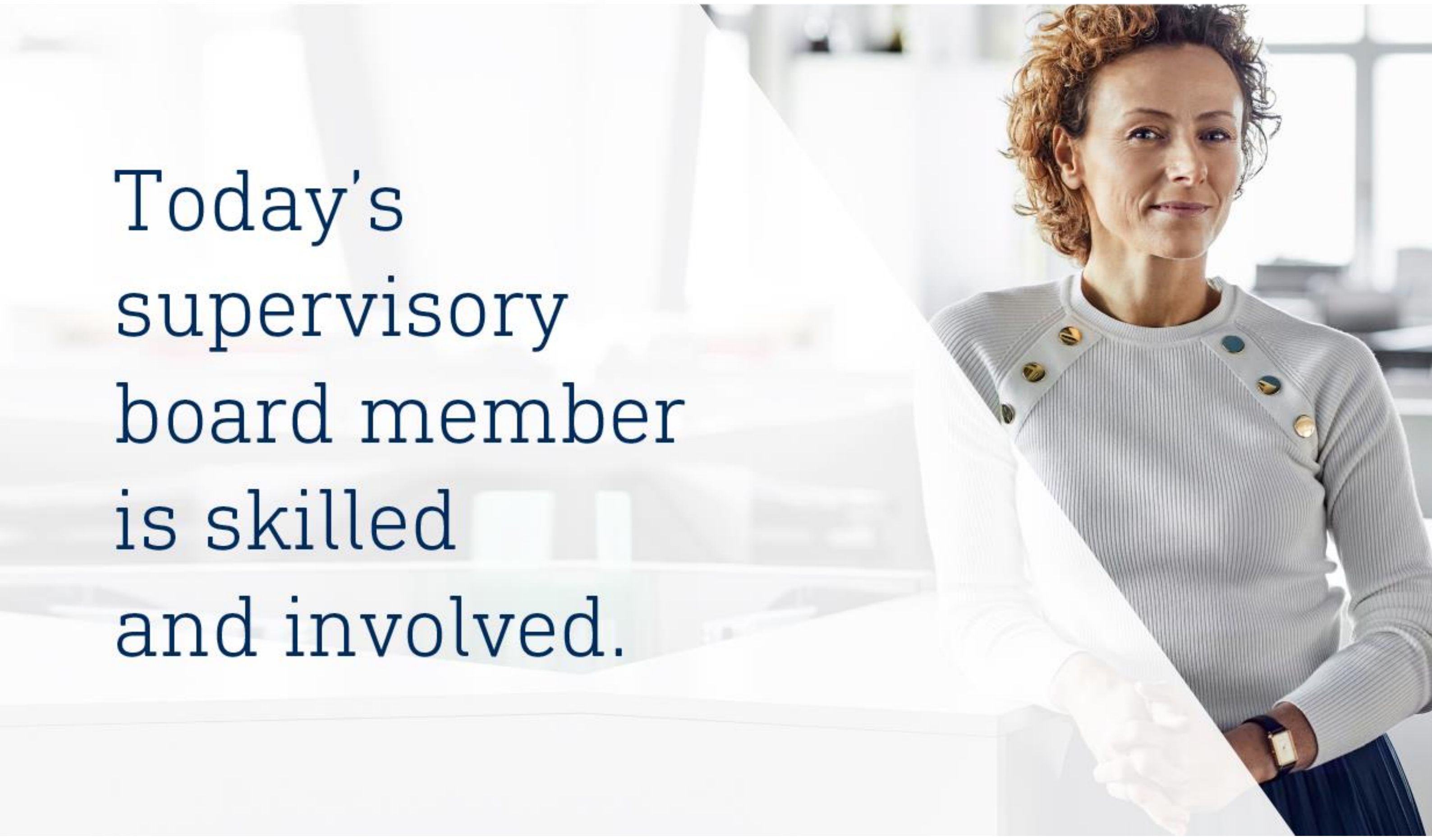
de governance expert



Profile
Member of the Supervisory Board
UPS SCS (Nederland) B.V.

