



EXTRAORDINARY GENERAL MEETING AVANTIUM N.V.

TUESDAY 25 JANUARY 2022

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Amsterdam, 9 December 2021

Dear Shareholders,

Bringing a new polymer to the market is an extraordinary journey. It is a challenging, complex and capital intensive journey, but it can also create substantial long-term shareholder value.

At Avantium, we have developed a new process technology to produce the plant-based polymer PEF (polyethylene furanoate) which has an exceptional sustainability profile as well as superior functional advantages compared to fossil derived plastics. We are ready to accelerate PEF's journey towards commercial reality. Our goal is to launch this technology onto the global market, paving the way for this new polymer to bring novel, sustainable packaging solutions to your supermarket and refrigerator. We believe the commercialisation of PEF will create long-term value for our shareholders, and will also mark a significant step towards a more sustainable and circular world.

We believe in the huge potential of PEF.

PEF is a 100% plant-based, recyclable and degradable polymer with a wide range of applications in areas such as packaging, textiles and films, addressing growing end-markets currently worth over \$200 billion.¹ PEF has a powerful combination of attractive environmental features and superior functionality compared to current fossil-based polymers. Its widespread use could help the world to reduce emissions and lessen our dependency on petroleum-based plastics, addressing the growing worldwide demand by consumers and producers for sustainable solutions.

The YXY® Technology to produce FDCA (furandicarboxylic acid) and PEF is a truly disruptive innovation and the most mature technology in our portfolio. Over the past 15 years, we have developed and optimised this technology, and created a strong IP portfolio to protect our technological leadership position which is well recognised in the industry and has attracted an international group of collaborators.

You can read more about the journey of Avantium's PEF towards commercialisation on the Avantium website: https://www.avantium.com/technologies/yxy/

We are ready to accelerate PEF's journey towards commercial reality.

We are pleased to announce that we have signed a committed term sheet for a three-year Debt Financing package worth €90 million with a consortium of lenders, comprising the four Dutch banks ABN AMRO Bank, ASN Bank, ING Bank and Rabobank, as well as with the Dutch impact investment fund Invest-NL. This means that we have met all three Key Conditions required for a positive Final Investment Decision ("FID") to proceed to build our FDCA Flagship Plant:

- (i) Finalising the engineering and establishing the supply chain
- (ii) Obtaining sufficient initial offtake commitments for the Flagship Plant
- (iii) Securing sufficient financing

As a result, Avantium has now made the FID and aims to build and operate an FDCA Flagship Plant, which will be built in Delfzijl (the Netherlands), with construction planned to be completed by the end of 2023. This will be the world's first commercial FDCA facility and will have a targeted production capacity of 5 kilotonnes per annum. FDCA is the key building block for the 100% plant-based, recyclable polymer PEF. We believe that the commercial availability of FDCA from the Flagship Plant will demonstrate the viability of the technology to prospective partners and customers, opening up

 $^{^1}$ Reference is made to Chapter 12 "Industry" of the IPO Prospectus of Avantium N.V., dated 3 March 2017, for an explanation about the addressable markets for PEF and FDCA.



multiple commercial opportunities. Avantium will seek to sell technology licenses to industrial collaborators, in addition to selling FDCA and PEF directly from this Flagship Plant.

Further background on the three Key Conditions and the FID is outlined in Section 2 of this Information Memorandum.

We need your support to make this important step.

The Management Team and Supervisory Board ("the Boards") have duly considered the financing options for the Flagship Plant in the context of the Company's overall business plan, carefully weighing the interests of Avantium and all of its stakeholders. The Boards strongly support the financing package for the Flagship Plant that is now on the table.

To achieve our goals, we need the backing of our stakeholders and shareholders, who understand the opportunities presented by our bold vision to help reinvent the chemical and plastics industries.

We ask your support for the FID which we have taken, and your approval for the proposed resolutions outlined below, enabling Avantium to execute all the relevant documentation, including but not limited to the investment documentation with the minority shareholders, Groningen Consortium and Worley, and Debt Financing documentation necessary to complete the transaction ("Financial Close"). At Financial Close, all major Project Agreements related to the proposed construction and operation of the FDCA Flagship Plant will consequently become effective. Financial Close is expected in the first quarter of 2022.

