

**ALUMEXX N.V.**

**CONVOCAATION NOTICE**

**For the annual general meeting of shareholders of Alumexx N.V.,  
To be held on Tuesday, June 25, 2024, at 2 PM CET at  
De Hoge Neer  
Hoge Neerstraat 1, 4873 LM Etten-Leur, The Netherlands**

**AGENDA**

In short, the following agenda items are scheduled for the Annual General Meeting of Shareholders 2024 (“AGM”):

- 1. Announcements**
- 2. Appointment of KPMG Accountants N.V. as the company’s external accountant for the financial year 2024 (voting item)**
- 3. Annual Report 2023**
  - 3a. Management Board Report (discussion)
  - 3b. Corporate Governance structure and compliance with the Corporate Governance Code (discussion)
  - 3c. Discussion and advisory vote on the remuneration report 2023 (voting item)
  - 3d. Policy on additions to reserves and dividends (discussion)
  - 3e. Dividend on cumulative preference shares (discussion)
  - 3f. Adoption of the 2023 financial statements (voting item)
  - 3g. Discharge for the member of the Management Board (voting item)
  - 3h. Discharge for the members of the Supervisory Board (voting item)
- 4. Remuneration policy**
  - 4a. Adoption remuneration policy for the Supervisory Board (voting item)
  - 4b. Adoption remuneration policy for the Management Board (voting item)
- 5. Approval Alumexx Share Option Plan (voting item)**
- 6. Composition of the Management Board**
  - 6a. Announcement of a vacancy in the Management Board (discussion)
  - 6b. Nomination by the Supervisory Board to appoint Mr. H.L. (Henk) Hakvoort as member of the Management Board (voting item)
- 7. Composition of the Supervisory Board**
  - 7a. Announcement of a vacancy in the Supervisory Board (discussion)
  - 7b. Nomination by the Supervisory Board to appoint Mrs. V.A.I. van Lier as member of the Supervisory Board (voting item)
- 8. Remuneration**
  - 8a. Remuneration of Mr. H.L. Hakvoort (discussion)
  - 8b. Remuneration of Mrs. V.A.I. van Lier (voting item)
- 9. Authorizations of the Management Board in relation to share issues**
  - 9a. Authorization of the Management Board to issue shares or grant rights to acquire shares (voting item)
  - 9b. Authorization of the Management Board to restrict or exclude pre-emption rights (voting item)
- 10. Authorization of the Management Board to acquire shares in the company (voting item)**
- 11. Any other business**

## MEETING DOCUMENTS

The AGM agenda with explanatory notes and annexes, the annual report 2023 and other information relevant for the AGM have been published on the company's website ([www.alumexx-nv.nl](http://www.alumexx-nv.nl)). The meeting documents are also available, free of charge, during office hours at the offices of the company, Leerlooierstraat 30, 4871 EN Etten-Leur, and at CACEIS Bank, <https://caceis.evo-platform.com>.

## RECORD DATE

Persons entitled to vote at or to attend the AGM, are those holders of shares who on Tuesday, May 28, after processing of all settlements per this date (the "Record Date") have these rights and are registered as such in a (sub)register designated by the Management Board. The (sub)registers designated are (i) the administrations of institutions that are admitted to Euroclear Nederland and (ii) the shareholders register of Alumexx N.V.

## AGM REGISTRATION PROCEDURE

### **Holders of shares A and holders of cumulative preference shares**

The holders of shares A and of cumulative preference shares that wish to attend the AGM, either in person or by proxy, need to submit their registration or their power of attorney in writing; this has to be received by the company in the period starting May 29, 2024 (the day after the Record Date) and ending on **Tuesday, June 18, 2024, 5.00 PM CET**. The power of attorney, which also offers the possibility to provide voting instructions, can be obtained via [www.alumexx-nv.nl](http://www.alumexx-nv.nl).

### **Holders of ordinary shares**

Holders of ordinary shares that wish to attend the AGM, either in person or by proxy, can do so as from May 29, 2024 (the day after the Record Date), in the following manner:

Registration to be made ultimately on **Tuesday, June 18, 2024, 5.00 PM CET** via the EVO platform of CACEIS through the link <https://caceis.evo-platform.com>, or via their bank/intermediary.

Intermediaries need to submit confirmation of the shareholders registration ultimately on **Tuesday, June 18, 2024, 5.00 PM** with CACEIS. Such confirmation includes the number of shares that such shareholder holds per the Record Date.

Holders of ordinary shares, who having followed this registration process, will receive proof of registration, which also serves as an admission ticket for the AGM.

Holders of ordinary shares, who wish to attend the AGM by proxy, need to add a power of attorney when making their registration. The power of attorney, which also offers the possibility to provide voting instructions, can be obtained via [www.alumexx-nv.nl](http://www.alumexx-nv.nl) and CACEIS.

Holders of ordinary shares, who wishes to give voting instructions, should do so on **Tuesday, June 18, 2024, 5.00 PM CET** at the latest. Voting instructions can be given directly via the EVO platform of CACEIS, through the link <https://caceis.evo-platform.com>. Holders can also use the voting instructions in the power of attorney; the form has to be submitted to [enl.agent@caceis.com](mailto:enl.agent@caceis.com) by the intermediary. Afterwards, these shareholders receive confirmation of their voting instructions, either by mail or e-mail.

### **Requests**

Before June 18, 2024, 5.00 PM CET, shareholders may send questions by e-mail to [ava@alumexx.nl](mailto:ava@alumexx.nl), up to a maximum a total of five questions per shareholder (with indication to which agenda item the questions

refers). Shareholders may also apply for reception of a draft of the minutes of meeting of the AGM. The draft shall be sent by e-mail no later than three months after the AGM date.

#### *SHARE CAPITAL*

On the day of this convocation notice, 14,845,524 shares have been issued by the company: 6,995,515 ordinary shares, 7,850,000 shares A and 9 cumulative preference shares. Each shares entitles to cast one vote.

Etten-Leur, May 14, 2024

The Management Board and the Supervisory Board