AGM 2021
Heineken N.V.



Amsterdam | 22 April 2021 | Heineken N.V.

Disclaimer

This presentation contains forward-looking statements with regard to the financial position and results of HEINEKEN's activities. These forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those expressed in the forward-looking statements.

Many of these risks and uncertainties relate to factors that are beyond HEINEKEN's ability to control or estimate precisely, such as future market and economic conditions, developments in the ongoing COVID-19 pandemic and related government measures, the behaviour of other market participants, changes in consumer preferences, the ability to successfully integrate acquired businesses and achieve anticipated synergies, costs of raw materials, interest-rate and exchange-rate fluctuations, changes in tax rates, changes in law, change in pension costs, the actions of government regulators and weather conditions. These and other risk factors are detailed in HEINEKEN's publicly filed annual reports. You are cautioned not to place undue reliance on these forward-looking statements, which speak only of the date of this presentation.

HEINEKEN does not undertake any obligation to update these forward-looking statements contained in this presentation. Market share estimates contained in this press release are based on outside sources, such as specialised research institutes, in combination with management estimates.

Opening

Attendees

Executive Board
Heineken N.V.



Dolf van den Brink
Chairman
Executive Board / CEO



Laurence Debroux
Member
Executive Board / CFO

Supervisory Board
Heineken N.V.

Jean-Marc Huët
Chairman

José Antonio Fernández Carbajal
Vice-Chairman

Maarten Das[1]

Michel de Carvalho

Christophe Navarre

Pamela Mars Wright

Javier Astaburuaga Sanjinés

Marion Helmes

Rosemary Ripley

Helen Arnold

Nitin[3] **Paranjpe**

Other



Harold van den Broek
Executive Board Nominee[2]

Mr. Albers
Mr. Binkhorst
Auditor
Deloitte Accountants B.V.

AGM presenters

1 Voting item for re-appointment as member of the Supervisory Board during 2021 AGM
2 Voting item for appointment as member of the Executive Board during 2021 AGM
3 Voting item for appointment as member of the Supervisory Board

HEINEKEN

Agenda

AGM 2021 Heineken N.V.

1. 2020

a. Report of the Executive Board for the financial year 2020
   — Presented by Dolf van den Brink Chairman Executive Board / CEO

b. Advisory vote on the 2020 remuneration report (voting item)

c. Adoption of the 2020 financial statements of the Company (voting item)

d. Explanation of the dividend policy

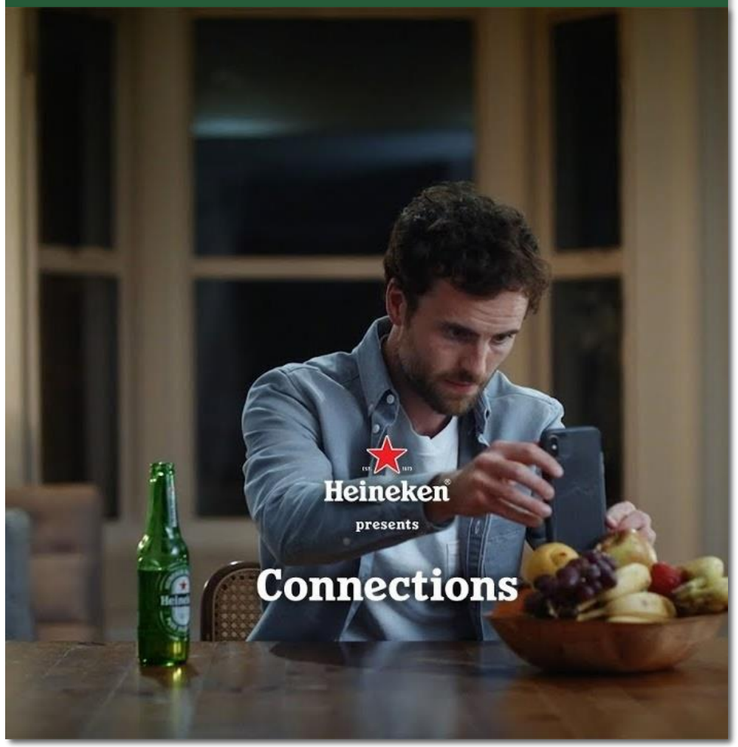
e. Adoption of the dividend proposal 2020 (voting item)

f. Discharge of the members of the Executive Board (voting item)

g. Discharge of the members of the Supervisory Board (voting item)

