

**PROTOCOL** of the annual general meeting of shareholders ("AGM") of **Pryme N.V.**, a public limited liability company under the laws of the Netherlands, having its seat in Rotterdam, the Netherlands, registered in the Dutch trade register with number 75055449, hereinafter referred to as: the "**Company**", as held in the Company's offices at Theemsweg 5, 3197 KM Botlek Rotterdam, the Netherlands, on **June 24<sup>th</sup>, 2026** at **11:00 CEST**.

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**1. Appointment of the chair and secretary of the AGM**

The AGM was opened by Benoît Morelle, the Company's CEO, at 11:01 CEST on June 24<sup>th</sup>, 2026, as temporary chair of the AGM, in accordance with article 24.1 of the Company's articles of association, given the absence of a chair and a deputy chair of the Company's supervisory board.

The temporary chairman welcomed the AGM attendees and recorded that the AGM was called with observance of the applicable provisions of the law and the Company's articles of association.

The temporary chairman recorded that no depositary receipts for shares in the capital of the Company carrying the right to attend meetings have been issued. He also recorded that no shares have been encumbered with a right of pledge or a right of usufruct.

The temporary chairman recorded that the entire issued capital represents 31,183,776 shares, each carrying one vote. On the Record Date, June 19<sup>th</sup>, 2026, the Company held 218 treasury shares for which voting rights may not be exercised.

The temporary chairman registered that zero shareholder votes were physically represented in the AGM and that 26,327,366 shareholder votes were represented by advance and proxy votes. In total 26,327,366 share votes were represented at the AGM, equal to 84.43 % of the total number of shares with voting rights in the Company. A record of represented shareholder votes is attached to the minutes as Attachment 1. No objections were made to the record. Valid resolutions can therefore be passed on all scheduled topics to be discussed and decided at the AGM.

From the Company, in addition to Mr. Morelle, Mr. Frans Vollering, the Company's interim CFO, and Mr. René de Graaf, the Company's General Counsel, attended the AGM.

The temporary chairman then addressed the appointment of the chair of the AGM in accordance with the provisions of article 24.1 of the Company's articles of association and he proposed that Mr. Henning E. Jensen be appointed the chair of the AGM. Mr. Jensen would assume the assignment as chair of the AGM on a professional and independent basis, building on his vast experience as a chair of shareholders meetings of listed companies, including the Company, and not as a former primary insider of the Company or as a former chair of the Company's supervisory board. Mr. Jensen, present at the meeting, confirmed his willingness to act as the chair of the AGM. There having been no comments made to the proposal or questions raised, the temporary chairman then proposed that the AGM passes the following resolution:

*The annual general meeting appoints Mr. Henning E. Jensen chair of the AGM.*

The temporary chairman established that the AGM adopted the proposal as follows:

Overview votes and as a percentage of total votes cast		
<b>In favor</b>	26,327,366	100%
<b>Against</b>	0	0%
<b>Abstain</b>	0	0%
<b>Blank</b>	0	0%
<b>Total votes cast</b>	26,327,366	100%

Mr. Jensen accepted the appointment as chair of the AGM and confirmed the record of represented shareholder votes at the AGM and, therefore, that valid resolutions can be passed on the scheduled topics to be discussed and decided at the AGM including this agenda item 1.

The chair of the AGM appointed Mr. René de Graaf, the Company's General Counsel, as secretary of the AGM in application of article 24.1 of the Company's articles of association.

The chair of the AGM then moved to the agenda as follows.

## 2. 2025 Annual Report

The chairman addressed the Company's 2025 annual report, as published on May 29<sup>th</sup>, 2026, and accessible on the Company's website and available at the Company's offices. (the "**2025 Annual Report**").

The 2025 Annual Report includes the 2025 consolidated financial statements, the 2025 parent company financial statements, the Remuneration Report as part of the Governance Report (the "**2025 Remuneration Report**") and the proposal for the appropriation of the results for the 2025 financial year. The Company's financial result for the year 2025 was a loss of Euro 26,945,620. It is proposed that the loss be transferred to the Company's general reserves as proposed in the 2025 Annual Report.

There having been no further comments made to the proposal, or further questions raised, the chairman proposed that the AGM passes the following resolutions in separate votes:

- a. *The annual general meeting adopts the consolidated 2025 financial statements and the 2025 parent company financial statements, as published in the Company's 2025 Annual Report dated May 29<sup>th</sup>, 2026.*
- b. *The annual general meeting adopts the 2025 Remuneration Report.*
- c. *The annual general meeting allocates the Company's annual result for the 2025 financial year as follows: The net loss of EUR 26,945,620 is transferred to general reserves (equity). The annual general meeting decided that no dividend should be paid for the 2025 financial year.*

The chairman established that the AGM adopted the proposals as follows:

Voting item 2 a.

Overview votes and as a percentage of total votes cast		
<b>In favor</b>	26,327,366	100%
<b>Against</b>	0	0%
<b>Abstain</b>	0	0%
<b>Blank</b>	0	0%
<b>Total votes cast</b>	26,327,366	100%

Voting item 2 b.