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Profile
Member Supervisory Board
UPS SCS (Nederland) B.V.

1. Introduction

UPS SCS (Nederland) B.V. ("UPS SCS NL" " or the "Company") is seeking an experienced and strategically minded Supervisory Board Member with a strong financial background to join its Supervisory Board.

The Supervisory Board consists of three members. The Chair brings extensive expertise in corporate governance, legal affairs, and supervisory board leadership. A second member contributes broad business experience and was appointed upon the recommendation of the Works Council. The Company is now seeking to appoint a third member whose financial expertise will further strengthen the Board's collective capabilities and complement its existing composition.

The Supervisory Board operates within the Dutch two-tier governance model and performs its duties independently while maintaining constructive relationships with the Management Board, the shareholder, the Works Council, the external auditor, and other key stakeholders. The Supervisory Board supervises the Company's long-term strategy, financial performance, risk management, compliance, culture, succession planning, and sustainable value creation.

As part of a globally integrated organization, the Supervisory Board also recognizes the importance of balancing local responsibilities with the strategic objectives and governance framework of the global UPS organization.

This profile describes the Company's governance environment, the role of the Supervisory Board, the competence expected of the Supervisory Board as a whole, and the qualifications sought in the new Supervisory Board Member with a financial profile.

2. About UPS SCS (Nederland) B.V.

UPS SCS NL is a leading provider of integrated logistics and supply chain management services. As part of United Parcel Service (UPS), one of the world's largest transportation and logistics companies, UPS SCS NL supports customers in designing, managing, and optimizing increasingly complex global supply chains.

The Company provides comprehensive logistics solutions, including:

- Contract Logistics and Warehousing
- Distribution Services
- Freight Forwarding (Air, Ocean and Ground)
- Healthcare Logistics
- Transportation Management
- Supply Chain Engineering
- Digital Supply Chain Solutions
- Value-Added Logistics Services

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UPS SCS NL serves customers across a broad range of industries, including healthcare, life sciences, technology, industrial manufacturing, consumer products, and retail. The healthcare sector represents one of the Company's most strategically important growth markets, requiring highly specialized logistics capabilities, stringent regulatory compliance, and continuous investments in quality systems and operational excellence.
More specifically, UPS SCS NL consists of three business units: Global Logistics & Distribution (focus on warehousing and distribution), Freight Forwarding (air freight and ocean freight) and UPS Healthcare (specific warehousing and distribution for the healthcare sector (i.e. medical supplies/medication)).
All business lines focus on the B2B-market and work together within the global UPS organization.
The key strategy is to focus on growth, especially in the healthcare sector, supported by investments in facilities and technology equipment.
Furthermore, the focus is on developing new services, improving the level of services and controlling the costs. Investments in technologies and quality-oriented training of employees strengthen the market position of UPS SCS NL.

UPS SCS (Nederland) B.V. includes three Dutch business units and operates from multiple locations, including Eindhoven, Venlo, Roermond, and Hoofddorp.
Although the Dutch organization operates with a significant degree of local responsibility, it is embedded within an international matrix organization. Strategic priorities, governance standards, technology platforms, cybersecurity policies, and many shared services are coordinated globally. This requires close alignment between local leadership and the international UPS organization while maintaining full compliance with Dutch corporate governance and legal requirements.
Continuous compliancy with applicable Dutch and global laws/regulations, health and safety rules, aviation security, etc. is a priority in this business environment. Additional compliancy with regulations around storing and distribution of medication like vaccines is applicable for UPS Healthcare.
This continuous compliancy is of course also important to protect the quality reputation of the UPS brand.

UPS SCS (Nederland) B.V. employs approximately 1,400 people. The organization has a focus on teamwork and constant improvement and change. A Works Council is installed.
The current labor market is also at UPS SCS (Nederland) B.V. felt as challenging. Innovation and more agile working methods are part of an answer, resulting in change-impact and -pressure within the organization.