Agenda

FY 2020 performance

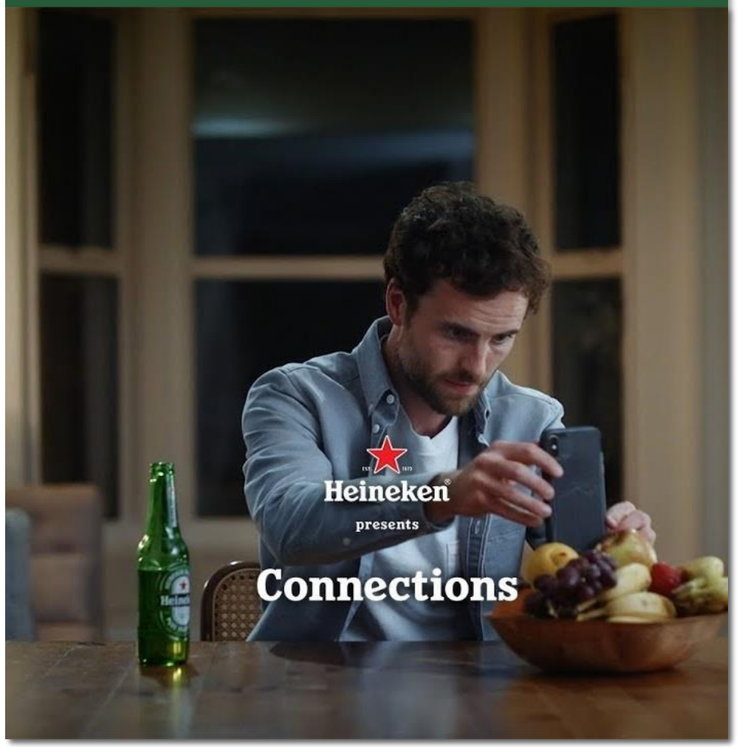


Strategic review



Agenda

FY 2020 performance



Strategic review



A year of profound impact and transition

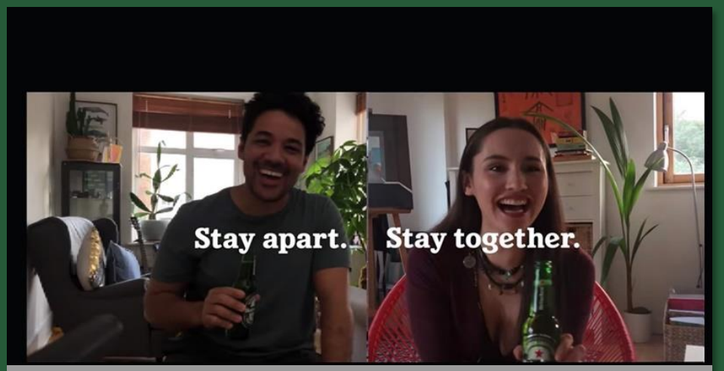
People at the heart of our response

Our People



Top decile employee engagement

Our Consumers



#SocialiseResponsibly campaigns

Our Customers



c. €50m rental waivers for bars

Our Communities



>€23m donations

FY 2020 Highlights

Net Revenue (beia) OG **-11.9%**	Net Revenue (beia) OG per hl **-2.4%**
Consolidated Beer Volume OG **-8.1%**	Heineken® Volume **-0.4%**
Operating Profit (beia) OG **-35.6%**	Operating Profit Margin (beia) **12.3%**
Net Profit (beia) OG **-49.4%**	Diluted EPS (beia) EUR **2.00**

Top-line performance materially impacted by government restrictions to contain COVID-19

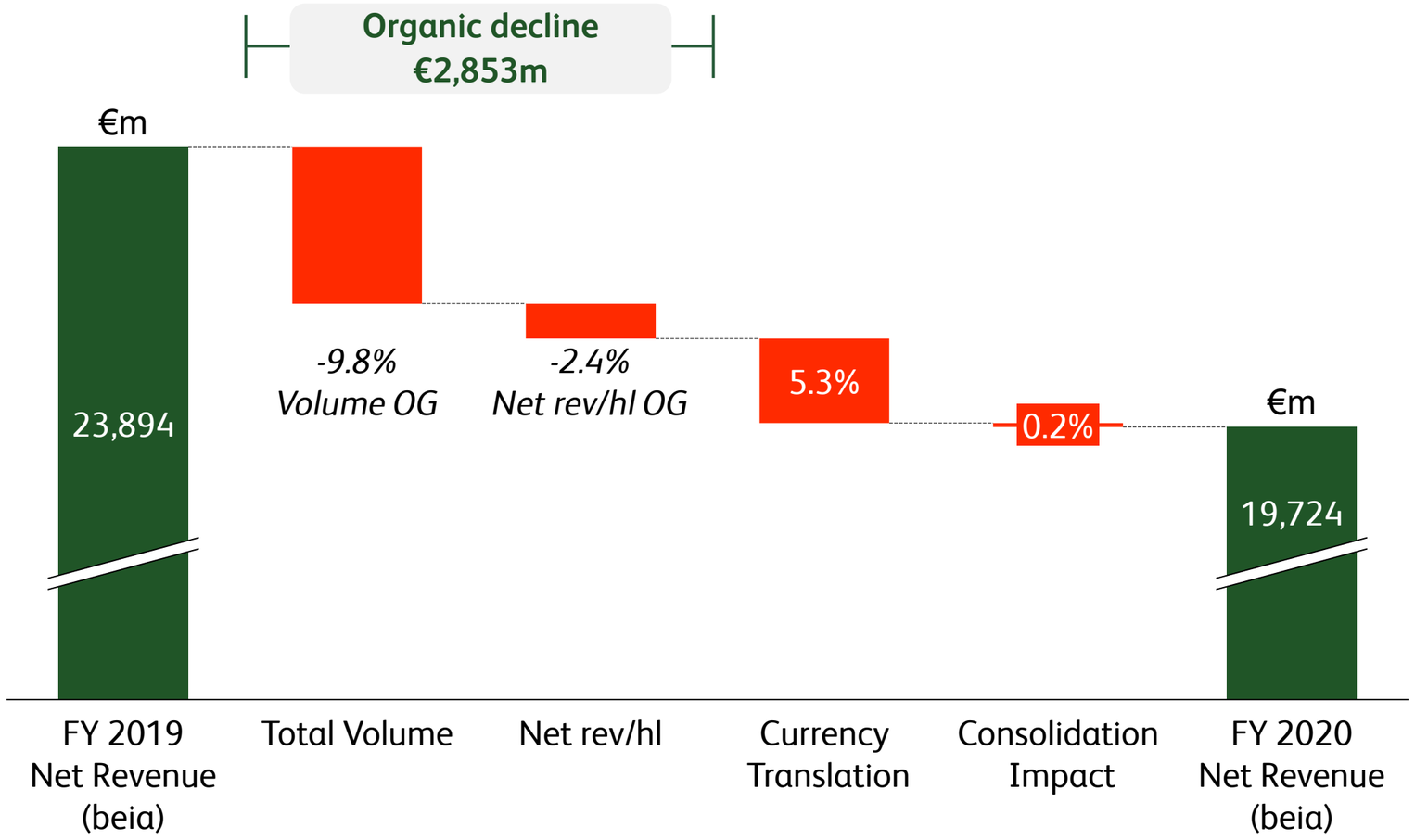
Strong **competitive performance** and **Heineken® momentum**