To achieve Financial Close, we are seeking shareholders' approval:

- (i) to authorise the Management Board to, pursuant to the Debt Financing package, issue 2.84 million Warrants to the lenders;
- (ii) to authorise the Management Board to issue (a) EUR 45 million in ordinary shares in connection with a public offering (preferable), rights issue, and/or private placements (the "Equity Raise"), and (b) additional Warrants to compensate the lenders for any dilution in connection with the Equity Raise; and
- (iii) to amend the Articles of Association and increase the authorised share capital of Avantium in connection with the Equity Raise.

The Equity Raise is required: (i) to allow the Company to further develop its exciting portfolio of technologies beyond YXY® Technology, including for investments in the commercialisation of Avantium's technology programmes, and (ii) for general corporate purposes. We therefore call an Extraordinary General Meeting of Shareholders ("EGM"), to be held on 25 January 2022. The agenda of the EGM and full text of the resolutions is published on Avantium's website: https://www.avantium.com/corporate-governance/#shareholders-meeting. A further description of the Warrants to be issued under the Debt Financing package and the Equity Raise is included on pages 9 and 10 of this Information Memorandum.

Your support for these proposals at the EGM of 25 January 2022 will enable Avantium to move to the next exciting stage of its development with a clear focus on creating value for our shareholders while at the same time aiming to make a significant contribution to the future of our planet.

We look forward to welcoming you on 25 January 2022.

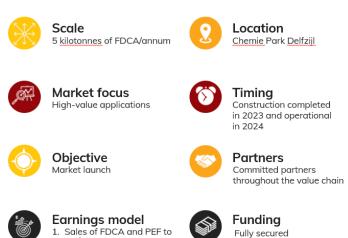
Yours sincerely,

Tom van Aken Chief Executive Officer Edwin Moses Chairman of the Supervisory Board



2. Meeting the three Key Conditions for construction of the **FDCA Flagship Plant**

Avantium has made the investment decision to build and operate an FDCA Flagship Plant, to be built in Delfzijl (the Netherlands), with construction planned to be completed by the end of 2023. This commercial facility is planned to produce 5 kilotonnes of FDCA per annum (5 kta). FDCA is the key building block for the 100% plant-based and recyclable polymer PEF. The main focus for the FDCA produced by the Flagship Plant will be on high-value applications which can benefit from PEF's powerful combination of sustainability and performance features. In addition to being a profit centre in its own right, the role of the Flagship Plant will be: a) to prove the process technology, and b) to demonstrate the commercial applications of PEF. The business model of the FDCA Flagship Plant is based on sales of FDCA and PEF to offtake partners. In addition, we intend to sell technology licenses to industrial collaborators who are expected to build production capacities of >100kta based on the knowledge and experience derived from our operation of the 5 kta Flagship Plant. The Company will, in parallel, continue to work to further optimise the YXY® Technology to preserve its technological advantages.



2.1 Three Key Conditions required for a positive FID concerning the construction of the Flagship Plant

customers
2. Unlocking licensing business in high-volume markets

Fully secured

(i) Finalising the engineering and supply chain

In January 2020, Avantium Renewable Polymers (a subsidiary of Avantium) announced that it had signed a Letter of Intent with a Groningen Consortium² to locate the Flagship Plant at Chemie Park Delfzijl, the Netherlands. The choice was based on the ambition of Chemie Park Delfzijl to become a highly sustainable chemical site, the local availability of the required utilities and labor, the location next to the harbor and the financial commitments from the Groningen Consortium.

Avantium Renewable Polymers engaged with Worley, a reputable engineering company, as the engineering partner for its Flagship Plant. Worley and Avantium Renewable Polymers finalised the first stage of conceptual engineering, the Process Design Package, in the first quarter of 2020. Avantium decided to also commission Worley for the second engineering phase of the Flagship Plant, the front-end-engineering and design ("FEED"). The FEED phase was completed in 2021. Based on

² The Groningen Consortium comprises Groningen Seaports and regional investment funds NOM (Investment and Development Agency for the Northern Netherlands), FondsNieuweDoen, Investeringsfonds Groningen and Groeifonds.



this FEED, the estimated capital expenditure for the FDCA Flagship Plant amounts to approximately €115 million (including contingency).

