

This written proxy voting form enables shareholders of IMCD N.V. to grant a written proxy and to give voting instructions to a chosen third party or to a person designated by IMCD N.V. Please note the applicable instructions and terms on the last page.

**WRITTEN PROXY for the ANNUAL GENERAL MEETING of IMCD N.V. to be held on Monday 2 May 2022 at 1:00 PM CET (the "AGM")**

The undersigned:

Name \_\_\_\_\_

Address \_\_\_\_\_

Postal code/city/country \_\_\_\_\_

Hereinafter referred to as the Shareholder, acting in his capacity as holder of \_\_\_\_\_ (number) ordinary shares in the share capital of IMCD N.V. that are duly registered for participation in the AGM via the relevant intermediary to ABN AMRO (the "Shares"), hereby grants a power of attorney to:

1. **A chosen third party, namely:**

Name \_\_\_\_\_

Address \_\_\_\_\_

Postal code/city/country \_\_\_\_\_

to represent the Shareholder at the AGM of IMCD N.V. and to exercise the voting rights attached to the Shares on behalf of the Shareholder in respect of the agenda item for the AGM,

a. without specific voting instruction, or

b. in the manner set out in the Voting Item Overview on the next page (*Please indicate which is applicable on the Voting Item Overview*)

**Or**

2. **A person designated by IMCD N.V. (Company Secretary, Mrs. C.B.F.M. Westerhuis, or any other person)**

to represent the Shareholder at the AGM of IMCD N.V. and to exercise the voting rights attached to the Shares on behalf of the Shareholder in respect of the agenda item for the AGM, in the manner set out in the Voting Item Overview on the next page (*Please indicate which is applicable on the Voting Item Overview*)

**VOTING ITEM OVERVIEW**

No.	Agenda item	For	Against	Abstain
2.c	Advisory vote on the 2021 Remuneration Report			
3.b.	Adoption of the 2021 financial statements			
3.d	Adoption of a dividend of EUR 1.62 per share in cash			
4.a	Discharge from liability the members of the Management Board for the performance of their duties in 2021			
4.b	Discharge from liability the members of the Supervisory Board for the performance of their duties in 2021			
5.a	Reappointment of Piet van der Slikke as member of the Management Board (CEO)			
5.b	Reappointment of Hans Kooijmans as member of the Management Board (CFO)			
5.c	Appointment of Marcus Jordan as member of the Management Board (COO)			
6.a	Reappointment of Stephan Nanninga as member of the Supervisory Board			
6.b	Appointment of Willem Eelman as member of the Supervisory Board			
6.c	Adoption of a revision of the annual fixed fees for the remuneration of the Supervisory Board members			
7	Reappointment of Deloitte Accountants B.V. as accountant for the financial years 2022 and 2023			
8.a	Designation of the Management Board as authorised corporate body to issue shares and/or grant rights to acquire shares			
8.b	Designation of the Management Board as authorised corporate body to restrict or exclude the pre-emptive rights on shares as described under described under 8a			
9.	Authorisation of the Management Board to acquire shares in the company on behalf of the company			

**Signing:**

Name: \_\_\_\_\_ Number of shares: \_\_\_\_\_

Name Bank (if applicable): \_\_\_\_\_ Depot number (if applicable): \_\_\_\_\_

Date: \_\_\_\_\_ Place: \_\_\_\_\_ Signature: \_\_\_\_\_

**INSTRUCTIONS AND TERMS:**

1. Your proxy or voting instruction will be taken into account only if the proxy voting form has been completed in full, duly signed and received in good order at the offices of ABN AMRO Bank N.V., Department Corporate Broking HQ 7212, P.O. Box 283, 1000 EA Amsterdam, The Netherlands, or, if sent in pdf-form electronically at the e-mail address: [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com) not later than **Monday 25 April 2022, 5:00 p.m. CET.**
2. The proxy voting form is to be completed by pen only and is to be unequivocal with respect to your instructions (in case of deletions and corrections, please use a new form). Proxies and voting instructions which do not comply with these requirements will be disregarded.
3. If you submit more than one proxy with respect to the same securities (whether on paper or in electronic form), only the proxy with the most recent date of completion and which meets the requirements under 1 and 2 will be taken into account. If no order can be established, all such proxies or voting instructions will be disregarded.
4. If you (e.g., as an asset manager, trustee or otherwise) act in the name of more than one shareholder, you are required to submit for each party (including yourself) a separate proxy.
5. As a shareholder, by signing this form you confirm that as per the Record Date (**Monday 4 April 2022**) you have the voting rights attached to the shares held by you as per that date.
6. The voting is governed by the Articles of Association of IMCD N.V. and the proxy or voting instructions will be subject to Dutch law.
7. IMCD N.V. will not charge you any cost when you grant a proxy or give a voting instruction.
8. If you have questions regarding the proxy voting form, please contact [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com).