

PROTOCOL of the extraordinary general meeting of shareholders (“EGM”) 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 **May 4th, 2026 at 11:00 CEST**.

1. Appointment of the chair and secretary of the EGM (voting item)

The EGM was opened by Benoît Morelle, the Company’s CEO, at 11:01 CEST on May 4th, 2026, as temporary chair of the EGM, 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 EGM attendees and recorded that the EGM 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 31,098,741 shares, each carrying one vote. On the Record Date, April 28th, 2026, the Company held 218 treasury shares for which voting rights may not be exercised.

The temporary chairman registered that 1,145,645 shareholder votes were physically represented in the EGM and that 26,614,420 shareholder votes were represented by advance and proxy votes¹. In total 27,760,065 share votes were represented at the EGM, equal to 89.26 % 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 EGM.

From the Company, in addition to Mr. Morelle, Mr. Jan-Willem Muller, member of the supervisory board, Mr. Frans Vollering, the Company’s interim CFO, and Mr. René de Graaf, the Company’s General Counsel, attended the EGM.

The temporary chairman then addressed the appointment of the chair of the EGM 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 EGM. Mr. Jensen would assume the assignment as chair of the EGM 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 EGM.

The temporary chairman then proposed that the EGM passes the following resolution:

To appoint Mr. Henning E. Jensen chair of the EGM

¹ 19 proxies were received by DNB as per the EGM Notice and Agenda. Of these proxies, 9 were validated and accepted. The remaining 10 proxies received were declined as they did not properly document the qualifying shareholding for voting and or were received after the proxy deadline listed in the EGM Notice and Agenda.

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

Overview votes and as a percentage of total votes cast		
In favor	27,715,106	99.84%
Against	44,959	0.16%
Abstain	0	0%
Blank	0	0%
Total votes cast	27,760,065	100%

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

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

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

2. Approval of the proposal to apply to Euronext Oslo Børs for Pryme N.V. to have its shares removed from trading on Euronext Growth Oslo (voting item)

The chairman addressed the proposal for Pryme N.V. to apply to Euronext Oslo Børs to have its shares removed from trading on Euronext Growth Oslo as elaborated in the explanatory notes in the notice and agenda for the EGM.

On February 18th, 2026, the Company informed its shareholders and other stakeholders via publication on <https://newsweb.oslobors.no> and on the Company's Euronext Live page that it had received a letter from shareholders representing approximately 88.3% of the Company's issued share capital, in which these shareholders requested that an extraordinary general meeting of shareholders be held as early as possible with the proposed resolution for adoption by the EGM that the Company shall apply for a delisting of the shares in the Company from Euronext Growth Oslo (the "**Shareholder Request**"). The letter from these shareholders was attached to the notice and agenda for the EGM.

The Company's management board has established that valid proof exists for the respective number of Company shares held by each of Taranis Operations Limited (held through SIX SIS AG), Circular Plastics Coöperatief U.A. (in its own VPS account), Circular Rotterdam B.V. (in its own VPS account), and Vlivante International SARL-SPF (through SIX SIS AG) (together herein referred to as: the "**Requesting Shareholders**") and totaling approximately 88.3% of the Company's issued share capital. Thus, the request from the Requesting Shareholders to call for the EGM is valid as such request may, according to the Company's articles of association, be made by one or more shareholders that jointly hold at least 10% of the Company's shares.

The chairman addressed that, formally speaking, a company delisting from the Euronext Growth platform in Oslo, the trading platform on which the Company's shares are traded, is termed "to have the Company's shares removed from trading on Euronext Growth Oslo", but that for the purpose of simplicity, the term "delisting" has been used in the notice and agenda for the EGM, at the EGM describing such process and in this protocol.

Following the receipt of the Shareholder Request, the Company's management board and supervisory board asked the Requesting Shareholders whether any of them individually or jointly plans to:

- a) issue an offer for the purchase of Company shares to minority shareholders before the Company would submit a delisting application (short-term exit opportunity) and or

- b) grant the Company's minority shareholders a tag-along right to sell their Company shares in the case that the Requesting Shareholders would sell Company shares and on terms and conditions equal to those applicable to the Requesting Shareholders at such time (long-term exit opportunity).

The Company's management board and supervisory board have not received a response from the Requesting Shareholders and are not aware of any intentions by the Requesting Shareholders in respect of these matters brought to their attention.