>90% of operating profit decline coming from Europe, Mexico, South Africa and Indonesia

c. €800 million cost mitigation

Top-line impacted by COVID-19

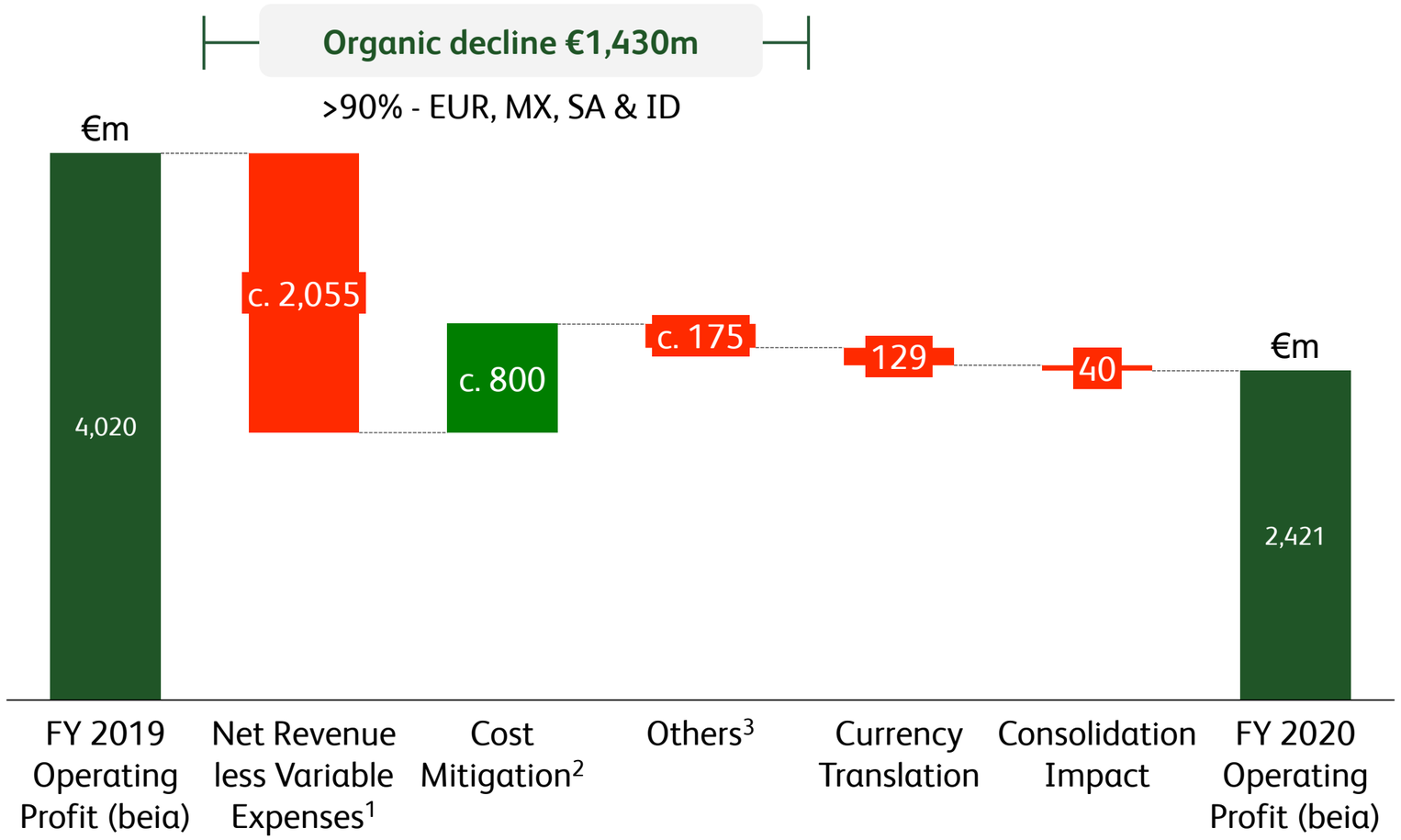
Net Revenue (beia): 11.9% organic decline





Diligent action on costs to mitigate the impact

Operating Profit (beia): 35.6% organic decline



1. 'Variable expenses' include input costs, goods for resale, transportation and other variable expenses
2. 'Cost mitigation' includes selling & marketing expenses, repair & maintenance, personnel expenses, energy & water, other fixed expenses
3. 'Other' includes other P&L items of which Depreciation & Amortization represent >90% of this effect



Regional Review

2020 FY Organic Growth %

	Heineken NV	Africa, Middle East & Eastern Europe	Americas	Asia Pacific	Europe
Beer volume OG	-8.1	-9.2	-7.5	-7.9	-8.2
Price mix on a constant geographic basis	-0.1	+2.2	+6.8	-2.4	-5.4
Net revenue (beia) OG	-11.9	-9.5	-2.9%	-11.5	-18.8
Operating profit (beia) OG	-35.6	-33.8	-4.8	-16.4	-68.6

Heineken®: The most trusted international brand



Heineken® volume

-0.4%

Double-digit growth markets

25

Heineken® 0.0 markets

84

Excluding South Africa, Heineken® **volume grew 2.8%**

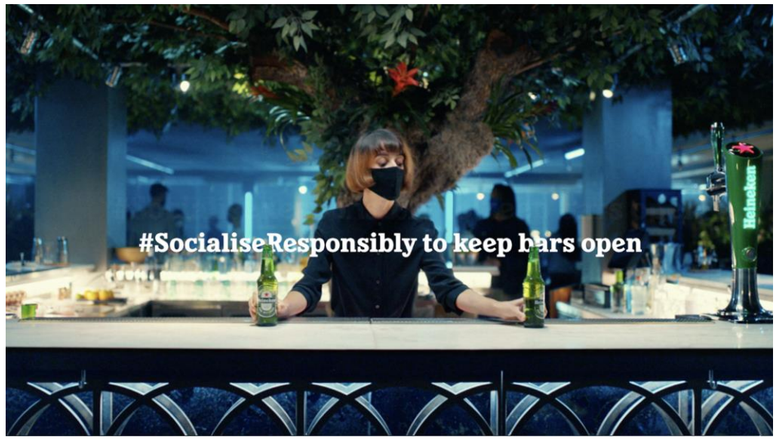
More than **40% growth in Brazil** and impressive start of Heineken® 0.0, now **#3 globally**

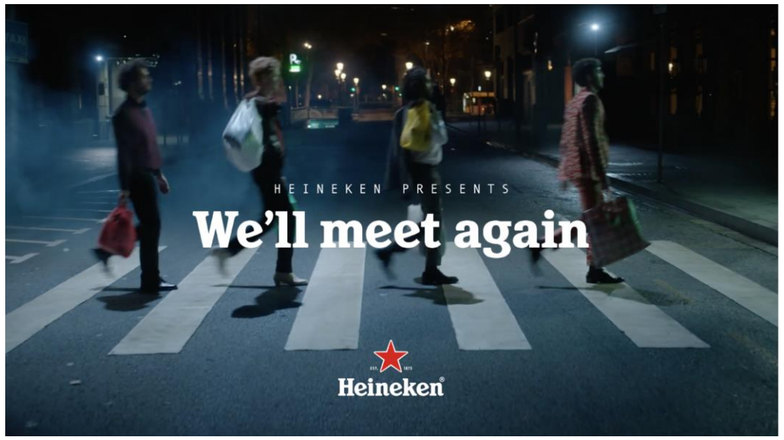
Heineken® Silver more than doubled its volume in Vietnam and was launched in China

Heineken® 0.0 grew double-digits and was launched in 27 new markets

Heineken® continues to stay close to our consumers!