Avantium Renewable Polymers entered into a sub-leasehold agreement with Groningen Seaports for land on which to build and operate its 5 kta FDCA Flagship Plant. This land will become part of a new chemical cluster next to the existing Chemical Park Delfzijl with access to all its utilities and site services.

On 1 December 2021, the Groningen Environmental Service (ODG – Omgevingsdienst Groningen) published the draft environmental permit for Avantium's FDCA Flagship Plant. The draft permit is available for public consultation.

Avantium has entered into multiple major project agreements ("Project Agreements") related to the proposed construction and operation of the FDCA Flagship Plant. For the construction phase, Avantium and Worley signed a reimbursable engineering, procurement and construction (EPC) contract for the FDCA Flagship Plant, conditional to Financial Close. Construction of the Flagship Plant is planned to start after Financial Close and to be completed by the end of 2023. Avantium Renewable Polymers and Worley also foresee collaborations during the execution phase of Avantium's YXY® licensing strategy. Worley's demonstrated confidence in the Flagship Plant project, and its extensive experience in scaling-up to industrial plants, adds strength and credibility to Avantium's technology and licensing proposition.

In the supply chain, Avantium signed a multi-year, strategic supply agreement (conditional on Financial Close) with agricultural cooperative Tereos, whereby Avantium Renewable Polymers will purchase high fructose syrup to secure 100% bio-based and local feedstock for the Delfzijl Flagship Plant.

Avantium agreed on a multi-year commercial FDCA polymerisation contract (conditional on Financial Close) with global specialty polyester supplier Selenis, based in Portugal and Italy. Selenis has already successfully produced 100% plant-based PEF with Avantium's FDCA in its facilities.

(ii) Offtake commitments for over 50% of the Flagship Plant capacity

Avantium has developed and tested PEF for many years to ensure that it can introduce a product that is not only sustainable but also offers a high level of functionality compared to conventional plastics. Together with partners around the world, Avantium has conducted trials and developed applications, resulting in valuable insights into the performance properties and the circular advantages of PEF. This has also led to partnerships with large corporations determined to transition to sustainable plastic materials. Avantium has an extensive sales funnel of projects with a range of applications and potential partners.

The main focus of these initial projects is on high-value applications which benefit from PEF's powerful combination of sustainability and performance features e.g. increasing the shelf-life of food and beverages while using less material. These high-value applications include: multilayer bottles, with PEF as a barrier layer providing performance and enabling recycling; single layer bottles for soft drinks and beers, replacing glass bottles, aluminum cans and multilayer bottles, and enabling closed-loop recycling; and PEF film in recyclable flexible packaging or as used in electronics applications (e.g. displays). When FDCA production is transferred to industrial scale-plants (>100kta), PEF is expected to become cost competitive in mainstream markets and to be a viable alternative to conventional plastics like PET.



To date, Avantium has secured five offtake conditional commitments representing over 50% of the total FDCA Flagship Plant capacity. Contracts were signed with specialty chemical company Toyobo (Japan), specialty polyester film producer Terphane (US), the beverage bottling company Refresco (Netherlands), international rigid packaging supplier Resilux (Belgium), and an undisclosed major global food & beverage brand owner. These commitments are subject to Financial Close, other customary approvals and party specific conditions. The partners will purchase Avantium's FDCA and PEF at agreed price levels for a period of at least five years, depending on both the product application and the specific terms and conditions included in each agreement. Additionally, Avantium has signed a collaboration agreement with the Carlsberg Group to jointly develop several PEF applications, including the Green Fibre Bottle, with the aim of validating the circularity of the applications, which could lead to additional demand for FDCA from Avantium's Flagship Plant.











Avantium Renewable Polymers has a strong pipeline of new potential opportunities for additional Offtake Agreements with international partners in the market for high-value PEF applications and is fully committed to convert these opportunities into additional agreements in order to fully sell out the FDCA Flagship Plant prior to start-up.

