



BOARD PROFILE

DESCRIPTION OF THE NATURE AND ACTIVITIES OF JDE PEET'S N.V. (THE COMPANY) AND ITS AFFILIATED ENTERPRISE

When determining the composition of the Board, the nature and size of the Company and its affiliated enterprise must be taken into account. Relevant factors include:

- (a) the nature, culture and activities of the business of the Company and its subsidiaries (the **JDE Peet's Group**)
- (b) the stock exchange(s) where the Company is listed
- (c) the specific role of the Company within the JDE Peet's Group
- (d) the organisational structure of the JDE Peet's Group
- (e) the values of the JDE Peet's Group
- (f) the number of employees of the JDE Peet's Group
- (g) the applicability to the Company of the statutory one-tier regime
- (h) the composition (including nationalities, number of shareholders, presence or absence of controlling shareholders) of the general meeting of shareholders of the Company
- (i) the geographical location of the subsidiaries of the JDE Peet's Group
- (j) the composition and size of the Senior Management team
- (k) the arrangements agreed upon in the investor rights agreement entered into by the Company and certain investors in the Company in relation to, among other things, the governance structure of the Company (the **IRA**).

DESCRIPTION OF THE DESIRED COMPOSITION OF THE BOARD

When selecting members of the Board, the following factors will be relevant:

- (a) responsible performance of the duties attributed to the Board by legislation, the Dutch Corporate Governance Code, the Articles of Association and other regulations and code of conduct
- (b) balance between nationalities, gender, age, education, experience and (work) background of each of the members of the Board
- (c) experience and affinity with the nature and culture of the business of the JDE Peet's Group
- (d) political and cultural knowledge of the countries where the JDE Peet's Group operates
- (e) (international) knowledge of and experience in financial, legal, economic, commercial, social and marketing areas
- (f) the arrangements agreed upon in the IRA

DESCRIPTION OF THE DESIRED EXPERTISE AND BACKGROUND OF THE INDIVIDUAL MEMBERS OF THE BOARD

When selecting members of the Board, the following factors will be relevant:

- (l) knowledge of and experience in financial, legal, economic, commercial, social and marketing areas
- (m) experience with (the management or supervision of the management of) a listed company
- (n) experience with corporate governance
- (o) experience with organisational processes
- (p) knowledge of and experience and affinity with the business of the JDE Peet's Group
- (q) to be able, also by having a sufficient amount of available time, to supervise and promote the policy set by the Board and the general course of affairs within the JDE Peet's Group timely and adequately and to assist the Board with the preparation and implementation of its policy
- (r) to be able to operate independently and critically in relation to the other members of the Board
- (s) (for Non-Executive Directors only) to be prepared to take a seat in the Audit Committee, and/or the Remuneration, Selection and Appointment Committee
- (t) to be prepared to do an introduction, education or training programme
- (u) to be prepared to approve of the Board Rules
- (v) not to have a conflict of interest with the Company at the time of appointment (other than as permitted in accordance with nominations for appointments under the IRA)
- (w) (for Non-Executive Directors only) to be prepared and able to act as Chairman of the Board and/or its committees
- (x) to be prepared and able to lead the General Meeting
- (y) to be prepared and able to temporarily manage the Company if one or more executive directors of the Board are absent or unable to perform their duties
- (z) to be a team player
- (aa) to match with the composition of the Board at the time of appointment, taking into account vacancy to fill in Board and/or the Audit Committee, and/or the Remuneration, Selection and Appointment Committee
- (bb) the arrangements agreed upon in the IRA

DIVERSITY POLICY OF THE BOARD

The Board has drawn up a diversity policy with regard to the composition of the Board that addresses the diversity aspects relevant to the Company, such as nationality, age, gender, education, experience and (work) background.¹

SIZE AND COMPOSITION OF THE BOARD

- (a) Point of departure at all times is that the size of the Board must be such that the Board as a whole can perform its duties effectively and responsibly and that each individual member of the Board is able to make a contribution by his specific qualities.

¹ Dutch Corporate Governance Code, best practice provision 2.1.5



- (b) Without prejudice to the provisions of Clause 5(a) above, the Board endeavours to achieve that it consists of at least five members.
- (c) The Board must at all times be so composed that Clause 1 of the Board Rules and the IRA (until it terminates in accordance with its terms) are complied with.

MISCELLANEOUS

- (a) The Board discusses at least once a year, without the executive director(s) being present, the composition and competence of the Board.²
- (b) Each change to the Board Profile will be discussed at the General Meeting.
- (c) This Board Profile must be taken into account on each (re)appointment of members of the Board.³
- (d) This Board Profile is posted on the Company's website.⁴
- (e) If – and to the extent – there is any conflict and/or inconsistency between the provisions of this Board Profile and the IRA, the relevant provisions of this Board Profile shall be interpreted in light of the intention and purpose of the IRA.

² Dutch Corporate Governance Code, best practice provision 2.2.6.

³ Dutch Corporate Governance Code, Principe 2.2.

⁴ Dutch Corporate Governance Code, best practice provision 2.1.1.