Invitation to attend the Annual General Meeting of Shareholders

NX Filtration N.V. (the Company) invites its Shareholders to its Annual General Meeting of Shareholders to be held at Beursplein 5, 1012 JW Amsterdam (Euronext building) on Tuesday 5 April 2022 at 10:00 (CET). In-person registration will open at 9:00 (CET).

Agenda

1. Opening
2. Annual Report 2021
   (a) Report of the Management Board for the financial year 2021
   (b) Remuneration report for the financial year 2021 (advisory vote)
3. Proposal to adopt the financial statements for the financial year 2021 (resolution)
4. Discharge from liability
   (a) Proposal to discharge the members of the Management Board from liability (resolution)
   (b) Proposal to discharge the members of the Supervisory Board from liability (resolution)
5. Appointment new member of the Management Board
   (a) Appointment Mr Marc Luttikhuis as member of the Management Board (resolution)
   (b) Sign-on bonus in shares (resolution)
6. Proposal to authorize the Management Board to resolve that the Company may acquire its own shares (resolution)
7. Proposal to authorize the Management Board to issue shares and to limit or exclude pre-emptive rights (resolution)
8. Proposal to appoint the external auditor for the financial years 2022 and 2023 (resolution)
9. Any other business
10. Closing

Meeting Documents

The agenda and explanatory notes thereto and the Annual Report 2021 (including the financial statements, the remuneration report and information as referred to in article 392 (1) of Book 2 of the Dutch Civil Code), are available on the Company’s website (https://nxfiltration.com/investors). The aforementioned documents are also available at the offices of the Company (Josink Esweg 44, 7545 PN Enschede) and at ABN AMRO Bank NV. (ABN AMRO Bank N.V., Department Corporate Broking HQ7050, Gustav Mahlerlaan 10, 1082 PP Amsterdam, the Netherlands or e-mail: corporate.broking@nl.abnamro.com) and will be available at the meeting.

Record Date

The persons who will be considered as entitled to attend the Annual General Meeting (the AGM), are those holders of shares who on 8 March 2022, after close of trading on Euronext Amsterdam (the Record Date), hold those rights and are registered as such in the administrations of the banks and brokers which are intermediaries according to the Dutch Securities Giro Transactions Act (Wet giraal effectenverkeer).
Registration to vote

Shareholders are entitled to vote up to the total number of shares that they held at the close of trading at the Record Date, provided they have registered their shares timely.

Shareholders who wishes to attend the meeting must register with ABN AMRO (via www.abnamro.com/evoting) as of the Record Date and no later than on Tuesday 29 March 2022, 17:30 (CET). A confirmation by the intermediary in which administration the Shareholder is registered must be submitted to ABN AMRO, stating that such shares were registered in his/her name at the Record Date. With this confirmation, intermediaries are furthermore requested to include the full address details of the relevant holder via www.abnamro.com/intermediary in order to be able to verify the shareholding on the Record Date in an efficient manner. The receipt (of registration) to be supplied by ABN AMRO will serve as admission ticket to the meeting.

Voting by proxy

Shareholders who wish to grant a proxy to J.J.C.A. Leemrijse, civil law notary at Allen & Overy LLP, Amsterdam office, or a substitute, each of them severally (the Notary), or wish to authorize a third party to attend the meeting on their behalves, may do so in the manner described below, provided that they have applied for the meeting in time in the manner described above.

Electronic proxy to the Notary
Shareholders may grant an electronic proxy including a voting instruction to the Notary until Tuesday 29 March 2022 at 17:30 (CET) at the latest. This is possible via www.abnamro.com/evoting.

Written proxy to the Notary or a third party
A form for a written proxy to third parties or the Notary is available and can be asked for at ABN AMRO (telephone +31 (0)20 344 2000; email: corporate.broking@nl.abnamro.com). The completed proxy forms must be sent to ABN AMRO, either by mail (ABN AMRO Bank N.V., Department Corporate Broking HQ7050, Gustav Mahlerlaan 10, 1082 PP Amsterdam, the Netherlands), by fax (+31 (0)20 628 8481), or by e-mail (corporate.broking@nl.abnamro.com) and must be in the possession of ABN AMRO at the latest on Tuesday 29 March 2022 at 17:30 (CET).

Registration and identification at the meeting

Registration for admission to the AGM will take place from 9:00 (CET) until the commencement of the meeting at 10:00 (CET). After this time registration is no longer possible. Persons entitled to attend the meeting may be asked for identification prior to being admitted by means of a valid identity document, such as a passport or driver’s license.
COVID-19 measures

The AGM will be held physically and all COVID-19 measures prescribed by the RIVM (as applicable at the date of the AGM) will be observed. In the event that the number of participants of the physical meeting is limited due to the applicable COVID-19 measures, then the physical admission to the AGM will be determined on the basis of ‘first come first serve’. Shareholders who registered for admission will be informed whether they are among the number of participants allowed to attend the physical meeting. The Shareholders that are not allowed to attend the physical meeting will receive details to follow the AGM by audio webcast.

In accordance with the provisions of the Temporary Act Covid-19 Justice and Safety, the Management Board and Supervisory Board may decide to hold the AGM electronically no later than 7 days prior to the date of the AGM, being 29 March 2022. Such decision will be made available on the Company’s website together with further information regarding the applicable procedures (regarding inter alia the remote monitoring of the AGM and the possibility for shareholders to ask questions in advance of the AGM).

Number of outstanding shares

On the date of the notice for this Annual General Meeting of Shareholders, the number of issued and outstanding shares in the capital of the Company is 50,000,000 ordinary shares, each representing one vote.

Amsterdam, 11 February 2022

Management Board
NX Filtration N.V.

CONTACT INFORMATION

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