

EXPLANATORY NOTES TO THE AGENDA

Agenda item 2(a): Report of the Board for the financial year 2025

The Board will give a presentation on the performance of the Company in 2025. The report of the Board, including the report of the non-executive directors of the Company, will be discussed.

Agenda item 2(b): Compliance with the Dutch Corporate Governance Code 2025

The Company complies with all but six of the best practice provisions of the Dutch Corporate Governance Code 2025. The 2025 annual report sets out how CTP has implemented the key aspects of the Dutch Corporate Governance Code, including the revised risk management statement (VOR). For further details reference is made to the section "Compliance with the Dutch Corporate Governance Code 2025" in the 2025 annual report.

Agenda item 2(c): Remuneration report

This item concerns an advisory vote on the remuneration report for the financial year 2025, which is set out on pages 188 to 202 (inclusive) of the 2025 annual report, and is available on CTP's website (www.ctp.eu). It is proposed to cast a favourable advisory vote.

Agenda item 2(d): Explanation of the policy on additions to the reserves and dividends

The Board will give an explanation of the dividend policy of the Company as applicable in the financial year 2025. The policy is available on CTP's website (www.ctp.eu).

Agenda item 2(e): Adoption of the 2025 annual accounts of the Company

It is proposed to adopt the annual accounts of the Company for the financial year 2025. The annual accounts can be found on pages 222 to 356 (inclusive) of the 2025 annual report which is available on CTP's website (www.ctp.eu).

Agenda item 2(f): Adoption of the final dividend over the financial year 2025

As announced in the Company's press release on 26 February 2026, it is proposed by the Board, with the consenting vote of a majority of the Company's non-executive directors entitled to vote, to declare a final dividend of EUR 0.32 per share for the financial year 2025. Taking into account the 2025 interim dividend of EUR 0.31 paid on 16 October 2025, this results in a total dividend of EUR 0.63 per share for the full year.

The final dividend will be paid either in cash, after deduction of any applicable withholding tax, or in shares, at the election of the shareholder. If no choice is made during the election period, the dividend will be paid in shares. Further details regarding the election mechanism whereby shareholders can opt to receive a distribution as a cash payment instead of a payment in shares will be announced by the Company timely before such distribution

becomes payable. Dividends paid in the form of shares will be issued by charging the share premium reserve of the Company. The stock fraction for the shares dividend will be based on the volume weighted average price of the shares in the share capital of the Company on Euronext Amsterdam of the last three trading days of the election period. Rights to fractions of shares shall be settled in cash.

This proposal also includes the authorisation of the Board to, subject to the consenting vote of a majority of the Company's non-executive directors entitled to vote, issue shares or grant rights to subscribe for shares up to the amount necessary for the payment of the final dividend in shares to the shareholders entitled to receive such dividend in shares pursuant to the applicable election terms, and to exclude pre-emptive rights in relation to such issue of shares or grant of rights to subscribe for shares.

Planning final dividend

22 May 2026	Ex-dividend before opening of business
25 May 2026	Record date dividend at close of business
26 May 2026	Start election period scrip or cash dividend
8 June 2026	End election period
12 June 2026	Payment date dividend

Agenda item 3(a): Discharge of the Company's executive directors from liability for their duties in the financial year 2025

It is proposed to discharge the Company's executive directors in office in the financial year 2025 from all liability in relation to the exercise of their duties in the financial year 2025, to the extent such performance is apparent from the 2025 annual accounts or other public disclosures prior to the adoption of the 2025 annual accounts.

Agenda item 3(b): Discharge of the Company's non-executive directors from liability for their duties in the financial year 2025

It is proposed to discharge the Company's non-executive directors in office in the financial year 2025 from all liability in relation to the exercise of their duties in the financial year 2025, to the extent such performance is apparent from the 2025 annual accounts or other public disclosures prior to the adoption of the 2025 annual accounts.

Agenda item 4(a): Authorisation of the Board to issue shares

It is proposed to authorise the Board to, subject to the consenting vote of a majority of the Company's non-executive directors entitled to vote, issue shares or grant rights to subscribe for shares in the share capital of the Company. This authorisation will apply for a period of 18 months from the date of this AGM, i.e. until and including 20 November 2027, and is limited to a maximum of 10% for general purposes and 10% in connection with or on the occasion of mergers, acquisitions and/or (strategic) alliances. In both cases, the

authorisation is limited to a maximum of 10% of the issued share capital of the Company as per 20 May 2026 and will be used with due observance of the applicable statutory provisions. Subject to this authorisation being approved, the existing authorisation will no longer be utilised.