Going into the pandemic → Early recovery → Continued volatility

HEINEKEN

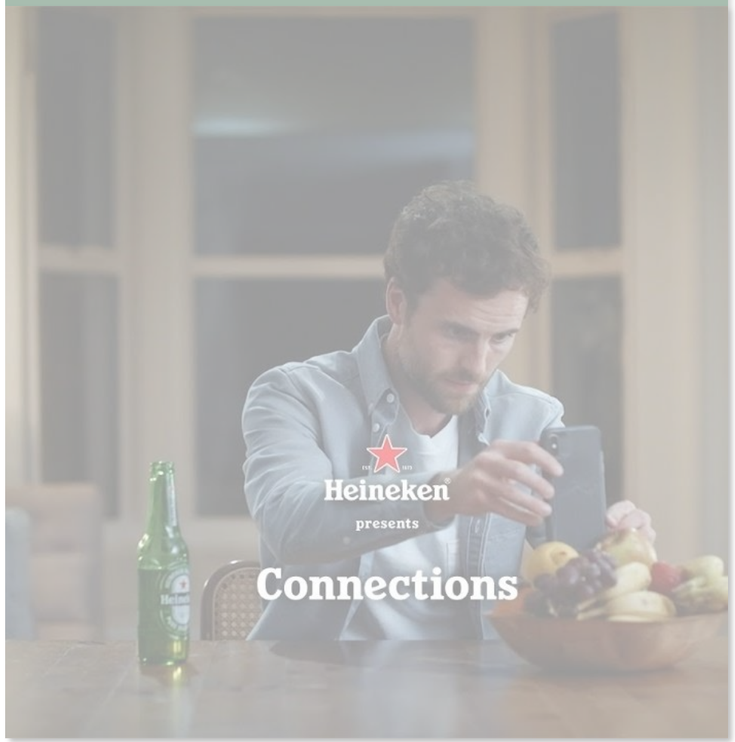
2021 Q1 Highlights

2021 Q1 Organic Growth %

	Heineken NV	Africa, Middle East & Eastern Europe	Americas	Asia Pacific	Europe
Consolidated beer volume	0.0	9.9	0.8	5.4	-9.7
Heineken volume	12.1	22.4	17.5	21.8	-4.6

Agenda

FY 2020 performance



Strategic review



HEINEKEN

EverGreen

Future proof HEINEKEN

SUPERIOR & PROFITABLE **GROWTH** IN A FAST-CHANGING WORLD

BUILDING ON **STRENGTHS,** ADDRESSING VULNERABILITIES

NURTURING OUR **CULTURE** WHILE BOOSTING **ADAPTABILITY**

A **MULTI-YEAR,** MULTI-DIMENSIONAL **JOURNEY**

Invest in new sources of growth & restore operating leverage

HEINEKEN is a superior growth company, with significant value creation potential going forward

Enhance our **PORTFOLIO** and strengthen our **DIGITAL ROUTE TO CONSUMER**, with **CONSUMERS** and **CUSTOMERS** at the core

Complement **GROWTH** with increased **PRODUCTIVITY FOCUS**

Accelerate **IT SIMPLIFICATION** and capture full **E-COMMERCE** potential

Raise our **BREWING A BETTER WORLD AMBITION** towards 2030

Drive **SPEED, AGILITY & EXTERNAL ORIENTATION** in our organisation

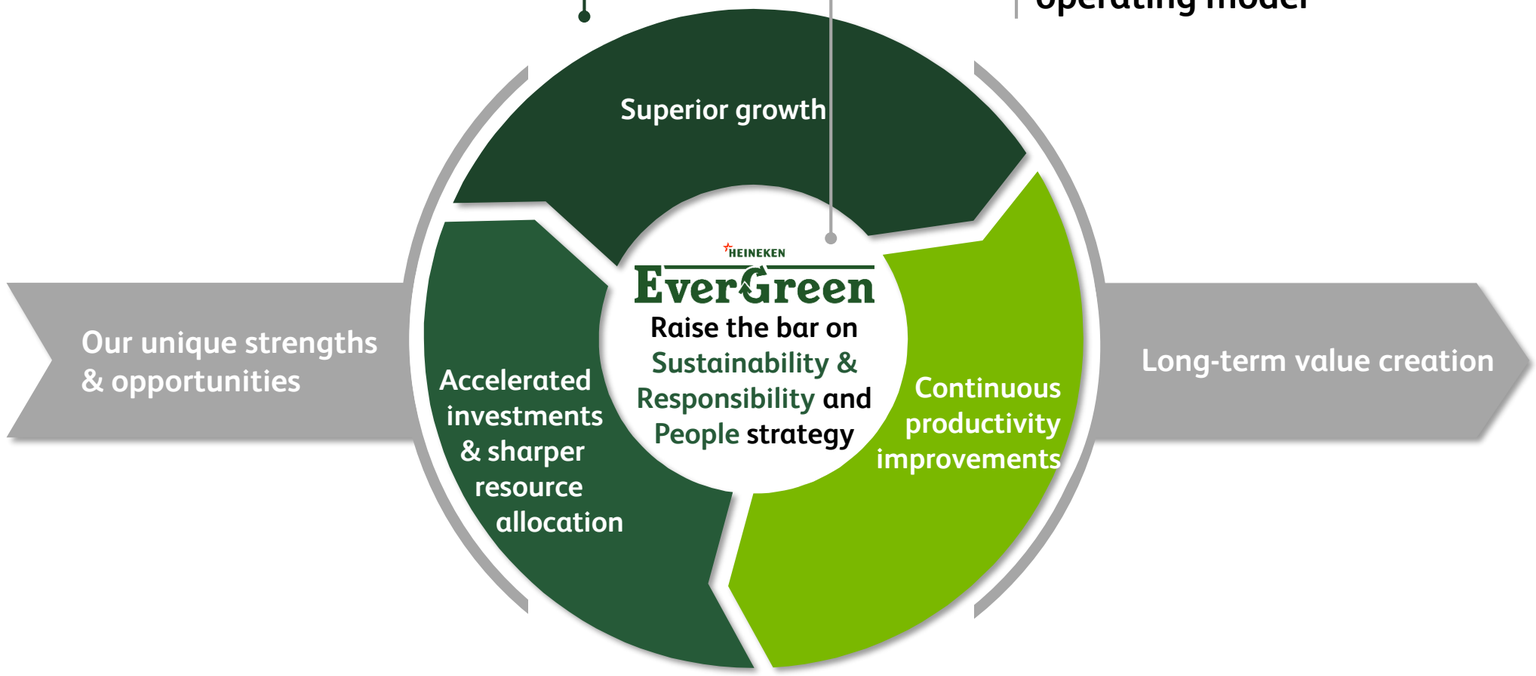
Our way forward: the HEINEKEN growth algorithm

