

CONVOCAATION TO THE EXTRAORDINARY GENERAL MEETING OF CTP N.V.

CTP N.V. (the "**Company**" or "**CTP**") invites its shareholders to attend the extraordinary general meeting (the "**EGM**") to be held virtually on Wednesday 15 June 2022 at 10:00 AM (CET).

Agenda

1. Opening
2. Business combination (*voting item*)*
 - (a) Proposal to effect the Merger
 - (b) Proposal to effect the Hive-Down
3. Any other business
4. Closing

** Agenda items 2a and 2b constitute separate resolutions. Since each of the resolutions will be required to implement the business combination, these resolutions will be put to a vote jointly as one single voting item.*

Meeting documents

The agenda including the explanatory notes, the joint common draft terms of merger and the hive-down proposal as well as any other meeting documents are available at the offices of the Company (CTP N.V., Company Secretary Office, Apollolaan 151, 1077 AR Amsterdam, the Netherlands) and can be accessed via the Company's website www.ctp.eu/investors/shareholder-meetings. The meeting documents are available in the English language. Only where required by law, Dutch language versions are available.

Record date

Shareholders will be entitled to virtually attend and vote at the EGM if they are registered as shareholders at **5:30 PM (CET) on Wednesday 18 May 2022** (the "**Record Date**") and (ii) have duly submitted their Application (as defined below).

Registration and application

A holder of shares who wishes to attend the EGM virtually or by proxy must register with ING Bank N.V. (via Evote by ING <https://evote.ingwb.com>) or, in case of attendance by proxy, through their bank or broker (the "**Application**"). The Application may be submitted in the period starting as of the Record Date and no later than **5.30 PM (CET) on Wednesday 8 June 2022**.

The Application (on behalf) of the shareholder with ING should state that the shareholder wishes to attend the EGM virtually or by proxy, and in which administration the holder is registered for the shares, stating that such shares were registered in his/her/its name at the Record Date. With this Application,

intermediaries are furthermore requested to include further details of the relevant holder in order to be able to verify the shareholding on the Record Date in an efficient manner.

Attendance¹

Shareholders may, following the Application, access the online platform of the EGM via Evote by ING <https://evote.ingwb.com>. Certain details of the shareholder may be required for verification purposes. On the day of the EGM, shareholders may log into the online platform from **9:30 AM (CET)** until the commencement of the EGM. After this time, registration for admission is no longer possible. Shareholders may vote in real time electronically during the EGM via the online platform of the EGM.

Voting by proxy

Voting rights may be exercised by a person holding a written proxy. In order to vote by proxy, shareholders must have registered their shares via the Application. Shareholders can submit their voting instructions online via Evote by ING <https://evote.ingwb.com> until and including **5:30 PM (CET)** on **Wednesday 8 June 2022**. Shareholders may also grant a proxy with a voting instruction to Mr. J.D.M. Schoonbrood, civil-law notary in Amsterdam, the Netherlands, or in his absence a substitute designated by him, or a third party, to vote on behalf of the shareholder. A proxy form is available at the Company's website (<https://www.ctp.eu/investors/shareholder-meetings>) or can be obtained in electronic form upon request at ING via iss.pas@ing.com. The written proxy must be received by ING Bank N.V. (via attn. Issuer Services TRC 02.039, Foppingadreef 7, 1102 BD, Amsterdam, the Netherlands, or via iss.pas@ing.com) no later than **5:30 PM (CET)** on **Wednesday 8 June 2022**.

Questions

Shareholders may submit written questions about the items on the agenda to the Company in advance of the EGM, no later than **10:00 AM (CET)** on **Sunday 12 June 2022** via company.secretary@ctp.eu. Timely submitted questions will, possibly combined, be answered during the EGM. The chair of the EGM may at her sole discretion amend this procedure on behalf of an orderly meeting. When submitting questions, for verification purposes, shareholders must include their name, address and number of shares held at the Record Date in their email, which is to be accompanied by a statement of the shareholder's bank or intermediary of the number of shares held by the shareholder at the Record Date. Furthermore, shareholders who have registered to attend the EGM virtually have the opportunity to ask questions in writing via the chat-function of the webcast during the EGM.

¹ Given that the date of the EGM is after the current expiration date of the Dutch legislation allowing for virtual general meetings, the EGM will only take place virtually if the expiration date of the relevant legislation will be timely and sufficiently extended. Should the expiration date not be extended, then the EGM will be held at The College Hotel, Roelof Hartstraat 1, 1071 VE Amsterdam, the Netherlands, subject to applicable restrictions on in-person visits. If the EGM will be held in physical form, the Company encourages all shareholders to follow the EGM through the video webcast, to submit questions in writing prior to the meeting and to vote by proxy. These facilities will remain available if the EGM is to be held in physical form. If needed, a further announcement in this respect will be communicated to the shareholders on the EGM website of the Company.



CTP advises its shareholders to regularly check the website of the Company (<https://www.ctp.eu/investors/shareholder-meetings>) for updates until the date of the EGM.

Amsterdam, 29 April 2022

The Board of Directors