

PROXY FORM

For the Extraordinary General Meeting of Shareholders (the **General Meeting**) of OCI N.V. (the **Company**), to be held on Thursday 22 January 2026 at 2:00 PM (CET).

The undersigned,

Name _____

Address _____

Postal code / city / country _____

Email address _____

hereinafter referred to as the **Shareholder**, acting in his capacity as holder of (number) ordinary shares in the share capital of the Company on 25 December 2025 at 5:00 PM (CET) (the **Registration Date**), hereby grants a power of attorney to:

☐ Ms. J.J.C.A. Leemrijse (or any other (candidate) civil-law notary at at Allen Overy Shearman Sterling LLP (Amsterdam office) (the **Authorised Person**); or

☐ _____ (name of own proxy), ID no.: _____
(the **Own Proxy**),

(Please indicate which is applicable)

to represent the Shareholder in order to exercise the voting rights attached to the ordinary shares on behalf of the Shareholder in respect of the agenda items for the General Meeting,

☐ without specific voting instruction¹; or
☐ in the manner set out below,

(Please indicate which is applicable)

No.	Agenda	For	Against	Abstain
1	Opening and announcements	n/a	n/a	n/a
2	Proposal to Grant Approval to the Combination (one combined voting item) (resolution)			
3	Proposal to grant approval to the OCI AH Sale (resolution)			
4	Proposal to discharge the Executive Director from liability (resolution)			
5	Proposal to discharge all Non-Executive Directors from liability (resolution)			
6	Close of meeting	n/a	n/a	n/a

¹ A proxy granted to Ms. J.J.C.A. Leemrijse without a specific voting instruction will be regarded to include a voting instruction in favour of all voting items at the General Meeting.

Signature shareholder:

Place:

Date

Signature Own Proxy:

Place:

Date

INSTRUCTIONS FOR SUBMITTING THIS PROXY

This written proxy is to be accompanied by a statement of the Shareholder's bank or intermediary of the number of shares held by the Shareholder at the Registration Date (the **Statement**).

If granted to the Authorised Person, this written proxy, accompanied with the Statement must have been received by the Authorised Person at the below mentioned address, ultimately on **15 January 2026 at 5:00 PM (CET)**. The Authorised Person will thereupon vote the shares in writing ahead of the General Meeting in accordance with section 2:117b of the Dutch Civil Code.

If granted to the Own Proxy, this written proxy, countersigned by the Own Proxy and accompanied with a copy of a valid ID of the Own Proxy and the Statement, must have been received by the Authorised Person, for this purpose acting on behalf of the Company, at the below mentioned address ultimately on **15 January 2026 at 5:00 PM (CET)**. Upon receipt of the fully executed and countersigned proxy, the votes will have been cast ahead of the meeting in writing in accordance with section 2:117b of the Dutch Civil Code.

If sent by mail:

A&O Shearman
attn. Mr. J.J.C.A. Leemrijse
Apollolaan 15
1077 AB Amsterdam
The Netherlands

If sent in pdf-form by email to: joyce.leemrijse@aoshearman.com
(cc: jose.luimstra@aoshearman.com)