The annual turnover of UPS SCS (Nederland) B.V. in 2024 amounts to € 223,1 million, the net profit is € 9,3 million, the operating profit is € 10,8 million and the balance sheet total approx. € 170 million.
More information can be read in the Annual Report 2024 of UPS SCS (Nederland) B.V., which is available on request.

The Company ultimately is a 100% owned subsidiary of United Parcel Service Inc., Atlanta USA (via UPS Logistics Group International B.V.).
United Parcel Service Inc operates globally in more than 220 countries. UPS is committed to moving our world forward by delivering what matters. Founded in Seattle in 1907, as a small messenger service started by enterprising teenagers and a $100 loan. Today UPS and its more than 500,000 UPS-ers around the globe are a transportation and logistics leader, offering innovative solutions to customers, big and small. UPS’s philosophy is: Putting Customer First, being People Led and Innovation Driven. An impressive 25,2 million packages are being delivered daily, generating a total revenue of $ 88,7 Billion in 2025. UPS is a powerful global brand and a financially solid company.

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3. Governance Context

The Company is a Dutch legal entity within a highly integrated U.S.-based global matrix organization. UPS SCS (Nederland) B.V. is subject to the Dutch large company regime (*structuurregime*) and operates within a two-tier governance structure consisting of:

- the Management Board;
- the independent Supervisory Board; and
- the General Meeting of Shareholders.

The Supervisory Board supervises the policies pursued by the Management Board and the general affairs of the Company while serving as a trusted advisor and strategic sounding board to management. In performing its duties, the Supervisory Board acts independently and in the best interests of the Company and its stakeholders, taking into account the long-term continuity of the business and sustainable value creation.

The Supervisory Board also recognizes the Company's position within the global UPS organization. While strategic direction is largely established at the international level, the Dutch Supervisory Board plays an essential role in overseeing local execution, ensuring compliance with Dutch legal and governance requirements, monitoring financial performance, supervising risk management, and safeguarding the interests of the Company and its stakeholders.

The Supervisory Board maintains constructive relationships with the Management Board, the shareholder, the Works Council, the external auditor, and other internal and external stakeholders. Open dialogue, mutual respect, transparency, and professional independence form the foundation of these relationships.

Relationship with the Management Board

The Supervisory Board aims to maintain a professional relationship with the Management Board that is both supportive and appropriately independent.

The Supervisory Board serves as a strategic sounding board for management, providing guidance, experience, and perspective while maintaining clear boundaries between governance and executive management.

Supervisory Board members are expected to:

- ask insightful questions;
- encourage strategic thinking;
- challenge assumptions where appropriate;
- support management during periods of change;
- maintain independence of judgment; and
- avoid becoming involved in day-to-day operations.

Constructive challenge and mutual respect are regarded as complementary rather than contradictory.

4. The Supervisory Board

The Supervisory Board provides independent supervision of the Management Board while serving as a trusted advisor and strategic sounding board. The Supervisory Board oversees the Company's long-term direction, financial performance, enterprise risks, organizational culture, leadership development, compliance, and sustainable value creation.

Each member contributes specific expertise while sharing collective responsibility for all decisions of the Supervisory Board. Individual areas of expertise enhance, but never limit, a member's overall responsibilities.

The Supervisory Board performs its duties independently and objectively, acting in the best interests of the Company and its stakeholders, while recognizing the Company's position within the global UPS organization.
The Supervisory Board operates as a collegial body characterized by openness, mutual respect, independence of thought, and constructive dialogue. Members are expected to prepare thoroughly, ask probing questions, listen carefully to differing perspectives, and contribute actively to balanced decision-making. The Supervisory Board values diversity of thought, professional curiosity, and the willingness to challenge assumptions while maintaining a constructive relationship with the Management Board. Effective governance is achieved not only through individual expertise but also through collaboration, trust, and collective accountability.
The Supervisory Board consists of three independent members whose backgrounds collectively provide the knowledge and experience required to oversee an international logistics organization operating within a complex governance environment.

