



**SUPPLEMENTAL INFORMATION MEMORANDUM
DATED 1 OCTOBER 2021**

**N.V. ENECO
(formerly N.V. Eneco Beheer)**

EURO-COMMERCIAL PAPER PROGRAMME

€750,000,000

The Programme is rated by S&P Global Ratings Europe Limited

ARRANGER

ING

DEALERS

ABN AMRO

BARCLAYS

BNP PARIBAS

CITIGROUP

ING

NATWEST MARKETS

RABOBANK

SOCIÉTÉ GÉNÉRALE

ISSUE AGENT AND PAYING AGENT

CITIBANK, N.A., LONDON BRANCH

This document is supplemental to, and should be read in conjunction with, the Information Memorandum dated 17 July 2020 in relation to N.V. Eneco Beheer Euro-Commercial Programme.

This first supplemental information memorandum is dated 1 October 2021 (the "**First Supplemental Information Memorandum**") and is supplemental to, and shall be read in conjunction with, the information memorandum dated 17 July 2020 (the "**Information Memorandum**").

Unless otherwise defined herein, terms defined in the Information Memorandum have the same meaning when used in this First Supplemental Information Memorandum.

Investors should read the information set out in the section "Important Notice" of the Information Memorandum which applies to this First Supplemental Information Memorandum as if set out in full herein. The Issuer has confirmed to the Arranger and the Dealers that the information contained or incorporated by reference in the Information Memorandum or this First Supplemental Information Memorandum is true and accurate in all material respects and not misleading and that there are no other facts the omission of which makes the Information Memorandum as a whole or any such information contained or incorporated by reference therein misleading.

The purpose of this First Supplemental Information Memorandum is to update the information in the Information Memorandum in respect of the name change of the Issuer.

UPDATED INFORMATION

With effect from 29 June 2021 a merger took place between Eneco Groep N.V. and N.V. Eneco Beheer, with the latter entity being the surviving entity. In connection with this merger the Issuer's articles of association were amended and, *inter alia*, a name change took place. The name of "N.V. Eneco Beheer" has been changed to "N.V. Eneco". In connection therewith, the Information Memorandum shall be amended such that each reference contained therein to "N.V. Eneco Beheer" shall be deleted and replaced with a reference to "N.V. Eneco".

Furthermore, the Information Memorandum will also be amended by way of this First Supplemental Information Memorandum as follows:

- On page 7, paragraph 2.3 (*Date of incorporation/establishment*) is replaced by:

"The Issuer was originally incorporated as N.V. ENECO on 1 January 1995. On 31 March 2008 N.V. ENECO changed its name to N.V. Eneco. On 1 July 2008 N.V. Eneco changed its name into N.V. Eneco Beheer. On 29 June 2021 the Issuer changed its name back to N.V. Eneco."

- On page 7, paragraph 2.6 (*Issuer's purpose*) is replaced by:

"Pursuant to article 2 of the Issuer's articles of association, the main corporate object

of the Issuer is, *inter alia*, to be active in the field of energy supply, including the production, the purchase and sale, transport, distribution and supply of energy, heat, cooling, water and gases to businesses and institutions as well as private individuals, the operations of networks and the establishment and operation of such networks, the processing and disposal of waste, and the operation and management of waste processing installations, the promotion of efficient and economical use of energy and the provision of information about this, the research into and the development of new energy products and new energy services (or have these researched and developed), as well as the provision of all goods and services for the performance of the above, all in the broadest sense of the word."

- On page 8, paragraph 2.9 (*List of the main shareholders*) is replaced by:

"On 25 March 2020 a consortium of Mitsubishi Corporation and Chubu Electric Power, Co., Inc. acquired all shares in Eneco Groep N.V.. through a holding company Diamond Chubu Europe B.V.. Mitsubishi Corporation indirectly owns 80 per cent. of the shares in Diamond Chubu Europe B.V. and Chubu Electric Power, Co., Inc. indirectly owns the remaining 20 per cent. Following the merger between the Issuer and Eneco Groep N.V., all shares in the Issuer are directly owned by Diamond Chubu Europe B.V.. "

- On page 8, paragraph 2.11 (*List of the members of the Board of Directors, or of the Supervisory Board and the Directory*) is replaced by:

"As at the date of this First Supplemental Information Memorandum, the composition of the Management Board is as follows:

C.J. (Kees-Jan) Rameau, F.C.W (Frans) van de Noort, A.C. (Asje) Tempelman, J.M.J. (Jeanine) Tijhaar and H. (Hiroshi) Sakuma.

As at the date of this First Supplemental Information Memorandum, the composition of the Supervisory Board is as follows:

J.M. (Mel) Kroon, K. (Katsuya) Nakanishi, Y. (Yutaka) Kashiwagi, H. (Hiroki) Sato, M. (Michael) Enthoven, J.M. (Johanna) Roobeek and G. (Gaku) Yaguchi."



Jeanine Tijhaar (Sep 30, 2021 16:30 GMT+2)

Jeanine Tijhaar