

## Agenda and explanatory note for the Extraordinary General Meeting of Shareholders 2022

To be held at the Hotel Okura Amsterdam,  
Ferdinand Bolstraat 333, Amsterdam on  
Friday, September 30, 2022, beginning at 9.30 a.m. CET.

### Agenda

Proposal to appoint Mr R.W.O. Jakobs as President/Chief Executive Officer and member of the Board of Management with effect from October 15, 2022 (voting item).

### Explanatory note

As announced on August 16, 2022, the Supervisory Board is very pleased that Mr Roy Jakobs is available as President/Chief Executive Officer and member of the Board of Management. The Supervisory Board recommends to the shareholders to appoint him with effect from October 15, 2022.

The appointment of Mr Jakobs is recommended in view of his strong international, operational, and transformational track record, as well as his deep understanding of Philips, which is critical at this important juncture in the company's growth journey. Mr Jakobs has been successful in turning around businesses in customer-focused growth organizations and has effectively strengthened the company's Connected Care portfolio through successful acquisitions across hospital and ambulatory care settings.

Roy Jakobs (Dutch/German) was born in 1974 in Kerkrade, the Netherlands. He studied Business Administration at the Universities of Nijmegen and Bologna. He holds a Marketing Masters from the University of Tilburg and completed the New Board Program at Nyenrode Business University. He was awarded the Young Captain Award in the Netherlands in 2011. Roy Jakobs has international experience, having lived in Amsterdam, Bologna, Lisbon, Dubai and Shanghai.

Roy Jakobs has extensive global executive leadership experience with a strong track record in business, market, and functional roles. He is pragmatic and passionate about making an impactful contribution to addressing wider societal challenges. He has driven (digital) transformations in energy, scientific information publishing and health technology in multinational companies. He has achieved this by building high-performing teams, leveraging digital innovation and M&A in business-to-business, business-to-consumer, and business-to-government segments to create value for multiple stakeholders, including patients, customers, and society.

Since joining Philips in 2010, Roy Jakobs has held various positions, starting as Chief Marketing & Strategy Officer for Philips Lighting. In 2012, he became Market Leader for Philips Middle East & Turkey across health systems, consumer, and lighting, and transformed a volatile and emerging business into a performing business that offers turnkey solutions for customers. Subsequently, in Shanghai, he put the business he was responsible for on a value creation track.

In 2018, Roy Jakobs joined the Executive Committee as Chief Business Leader of the Personal Health businesses and returned these businesses to growth. Early in 2020, he was put in charge of the turnaround of Connected Care, as Chief Business Leader, where he was at the forefront of managing the COVID crisis response, serving millions of patients and customers with (virtual) monitoring and respiratory care solutions. In 2021, he took responsibility to address the June 2021 Respironics recall notification/field safety notice on behalf of Philips, whilst continuing to change the delivery of healthcare across care settings, leveraging (digital) technology to improve outcomes at lower cost. Roy Jakobs also initiated and led the successful acquisitions of BioTelemetry, Capsule Technologies and Cardiologs, which have significantly enhanced the company's patient monitoring and diagnostics solutions offering across hospital and ambulatory settings.

Previously, Roy Jakobs worked at Royal Shell, where he held various management positions across Europe. After Shell, he joined Reed Elsevier, where he formulated and executed the digital transformation strategy focused on data solutions and services.

In accordance with the Articles of Association, the Supervisory Board has made a binding nomination regarding the appointment of Mr Jakobs. Members of the Board of Management may be (re-)appointed for the term of four years as laid down in the Articles of Association. In line with the Dutch Corporate Governance Code, this effectively means that the term of appointment of Mr Jakobs will expire at the end of the Annual General Meeting to be held in 2026.

The services agreement (*overeenkomst van opdracht*) between the company and Mr Jakobs (which is subject to his appointment), has been published on the company's website.

This agenda with explanatory note, the binding nomination and other information relevant for the Extraordinary General Meeting 2022 have been published on the company's website ([www.philips.com/egm](http://www.philips.com/egm)). The meeting documents are also available free of charge at the offices of the company, Amstelplein 2, 1096 BC Amsterdam or at ABN AMRO Bank N.V., Corporate Broking via email: [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com) and on [www.abnamro.com/evoting](http://www.abnamro.com/evoting).

