



Notice convening the Annual General Meeting of Shareholders 2021 of Koninklijke Philips N.V. (Royal Philips)

To be held on **Thursday, May 6, 2021, beginning at 2 p.m. CET.**

In short, the following agenda items are scheduled for the Annual General Meeting of Shareholders 2021:

1. Speech of the President
2. Annual Report 2020
 - a. Explanation of the policy on additions to reserves and dividends
 - b. Proposal to adopt the financial statements *
 - c. Proposal to adopt dividend *
 - d. Advisory vote on the Remuneration Report 2020 *
 - e. Proposal to discharge the members of the Board of Management *
 - f. Proposal to discharge the members of the Supervisory Board *
3. Composition of the Board of Management
Proposal to re-appoint Mr M.J. van Ginneken as member of the Board of Management *
4. Composition of the Supervisory Board
 - a. Proposal to appoint Mrs S.K. Chua as member of the Supervisory Board *
 - b. Proposal to appoint Mrs I.K. Nooyi as member of the Supervisory Board *
5. Proposals to authorize the Board of Management to:
 - a. issue shares or grant rights to acquire shares *
 - b. restrict or exclude pre-emption rights *
6. Proposal to authorize the Board of Management to acquire shares in the company *
7. Proposal to cancel shares *
8. Any other business

Agenda items marked with an asterisk (*) are voting items.

Meeting documents

The agenda with explanatory notes, the Annual Report 2020 (including the financial statements), the binding nominations and other information relevant for the AGM 2021 have been published on the company's website (www.philips.com/agm). The meeting documents are also available, free of charge, at the offices of the company (Amstelplein 2, 1096 BC Amsterdam), at ABN AMRO Bank N.V. via email: ava@nl.abnamro.com and on www.abnamro.com/evoting.

Record Date

Persons entitled to vote at or attend the AGM 2021, are those holders of common shares who on April 8, 2021, after processing of all settlements per this date (the Record Date) have these rights and are registered as such in a (sub)register designated by the Board of Management.

Virtual meeting

The AGM 2021 will be held in the Philips Center (Amstelplein 2, Amsterdam). However, to protect the health and safety of all participants in connection with the COVID-19 outbreak and considering certain temporary legislative measures from the Dutch government, shareholders will not be allowed to attend the AGM 2021 in person. The meeting can be followed via a live webcast that will be available on the company's website (www.philips.com/agm). Shareholders are furthermore invited to provide voting instructions or, alternatively, vote online during the AGM 2021, all in accordance with the procedures set forth below.

The logistics and procedures set forth in this convocation notice are subject to the temporary legislative measures referred to above being applicable on the date of the AGM 2021. The chairperson of the meeting may furthermore deviate from such logistics and procedures in the interest of the orderly conduct of the meeting. Shareholders are advised to regularly check the website for updates until the date of the meeting.

Registration and proxy voting

Holders of bearer shares may register and provide voting instructions for the AGM 2021 via internet, www.abnamro.com/evoting. Their intermediary must submit to ABN AMRO a confirmation that such shares were registered in the relevant intermediary's administration on the Record Date. Holders of registered shares who wish to register and provide voting instructions, must follow the procedures set forth in the letter sent to them. Shareholders may register and provide voting instructions until April 30, 2021, 5 p.m. CET. By providing voting instructions, shareholders give power of attorney to IQ EQ Financial Services B.V. in Amsterdam, to vote on their shares at the meeting accordingly.

Live online voting

Alternatively, registering shareholders will be allowed to cast their vote during the meeting via the internet by using their smartphone, tablet, laptop or PC, unless a shareholder's intermediary does not support online voting. Shareholders who register for online voting and provide (as confirmed by their intermediary) certain personal data required for authentication purposes (such as a valid email address, securities account and mobile phone number), will receive a confirmation of registration by email which will contain a unique link to log in by means of a two-step verification process (per SMS). On the day of the meeting, from 1 p.m. CET, these shareholders may log into the online platform available via www.abnamro.com/evoting and complete the admission procedure before the start of the meeting at 2:00 p.m. CET. Shareholders who have not logged into the online platform before the start of the meeting cannot vote and can only follow the meeting via the live webcast.



The Philips Virtual Meeting Terms, which will be available on the company's website (www.philips.com/agm), apply to shareholders who cast their votes during the meeting via the online platform.

Questions

Shareholders (who registered) have the opportunity to submit questions in writing, by sending them to agm@philips.com before May 3, 2021, 2 p.m. CET. Philips intends to address the questions during the meeting, to the extent appropriate in view of the orderly conduct of the meeting. The relevant questions and answers will be published on the company's website (www.philips.com/agm) after the meeting. Only shareholders who submitted questions in accordance with the procedures set forth above will be given the opportunity to submit follow-up questions during the meeting for which they will receive separate instructions.

New York Registry Shares

Holders of record of New York Registry Shares will receive a notice and proxy voting instructions for the AGM 2021 through the company's New York Transfer Agent (Deutsche Bank Trust Company Americas, 6201 15th Avenue Brooklyn, NY 11219, telephone (toll-free US) +1-800-821-8780 and (outside of US) +1-718-921-8137). Persons beneficially holding New York Registry Shares through an intermediary that wish to provide voting instructions must follow the voting instruction requirements of, and adhere to the deadlines set by such intermediary.

Amsterdam, March 22, 2021

The Board of Management

