

ASTARTA HOLDING N.V.

Jan van Goyenkade 8, 1075 HP AMSTERDAM Tel: (00 31) 20 6731090 Fax: (00 31) 20 6730342

2022 ANNUAL GENERAL MEETING IMPORTANT INFORMATION

Dear Shareholder,

This document has been prepared by ASTARTA Holding N.V. with its corporate seat in Amsterdam, the Netherlands (the "**Company**") in connection with the upcoming:

Annual General Meeting of the Company's Shareholders to be held on 16 June 2022 at J.J. Viottastraat 52, 1071 JT Amsterdam, the Netherlands at 14:00 P.M. Amsterdam time (the "**AGM**").

to explain in detail the proxy voting procedure and indicate steps that should be taken by you with a view to participating in the AGM. This document should be read in conjunction with the Company's Articles of Association and applicable provisions of Dutch law.

How to register for the AGM?

Depository certificate

All shareholders wishing to participate in the AGM should request custodian banks or brokers operating their investment accounts on which shares held in the Company are registered to issue **a registered depository certificate evidencing their shareholding in the Company on 19 May 2022**, being the 28th day prior to the AGM, and the right to participate in the AGM.

To receive information on formal requirements of, and documents to be submitted to, the broker or a custodian bank for the purpose of the issuance of registered depository certificates, all shareholders are advised to contact their brokers / custodian banks.

A shareholder intending to participate **in the AGM (in person, by its own proxy or by the Director designated by the Company)**, should deposit with the Company or LLC Firm "Astarta-Kyiv" a depository certificate **evidencing their shareholding in the Company on 19 May 2022**.

In all cases, the registered depository certificate should be issued by your broker at such time as to enable you to deposit the original of a depository certificate with the Company or LLC Firm "Astarta-Kyiv" **not later than 14 June 2022**.

Placing depository certificates with the Company

Original registered depository certificates should be deposited not later than 14 June 2022 with the Company at:

Jan van Goyenkade 8, 1075 HP AMSTERDAM Tel: (00 31) 20 6731090 Fax: (00 31) 20 6730342

- (i) the Company's offices in the Netherlands at the following address: **Jan van Goyenkade 8, 1075 HP Amsterdam, the Netherlands** (between 9.00 and 17.00 Amsterdam time) or

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- (ii) the LLC Firm "Astarta-Kyiv" office in Ukraine at the following address: at Astarta Business Center, 9th floor, 58 Yaroslavskaya Street, 04071, Kyiv, Ukraine (between 9:00 and 17:00 CET).

Shareholders may deliver registered depository certificates in person, by courier or send them by ordinary or registered mail; they should, however, bear in mind that **only registered depository certificates delivered to the Company or LLC Firm "Astarta-Kyiv" by 17:00 hours CET on 14 June 2022 will entitle them to participate in the AGM.**

Dear Shareholder,

We would appreciate it very much if when registering for the AGM you could indicate whether you will be attending the AGM in person, by your own proxy or by the Director designated by the Company. The confirmation form is available on the Company's website at www.astartaholding.com.

How to participate in the AGM?

Who may participate?

Shareholders may participate in the AGM:

- personally (in case of an individual),
- by their duly authorized representatives (in case of a legal entity and an organizational unit that is not a legal entity),
- by proxy (in case of an individual, legal entity or organizational unit), including, in case of the AGM the Director designated by the Company.

Please note that the Director designated by the Company will represent shareholders, vote their shares and act as the chairman of the AGM.

Shall I deliver a copy of a power of attorney before the AGM?

All shareholders intending to participate in the AGM by a proxy must deliver a copy of the power of attorney (a chain of copies of powers of attorney) to the Company or LLC Firm "Astarta-Kyiv" not later than 17:00 hours CET on **14 June 2022**.

Please note that the Shareholder's proxy should also bring to the AGM the original power of attorney, a copy of which was delivered to the Company or LLC Firm "Astarta-Kyiv" as described above.

What ID documents shall I bring to the AGM?

Every shareholder that is

An individual - is kindly asked to bring to the AGM:

- (a) ID card, passport or other official document confirming his/her identity;

a legal entity - is kindly asked to bring:

- (a) extract from the respective trade register; and/or

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- (b) other documents evidencing the authorization of individual(s) representing such shareholder at the AGM (e.g., a chain of powers of attorney); and/or
- (c) ID card, passport or other official documents confirming the identity of its representatives;

an organization is kindly asked to bring:

- (a) extract from the respective trade register; and/or
- (b) other documents evidencing the authorization of individual(s) representing such shareholder at the AGM (e.g., a chain of powers of attorney); and/or
- (c) ID card, passport or other official documents confirming the identity of its representatives;

a proxy- is kindly asked to bring:

- (a) ID card, passport or other official document confirming his/her identity;
- (b) Hard copy of the power of attorney;
- (c) If the power of attorney is granted by another proxy of the shareholder or by other representatives of the shareholder - all documents evidencing the authorization to grant further powers of attorney are required.

All the above-mentioned documents should be presented in hard copies or in the form of a copy duly notarized, or legalized by a legal adviser/attorney at law, or by a member(s) of the management board of the shareholder - in compliance with the rules of representation.

