

Ahold Delhaize N.V.
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The Hague, 9 April 2021

subject: VEB Questions AGM Ahold Delhaize N.V.

Dear Board members,

With respect to the Annual General Meeting ('**AGM**') of Ahold Delhaize N.V. ('**Ahold Delhaize**') of 14 April 2021 European Investors-VEB, the European Investors' Association (in Dutch: Vereniging van Effectenbezitters) / (hereinafter collectively referred to as **European Investors-VEB**) would like to submit several questions which are outlined below.

We appreciate receiving substantive answers to these questions during the AGM.

QUESTIONS VEB

Agenda item 2: Report of the Management Board

1. How much competition is Ahold Delhaize (specifically its Food Lion banner in the Carolinas) experiencing from incumbents like Walmart, and to what degree have hard discounters such as Aldi and Lidl contributed to this?
2. Ahold Delhaize in the United States has a higher underlying operating margin than its listed competitors (for example Kroger and Albertsons). What competitive pressures is Ahold Delhaize already experiencing or expecting from competitors due to its higher margins?
3. Ahold Delhaize is trailing its targeted remodeling of 400+ Stop & Shop stores. Is Ahold Delhaize able to catch up to its original schedule? And will these remodelings improve sales growth and profitability at the Stop & Shop-banner?
4. Ahold Delhaize aims for significant cost savings of over 750 million euros in 2021. What are the main items from which costs can be saved?
5. This year Ahold Delhaize expects an underlying operating margin of at least 4 percent. To what degree, if any, does Ahold Delhaize see possibilities to improve the underlying operating margin in the longer run?
6. During the COVID-19 pandemic Ahold Delhaize experienced accelerated growth in online sales. As the trend towards online continues, how can Ahold Delhaize prevent this from becoming significantly margin dilutive?

7. The Supervisory Board last year in November held a deep-dive session, facilitated by the CFO, on the omnichannel model. What were the key takeaways from that meeting?
8. Ahold Delhaize expects to generate 1,6 billion euros in free cash flow in 2021 while returning around 2 billion euro in dividends and share buybacks to shareholders. Does Ahold Delhaize expect free cash flow to cover its dividends and share buybacks in the near future?

Agenda item 4: Proposal to adopt the 2020 financial statements

Questions for the external auditor PricewaterhouseCoopers:

9. Can PricewaterhouseCoopers elaborate on its conclusions regarding the identification of fraud risks resulting from the COVID-19 pandemic and what audit procedures have been performed in this regard?
10. In what way has the COVID-19 pandemic changed the audit procedures in relation to the recognition of vendor allowance income?

Agenda item 6: Remuneration Report

Statement: (To be read aloud during the annual general meeting)

European Investors-VEB regrets that the remuneration committee did not use its discretionary power to adjust the variable compensation downwards. While VEB appreciates Ahold Delhaize was able to continue its business during exceptional times, the remuneration report acknowledges that Ahold Delhaize has also been fortunate to achieve its strong results due to COVID-19.

And, while European-Investors VEB welcomes the increased disclosure in the remuneration report, more transparency would be appreciated, specifically regarding the disclosure of the actual performance and the threshold levels for STI- and LTI-targets (preferably ex-ante but at least ex-post).

The argument that increased disclosure might harm Ahold Delhaize's competitive position is, in our opinion, not very convincing, as the remuneration policy mainly includes high-level targets that are also included in Ahold Delhaize's group outlook for 2021.

Lastly, although European Investors-VEB endorses the focus on sustainable metrics in the remuneration policy, we are not convinced about these metrics' comparable substance. We do not support that Ahold Delhaize has excluded net consumer online sales from the STI-targets for 2021. In our view, this might (financially) incentivize that management underinvests in the omnichannel to maintain or improve underlying operating margin and operating cash flow on a group level (two financial STI-targets).

For the above stated reasons, European Investors-VEB votes against the remuneration report.

Yours sincerely,

European Investors-VEB