(iii) Financing

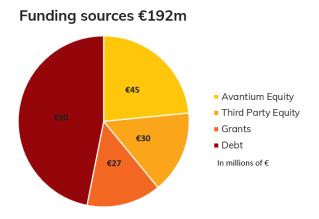
Since Avantium's announcement in June 2019 regarding its plans to construct and operate a 5 kta FDCA Flagship Plant, the Company has communicated its related financing need of €180 million including a 20% contingency. Avantium has now secured a total of €192 million funding (conditional on shareholders' approvals), to be used for capital expenditure, start-up costs and working capital. This increase in financing need is due to primarily the delay in taking an investment decision and due to additional capital expenditure requirements, partly compensated by a lower contingency due to more accurate capital expenditure estimates.

Various funding sources

Avantium focused on various funding sources for the required financing: grants, third party equity for Avantium Renewable Polymers, Avantium equity and bank loans.

Grants

€20 million comes from a grant provided by PEFerence³. PEFerence is a consortium of organisations that is specifically established to support the introduction of PEF, including supporting Avantium's Flagship Plant. Together with Avantium, other consortium partners involved in PEFerence are: LEGO, Henkel, ALPLA, Spinverse, Tereos, nova-Institute, Nestlé, Polytype, Worley, Kebony and Carlsberg Group. Each partner has a role in the value chain of PEF or in the



³ This project has received funding under Bio Based Industries Joint Undertaking under the European Union's Horizon 2020 research and innovation programme under grant agreement No 744409.



Flagship Plant. PEFerence has obtained its funding from the Bio Based Industries Joint Undertaking under the European Union's 'Horizon 2020' programme.

In December 2020, the National Programme Groningen awarded Avantium a €7.5 million grant to support the construction of the FDCA Flagship Plant.

2. Third party equity

€30 million in equity funding will be contributed by the Groningen Consortium and Worley. In January 2020, Avantium and the Groningen Consortium agreed to locate the FDCA Flagship Plant at Chemie Park Delfzijl, the Netherlands. Chemie Park Delfzijl, part of Groningen Seaports, offers Avantium an excellent location with the required industrial infrastructure. Related to Avantium's decision to locate the FDCA Flagship Plant in Delfzijl, Avantium and the Groningen Consortium signed a term sheet agreeing that the Groningen Consortium would make an equity investment of €20 million in Avantium Renewable Polymers.

Avantium also signed a term sheet with Worley agreeing that Worley would make a €10 million equity investment in Avantium Renewable Polymers. This equity investment is structured as (i) an investment in kind, and (ii) a risk-sharing mechanism over the engineering, procurement and construction (EPC) phase of the FDCA Flagship Plant.

At Financial Close, Worley and the Groningen Consortium together will hold a 22.6% shareholding in Avantium Renewable Polymers, representing a post-money valuation of €132.5 million. Avantium will hold an equity stake of 77.4%.

3. Avantium equity

The third funding source was originally a committed investment in equity of €35 million by Avantium in its subsidiary Avantium Renewable Polymers. In order to absorb the additional costs of the delay of one year (investment decision in December 2021 instead of the originally planned December 2020), Avantium agreed to invest an additional €10 million in equity in Avantium Renewable Polymers, bringing the total investment by Avantium in its subsidiary to €45 million. At Financial Close, Avantium will transfer any remaining balance thereof to the balance sheet of Avantium Renewable Polymers. On the Avantium Renewable Polymers balance sheet, the cash of Avantium Renewable Polymers is ring-fenced for the construction, commissioning and startup of the FDCA Flagship Plant.

4. Debt

Avantium now also has the fourth funding source in place, with a three-year Debt Financing package (the "Debt Financing") of \in 90 million signed with a consortium of lenders ("the Lenders"), comprising four Dutch banks and the Dutch impact investment fund Invest-NL. Avantium signed an extensive committed term sheet with ABN AMRO Bank, ASN Bank, ING Bank, Rabobank and Invest-NL. Each bank has committed \in 15 million as a bank loan under the Debt Financing. Invest-NL has committed \in 30 million of debt under the Debt Financing. The term sheet reflects a detailed list of key terms that are currently being transformed into the final Debt Financing documentation, to be executed at Financial Close.

