

ANNUAL GENERAL MEETING AVANTIUM N.V.

WEDNESDAY 15 MAY 2024

Dear shareholder,

You are hereby cordially invited to attend the annual general meeting (**AGM**) of Avantium N.V. (**Avantium**) to be held on **Wednesday 15 May 2024, 14:00 hrs CEST** at the Muziekgebouw aan 't IJ, Piet Heijnkade 1, 1019 BR Amsterdam, the Netherlands.

The number of outstanding shares on 2 April 2024, the convocation date, is **79,675,789**.

- 1 Opening

Review 2023

- 2 Annual Report for the financial year 2023
- 3 Corporate governance structure and compliance
- 4 Remuneration Report 2023 (*advisory vote*)
- 5 Adoption of the Annual Accounts 2023 (*voting item*)

Discharge of liability

- 6 Discharge from liability of members of the Management Board for the performance of their duties in financial year 2023 (*voting item*)
- 7 Discharge from liability of members of the Management Board for the performance of their duties in financial year 2023 (*voting item*)

Management Board Remuneration

- 8 Proposal to adjust strike price ESOP and number LTI entitlements Management Board (*voting item*)
- 9 Proposal to adopt the Management Board Remuneration Policy (*voting item*)
- 10 Proposal to adopt the new LTIP (PSU Plan) (*voting item*)

Supervisory Board Remuneration

- 11 Proposal to adopt the Supervisory Board Remuneration Policy (*voting item*)
- 12 Proposal to adopt the RSU Plan (*voting item*)

Composition of the Supervisory Board

- 13 Re-appointment of Mrs. M. Jou (*voting item*)

Authorisation shares

- 14 Designation of the Management Board to issue:

- a. up to 8% ordinary shares and to exclude pre-emptive rights for general corporate purposes (*voting item*)
- b. up to 2% ordinary shares and to exclude pre-emptive rights in connection with the Company's long term incentive and share-based compensation plans for employees, management team and Management Board (*voting item*)

Other (corporate) affairs

- 15 Re-appointment of PricewaterhouseCoopers Accountants N.V. as external auditor for the financial year 2024 (*voting item*)
- 16 Any other business (including Q&A)
- 17 Closing

Procedure for attending the meeting and voting

Shareholders are invited to participate in the annual general meeting 2024 in person. The venue of the meeting is the Muziekgebouw aan 't IJ, Piet Heijnkade 1, 1019 BR Amsterdam, the Netherlands.

Meeting documents

The agenda with explanatory notes, as well as the other meeting documents including the Annual Accounts 2023 and the Remuneration Report 2023, 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 17 April 2024, 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 8 May 2024.

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 17 April 2024 after 18:00 hrs CEST and Wednesday 8 May 2024, 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 8 May 2024, 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 8 May 2024, 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 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 to Joyce J.C.A. Leemrijse, civil law notary and partner with Allen & Overy with the right of substitution, via the ING EVO platform: <https://evote.ingwb.com> available from Wednesday 17 April 2024 after 18:00 hrs CEST and Wednesday 8 May 2024, 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: agm.pas@ing.com) no later than Wednesday 8 May 2024, 17.30 hrs 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, 2 April 2024

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)