The Company's management board has also scrutinized the Company's contracts in order to examine whether any of the Company's contracts requires the Company's shares to be listed. One such contract was identified and a waiver for such condition has been received by the Company.

For the Company's shares to be delisted, there are four conditions that all need to be met as a result of the Company being a Dutch legal entity subject to Dutch corporate law and the Company being listed on Euronext Growth Oslo:

1. The management board needs to decide to approve and seek the delisting of the Company's shares;
2. The supervisory board needs to have approved the decision of the management board to seek delisting under 1 above;
3. The Company's general meeting needs to approve applying with Euronext Oslo Børs for the delisting of the Company's shares from Euronext Growth Oslo; and
4. Euronext Oslo Børs needs to approve the Company's application for the delisting of the Company's shares from Euronext Growth Oslo.

Items 1 and 2 above are mandated by Dutch law and as per Dutch law the management board and the supervisory board are not obliged to consult the general meeting or to take instructions from the general meeting on this matter from a Dutch company law perspective.

However, the regulations of Euronext Oslo Børs, and particularly the regulations under "Euronext Growth Oslo Rule Book - Part II" require that for a Company to apply for delisting from Euronext Growth Oslo, a general meeting must have passed a resolution to this effect with the same majority as required for changes to the Company's articles of association. Thus, item #3 above is a requirement from Euronext Oslo Børs. Item #4 is naturally also a requirement from Euronext Oslo Børs.

In order to comply with the framework above, the management board and the supervisory board of the Company have irreversibly resolved to approve and seek the delisting of the Company's shares subject to the EGM passing the proposed resolution under this agenda item #2 and subject to Euronext Oslo Børs approving the Company's application for delisting. These decisions have been formalized through separate management board and supervisory board resolutions. If the general meeting declines to approve of such delisting or if Euronext Oslo Børs rejects the approval to delist, these resolutions will be void and have no effect.

When resolving to approve and seek the delisting of the Company's shares, the management board and supervisory board have considered the reasons mentioned by the Requesting Shareholders in their Shareholder Request. The management board and supervisory board largely agree with the reasons raised by the Requesting Shareholders as summarized below:

1. The Company has a shareholder structure which is not suitable for a listed company where 88.3% of the issued share capital is held by four large shareholders (identified as the Requesting Shareholders), leaving a free float of shares of just over 11 percent leading to very low daily trading volumes;
2. The Company has a low market capitalization, which limits the possibility of attracting attention and capital from the types of investors who typically invest in listed companies;

3. Being listed on Euronext Growth Oslo entails costs for the Company, both in the form of listing fees and administrative costs related to the follow-up and compliance with listing requirements;
4. The Company is in a phase where it expects to seek additional funding in the relatively near future, in line with former communication by the Company. As an unlisted company, the Company would have more flexibility to consider alternative funding structures, which would increase the likelihood of obtaining the necessary financing; and
5. While a delisting would remove the regulatory framework applicable to companies listed on Euronext Growth Oslo, the shareholders would still be protected by minority protection and equal treatment rules applicable under Dutch company law.

When making its decision, the management board and supervisory board also considered potentially negative consequences for the Company's shareholders including, but not limited to:

1. *No Trading platform post delisting:* Following a potential delisting, a trading platform for the Company's shares would no longer be available. Shareholders would need to seek alternative ways to buy or sell Company shares and to agree on the volume, price, time and payment of any transaction in respect of Company shares. In addition, banks and brokers may not be willing to execute such transactions and register the changes in the VPS.
2. *Conversion into registered shares:* Although it is the intention of the Company to continue to utilize the VPS share register, following a potential delisting, the Company cannot guarantee that the shareholder register currently administrated by VPS (the "**VPS register**") will be continued in the future. Shareholders may then need to convert their dematerialized Company shares registered in the VPS register into registered shares maintained in the Company's Dutch or new alternate shareholders register at any such time. Following such change, a transfer of Company shares might require a Dutch notarial deed of transfer.

The chair of the EGM then referred to questions received from shareholders relative to agenda item #2, delisting. He summarized and categorized the questions as follows: 1) will there be any structured exit opportunity such as buyouts in conjunction with the proposal to delist?, 2) has the principle of "equal treatment of all shareholders" been considered when proposing the delisting of the Company's shares? and 3) to what degree has minority shareholders been consulted regarding the delisting proposal. In addition, there were some questions raised that were not related to the delisting itself, such as questions of more strategic and operational nature.

