

SYENSQO SA

Ordinary Shareholders' Meeting

Thursday May 23, 2024 at 10.30 am

Dome Eventhall, Bd Lambert 1, 1000 Brussels

AGENDA

- 1. Acknowledgment of the management report for the financial year 2023**
- 2. Acknowledgment of the statutory auditor's report for the financial year 2023**
- 3. Acknowledgment of the consolidated annual accounts for the financial year 2023 – and the report of the statutory auditor on the consolidated annual accounts**

- 4. Approval of the statutory annual accounts for the financial year 2023 – Allocation of profit and determination of the dividend**

Proposed resolution: it is proposed to approve the statutory annual accounts for the financial year 2023 and the allocation of profit for the financial year and to set the gross dividend per share at EUR 1.62 payable as from 31 May 2024.

- 5. Discharge to the directors for the performance of their mandate during the financial year 2023**

Proposed resolution: it is proposed to grant discharge to the directors for the performance of their mandate during the financial year 2023.

- 6. Discharge to the statutory auditor for the performance of its mandate during the financial year 2023**

Proposed resolution: it is proposed to grant discharge to the statutory auditor for the performance of its mandate during the financial year 2023.

- 7. Remuneration report for the financial year 2023**

Proposed resolution: it is proposed to approve the 2023 remuneration report, included in the Corporate Governance Statement section of the management report for the financial year 2023.

- 8. Remuneration of Non-Executive Directors**

Proposed resolution: upon recommendation of the Remuneration Committee and in accordance with the Remuneration Policy, it is proposed that, with effect from the January 1st 2024, the remuneration of Non-Executive directors, consisting of an annual fixed fee in respect of their Board duties and an attendance fee per Board or Committee meetings, be set as follows:

- Annual fixed fee:

Board of directors

Chair	€ 300,000
Other Members	€ 75,000

Audit Committee

Chair	€ 35,000
Other Members	€ 20,000

Other Committees

Chairs	€ 18,000
Other Members	€ 10,000

- Attendance fee per Board and Committee meetings:

The attendance fee is € 1,000 for the attendance of Board meetings or Committee meetings; this amount is increased by an additional € 1,000 per meeting for Board or Committee members who are based outside Europe and traveling overseas to attend Board or Committee meetings in person.

The Chair of the Board does not receive attendance fees for the Board or Committee meetings.

9. Assignment to the statutory auditor for the assurance of sustainability reporting

Proposed resolution: Upon recommendation of the Audit and Risk Committee it is proposed to grant the statutory auditor of the Company, EY Réviseurs d'Entreprises SRL, with registered office at Kouterveldstraat 7b, 1831 Diegem, Belgium, represented by Marie Kaisin, with the specific assignment for the assurance of sustainability reporting, as required by the EU Directive 2022/2464 of 14 December 2022 of the European Parliament and the European Council as regards corporate sustainability reporting, for a duration equal to the duration of the current mandate of the statutory auditor of the Company.

10. Delegation of powers

Proposed resolution: it is proposed to grant Aminata Kaké (Corporate Secretary & Deputy General Counsel) and Olivia Szerer (Senior Corporate Legal Counsel), acting individually, with all powers to carry out the publication formalities necessary for the publication of the resolutions taken by the Ordinary Shareholders' Meeting, with power of substitution.

11. Miscellaneous