This agenda item 4(a), as well as agenda item 4(b), is an annually recurring agenda item because the Board considers it in the interest of the Company and its stakeholders to be able to react in a timely manner when certain opportunities arise that require the issue of shares. Therefore, the Board would like to have the authorisation to issue shares when such occasions occur, and to exclude pre-emptive rights in situations where it is imperative to be able to act quickly, without having to request the prior approval of the Company's shareholders, for which an extraordinary shareholders' meeting would have to be convened, which would take valuable time or could create disruptive market speculations. In the past, this authorisation was for example used in relation to the takeover of Deutsche Industrie REIT-AG ("DIR"). In addition to a mandatory cash consideration, the Company was able to offer Company shares as an alternative consideration in exchange for DIR shares. The opportunity to enter into this type of transaction may be limited if the Company needs to request prior approval to issue shares and/or exclude shareholders' pre-emption rights.

Agenda item 4(b): Authorisation of the Board to restrict or exclude pre-emptive rights

It is proposed to authorise the Board to, subject to the consenting vote of a majority of the Company's non-executive directors entitled to vote, restrict or exclude pre-emptive rights in relation to the issue of shares or grant of rights to subscribe for shares in the share capital of the Company under the authorisations referred to in agenda item 4(a). This authorisation will apply for a period of 18 months from the date of this AGM, i.e. until and including 20 November 2027. Subject to this authorisation being approved, the existing authorisation will no longer be utilised.

Agenda item 4(c): Authorisation of the Board to issue shares or grant rights to subscribe for shares pursuant to an interim scrip dividend

It is proposed to authorise the Board to, subject to the consenting vote of a majority of the Company's non-executive directors entitled to vote, issue shares or grant rights to subscribe for shares in the share capital of the Company up to the amount necessary for the payment of an interim scrip dividend in respect of the financial year 2026 resolved upon by the Board in shares, should the Board decide to provide shareholders with such interim distribution pursuant to articles 11.1 and 11.2 of the Company's articles of association, in shares to the shareholders entitled to receive the scrip dividend in shares pursuant to the applicable election terms of the scrip dividend. Further details regarding the election mechanism whereby shareholders can opt to receive a distribution as a cash payment

instead of a payment in shares will be announced by the Company timely before such distribution becomes payable.

Agenda item 4(d): Authorisation of the Board to restrict or exclude pre-emptive rights in relation to an interim scrip dividend

It is proposed to authorise the Board to, subject to the consenting vote of a majority of the Company's non-executive directors entitled to vote, restrict or exclude pre-emptive rights in relation to the issue of shares or grant of rights to subscribe for shares in the share capital of the Company under the authorisation as referred to in agenda item 4(c).

Agenda item 4(e): Authorisation of the Board to acquire shares in the share capital of the Company

It is proposed to authorise the Board to, subject to the consenting vote of a majority of the Company's non-executive directors entitled to vote, acquire shares in the share capital of the Company. This authorisation will apply for a period of 18 months from the date of this AGM, i.e. until and including 20 November 2027, subject to the following conditions and with due observance of the Company's articles of association:

- 1) the maximum number of shares which may be acquired is 10% of the issued share capital of the Company as per the date of this AGM (i.e. 20 May 2026);
- 2) shares must be acquired for a valuable consideration, or otherwise at a price between the nominal value of the shares and 110% of the market price of the shares (excluding expenses); and
- 3) shares may be acquired on the stock exchange or otherwise, including through privately negotiated purchases, in self-tender offers, and through accelerated repurchase arrangements.

The market price of the shares is defined as the opening price on the date of the transaction as published by Euronext Amsterdam on its official website, or, in the absence of such a price, the latest price published by Euronext Amsterdam on its official website.

The authorisation to acquire own shares may be used to return capital to the Company's shareholders, to cover obligations under share-based compensation plans, or may serve other purposes.

Subject to this authorisation being approved, the existing authorisation to acquire shares will no longer be utilised.