Top-line recovery

Superior growth

Launch of S&R 2030

Culture, capabilities and operating model



Consumer & customer

Digital & Technology

Disciplined use of capital

2bln productivity programme

Cost-conscious culture

Deliver **SUPERIOR** top line growth

RECOVERY to +/- 17% operating margin by **2023**

Gear for **OPERATING LEVERAGE** beyond

Brew a Better World 2030

Path to
zero impact

Path to an inclusive,
fair and equitable world

Path to moderation and
no harmful use

With ET updates based on this meeting



Agenda

AGM 2021 Heineken N.V.

1. 2020

   a. Report of the Executive Board for the financial year 2020
      — Presented by Dolf van den Brink Chairman Executive Board / CEO

   b. Advisory vote on the 2020 remuneration report (voting item)
      — Explanation by Maarten Das, Chairman Remuneration Committee

   c. Adoption of the 2020 financial statements of the Company (voting item)
      — Explanation by the auditor, Deloitte Accountants B.V.

   d. Explanation of the dividend policy

   e. Adoption of the dividend proposal 2020 (voting item)

   f. Discharge of the members of the Executive Board (voting item)

   g. Discharge of the members of the Supervisory Board (voting item)

Voting result

AGM 2021 Heineken N.V.

1. 2020

b. Advisory vote on the 2020 remuneration report

For	473,820,722	91.66%
Against	43,106,756	8.34%
Abstain	3,853,150	

Agenda

AGM 2021 Heineken N.V.

1. 2020

   a. Report of the Executive Board for the financial year 2020
      — Presented by Dolf van den Brink Chairman Executive Board / CEO

   b. Advisory vote on the 2020 remuneration report (voting item)
      — Explanation by Maarten Das, Chairman Remuneration Committee

   c. Adoption of the 2020 financial statements of the Company (voting item)
      — Explanation by the auditor, Deloitte Accountants B.V.

   d. Explanation of the dividend policy

   e. Adoption of the dividend proposal 2020 (voting item)

   f. Discharge of the members of the Executive Board (voting item)

   g. Discharge of the members of the Supervisory Board (voting item)

The independent auditor’s report

SUSTAINABILITY

- Provide limited assurance on 34 sustainability KPIs.
- Nothing causes us to believe that the 34 sustainability KPIs are not prepared, in all material respects, in accordance with the reporting basis included in the sustainability review in the annual report.

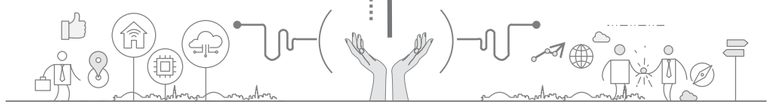
COVID-19

- Impact on materiality, risk assessment and group oversight;
- Elevated risks for areas requiring increased judgement such as projecting future cash flows for impairment testing;
- Other areas of focus were recoverability of deferred tax assets and calculating expected credit losses;
- Stayed closely aligned with management’s response (incl. monitoring of business performance, cost mitigation and managing liquidity).

KEY AUDIT MATTERS

- Revenues from contracts with customers and allowances for expected credit losses;
- Impairment testing of intangible assets and property, plant and equipment;
- Management judgement related to the provisions for uncertain tax positions and recoverability of deferred tax assets;
- Internal controls over financial reporting;
- IFRS 16 Leases, after the implementation of the standard in 2019, no key audit matter in 2020.

Company and consolidated financial statements of Heineken N.V.



REPORT OF THE EXECUTIVE BOARD

- Prepared in accordance with Part 9 Book 2 of the Dutch Civil Code.
- Consistent with consolidated financial statements.
- Procedures performed in accordance with the law and the Dutch Standard 720 – “Responsibilities of the auditor on other information”.

SCOPE

- 28 components (including 3 non-consolidated components) in addition to audit procedures performed at Group.
- Full scope audit coverage of 80% of revenue, 74% of income before tax and 89% of total assets (2018: 82%, 78%, 90%).
- Use of various specialists – valuations, treasury, information technology, tax, accounting, pensions, sustainability and fraud and compliance.

MATERIALITY

- Materiality for the financial statements as a whole was assessed at €140 million (2019: €200 million).
- Used different materiality benchmarks (including three-year average of profit before tax, consolidated revenues and total assets) compared to a singular benchmark of 7% of profit before tax in 2019.
- Component materiality did not exceed €42 million (2019: €60 million).
- Misstatements identified in excess of €7 million (2019: €10 million) are reported to Audit Committee.

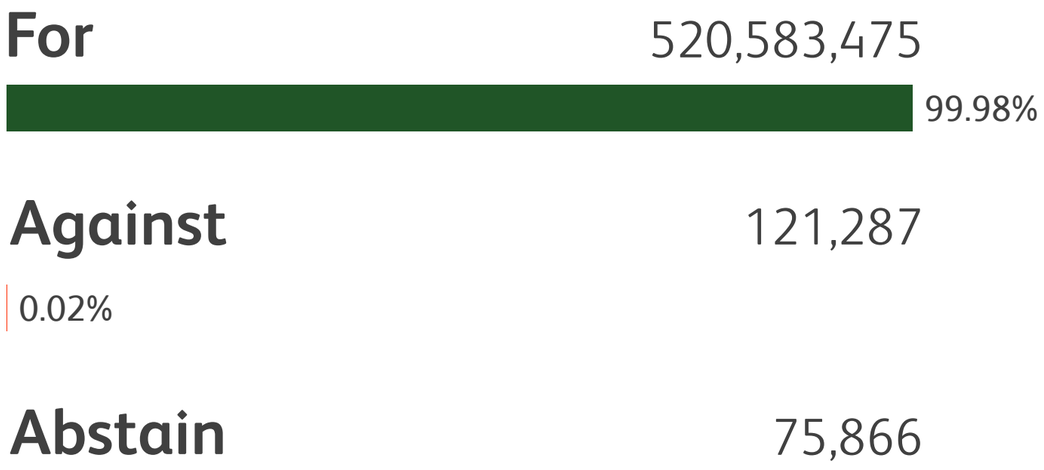
© 2021 Deloitte The Netherlands

Voting result

AGM 2021 Heineken N.V.

