

Draft minutes

of the Extraordinary General Meeting of Shareholders of Royal Boskalis N.V. (the "Company"), held on Monday 20 February 2023 (the "Meeting")

**commencing at 10:00 a.m. CET at the office of the Company,
meeting room Maas, building 1, Rosmolenweg 20, 3356 LK
Papendrecht, the Netherlands**

The attendance list shows that present or represented at the Meeting are:

- a) 127,860,799 ordinary shares, representing 98.87 percent of the total number of outstanding ordinary shares.
 - b) The Chair of the Supervisory Board and the Chair of the Board of Directors of the Company.
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1. Opening

Mr. Van der Veer, Chair of the Company's Supervisory Board, chairs the Meeting.

The Chair welcomes all shareholders and other participants to this Meeting of the Company.

The Chair announces the following formalities. The Chair notes that all legal and statutory conditions regarding the convocation, agenda and holding of the Meeting have been met. Ms. Buijs is designated as Secretary.

The Chair introduces the persons behind the table. From the viewpoint of the audience, to his right is Mr. Berdowski, and to his left is Ms. Buijs.

Before proceeding to the official part of the Meeting, the Chair has some practical instructions. It is not permitted to use cell phones, other means of communication or social media during the Meeting. The Chair asks everyone to check that their cell phones are switched off. Furthermore, for the smooth running of the Meeting, the Chair explicitly requests speakers to state their name, place of residence and organization, if applicable, before each question.

In view of timekeeping, the Chair will in principle allow a maximum of three short and concise questions per shareholder per agenda item. As already indicated at the entrance, persons not registered as shareholder do not have the right to speak. The agenda with explanatory notes and attached appendices is published on the Company's website, and a copy is available at the entrance. If attendees wish to be sent a copy of the minutes of the Meeting, this can be indicated on the subscription list on the table at the exit.

The Chair indicates that the draft minutes of the Extraordinary General Meeting of Shareholders of 7 November 2022 are available on the website.

The draft minutes of this Meeting will also be published on the website. Shareholders will have a period of three months after publication to comment on these draft minutes.

The Chair then proceeds to the consideration of agenda item 2.

2. Remuneration policy Board of Management

The Chair raises the agenda item regarding the remuneration policy for the Board of Management.

The remuneration policy for the Board of Management needs to be adapted to the situation that the listing of the shares of the Company on Euronext Amsterdam has been terminated. The text of the proposed remuneration policy for the Board of Management is attached to the explanatory notes as annex 1 to the notes to the agenda.

The Chair gives the shareholders the opportunity to ask questions.

In the absence of questions, the Chair proceeds to put the proposal to the vote.

127,860,799 shareholders vote in favor, 0 shares against and 0 shareholders abstain.

The Chair notes that with this, the proposal to adapt the remuneration policy for the Board of Management has been adopted by the Meeting.

3. Remuneration policy Supervisory Board

The Chair indicates that The Supervisory Board has decided to reorganize its committees. Therefore, the remuneration policy of the Supervisory Board needs to be adapted. The text of the proposed remuneration policy for the Supervisory Board is attached to the explanatory notes as annex 2 to the notes to the agenda.

The Chair invites questions from the Meeting. In the absence of further questions, the Chair puts the new remuneration policy to a vote.

127,860,799 shareholders vote in favor, 0 shares against and 0 shareholders abstain.

The Chair observes that with this the new remuneration policy for the Supervisory Board has been approved by the Meeting.

4. Any other business

The Chair inquires whether the Meeting has any questions under the agenda item 'Any other business'.

There are no questions. The Chair proceeds to the discussion of the last item on the agenda.

5. Closing

The Chair proceeds to close the Meeting and thanked all those present for their attendance.

Papendrecht, 20 February 2023

J. van der Veer
Chair

F.E. Buijs
Secretary