



EXTRAORDINARY GENERAL MEETING AVANTIUM N.V.

WEDNESDAY 24 JANUARY 2024

Dear shareholder,

You are hereby cordially invited to attend the extraordinary general meeting (**EGM**) of Avantium N.V. (**Avantium** or the **Company**) to be held on **Wednesday 24 January 2024 at 14:00 hrs CET** at Avantium's head office, Zekeringstraat 29, 1014 BV Amsterdam, the Netherlands.

The number of outstanding shares on 13 December 2023, the convocation date, is **43,230,036**.

Agenda

1. Opening

Financing

2. a. Authorisation of the Management Board to issue up to €70 million in ordinary shares in connection with an equity raise (the Offering) and to limit or exclude pre-emptive rights in respect thereof (**voting item**)
- b. Authorisation of the Management Board to issue Warrants and to limit or exclude pre-emptive rights in respect thereof in relation to the increase of the Debt Facility (**voting item**)
- c. Amendment of Articles of Association regarding increase authorised share capital (**voting item**)

Other (corporate) affairs

3. Any other business (including Q&A)
 4. Closing
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Procedure for attending the meeting and voting

Venue of the meeting

Shareholders are invited to participate in the EGM in person. The venue of the meeting is Avantium's head office, Zekeringstraat 29, 1014 BV Amsterdam, the Netherlands.

Meeting documents

The agenda with explanatory notes, as well as the other meeting, are available on the Avantium website: <https://www.avantium.com/corporate-governance/#shareholders-meeting>.

Eligibility to participate

Shareholders of the Company (**Shareholders**) may participate in the meeting when they:

1. are registered in one of the following sub-registers designated by the Management Board on 27 December 2023, after processing of all settlements of that date (**Record Date**):
 - (i) for holders of book-entry shares: the registers administered by the intermediaries, as referred to in the Securities Giro Act (*Wet giraal effectenverkeer*);
 - (ii) for holders of registered shares: Avantium's register of shareholders (as referred to in article 5 of Avantium's Articles of Association).

The Shareholders who have submitted their application/registration to attend this meeting in accordance with the procedure as set out below, will be considered as having the right to attend, participate and cast their vote at the EGM;

and

2. have registered for their participation in the meeting as per the below registration procedure by no later than 17 January 2024 17:30 hrs CET.

Registration for attending the Meeting

Shareholders who either in person or by proxy wish to attend the Meeting, should register for the Meeting between 27 December 2023 18:00 hrs CET and 17 January 2024, 17:30 hrs CET. Shareholders can register via the ING EVO Platform: <https://evote.ingwb.com>, or via their intermediary where their shares are administered.

The intermediaries must provide ING Bank N.V. no later than 17 January 2024, 17:30 hrs CET with an electronic statement that includes the number of shares held by the relevant Shareholder on the Record Date and the number of shares which have been applied for registration. Upon registration, ING will issue a registration certificate for each Shareholder via the relevant intermediaries that serves as admission ticket for the Meeting.

Holders of registered shares who wish to attend the Meeting or exercise their voting rights at the Meeting by written or electronic proxy may apply in writing until 17 January 2024, 17:30 hrs CET to ING Bank N.V. at the address mentioned below confirming that the number of shares registered in the relevant shareholders' name were registered in their name on the Record Date. The acknowledgement of receipt provided is to be used as an admission card for the Meeting and must be produced at the registration desk upon arrival at the venue at the day of the Meeting.

Voting instructions and voting by proxy

Shareholders registered in accordance with the procedure stated above, who wish to have themselves represented at the Meeting may give voting instructions electronically via the ING EVO platform: <https://evote.ingwb.com> available from 27 December 2023 after 18:00 hrs CET to 17 January 2024, 17:30 hrs CET. Shareholders registered in accordance with the procedure stated above, who wish to have themselves represented at the Meeting by another person may for that purpose also use a physical form of power of attorney which can be found on Avantium's website, <https://www.avantium.com/corporate-governance/#shareholders-meeting>, and also attached as **Annex I** hereto. The duly completed and executed power of attorney must be received by ING Bank N.V. Issuer Services, location TRC 02.039, Foppingadreef 7, 1102 BD

Amsterdam, the Netherlands (e-mail: agm.pas@ing.com) no later than 17 January 2024, 17.30 hrs CET.

Admission to the Meeting

Registration for admission to the Meeting will take place on the day of the Meeting from 13.30 hrs CET until the start of the Meeting at 14.00 hrs CET. After this time, registration for admission is no longer possible. Persons entitled to attend the Meeting must present a valid administration ticket for the Meeting and may be asked for identification prior to being admitted and are therefore requested to carry a valid identity document.

Amsterdam, 13 December 2023

On behalf of the Management Board of Avantium N.V.

Tom van Aken
Chief Executive Officer

Boudewijn van Schaik
Chief Financial Officer

Annex I

Power of Attorney

(attached separately)