1. 2020

c. Adoption of the 2020 financial statements of the Company



Agenda

AGM 2021 Heineken N.V.

1. 2020

   a. Report of the Executive Board for the financial year 2020

      — Presented by Dolf van den Brink Chairman Executive Board / CEO

   b. Advisory vote on the 2020 remuneration report (voting item)

      — Explanation by Maarten Das, Chairman Remuneration Committee

   c. Adoption of the 2020 financial statements of the Company (voting item)

      — Explanation by the auditor, Deloitte Accountants B.V.

   d. Explanation of the dividend policy

   e. Adoption of the dividend proposal 2020 (voting item)

   f. Discharge of the members of the Executive Board (voting item)

   g. Discharge of the members of the Supervisory Board (voting item)

Agenda

AGM 2021 Heineken N.V.

1. 2020
    a. Report of the Executive Board for the financial year 2020
        — Presented by Dolf van den Brink Chairman Executive Board / CEO
    b. Advisory vote on the 2020 remuneration report (voting item)
        — Explanation by Maarten Das, Chairman Remuneration Committee
    c. Adoption of the 2020 financial statements of the Company (voting item)
        — Explanation by the auditor, Deloitte Accountants B.V.
    d. Explanation of the dividend policy
    e. Adoption of the dividend proposal 2020 (voting item)
    f. Discharge of the members of the Executive Board (voting item)
    g. Discharge of the members of the Supervisory Board (voting item)

Voting result

AGM 2021 Heineken N.V.

1. 2020

   e. Adoption of the dividend proposal 2020

For	519,586,240	99.78%
Against	1,170,792	0.22%
Abstain	23,596	

Agenda

AGM 2021 Heineken N.V.

1. 2020

   a. Report of the Executive Board for the financial year 2020

      — Presented by Dolf van den Brink Chairman Executive Board / CEO

   b. Advisory vote on the 2020 remuneration report (voting item)

      — Explanation by Maarten Das, Chairman Remuneration Committee

   c. Adoption of the 2020 financial statements of the Company (voting item)

      — Explanation by the auditor, Deloitte Accountants B.V.

   d. Explanation of the dividend policy

   e. Adoption of the dividend proposal 2020 (voting item)

   f. Discharge of the members of the Executive Board (voting item)

   g. Discharge of the members of the Supervisory Board (voting item)

Voting result

AGM 2021 Heineken N.V.

1. 2020

f. Discharge of the members of the Executive Board

For	517,054,439	99.57%
Against	2,257,337	0.43%
Abstain	1,468,852	

Agenda

AGM 2021 Heineken N.V.

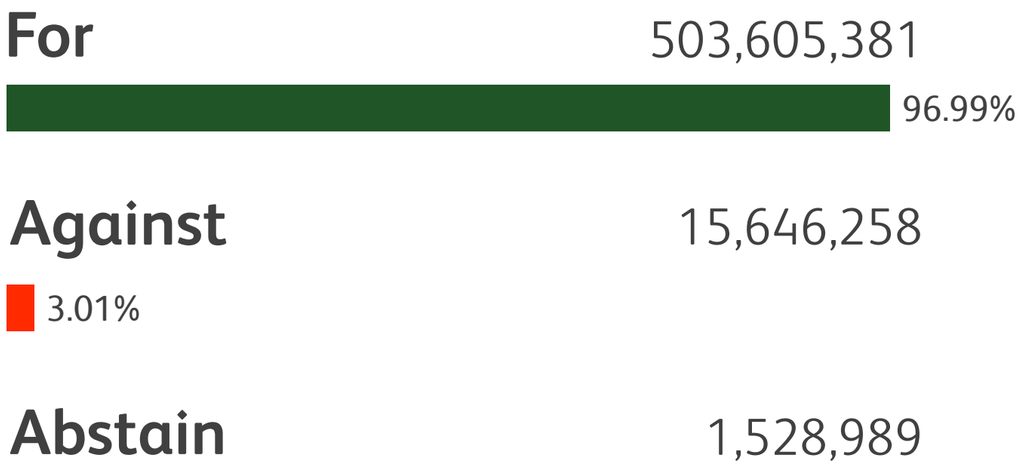
1. 2020
   a. Report of the Executive Board for the financial year 2020
      — Presented by Dolf van den Brink Chairman Executive Board / CEO
   b. Advisory vote on the 2020 remuneration report (voting item)
      — Explanation by Maarten Das, Chairman Remuneration Committee
   c. Adoption of the 2020 financial statements of the Company (voting item)
      — Explanation by the auditor, Deloitte Accountants B.V.
   d. Explanation of the dividend policy
   e. Adoption of the dividend proposal 2020 (voting item)
   f. Discharge of the members of the Executive Board (voting item)
   g. Discharge of the members of the Supervisory Board (voting item)

Voting result

AGM 2021 Heineken N.V.

1. 2020

g. Discharge of the members of the Supervisory Board



Agenda

AGM 2021 Heineken N.V.

2. Authorisations

a. Authorisation of the Executive Board to acquire own shares (voting item)

b. Authorisation of the Executive Board to issue (rights to) shares (voting item)

c. Authorisation of the Executive Board to restrict or exclude shareholders' pre-emptive rights (voting item)

Agenda

AGM 2021 Heineken N.V.

2. Authorisations

a. Authorisation of the Executive Board to acquire own shares (voting item)

b. Authorisation of the Executive Board to issue (rights to) shares (voting item)

c. Authorisation of the Executive Board to restrict or exclude shareholders' pre-emptive rights (voting item)

Agenda

AGM 2021 Heineken N.V.

