

Notice

A General Meeting of Shareholders of Sif Holding N.V. will be held on **Friday 31 August 2018 at 9.30 hours** in the Company's offices at 6041 JA Roermond, Mijnheerkensweg 33 (telephone +31 475 385777).

Registration date

The Company's Executive Board has determined that the shareholders qualifying as entitled to attend and vote at this meeting are those who, after the processing of all the then received registrations and redemptions, at 18:00 hours on 3 August 2018 (the "Registration Date") are thus entitled and who are registered as such in one or more of the administrations of the intermediaries as understood in the Securities Giro Transfer Act.

Shareholders and others entitled to attend

This Notice is applicable for shareholders and others entitled to attend the General Meeting of Shareholders of Sif Holding N.V., or their proxies who have access to the meeting and from whom notification of their intention to be present at the meeting has been received by the Company, in writing, or via electronic means, or via the registration procedure described below ultimately on Friday 24 August 2018, no later than 17:00 hours.

Authorization to exercise the voting and/or attendance rights must also be received as described below ultimately on Friday 24 August 2018 no later than 17:00 hours.

Shareholders who are entitled to attend the meeting and wish to attend the meeting, in person or by proxy, can register themselves at ABN AMRO Bank N.V., via www.abnamro.com/evoting or via the intermediary administering their shares, between Tuesday 31 July 2018 and Friday 24 August 2018 no later than 17:00 hours. The intermediaries concerned must provide, no later than 11.00 hours on Monday 27 August 2018, ABN AMRO Bank N.V. via www.abnamro.com/intermediary, with a statement stating the number of shares held by the relevant shareholders on the Registration Date and registered for the meeting. To enable an efficient check of the shareholding on the Registration Date to be carried out, when submitting the declaration the intermediaries are requested to state the full address details of the relevant shareholders. The shareholders will receive, via ABN AMRO Bank N.V., a registration certificate that will serve as an admission card for the meeting. This procedure shall apply also for usufructuaries and pledge holders of shares with the voting and/or attendance rights related to the shares.

Proxy voting

Shareholders and others entitled to attend the meeting who are unable to attend the meeting may also, without prejudice to the above with regard to registration, authorize Yara van Dongen, Company Secretary of Sif via an electronic voting instruction, to vote on their behalf. An electronic authorization with voting instruction should be received, via www.abnamro.com/evoting, ultimately on Friday 24 August 2018 no later than 17:00 hours.

Shareholders and others entitled to attend the meeting may also, via a written authorization, authorize a third party to represent them at the meeting and to exercise the voting and/or attendance right. The form that can be downloaded from the website of Sif Holding N.V. (www.sif-group.com, go to 'Investor Relations' under 'Shareholder Information/Shareholder Meetings') may be used for this purpose.

The filled-in form should be received by ABN AMRO Bank N.V., Corporate Broking Department HQ7050, PO Box 283, 1000 EA Amsterdam or via corporate.broking@nl.abnamro.com before 17.00 hours on Friday 24 August 2018.

Matters to be decided

The agenda for the meeting can be found on the following page of this Notice. The items that will be presented *for decision-making purposes* are indicated on the agenda itself. The remaining items are for discussion / information purposes.

Number of shares and voting rights

On the day of this Notice, the issued and paid up capital of the Company comprised 25,501,356 shares. In total 25,501,356 votes may be cast on these shares.

Agenda

1 > Opening

2 > Announcements

3 > Appointment of new member of the executive board:
appointment of Fred van Beers for 4 years as a member of the Executive Board (decision)

4 > Any other business and closing

Roermond, 20 July 2018.

Agenda item 3

Appointment of a new member of the Executive Board

At the AGM in May 2018, Jan Bruggenthijs stepped down as the CEO and member of the executive board at Sif Holding. Jan Bruggenthijs had indicated that he would not be available for reappointment. The Supervisory Board has undertaken an executive search for a successor for the CEO position and now recommends Fred van Beers for appointment as per 1 September 2018 by the General Meeting of Shareholders.

A CV of Fred van Beers has been available for inspection at the Company's office since 20 July 2018. The short form CV is as follows: Fred van Beers (1962) holds a degree in marine engineering and worked as a business unit manager at Alcoa and LIPS before joining Wärtsilä. He served at Wärtsilä as Managing Director Netherlands from 2007 to 2010 and as Vice President Services Area North Europe from 2010 to 2015. More recent Fred van Beers was the CEO of Blohm & Voss shipyards in Hamburg (2015-2017) and served in various other management positions on an interim basis (2017-2018).