Regardless of individual expertise, every member is expected to:
- think strategically and focus on long-term value creation;
- maintain an independent and objective perspective;
- challenge management constructively while maintaining a collaborative relationship;
- exercise sound judgment in complex situations;
- uphold the highest standards of integrity and confidentiality;
- recognize the distinction between governance and management;
- contribute to a culture of openness, mutual respect, and continuous learning; and
- act in the best interests of the Company and all of its stakeholders.

Chair: Mrs. Annelies de Groot
The Chair contributes extensive expertise in corporate governance, Dutch corporate law, supervisory board leadership, board effectiveness, stakeholder governance, succession planning and board evaluation.
The Chair is responsible for promoting an effective board culture, facilitating constructive decision-making, ensuring appropriate information flows, and maintaining productive relationships with the Management Board, the Shareholder, the Works Council, and other stakeholders.

Supervisory Board Member: Mr. Frank de Reij
The second member contributes broad business experience and executive leadership and is appointed upon the recommendation of the Works Council in accordance with Dutch legislation.
Areas of expertise include business strategy in supply chain and cargo, commercial development, operations, organizational performance, customer value creation and workforce perspective.
The member also contributes valuable insight into organizational culture, employee engagement, and stakeholder perspectives.

5. Vacancy in the Supervisory Board

UPS SCS (Nederland) B.V. is seeking an experienced financial executive to join its Supervisory Board. The successful candidate combines deep financial expertise with strategic insight, sound business judgment, and broad governance experience. The new Supervisory Board member will strengthen the Board's collective capabilities by providing independent oversight of the Company's financial position, enterprise risks, investment decisions, internal control environment, and long-term financial sustainability.

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The ideal candidate understands that effective supervision extends well beyond reviewing financial statements and recognizes how financial performance, operational excellence, strategic priorities, organizational culture, technological innovation, and responsible risk-taking collectively contribute to sustainable value creation.
Working collaboratively with fellow Supervisory Board members and the Management Board, the successful candidate will contribute to constructive dialogue, balanced decision-making, and effective governance within an international matrix organization.

Professional Experience
The successful candidate is expected to bring substantial executive-level experience in finance within an international corporate environment.
The ideal candidate preferably has experience in one or more of the following positions:
- CFO turned CEO
- Chief Financial Officer
- Finance Director

Experience as a member of a Supervisory Board, Board of Directors, Audit Committee, or comparable governance body is a must.

Desired Candidate Profile
The ideal candidate:
- brings broad executive financial leadership experience;
- understands international corporate governance;
- has experience operating within complex matrix organizations;
- possesses strong strategic capabilities;
- is comfortable overseeing rather than managing;
- contributes positively to Board dynamics;
- combines financial expertise with business acumen;
- demonstrates high integrity and independence, and
- enjoys working collaboratively while constructively challenging management.

6. Search and Selection Process
UPS SCS (Nederland) B.V. has requested NR Governance to support the search and selection process. Mrs. Ada van der Veer is in the lead of this process.

Selected candidates will meet with the selection committee of Mrs. Annelies de Groot, Chair Supervisory Board and Mr. Frank de Reij, Supervisory Board member. Messrs. Alen Voskericyan, Patrick Loos and Pieter Theunissen, members of the Management Board, will be present as guests. This meeting will take place at the end of October in the Eindhoven region.

The appointment of the new Supervisory Board is intended to take place in November 2026 in order to allow the new member to attend the next meeting of the Supervisory Board in the first week of December 2026.

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More information
For more information visit: www.ups.com.
And more specific for Freight Forwarding:
International Air Freight | UPS Supply Chain Solutions - United States
And more specific for Distribution:
Warehousing & Distribution | UPS Supply Chain Solutions - United States

7. Your interest

You are invited to send us your résumé (in English) along with a cover letter outlining the match between the position and your profile **before September 7, 2026**.

Please reply online by means of this link. You will receive confirmation by e-mail.

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