

**INVITATION TO  
THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
OF OCI N.V.**

OCI N.V. (the **Company**) invites its shareholders to the Extraordinary General Meeting of Shareholders (the **Extraordinary General Meeting**), to be held on Thursday 25 April 2024 at Hotel Park Centraal Amsterdam, Stadhouderskade 25, 1071 ZD Amsterdam, the Netherlands.

The entrance registration will start at 2:45 PM CET and the meeting will begin at 3:00 PM CET.

**Agenda**

1. Opening and announcements.
2. Proposal to approve the Transaction (**resolution**).
3. Two proposals to amend the articles of association of the Company (the **Articles of Association**) to facilitate a capital repayment (**one combined resolution**):
  - I to first increase the nominal value of the shares in the Company's share capital; and
  - II to subsequently decrease the nominal value of the shares in the Company's share capital, combined with a repayment of capital.
4. Close of meeting.

All documents for the Extraordinary General Meeting are available at [www.oci-global.com](http://www.oci-global.com).

**Registration date**

Persons who, after all entries and deletions have been processed, are registered as shareholder on **28 March 2024** (the **Registration Date**) at **5:00 PM (CET)** may vote at the Extraordinary General Meeting.

**Number of votes**

The number of votes that can be cast at the Extraordinary General Meeting (based on information available on 14 March 2024) is 211,066,706. This equals the number of issued shares (211,357,989) minus the shares that have been repurchased by the Company (291,283). The Company may not cast votes for shares that it holds in its own share capital.

**Registration and application**

A holder of shares who wishes to attend the Extraordinary General Meeting must register with ABN AMRO (via [www.abnamro.com/evoting](http://www.abnamro.com/evoting)) as of the Registration Date and no later than **18 April 2024 at 5:00 PM (CET)**. A confirmation by the intermediary in which administration the holder is registered for the shares must be submitted to ABN AMRO before 19 April 2024 at 1:00 PM (CET), stating that such shares were registered in his/her name at the Registration Date. With this confirmation, intermediaries are furthermore requested to include the full address details of the relevant holder in order to be able to verify the shareholding on the Registration Date in an efficient manner.

Shareholders will receive from ABN AMRO, through their intermediaries, a certificate of deposit number that will serve towards admission to the Extraordinary General Meeting. They must present this certificate when registering for the Extraordinary General Meeting.

### **Registration and identification**

Registration for admission to the Extraordinary General Meeting will take place from 2:45 PM (CET) until the commencement of the meeting at 3:00 PM (CET). After this time registration is no longer possible. Persons entitled to attend the Extraordinary General Meeting may be asked for identification prior to being admitted to the Extraordinary General Meeting by means of a valid identity document, such as a passport or driver's license.

### **Proxy and voting instructions**

Shareholders who are not in the position to attend the Extraordinary General Meeting in person and wish to vote may grant an electronic proxy or a proxy in writing to Mr. R.H. Kleipool (or any other (candidate) civil law notary at De Brauw Blackstone Westbroek N.V.) (the **Authorised Person**), or a proxy in writing to another party of their choice. Shareholders who wish to exercise their voting rights by an electronic proxy, which entails a voting instruction to the Authorised Person, can do so via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) no later than **18 April 2024 at 5:00 PM (CET)**. A confirmation by the intermediary in which administration the holder is registered for the shares must be submitted to ABN AMRO via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary) before 19 April 2024 at 1:00 PM (CET), stating that such shares were registered in his/her name at the Registration Date. Holders of a proxy in writing can cast a vote in such capacity by countersigning the fully executed proxy form and submitting the proxy form to the Company no later than **18 April 2024 at 5:00 PM (CET)** in accordance with the instructions included therein. Forms to be used to grant a proxy in writing are available at the Company's website ([www.oci-global.com](http://www.oci-global.com)).

The Board of Directors  
Amsterdam, 14 March 2024