

### ANNUAL GENERAL MEETING AVANTIUM N.V.

WEDNESDAY 18 MAY 2022

Dear shareholder,

You are hereby cordially invited to attend the annual general meeting (**AGM**) of Avantium N.V. (**Avantium**) to be held on **Wednesday 18 May 2022, 14:00 hrs CEST** at Avantium's head office, Zekeringstraat 29, 1014 BV Amsterdam, the Netherlands.

The number of outstanding shares on 4 April 2022, the convocation date, is **31,289,656**.

#### Agenda

1 Opening

#### *Review 2021*

2 Annual Report for the financial year 2021

3 Remuneration Report 2021 (*advisory vote*)

4 Adoption of the Annual Accounts 2021 (*voting item*)

#### *Discharge of liability*

5 (a) Discharge from liability of members of the Management Board for the performance of their duties in financial year 2021 (*voting item*)

5 (b) Discharge from liability of members of the Supervisory Board for the performance of their duties in financial year 2021 (*voting item*)

#### *Authorisation shares*

6 (a) Designation of the Management Board to issue up to 4% ordinary shares and to exclude pre-emptive rights for general corporate purposes and in connection with the Company's long term incentive and share-based compensation plans (*voting item*)

6 (b) Authorisation of the Management Board to repurchase shares in the share capital of Avantium on behalf of Avantium (*voting item*)

#### *Other (corporate) affairs*

7 Appointment of PricewaterhouseCoopers Accountants N.V. as external auditor for the financial year 2022 (*voting item*)

8 Any other business (including Q&A)

9 Closing

### Procedure for attending the Meeting and voting

#### Venue of the meeting

Shareholders are invited to participate in the annual general meeting 2022 in person. The venue of the meeting is Avantium's head office, Zekeringstraat 29, 1014 BV Amsterdam, the Netherlands.

The Management Board and the Supervisory Board reserve the right to take measures when this is deemed necessary with regard to developments regarding COVID-19 or otherwise. In such case, the Management Board and the Supervisory Board will inform the shareholders on the website.

#### Meeting documents

The agenda with explanatory notes, as well as the other meeting documents including the Annual Accounts 2021 and the Remuneration Report 2021, 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 Wednesday 20 April 2022, 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 AGM.

and

2. have registered for their participation in the meeting as per the below registration procedure by no later than Wednesday 11 May 2022.

#### Registration for attending the Meeting

Shareholders who either in person or by proxy wish to attend the Meeting, should register for the Meeting between Wednesday 20 April 2022 after 18:00 hrs CEST and Wednesday 11 May 2022, 17:30 hrs CEST. 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 Wednesday 11 May 2022, 17:30 hrs CEST 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 Wednesday 11 May 2022, before 17:30 hrs CEST to ING Bank N.V. at the address mentioned below confirming that the number of shares registered in the relevant shareholders' name were and shall continue to be registered in their name up to and including 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 Wednesday 20 April 2022 after 18:00 hrs CEST and Wednesday 11 May 2022, 17:30 hrs CEST. 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: [iss.pas@ing.nl](mailto:iss.pas@ing.nl)) no later than Wednesday 11 May 2022, 17.30 CEST.

### **Admission to the Meeting**

Registration for admission to the Meeting will take place on the day of the Meeting from 13.30 hrs CEST until the start of the Meeting at 14.00 hrs CEST. 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, 4 April 2022

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

Tom van Aken

Chief Executive Officer

Bart Welten

Chief Financial Officer

**Annex I**

**Power of Attorney**

*(attached separately)*