Regarding question category #1, the management board and the supervisory board confirm that there are certainly no plans from the Company to offer any buyback of shares or similar arrangements in conjunction with the delisting proposal. This is based on the changing focus of the Company to shut down the Company's only plant, to dramatically reduce costs primarily through reduction in personnel, liquidate certain fixed assets, restructure its debt, attract technology partners and seek funding for Pryme's next plants. Thus, the Company's current liquidity needs to be carefully used to secure the future of the Company. Any Euro spent on buying back shares would mean less cash runway for the Company and would certainly not be looked upon favorably by the Company's creditors. The Company is not aware of any plans or intentions by the Requesting Shareholders to make offers for or buy outstanding shares in Pryme N.V.

Relating to question category #2, the potential delisting of the Company's shares from the Euronext Growth platform would apply equally to all shares in Pryme N.V. if approved by the EGM and Euronext Oslo Børs. As such, the management board and the supervisory board emphasize that there are no "equal treatment of all shareholders" issues associated with a potential delisting as it would affect all shareholders equally.

Regarding question category #3, the management board and supervisory board highlight that the main forum that a company has at its disposal for interacting with its shareholders is its general meetings. The matter of delisting the Company from Euronext Growth Oslo is being brought to the Company's EGM which offers the opportunity to all shareholders, large and small, to voice his or her opinions regarding the proposed delisting.

Relating to the questions that were of a more strategic and or operational nature, these questions are not addressed in this EGM as the agenda topic is strictly the delisting proposal that is addressed on its own merits. For such questions, the Company refers to its regular updates, whether in the form of quarterly reports, trading updates or other updates published through the Euronext and NewsWeb channels or more general information provided on the Company's web pages.

With that the questions that were received in advance of the meeting were considered answered by the Company. The chair of the EGM then called for any questions from the attending EGM shareholder.

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

The Company shall apply for the delisting of the Company's shares from Euronext Growth Oslo pursuant to section 3.17.2 of the Euronext Growth Oslo Rulebook II.

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

Overview votes and as a percentage of total votes cast		
In favor	27,473,011	98.96%
Against	287,054	1.04%
Abstain	0	0%
Blank	0	0%
Total votes cast	27,760,065	100%

The chair of the EGM noted that the results of the vote for the proposed resolution under this agenda item 2 met the requirement from Euronext Oslo Børs that "the resolution be passed with the same majority as required for changes to the Company's articles of association". For the Company, such change must be adopted in a general meeting in which at least two thirds of the issued capital is represented, by a majority of at least two thirds of the votes cast as per its articles of association.

Given the resolutions passed by the Company's management board and supervisory board, this means that following the adopting of the proposed resolution under this agenda item 2, the Company will apply for the delisting of the Company's shares from Euronext Growth Oslo pursuant to section 3.17.2 of the Euronext Growth Oslo Rulebook II.

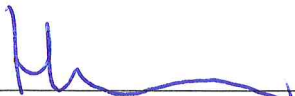
3. Any other business

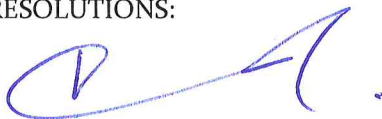
There were no topics under this agenda item.

4. Closing

There being no further matters to discuss, the chairman closed the EGM at 11:22 on May 4th, 2026.

TO CERTIFY THAT THESE ARE THE TRUE MINUTES AND RESOLUTIONS:


 Name: Henning E. Jensen
 Title: chair of the EGM
 Date: May 4th, 2026


 Name: René de Graaf
 Title: secretary of the EGM
 Date: May 4th, 2026

Attachment 1

Number of shares with voting rights attending the Pryme EGM on May 4th, 2026:

ISIN: NL0015002E73, Pryme N.V.

EGM Date: May 4th, 2026

Number of shares registered in Euronext Securities Oslo on the Record Date April 28 th , 2026:	31,098,741	
Number of treasury shares as of the record date:	218	
Number of shares eligible to vote as of the record date:	31,098,523	100.0 %
Number of shares voted by proxy:	26,614,420	85.58 %
Number of shares voted for in person at the EGM:	1,145,645	3.68 %
Broker non-votes: *	3,338,458	10.74 %
Total number of eligible shares registered in Euronext Securities Oslo represented by proxy votes and/or present at the EGM **	27,760,065	89.26 %

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

** excl. treasury shares