In case of any doubts related to the authorization of a shareholder for participation in the AGM and admission thereto, the decision of the Chairman of the AGM will be decisive.

Please note that in all cases when the power of attorney to represent a shareholder at the AGM is given by another proxy of the shareholder, the power of attorney granted to such authorizing proxy should expressly authorize him / her to grant further powers of attorney.

How to grant your vote to the Director designated by the Company?

Who is the Director designated by the Company?

For the convenience of its Shareholders the Company has designated:

1. Mr. M.M.L.J. van Campen.

as Shareholder's proxy to attend the AGM in the Netherlands and vote in accordance with the voting instructions and numbers of shares of those Shareholders that have decided to authorize such Director to represent them.

What should I do to authorize the Director designated by the Company?

To attend the AGM via granting your vote to the Director designated by the Company, Shareholders have to:

1. fill in the form of proxy available on the Company's website at www.astartaholding.com;

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2. fill in the proxy voting instructions;
3. attach thereto all documents specified in the form of proxy (*i.e.*, the original registered depository certificate, but only if not deposited with the Company before, and all documents evidencing the rights of individual(s) signed under the form of proxy to represent a respective shareholder, including the extract from the trade register and a chain of powers of attorney);
4. deliver (send) the form of proxy together with all the required documents:
 - a) to the Company's offices in the Netherlands in Amsterdam at the following address: at Jan van Goyenkade 8, 1075 HP Amsterdam (between 9.00 and 17.00 hours local time); or
 - b) to the LLC Firm "Astarta-Kyiv"'s office in Ukraine in Kyiv at the following address: at Astarta Business Center, 9th floor, 58 Yaroslavskaya Street, 04071, Kyiv (between 9.00 and 17.00 hours local time).

The form of proxy together with all requested documents should be delivered to the Company or LLC Firm "Astarta-Kyiv" not later than by 17:00 hours CET on **14 June 2022**.

Please note that only shareholders that are entitled to attend the AGM (i.e., who deposited the registered depository certificate with validity dates falling on the date not earlier than the end of the AGM with the Company and have not collected the deposited depository certificate before that date) may effectively appoint the Director designated by the Company. In all other cases, the power of attorney given by a shareholder will be ineffective. For that purpose, before the AGM the Company will verify all powers of attorney granted to the Director designated by the Company with the list of shareholders authorized to participate in the AGM.

Please note that if the voting instruction is not filled in, the Director designated by the Company will vote in accordance with the recommendations of the Board of Directors of the Company (i.e., "for" each resolution to be adopted at the AGM).

Please note that voting via the Director designated by the Company is an option of the Shareholder. Therefore, each Shareholder may attend the AGM and vote on behalf of his/her shares in person or through his/her own proxy.

Please note that the name, address and other information of the shareholder should be consistent in all documents. Admission to the AGM of persons other than those representing the shareholder will be decided by the Chairman of the AGM.

Language of documents

All documents relating to the AGM may be delivered to the Company or LLC Firm "Astarta-Kyiv" in English. If any document has been prepared in any other language, shareholders are kindly asked to translate such document into English at their own cost.

Language of the AGM

The AGM will be conducted in English. Please note that the English versions of all resolutions are binding as the resolutions will be adopted in English.

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How to revoke the power of attorney granted to the Director designated by the Company / own proxy?

Each shareholder may revoke the power of attorney given to the Director designated by the Company or to its own proxy by sending a document expressly revoking the granted power of attorney to the Company or LLC Firm "Astarta-Kyiv" at the addresses indicated above; such document will be effective and the power of attorney will be revoked if it is delivered to the Company or to the Director designated by the Company prior to the holding of the AGM. It is strongly recommended that the document revoking the power of attorney granted to the Director designated by the Company is received by the Company not later than 17:00 hours local time at the address of the Company or LLC Firm "Astarta-Kyiv" at the address indicated below. Otherwise there can be no assurance that the revocation can be processed by the Company in time for the AGM. The revocation should be accompanied by proof of the identity and signing authority of the person signing the revocation. Each shareholder may also revoke a granted power of attorney at the AGM if such shareholder attends the AGM in person.

Further questions

Shareholders are kindly asked to address all queries with respect to the AGM to the Board of Directors at the following addresses:

ASTARTA Holding N.V.
Jan van Goyenkade 8
1075 HP Amsterdam
The Netherlands
Fax: +31 20-6730342
Email:denys.dutchak@astartakiev.ua

LLC Firm "Astarta-Kyiv"
Astarta Business Center, 9th floor,
58 Yaroslavskaya Street, 04071,
Kyiv Ukraine
Fax: +38 044 585-94-03 Email:
Email:denys.dutchak@astartakiev.ua

with a notice: the General Meeting of ASTARTA Holding N.V.
Amsterdam, 08 April 2022 The Board of Directors

This document has an informative nature only and should be read in conjunction with the Company's Articles of Association and applicable provisions of Dutch law. Shareholders are kindly asked to read and consider carefully all the information concerning the AGM which has been made available by the Company, including the Annual Report 2021 containing the Company's annual accounts.