2. Authorisations

a. Authorisation of the Executive Board to acquire own shares (voting item)

b. Authorisation of the Executive Board to issue (rights to) shares (voting item)

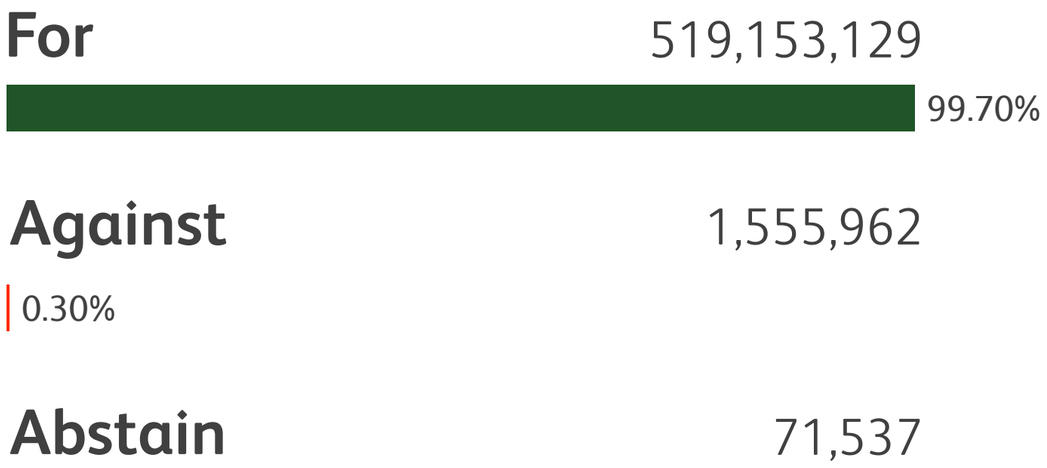
c. Authorisation of the Executive Board to restrict or exclude shareholders' pre-emptive rights (voting item)

Voting result

AGM 2021 Heineken N.V.

2. Authorisations

a. Authorisation of the Executive Board to acquire own shares

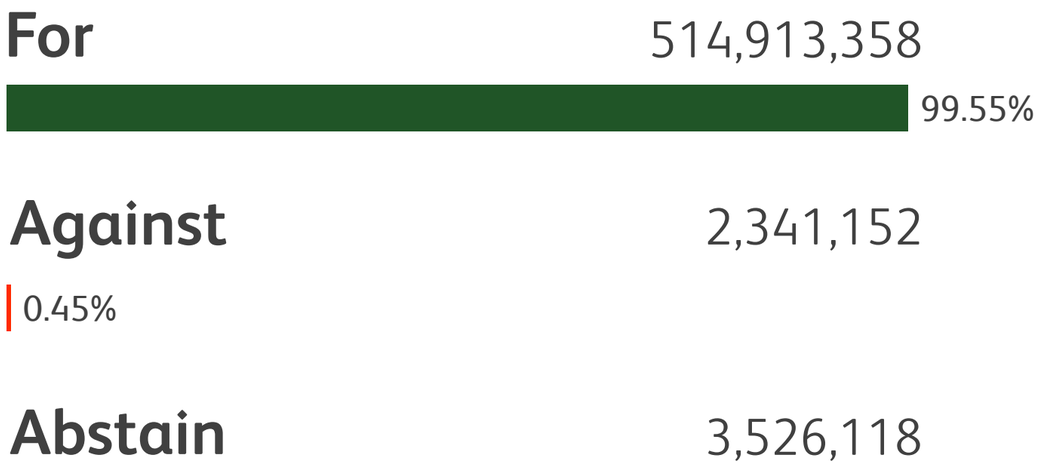


Voting result

AGM 2021 Heineken N.V.

2. Authorisations

b. Authorisation of the Executive Board to issue (rights to) shares

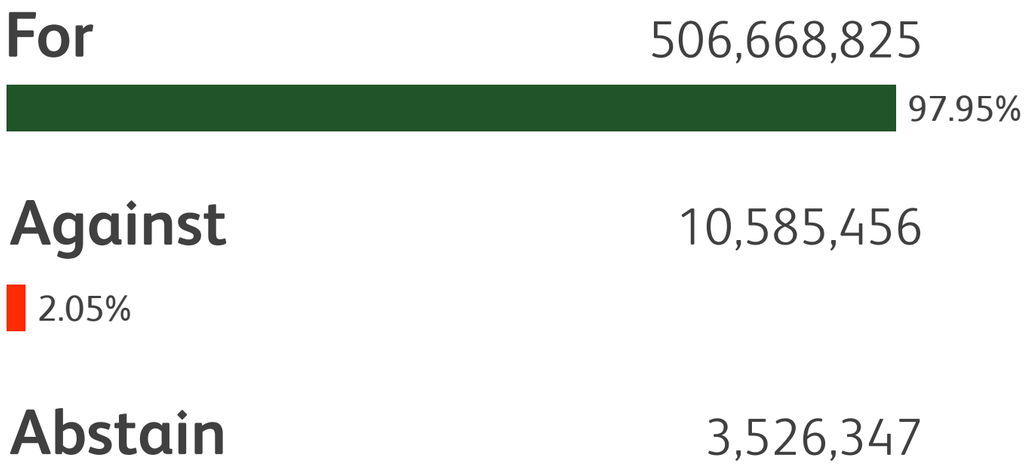


Voting result

AGM 2021 Heineken N.V.

2. Authorisations

c. Authorisation of the Executive Board to restrict or exclude shareholders' pre-emptive rights



Agenda

AGM 2021 Heineken N.V.

