

NYRSTAR
LIMITED LIABILITY COMPANY ("NAAMLOZE VENNOOTSCHAP")
Registered Office: Harmoniestraat 52, building b, box 29, 2300 Turnhout, Belgium
Company Number VAT BE 0888.728.945 RPR/RPM Antwerp, division Turnhout

INVITATION

ANNUAL AND EXTRAORDINARY GENERAL MEETINGS

to be held on 30 June 2026 at 11:00 a.m. CEST

The holders of shares issued by Nyrstar NV (the "Company") are invited to the annual general shareholders' meeting of the Company. After the agenda of the annual general shareholders' meeting has been treated, an extraordinary general shareholders' meeting before a notary public will take place.

GENERAL INFORMATION

Date, hour and venue: The annual and extraordinary general shareholders' meetings will be held on 30 June 2026 at 11:00 a.m. CEST at the Crowne Plaza Brussels Airport, Da Vincilaan 4, 1831 Brussels, Belgium.

Opening of the doors: In order to facilitate the keeping of the attendance list on the day of the annual general shareholders' meeting, the shareholders and their representatives are invited to register as of 10:00 a.m. CEST.

Quorum: There is no quorum requirement for the annual general shareholders' meeting. There is a quorum requirement for the second agenda item of the extraordinary general shareholders' meeting (see also below under "— Extraordinary General Meeting"). If the quorum for the extraordinary general shareholders' meeting is not reached, a second extraordinary general shareholders' meeting will be held for that agenda item.

ANNUAL GENERAL MEETING

Agenda and proposed resolutions: The agenda and proposed resolutions of the annual general shareholders' meeting of the Company, which, as the case may be, can be amended at the meeting on behalf of the Board of Directors, are as follows:

1. Reports on the statutory financial statements

Submission of, and discussion on, the annual report of the Board of Directors and the report of the statutory auditor on the statutory financial statements for the financial year ended on 31 December 2025.

2. Approval of the statutory financial statements

Approval of the statutory financial statements for the financial year ended on 31 December 2025, and of the proposed allocation of the result.

Proposed resolution: The general shareholders' meeting approves the statutory financial statements for the financial year ended on 31 December 2025, as well as the allocation of the result as proposed by the Board of Directors.

3. Discharge from liability of the Directors

Proposed resolution: The general shareholders' meeting grants discharge from liability to each of the Directors who was in office during the previous financial year, for the performance of his or her mandate during that financial year.

4. Discharge from liability of the Statutory Auditor

Proposed resolution: The general shareholders' meeting grants discharge from liability to the Statutory Auditor which was in office during the previous financial year, for the performance of its mandate during such period.

5. Approval of the remuneration report

Submission of, discussion on and approval of the remuneration report prepared by the Nomination and Remuneration Committee, and included in the annual report of the Board of Directors for the financial year ended on 31 December 2025.

Proposed resolution: The general shareholders' meeting approves the remuneration report included in the annual report of the Board of Directors for the financial year ended on 31 December 2025.

6. Appointment of a statutory auditor

Taking into account the advice of the Audit Committee, the Board of Directors recommends that RSM Interaudit BV is appointed as statutory auditor of the Company following the expiration of the mandate of its previous statutory auditor BDO Bedrijfsrevisoren, immediately following this annual general meeting.

Proposed resolution: The general shareholders' meeting appoints RSM Interaudit BV, with registered seat at Lozenberg 18, 1932 Zaventem and with company number 0436.391.122, represented by Ms. Sara Van Heghe, Auditor, as statutory auditor of the Company. The mandate of the statutory auditor shall have a term of three years, ending immediately after the general meeting to be held in 2029 which will decide upon the financial statements for the financial year ending on 31 December 2028 or to which the financial statements for the financial year ending on 31 December 2028 will be submitted. For the period of its mandate, the annual compensation of the statutory auditor will be EUR 125,000 (excluding VAT and other expenses as applicable) for the audit of the statutory financial statements of the Company. This compensation will be adjusted annually to reflect the evolution of the consumer price index.

7. Appointment of Tushia BV, permanently represented by Mr. Dirk Tirez

In light of the fact that Ms. Carole Cable's mandate as director expired in 2025, the Board of Directors deemed it appropriate to explore the opportunity of appointing a new non-executive independent director. To this end, the Nomination and Remuneration Committee, assisted by Korn Ferry, conducted a search to identify potential candidates. Following this search and upon advice of the Nomination and Remuneration Committee, the Board of Directors recommends Tushia BV, permanently represented by Mr. Dirk Tirez, be appointed as independent non-executive director of the Company for a term of four (4) years.

Mr. Tirez holds law degrees from KU Leuven and the University of Michigan. He began his career in law firms in New York and Brussels, before transitioning to public service as counsel to the Belgian Deputy Prime Minister and Minister of Finance, after which he pivoted to more corporate and executive roles. Mr. Tirez therefore combines a strong legal background with deep operational and strategic leadership experience in complex, regulated, and politically sensitive environments. He further has broad board experience, often in regulated and sensitive contexts. The Board, together with Korn Ferry, has conducted customary due diligence regarding the proposed appointment, and is, after such due diligence, of the opinion that Mr. Tirez' experience will contribute meaningfully to the Company and that there are no matters that would affect the functioning of the Company or the Board.