The Debt Financing documentation contains customary, technical and commercial conditions precedent and a customary security package, including, amongst others, security on: (i) all material assets, IP Rights, receivables of Avantium, Avantium Renewable Polymers B.V. ("ARNP"), the holding entity of the Flagship Plant (the "SPV"), and of several other group companies (ii) the shares in ARNP and these other group entities, (iii) the loan(s) of Avantium and ARNP to the SPV, and (iv) the Flagship Plant itself and the pilot plant.



Avantium is also required to remain sufficiently funded during the term of the Debt Financing, which requirement is addressed by the proposed Equity Raise.

The Debt Financing package has multiple tranches. The interest on the Debt Financing consists of three components: cash interest, accrued interest and warrants (the "Warrants"). Cash and accrued interest is EURIBOR based and is, at today's rates, approximately 8% on an annualized basis over the amounts drawn, with the majority being rolled up.

In addition to cash and accrued interest, Avantium is required, on Financial Close, subject to shareholders' approval (Agenda item 3.a), to grant the aggregate number of 2.84 million Warrants to the Lenders (excluding ASN) for $\{0,-\}$. Each Warrant entitles the holder to subscribe for one ordinary share in Avantium for an exercise price of $\{0,-\}$ per share. The Warrants will become exercisable if the FDCA Flagship Plant is operational.

The number of Warrants to be issued to the Lenders (excluding ASN) is based on (i) Warrant Value (as defined below) divided by (ii) the volume weighted average share price from 25 August 2021 up to and including the date falling 5 Business Days prior to the convocation of the EGM, being 2 December 2021.

The warrant value (the "Warrant Value") of the granted Warrants will be €11.25 million, representing the sum of (i) 5.0% multiplied by (ii) 3 years term multiplied by (iii) €75 million (the Facility Amount excluding ASN).

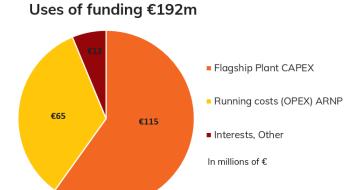
The Warrants will have anti-dilution protection for future equity raises, aggregated up to the amount of €45 million, for which authorisation by the shareholders for the Management Board to issue such related shares is requested, in accordance with Agenda item 3.b.

The Lenders' entitlement to additional Warrants pursuant to this anti-dilution protection will be calculated in accordance with the following formula:

Number of anti-dilution Warrants = Number of existing Warrants (2.84 million) x (Number of newly issued Ordinary Shares / Number of outstanding Ordinary Shares).

2.2 Financial Close

Upon receiving shareholders' approval, the Avantium Management Board will execute all the relevant documentation, including but not limited to the investment documentation with the minority shareholders of the Groningen Consortium and Worley, and Debt Financing documentation necessary to complete the transaction ("Financial Close"). At Financial Close, all major Project Agreements will consequently become effective. Financial Close is expected in the first quarter of 2022.



With Financial Close, Avantium will meet a major milestone in the commercialisation of the YXY® Technology. The YXY® Technology is the most mature technology in Avantium's innovative technology portfolio and the first technology to be scaled-up to commercial production. Avantium Renewable Polymers will be fully funded with the goal of becoming cash flow positive upon the start-up and scale-up of the production of FDCA and PEF at the Flagship Plant.



3. Mandate for a €45 million capital raise

Avantium requires funding: (i) to allow the Company to further develop its exciting portfolio of technologies beyond YXY® Technology, including for investments in the commercialisation of Avantium's technology programmes, and (ii) for general corporate purposes.

Avantium will continue to develop its other technologies in its portfolio, which are at various stages of commercialisation. Avantium uses a stringent stage-gate process to manage its technologies from initial concept through to proof-of-principle in its laboratories, to demonstration and validation of the technologies in a pilot plants and finally to commercial launch in a Flagship Plant.

