
Agenda 2025

Extraordinary General Meeting of Shareholders – Agenda

Agenda for the Extraordinary General Meeting of Shareholders of Wolters Kluwer N.V., to be held on Monday, November 3, 2025, at 16.00h CET at the Corporate Office of Wolters Kluwer, Zuidpoolsingel 2, 2408 ZE in Alphen aan den Rijn, the Netherlands.

Shareholders will be able to attend and vote in person, or by proxy.

1 Opening

2 Composition of the Supervisory Board

*2a. Proposal to appoint Ms. Rose Lee as member of the Supervisory Board **

*2b. Proposal to appoint Mr. Hikmet Ersek as member of the Supervisory Board **

3 Closing

* Items put on the agenda for voting.

Extraordinary General Meeting of Shareholders – Agenda continued

EXPLANATORY NOTES TO THE AGENDA ¹

2. Supervisory Board composition

The Supervisory Board of Wolters Kluwer currently comprises seven members. In recent years, the scope and complexity of the responsibilities entrusted to Supervisory Board members have increased significantly, driven by regulatory developments, strategic transformation, and rapid technological advancements. In light of these developments and considering the term limitations in the Dutch Corporate Governance Code, the Supervisory Board proposes expanding its composition from seven to nine persons. This expansion will enhance continuity and help preserve institutional knowledge within the Supervisory Board. The Supervisory Board is pleased that both Ms. Rose Lee and Mr. Hikmet Ersek are available for appointment to the Supervisory Board. Both candidates are seasoned executives with extensive managerial and Board experience in complex industries. Their appointment will further strengthen the Supervisory Board's ability to oversee and support the company's strategic direction aimed at long-term value creation. Following their appointment the Supervisory Board will consist of five female and four male members. The composition will remain to be in line with the Supervisory Board's By-Laws, profile, and diversity policy.

2a. Proposal to appoint Ms. Rose Lee as member of the Supervisory Board

In line with articles 21 and 22 of the Articles of Association, the Supervisory Board proposes to appoint Ms. Rose Lee as member of the Supervisory Board, for the period starting on November 3, 2025, and ending after the Annual General Meeting of Shareholders to be held in 2030.

The Supervisory Board nominates Ms. Lee in light of her extensive and broad general management experience and knowledge of strategy and various industrial technologies. Her leadership in embedding AI across complex organizations, further strengthens her candidacy.

Ms. Lee is former CEO and Board member of Cornerstone Building Brands, Inc. (2021 – March 2025) and President of the Water and Protection Division of DuPont (2015-2021). Before that time she held various leadership positions at Saint Gobain, Booz Allen & Hamilton, pany, and Pratt & Whitney.

Ms. Lee is member (non-executive director) of the Board of Honeywell International Inc. (Nasdaq). She previously served on the Board of Crown Holdings, Inc. and the Executive Board of the North America Manufacturers association (non-profit industry organization). She also was chair and vice-chair of Manufacturing Institute's Women Make Awards (non-profit).

Ms. Lee (born: 1965) has American nationality. The number of supervisory board memberships she currently holds falls within the limitations set forth in article 2:142a of the Dutch Civil Code and clause 21 of the Supervisory Board By- Laws. Ms. Lee is independent from the company within the meaning of Best Practice Provision 2.1.8 of the Dutch Corporate Governance Code. Ms. Lee holds no shares in the company.

For further information about Ms. Lee, please see her resume on www.wolterskluwer.com/egm.

2b. Proposal to appoint Mr. Hikmet Ersek as member of the Supervisory Board

In line with articles 21 and 22 of the Articles of Association, the Supervisory Board proposes to appoint Mr. Hikmet Ersek as member of the Supervisory Board, for the period starting on November 3, 2025, and ending after the Annual General Meeting of Shareholders to be held in 2030.

The Supervisory Board nominates Mr. Ersek in light of his multi-year tenure as CEO of a public company as well as his broad international general management and board experience.

Mr. Ersek is former CEO and Board member of The Western Union Company (2010-2021). Before that time he held various other leadership positions within The Western Union Company, GE Capital and the broader GE Corporation group, and Mastercard.

Mr. Ersek is member of the Board (non-executive director) of Voya Financial, Inc.,(NYSE) and member of the Advisory Board of Waterdrop Microdrink GmbH (Austria, privately held). He previously served on the Board of directors of Hepsiburada (Nasdaq)and Erste Group Bank (Vienna Stock Exchange). In addition, Mr. Ersek is honorary Consul of Austria in Denver

Mr. Ersek (born: 1960) has Austrian, American and Turkish nationality. The number of board memberships he currently holds falls within the limitations set forth in

article 2:142a of the Dutch Civil Code and clause 21 of the Supervisory Board By-Laws. Mr. Ersek is independent from the company within the meaning of Best Practice Provision 2.1.8 of the Dutch Corporate Governance Code. Mr. Ersek holds no shares in the company.

For further information about Mr. Ersek, please see his resume on www.wolterskluwer.com/egm.

¹ The agenda with notes, the short resume of Ms. Lee and Mr. Ersek and the convocation notice are available for inspection at the office of the Company, Zuidpoolsingel 2, 2408 ZE Alphen aan den Rijn, the Netherlands. The documents can also be found on our website www.wolterskluwer.com/egm