareholders must notify ABN AMRO Bank N.V., stating the name, e-mail address and the number of shares, which are and will be registered for the relevant shareholder on the Record Date, no later than 20 June 2022, at 10:00 CEST.

Holders of other registered shares

Holders of other registered shares who wish to attend the AGM must notify the ABN AMRO Bank N.V. via ava@nl.abnamro.com. Shareholders must notify the ABN AMRO Bank N.V., stating the name, e-mail address and the number of shares, which are and will be registered for the relevant shareholder on the Record Date, no later than 16 June 2022 at 17:00 CEST.

ATTENDANCE

The Company wishes to assist its shareholders to attend the AGM electronically by providing an adequate opportunity to follow the AGM real time.

Shareholders who wish to follow webcast should apply in writing to ABN AMRO Bank N.V. no later than 20 June 2022, at 10:00 CEST via ava@nl.abnamro.com. The email must include the shareholder's name and number of shares.

Shareholders who did not register in time will not be permitted to attend the AGM.

VOTING

It will not be possible for shareholders to vote during the AGM.

Shareholders who wish to exercise their voting rights by means of an electronic proxy, which entails a voting instruction to a representative of the Company, can do this via their intermediary no later than 16 June 2022, at 17:00 CEST. Shareholders can register via www.abnamro.com/evoting directly or contact and request their intermediary at which their shares are administered to register their votes. The intermediaries are requested to provide ABN AMRO Bank N.V. with an electronic statement that includes the number of shares held on the Record Date by the relevant shareholder and the number of shares which have been applied for registration at the latest by 17 June 2022, at 14:00 CEST.

Shareholders who wish to vote by means of a Proxy Form shall deposit a written (or electronically recorded) Proxy Form dated after the Record Date (in the form as made available on the Company's website), to be received by the Company in respect of (i) the holders of shares in the collective depot that are being traded on Euronext Amsterdam and (ii) all holders of other registered shares via e-mail at ava@nl.abnamro.com and must be in the possession of ABN AMRO Bank N.V. no later than 16 June 2022 at 17:00 CEST.

QUESTIONS BY SHAREHOLDERS

The Company understands that the AGM also serves as a forum for shareholders to engage with the Board. Therefore, the shareholders can submit questions prior to the AGM. Shareholders who did not register in time will not be permitted to ask questions. The Company may summarise and bundle questions and answers thematically or set further conditions to facilitate the smooth running of the AGM. Any question should relate to the business of the AGM and be submitted by no later than 20 June 2022 at 10:00 CEST via e-mail to info@ehc-company.com. Timely submitted questions will be answered within reason during the AGM. Persons who submitted questions in advance may be given the opportunity to put follow-up questions during the AGM. The answers will be made available in the minutes of the AGM to be posted on the Company's website (www.ehc-company.com).

FURTHER INFORMATION

For further information, please contact:

European Healthcare Acquisition & Growth Company B.V.

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Germany

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ABN AMRO Bank N.V.

Gustav Mahlerlaan 10

1082 PP Amsterdam

The Netherlands

ava@nl.abnamro.com

11 May 2022

Munich, Germany

Board of Directors **European Healthcare
Acquisition & Growth Company B.V.**