Overview votes and as a percentage of total votes cast		
In favor	26,327,366	100%
Against	0	0%
Abstain	0	0%
Blank	0	0%
Total votes cast	26,327,366	100%

Voting item 2 c.

Overview votes and as a percentage of total votes cast		
In favor	26,327,366	100%
Against	0	0%
Abstain	0	0%
Blank	0	0%
Total votes cast	26,327,366	100%

**3. Proposal to discharge the members of the management board and the members of the supervisory board**

The chairman addressed the proposal to discharge the former and current members of the management board, including the persons assigned with management responsibilities by decision of the supervisory board under the Company's articles of association, and the former and current members of the supervisory board, in accordance with Dutch law, from liability in respect of the performance of their respective duties during the 2025 financial year. The chairman specifically noted that the proposed discharges be made on the basis of information provided to the annual general meeting including the 2025 annual report and other information publicly available when considering the resolution to discharge.

There having been no further comments made to the proposal or further questions raised, the chairman proposed that the AGM passes the following resolution:

*The annual general meeting discharges the former and current members of the management board, including the persons assigned with management responsibilities by decision of the supervisory board under the Company's articles of association, and the former and current members of the supervisory board, in accordance with Dutch law, from liability in respect of the performance of their respective duties during the 2025 financial year. These discharges are made on the basis of information provided to the annual general meeting and other information publicly available when the resolution to discharge was adopted.*

The chairman established that the AGM adopted the proposal as follows:

Overview votes and as a percentage of total votes cast		
In favor	26,327,366	100%
Against	0	0%
Abstain	0	0%
Blank	0	0%
Total votes cast	26,327,366	100%

**4. Proposal to approve the extension of the remuneration guidelines until the Company's 2028 annual general meeting**

The chairman addressed the proposed adoption by the AGM of the guidelines for remuneration of the Company's management board members, senior executives and other staff. The proposed guidelines were included in Appendix 3 to the notice and agenda for the AGM. These remuneration guidelines would be an extension of the guidelines that the 2024 annual general meeting approved for the period expiring at this AGM. If approved, the proposed remuneration guidelines in Appendix 3 of the notice and agenda for the AGM will be for the period until the 2028 annual general meeting and acknowledges the right for the Company to propose revisions to these guidelines to the general meeting of shareholders prior to their expiration.

There having been no further comments made to the proposal or further questions raised, the chairman proposed that the AGM passes the following resolution:

*The annual general meeting supports the adoption of the extension of the guidelines for remuneration of management board members, senior executives and other staff, attached as Appendix 3 to the notice and agenda for the AGM, for their application until the 2028 annual general meeting of shareholders.*

The chairman established that the AGM adopted the proposal as follows:

Overview votes and as a percentage of total votes cast		
<b>In favor</b>	26,327,366	100%
<b>Against</b>	0	0%
<b>Abstain</b>	0	0%
<b>Blank</b>	0	0%
<b>Total votes cast</b>	26,327,366	100%

**5. Authorization to the supervisory board to issue shares and to exclude pre-emptive rights**

The chairman addressed the proposal that the AGM authorizes, pursuant to article 5 paragraph 1 of the Company's articles of association, the supervisory board to issue shares and to grant the right to subscribe for shares (stock options) until the annual general meeting of 2027 or until and including June 30<sup>th</sup>, 2027 or until this authorization has been fully consummated, whichever is earlier, for a maximum number of 10% of the shares outstanding at the time of this AGM held on June 24<sup>th</sup>, 2026.

There having been no further comments made to the proposal, or further questions raised, the chairman proposed that the AGM passes the following resolutions:

- i. *The annual general meeting authorizes the supervisory board to issue shares and to grant rights to subscribe for shares up for an increase of the Company's share capital by up to EUR 1,559,189. The authorization may be used separately or in combination with other authorizations. This authorization is limited to the issuance of 10% of the number of shares that have been issued at the time of this AGM on June 24<sup>th</sup>, 2026, equaling a maximum issuance of 3,118,378 shares.*
- ii. *The annual general meeting authorizes the supervisory board to limit or exclude the shareholders' pre-emptive rights with respect to the resolution under (i) above at the discretion of the supervisory board.*
- iii. *This authorization can be used to conduct one or more share capital increases for the purpose of*
  - a. *raising equity for the Company's operations, in connection with commercial contracts or for acquisition of other enterprises,*
  - b. *using the Company's shares to satisfy debts or as remuneration in connection with acquisitions and mergers,*
  - c. *issuance of shares or option rights to subscribe for shares in connection with the Company's long-term incentive programs for eligible long-term incentive plan participants for no consideration, and*
  - d. *issuance of shares or option rights to subscribe for shares in conjunction with the granting of shares or share options to new personnel in conjunction with sign-on benefits for no consideration.*