In addition to the YXY® Technology, Avantium has developed its Ray Technology™ that catalytically converts industrial sugars to plantMEG™ (mono-ethylene glycol). Avantium has a pilot plant to produce plantMEG™ in Delfzijl, the Netherlands, and plans to form a joint venture with the Cosun Beet Company, with the ambition to jointly construct and operate the first commercial plant for the production of plant-based glycols using Avantium's Ray Technology™. The intent is that the joint venture will acquire a Ray Technology™ license from Avantium. As part of its licensing business model, Avantium will continue to develop and license its Ray Technology™ globally. Avantium's Dawn Technology™ converts non-food biomass into industrial sugars and lignin in order to help transition the chemicals and materials industries to non-fossil resources. Avantium runs a pilot biorefinery in Delfzijl, the Netherlands, based on the Dawn Technology™. In addition to Avantium's technologies using plant-based carbon sources, Avantium aspires to develop materials using carbon dioxide (CO₂) as a feedstock. Avantium's Volta Technology, a carbon capture and utilisation technology, is an electrocatalytic platform that converts CO2 into chemical building blocks and highvalue products. Furthermore, Avantium is active in the catalysis industry by helping companies accelerate their catalytic R&D through providing high-throughput catalyst testing systems and services. Avantium Catalysis is increasingly focused on renewable chemistries and is continuously looking for opportunities to grow its catalysis business in this field.

Avantium is also required to remain sufficiently funded during the term of the Debt Financing, which requirement is addressed by the proposed Equity Raise.

Avantium therefore seeks shareholders' approval to authorise Avantium to issue €45 million in ordinary shares in connection with a public offering (preferable), rights issue, and/or private placements. Only in the event that all resolutions at the EGM are approved, including the proposed Equity Raise, will Avantium be in the position to move towards Financial Close, at which point the final Debt Financing documentation will be executed. Without the Equity Raise, Avantium will need to address its going concern status and so would have to reconsider all its options.



4. Required shareholder approvals and recommendations from the Avantium Management Team and Supervisory Board

4.1 Required shareholders' approval

The Debt Financing will only be executed and the Warrants will only be granted if the Management Board, subject to the approval of the Supervisory Board, has sufficient authority to issue the related ordinary shares and to grant rights to subscribe for those ordinary shares. Additionally, Avantium also seeks shareholders' approval to raise €45 million capital.

These proposals are therefore submitted to the General Meeting. Only in the event that all resolutions at the EGM are approved, will Avantium be in the position to move towards Financial Close, at which point the final Debt Financing documentation will be executed.

The agenda of the EGM and full text of the resolutions is published on Avantium's website: https://www.avantium.com/corporate-governance/#shareholders-meeting

4.2 Recommendations from the Avantium Management Team and Supervisory Board

Since the publication of the revised scale-up and market launch strategy for its YXY® Technology in June 2019, the Leadership Team of Avantium Renewable Polymers, the Avantium Management Team and the Avantium Supervisory Board (with and without the Management Team being present) have met on a very frequent basis to discuss the preparations, developments and progress in relation to the scale-up towards the FDCA Flagship Plant, as well as the considerations underlying key decisions in connection with the implementation of Avantium Renewable Polymers' overall business plan. The Boards gave careful consideration to all aspects, including strategic, commercial, financial, operational and legal. Avantium also sought and received external expert advice wherever appropriate and necessary.

Avantium has actively been seeking and building partnerships within the FDCA/PEF value chain offtake partners, governments, and financial partners. Avantium has built an extensive opportunity funnel of projects with potential FDCA/PEF offtake partners all over the world. Moreover, Avantium and its subsidiary Avantium Renewable Polymers have had direct and indirect discussions with over 10 lenders and 150 investors. Those meetings have given Avantium great insight into the current terms and conditions associated with such a Debt Financing as proposed for the Flagship Plant. The Boards are of the opinion that the terms of the Debt Financing as offered by the consortium of lenders, represent an appropriate balance of risk and reward in the current environment.

The Management Board and the Supervisory Board supported and approved the terms & conditions of the Debt Financing package, pending shareholder approval, and strongly recommend shareholders to vote in favour of the resolutions related to Financial Close.



DISCLAIMER

This Information Memorandum may include forward-looking statements. Other than reported financial results and historical information, all statements included in this press release, including, without limitation, those regarding our financial position, business strategy and management plans and objectives for future operations, are forward-looking statements. These forward-looking statements are based on our current expectations and projections about future events and 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 Avantium's ability to control or estimate precisely, such as future market conditions, the behavior of other market participants and the actions of governmental regulators. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release and are subject to change without notice. Other than as required by applicable law or the applicable rules of any exchange on which our securities may be traded, we have no intention or obligation to update forward-looking statements.



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