3. Composition Executive Board

Appointment of Mr. H.P.J. van den Broek as member of the Executive Board (voting item)

4. Composition Supervisory Board

a. Re-appointment of Mr. M. Das as member (and delegated member) of the Supervisory Board (voting item)

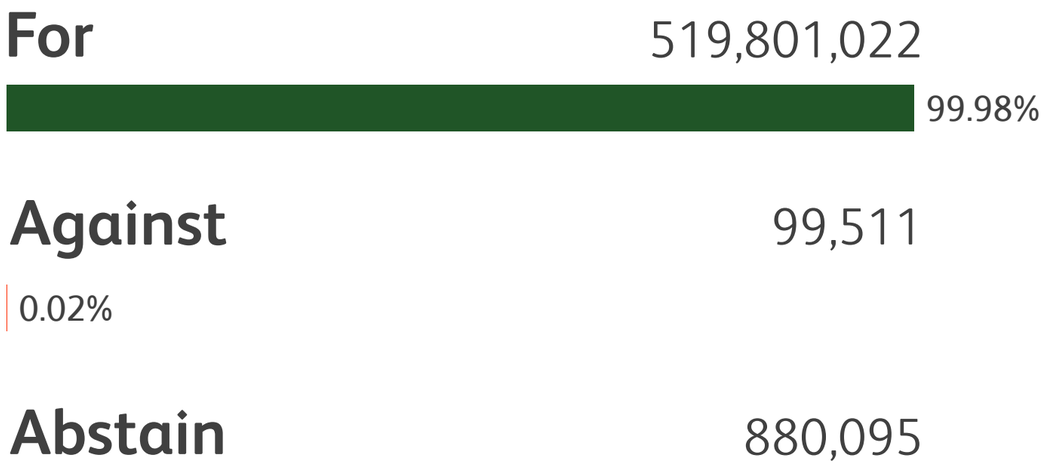
b. Appointment of Mr. N. Paranjpe as member of the Supervisory Board (voting item)

Voting result

AGM 2021 Heineken N.V.

3. Composition Executive Board

Appointment of Mr. H.P.J. van den Broek as member of the Executive Board



Agenda

AGM 2021 Heineken N.V.

3. Composition Executive Board

   Appointment of Mr. H.P.J. van den Broek as member of the Executive Board (voting item)

4. Composition Supervisory Board

   a. Re-appointment of Mr. M. Das as member (and delegated member) of the Supervisory Board (voting item)

   b. Appointment of Mr. N. Paranjpe as member of the Supervisory Board (voting item)

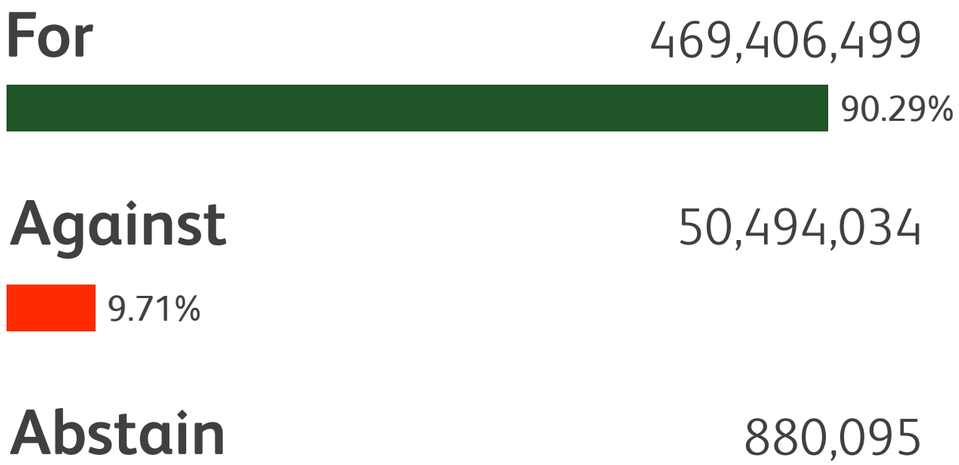
HEINEKEN

Voting result

AGM 2021 Heineken N.V.

4. Composition Supervisory Board

a. Re-appointment of Mr. M. Das as member (and delegated member) of the Supervisory Board



Agenda

AGM 2021 Heineken N.V.

3. Composition Executive Board

   Appointment of Mr. H.P.J. van den Broek as member of the Executive Board (voting item)

4. Composition Supervisory Board

   a. Re-appointment of Mr. M. Das as member (and delegated member) of the Supervisory Board (voting item)

   b. Appointment of Mr. N. Paranjpe as member of the Supervisory Board (voting item)

Voting result

AGM 2021 Heineken N.V.

4. Composition Supervisory Board

b. Appointment of Mr. N. Paranjpe as member of the Supervisory Board

For	518,417,266	99.71%
Against	1,483,267	0.29%
Abstain	880,095	

Agenda

AGM 2021 Heineken N.V.

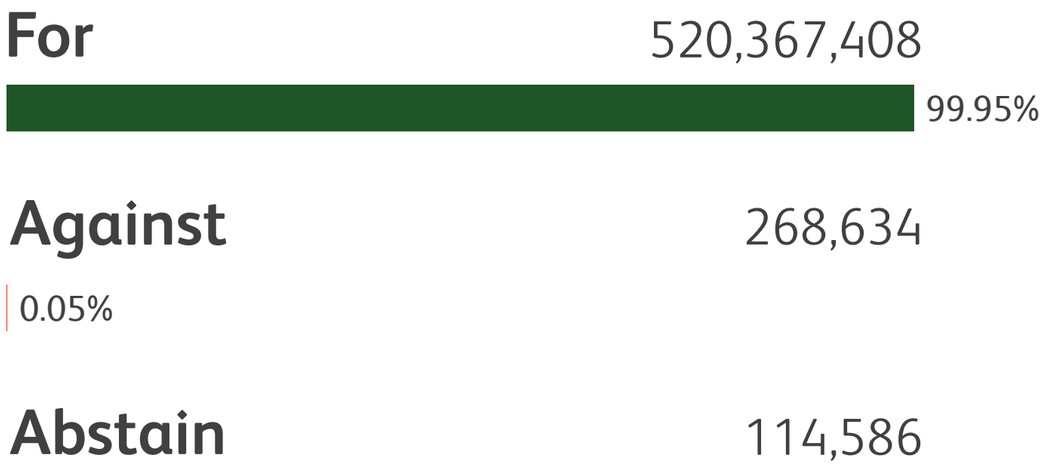
5. Re-appointment of the External Auditor for a period of one year (voting item)

Closing

Voting result

AGM 2021 Heineken N.V.

5. Re-appointment of the External Auditor for a period of one year



Closing

Up Next: AGM Heineken Holding N.V.

- The Annual General Meeting of Shareholders of Heineken Holding N.V. will be held on Thursday 22 April 2021, 4:00 p.m. (CET)
- You can follow the AGM live via the webcast of Heineken Holding: https://www.heinekenholding.com/governance/agm


HEINEKEN