

# GeoJunxion NV - Additional clarifications to the agenda of the 2023 Annual General Shareholders Meeting of 21 November 2023.

## Agenda topics

- Item 2      **Business update and clarification of the company's strategy**  
The Management Board will provide an overview of the main developments during the accounting year 2022-23, will provide an update on the strategy, how this has evolved over the past 12 months and the recent developments during the first quarter of accounting year 2023-24. The presentation will include an overview of the product portfolio and business environment in which the company operates.
- Item 3      **Status update on delisting from Euronext Amsterdam**  
The Management Board and Supervisory Board will provide an update on the status of the delisting process from Euronext Amsterdam. An overview will be provided of actions taken to date and considerations made in the process.
- Item 4      **Status update on convertible loan with lenders**  
The Management Board will provide an update on the status of negotiations with the lending providers.
- Item 5      **Report of the Management Board for financial year 2022-23**  
The CEO - Ivo Vleeschouwers and CBO - Francesco Altamura, will present the report of the Management Board.
- Item 6      **Report of the Supervisory Board for financial year 2022-23**  
The Chairman of the Supervisory Board - Mr. Cees Molenaar will present the report of the Supervisory Board.
- Item 7      **Remuneration policy in financial year 2022-23**  
voting      For the topic on the implementation of the Remuneration policy, reference is made to the notes 6.26 and 6.27 in the 2022-23 Consolidated Annual accounts. This document will be published on 28 October and be available on the company's website as of that date.
- Item 8      **Adoption of the minutes of the AGM of 15 November 2022**  
voting      The Shareholders are invited to pose their questions to the Minutes of the General Shareholders Meeting of last year, held per 15 November 2022. Subsequently, they are requested to vote and approve the Minutes of the meeting.
- Item 9      **Proposal to adopt the financial statements**  
voting      The Shareholders are invited to pose their questions to the 2022-23 Consolidated Annual Accounts as prepared and approved by the Supervisory board. Subsequently, they are requested to vote and approve the 2022-23 Consolidated Annual Accounts of GeoJunxion N.V..
- Item 10     **Policy on result allocation (discussion item)**  
The dividend policy of GeoJunxion N.V. is stated as: GeoJunxion has the ambition to turn around its business, become and remain a profitable company in the near future. It has the intention to finance its growth from its operational cash flow. In determining a dividend, the company is considering a number of factors, such as: internal growth opportunities, investment and cash requirements, the equity position and its shareholders' interests. A dividend distribution is determined annually by the Supervisory Board. The financial results for the accounting year 2022-23 have significantly improved compared to last year, to a net profit of €28,000 (loss of €840,000 for the year 2021-22). Although this is very positive, it is premature to decide on distributing dividends. Therefore, the Management board, jointly with the Supervisory Board, proposes not to distribute a dividend to the shareholders.

- Item 11 **Proposal to not to issue a dividend over 2022-23**  
voting The Supervisory Board of GeoJunxion is putting a resolution before the General Meeting of Shareholders, proposing not to pay dividend for the 202-23 financial year.
- Item 12 **Corporate Governance (discussion item)**  
Reference is made to the section Corporate Governance in the Report of the Management Board 2022-23
- Item 13 **Proposal give discharge to the members of the Board of Management**  
voting The Shareholders are invited to approve the proposal to discharge the members of the Board of Management for their activities during the accounting year 2022-23.
- Item 14 **Proposal give discharge to the members of the Supervisory Board**  
voting The Shareholders are invited to approve the proposal to discharge the members of the Supervisory Board for their activities during the accounting year 2022-23.

GeoJunxion provides its shareholders with two options to attend the meeting: online, via the live Microsoft Teams Webinar, or in-person. In both cases registration is mandatory. GeoJunxion recommends all its shareholders to provide their voting instructions using the proxy voting form no later than 14 November 2023, at 5:00 p.m. (CET). Instructions on how to register, vote by proxy and attend the webinar are outlined below in this convocation notice.

For shareholders that wish to attend the AGM online, it will be required to use the proxy voting form and provide the voting instructions ahead of the meeting (no later than 14 November 2023).

Shareholders that wish to attend the meeting in-person are welcome to join us in our office in Capelle a/d IJssel as of 9h30. Please bring a valid identification document. Shareholders that are present in-person will be able to vote during the meeting, they can however also submit their voting instructions ahead of the meeting.

For more detail and links to the relevant meeting documents, please refer to the press release with the convocation and meeting agenda.

Capelle aan den IJssel, 9 October 2023

The Management and Supervisory Board  
GeoJunxion N.V.  
[www.GeoJunxion.com](http://www.GeoJunxion.com)