

**AGENDA INCLUDING NOTICE
of the Extraordinary General Meeting of Shareholders of
HOLLAND COLOURS NV**

**to be held on Monday August 27, 2018 at 10:00 am
at the office of the Company, Halvemaanweg 1 in Apeldoorn**

1. Opening;
2. Amendment of the Articles of Association (voting item);
3. Closure.

The proposal for the amendment of the Articles of Association is available for inspection at the office of the Company, Halvemaanweg 1, NL-7323 RW Apeldoorn, +31(0)55 368 07 00 and at the office of ABN AMRO Bank NV, Gustav Mahlerlaan 10, NL-1082 PP Amsterdam, +31(0)20 344 20 00, corporate.broking@nl.abnamro.com and made available free of charge for shareholders and other parties who are entitled to attend the meeting. This information is also available on www.hollandcolours.com and www.securitiesinfo.com.

Notes to item 2

Amendment of articles of association Holland Colours NV (voting item);

The Board of Management suggests, with the approval of the Supervisory Board, that the articles of association will be amended in compliance with the drafted conceptual amendment of the articles of association and to authorize every member of the Board of Management and every lawyer and every paralegal employed by Notary office Wille in Apeldoorn to pass the amendment of the articles of association.

The proposed amendment of the articles of association includes a.o. the following items:

- Dividing the regulations on the Board of Management and the Supervisory Board
- Authorization to represent
- Authorization to compile regulations
- Attendance of the General Meeting of Shareholders by an external accountant
- Authorizations General Meeting of Shareholders
- Beforehand consultation with Euronext on the amendment of the articles of association is no longer required
- Terminology in line with the Corporate Governance Code

A complete review on the proposed amendments of the articles of association can be found in the triptych of the amendments to the articles of association in Dutch on www.hollandcolours.com and www.securitiesinfo.com. In this document the old text is found next to the new version and a brief motivation for the adjustment.

NOTICE

Registration date

Those registered as shareholders of the Company on July 30, 2018, after processing all entries and terminations of that date (the Registration Date) in the sub-registration and who have also been registered for the meeting in the way as described below, will be entitled to vote and/or attend the meeting with regard to ordinary shares. For holders of bearer shares, the records of intermediaries as defined in the "Wet giraal effectenverkeer" (the "Intermediary") are designated as (sub-) registers.

Registration

Holders of ordinary bearer shares or their proxy holders, who wish to attend the meeting, have to inform ABN AMRO through the Intermediary where their shares are administrated no later than August 20, 2018 at 5:00 pm. The Intermediaries must submit a statement via www.abnamro.com/intermediary to ABN AMRO no later than August 21, 2018 at 12:00 am stating the number of shares held by the shareholder on the Registration Date and registered for registration. The Intermediaries are requested to provide the complete address details of the relevant shareholders upon registration in order to be able to perform an efficient verification of the shareholding on the Registration Date. ABN AMRO will send a proof of registration to the shareholders via the Intermediary which shall serve as an admission ticket to the meeting.

Holders or beneficial owners of registered shares, who are entitled to the voting right, or their proxy holders, who wish to attend the meeting, must inform the Company no later than August 20, 2018 in writing or electronically via ir@hollandcolours.com.

Proxy and voting instructions

A shareholder who wishes to be represented, must also submit a duly signed legally valid proxy to the Company no later than August 20, 2018. Persons who are entitled to attend the meeting can also submit voting instructions up to and including August 20, 2018: electronically via www.abnamro.com/evoting or by means of a voting instructions proxy which can be downloaded from the websites www.hollandcolours.com or www.securitiesinfo.com and can be completed and sent to the Company to the attention of Mrs G. Jansen, PO Box 720, NL-7300 AS Apeldoorn or by fax: +31 (0)55 366 29 81 or via ir@hollandcolours.com.