- iv. *The total combined number of shares that can be issued and rights to subscribe for shares under items iii. c. and d. above is limited to 600,000 underlying shares.*
- v. *The authorization includes the right to issue shares against payment in cash contributions or a consideration other than cash, including the conversion of debt into equity. The authorization may also be used in connection with mergers and acquisitions.*
- vi. *This authorization shall apply up until the annual general meeting of 2027, until June 30<sup>th</sup>, 2027 or until this authorization has been fully consummated, whichever is earlier.*
- vii. *If approved, this authorization replaces any unused portion of the authorization to issue shares given by the extraordinary general meeting in previous resolutions of the annual general meeting, except (i) for shares underlying 78,150 share options granted under the Company's main commercial sales contract, and (ii) for shares awarded under the 2023, 2024 and 2025 long-term incentive plans that have not yet vested and share options granted under the 2022 and 2024 long-term incentive plans that have not yet vested or been exercised.*

The chairman established that the AGM adopted the proposal as follows:

<b>Overview votes and as a percentage of total votes cast</b>		
<b>In favor</b>	26,327,366	100%
<b>Against</b>	0	0%
<b>Abstain</b>	0	0%
<b>Blank</b>	0	0%
<b>Total votes cast</b>	26,327,366	100%

#### **6. Proposal to reappoint Mr. Jan Willem Muller as a member of the supervisory board**

The chairman addressed the proposal for the appointment of Mr. Jan Willem Muller as a member of the Company's supervisory board and for him to serve an additional term on the supervisory board as a non-independent supervisory board member for the period until the end of the annual general meeting to be held in 2030, subject to the remuneration for supervisory board members adopted by the extraordinary general meeting of shareholders on April 9<sup>th</sup>, 2024.

Mr. Muller has served on the supervisory board since May 2<sup>nd</sup>, 2022, as a representative and managing director of Infinity Recycling B.V., the managing director of the Company's shareholders Circular Plastics Coöperatief U.A. and Circular Rotterdam B.V., and subject to the AGM's appointment as proposed, Mr. Muller will continue to hold the same position.

The supervisory board commenced the search for the selection and appointment of an independent chair of the supervisory board following the departure of the company's previous chair of the supervisory board on February 11<sup>th</sup>, 2026. The search has been instructed for an independent chair in accordance with the terms of the Company's articles of association, which precludes candidates having a shareholding in the Company exceeding one (1) percent of the Company's issued share capital. No suitable independent candidate has been identified at the time of publication of this AGM. The Company will inform the shareholders and convene an EGM for proposed appointment of an independent chair of the supervisory board when a suitable candidate has been identified and selected.

Upon the AGM's reappointment of Mr Muller, the supervisory board will continue to consist of Mr. Jan Willem Muller (non-independent member) and Mr. Emmanuel Colombel (non-independent member) who will serve terms until the end of the 2030 and 2027 annual general meeting, respectively.

There having been no further comments made to the proposal, or further questions raised, the chairman proposed that the AGM passes the following resolution:

*The annual general meeting appoints Mr. Jan Willem Muller as a member of the supervisory board for the period until the end of the 2030 annual general meeting.*

The chairman established that the AGM adopted the proposal as follows:

Overview votes and as a percentage of total votes cast		
In favor	26,327,366	100%
Against	0	0%
Abstain	0	0%
Blank	0	0%
Total votes cast	26,327,366	100%

**7. Any other business**

There were no topics under this agenda item.

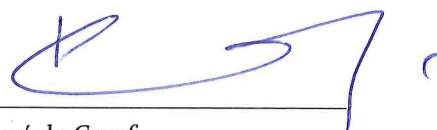
**8. Closing**

There being no further matters to discuss, the chairman closed the AGM at 11:22 on June 24<sup>th</sup>, 2026.

TO CERTIFY THAT THESE ARE THE TRUE MINUTES AND RESOLUTIONS:



Name: Henning E. Jensen  
Title: chair of the AGM  
Date: June 24<sup>th</sup>, 2026



Name: René de Graaf  
Title: secretary of the AGM  
Date: June 24<sup>th</sup>, 2026

## Attachment 1

**Number of shares with voting rights attending the Pryme AGM on June 24<sup>th</sup>, 2026:**

**ISIN:** NL0015002E73, Pryme N.V.

**AGM Date:** June 24<sup>th</sup>, 2026

Number of shares registered in Euronext Securities Oslo on the Record Date June 19 <sup>th</sup> , 2026:	31,183,776	
Number of treasury shares as of the record date:	218	
Number of shares eligible to vote as of the record date:	31,183,558	100.0 %
Number of shares voted by proxy:	26,327,366	100 %
Number of shares voted for in person at the AGM:	0	0 %
Broker non-votes: *	0	0 %
<b>Total number of eligible shares registered in Euronext Securities Oslo represented by proxy votes and/or present at the AGM **</b>	<b>26,327,3660</b>	<b>84.43 %</b>

\* the number of shares for which no proxy voting instructions are received from the beneficial investors.

\*\* excl. treasury shares