



SYENSQO SA

Ordinary Shareholders' Meeting

Tuesday May 6, 2025 at 10.30 am

**SQUARE Brussels
Mont des Arts, 1000 Brussels, Belgium**

EXPLANATORY NOTE

This note is set out in accordance with article 7:129, §3, 4° of the Belgian Code of Companies and Associations and contains an explanation of each item listed on the agenda for the Ordinary Shareholders' Meeting.

For more information concerning the Ordinary Shareholders' Meeting and the applicable formalities, we refer to the convening notice published on the website of Syensqo.

1. Acknowledgment of the management report for the financial year 2024

The Board of Directors has prepared a management report on the operations of the financial year 2024, including the Corporate Governance Statement, in which all information required by law is included.

This document is available on the website of Syensqo. It has been communicated to the registered shareholders and is also available on request.

This item is included for communication purposes only and does not require the adoption of a decision.

2. Acknowledgment of the statutory auditor's report for the financial year 2024

The statutory auditor's report is unqualified.

This document is available on the website of Syensqo. It has been communicated to the registered shareholders and is also available on request.

This item is included for communication purposes only and does not require the adoption of a decision.

3. Acknowledgment of the consolidated annual accounts for the financial year 2024 - and the report of the statutory auditor on the consolidated annual accounts

The consolidated annual accounts for the financial year 2024 have been approved by the Board of Directors. The statutory auditor's report on the consolidated annual accounts is unqualified.

These documents are available on the website of Syensqo. They have been communicated to the registered shareholders and are also available on request.



This item is included for communication purposes only and does not require the adoption of a decision.

4. Approval of the statutory annual accounts for the financial year 2024 - Allocation of profit and determination of the dividend

It is proposed to approve the statutory annual accounts for the financial year 2024 and the allocation of profit for the financial year and to set the gross dividend per share at EUR 1.62, payable as from 19 May 2025.

A copy of the 2024 statutory annual accounts is available on the website of Syensqo. They were communicated to the registered shareholders and are also available on request.

In accordance with the Belgian Code of Companies and Associations, the Shareholders' Meeting decides each year on the approval of the statutory annual accounts as well as on the allocation of profits and the determination of the dividend by separate vote.

5. Discharge to the directors for the performance of their mandate during the financial year 2024

It is proposed to grant discharge to the directors for the performance of their mandate during the financial year 2024.

In accordance with the Belgian Code of Companies and Associations, the Shareholders' Meeting decides each year, after approval of the annual accounts, on the discharge to the Directors by separate vote.

6. Discharge to the statutory auditor for the performance of its mandate during the financial year 2024

It is proposed to grant discharge to the statutory auditor for the performance of its mandate during the financial year 2024.

In accordance with the Belgian Code of Companies and Associations, the Shareholders' Meeting decides each year, after approval of the annual accounts, on the discharge to the statutory auditor by separate vote.

7. Remuneration report for the financial year 2024

It is proposed to approve the 2024 remuneration report, included in the Corporate Governance Statement section of the management report for the financial year 2024.

This report gives information on the remuneration of the directors and the members of the Executive Committee.

In accordance with the Belgian Code of Companies and Associations, the Shareholders' Meeting decides each year on the approval of the remuneration report by separate vote.



8. Statutory auditor's fees for the assurance of sustainability reporting

Upon recommendation of the Audit and Risk Committee, it is proposed to set the annual fees of the Company's statutory auditor, EY Réviseurs d'Entreprises SRL, with registered office at Kouterveldstraat 7b, 1831 Diegem, Belgium, represented by Marie Kaisin, for the specific assignment of 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, at 588,720.00 euros per year.

9. Delegation of powers

It is proposed to grant Ms. Patricia Van de Wiele and Ms. Luciana Balles, acting individually, with all powers to carry out the publication formalities necessary for the publication of the decisions taken by the Ordinary Shareholders' Meeting, with power of substitution.

10. Miscellaneous