The Nomination and Remuneration Committee, reporting to the Board of Directors in this respect, has assessed the information available to the Company and has verified the independence requirements with Tushia BV and its permanent representative, Mr. Tirez. The Board of Directors has determined that Tushia BV and its permanent representative, Mr. Tirez, satisfy the applicable requirements with respect to independence that are set forth in Provision

3.5 of the Belgian Corporate Governance Code of 9 May 2019 as well as the general independence requirements set forth in article 7:87, §1 of the BCCA, including that Tushia BV and its permanent representative, Mr. Tirez, have no relationship with any of the Company's important shareholders. Tushia BV, permanently represented by Mr. Tirez, has equally expressed its intention to be independent. The Board of Directors has no indications of any element that would bring such independence or intention into doubt.

The Board of Directors has been transparent to Tushia BV and its permanent representative, Mr. Tirez, on the proposed agenda items of the annual and extraordinary general shareholders' meetings of 30 June 2026, including agenda item 1 of the extraordinary general shareholders' meeting, which could lead to a vote on the dissolution. In the event of dissolution, the mandate of all directors, including Tushia BV if appointed, would terminate. The reason to appoint Tushia BV, permanently represented by Mr. Tirez, nevertheless is that, as explained under agenda item 1 of the extraordinary general shareholders' meeting, depending on the vote of the shareholders' meeting, the Company could continue to exist, requiring proper succession within the Board of Directors. In case Tushia BV's mandate would last less than a year, the annual remuneration would, in accordance with the Company's remuneration policy, be pro-rated according to the number of months served as an active member of the Board of Directors.

Proposed resolution: The general shareholders' meeting appoints Tushia BV, permanently represented by Mr. Dirk Tirez, as independent non-executive director within the meaning of Article 7:87 of the BCCA and Provisions 3.4 and 3.5 of the Belgian Corporate Governance Code of 9 May 2019, for a term up to and including the closing of the annual general shareholders' meeting to be held in 2030 which will have decided upon the financial statements for the financial year ended on 31 December 2029. The mandate shall be remunerated as set out in the remuneration policy.

No quorum: There is no quorum requirement for the deliberation and voting on the respective items referred to in the aforementioned agenda of the annual general shareholders' meeting.

Voting and majority: Subject to applicable legal provisions, each share shall have one vote. In accordance with applicable law, the proposed resolutions referred to in the aforementioned agenda of the annual general shareholders' meeting shall be passed if they are approved by a simple majority of the votes validly cast by the shareholders.

EXTRAORDINARY GENERAL MEETING

Agenda and proposed resolutions: The agenda and proposed resolutions of the extraordinary general shareholders' meeting of the Company, which, as the case may be, can be amended at the meeting on behalf of the Board of Directors, are as follows:

1. Continuation of the Company's activities

In the statutory financial statements of the Company for the financial year that ended on 31 December 2018, as a result of losses, the Company's net assets (i.e., EUR 12,424,466.77) had fallen below one quarter of the Company's capital (i.e., EUR 114,134,760.97). This triggered the application of the alarm bell procedure of article 7:228 BCCA, in the context of which the Company proposed the continuation of the Company's activities at the extraordinary general shareholders' meeting of 5 November 2019 (for which the required quorum was not met) and the subsequent extraordinary general shareholders' meeting of 9 December 2019. At this meeting on 9 December 2019, the extraordinary shareholders' meeting voted against the continuation of the Company's activities.

However, on 26 June 2020, the President of the Antwerp Enterprise Court (Antwerp division), at the request of a group of shareholders, prohibited the Company from holding a general meeting with the dissolution of the Company on the agenda until three months after a final decision on the appointment of a college of experts would have obtained *res judicata* effect.

In the framework of the summary proceedings for interim measures introduced by certain shareholders before the President of the Antwerp Enterprise Court on 3 January 2023 (in

respect of which a judgement was issued in favour of the Company on 12 May 2023, and which (i.a.) related to measures prohibiting a potential dissolution of the Company), the Company confirmed (to the Court and in a press release of 13 January 2023) that it would not hold a general meeting with the dissolution on the agenda nor issue any invitation for a general meeting with the dissolution on the agenda until the President of the Court would have rendered a decision about the interim measures requested by the claimants in respect of the dissolution of the Company. That decision was handed down by the Antwerp Court of Appeals on 17 November 2022.

In light of the announcement in the press that certain shareholders of the Company would file a Supreme Court appeal against the judgement of the Antwerp Court of Appeal dated 17 November 2022 with respect to the claim for the appointment of a panel of experts (appeal that was initiated on 28 March 2023), the Company announced (in a press release of 14 February 2023) that it would not take any steps to convene a general meeting with dissolution as an agenda item until the Supreme Court had rendered a judgement on the appeal against the 17 November 2022 judgement.

On 2 May 2024, the Supreme Court issued a judgement in favour of the Company thereby confirming the Court of Appeals judgement. The Company announced that same day that it would not submit the dissolution or the continuation of the Company to the general meeting at that time, and that it would revert to this matter no sooner than after a decision by the Antwerp Enterprise Court (Turnhout division) on the petition for interim measures filed by certain shareholders on 11 March 2024.

Following the decision of 9 January 2025 by the Antwerp Commercial Court (Turnhout division) to postpone the assessment on the merits of the petition for interim measures, the Company did not deem it in the best interest of the Company at that stage to submit the continuation of the Company again to the general meeting of shareholders. The Company opted to assess whether this position should be reconsidered in the corporate interest of the Company, if and when there would be any further developments. Since that date, the procedure before the FSMA Sanctions Committee has concluded and the Market Court, by judgment of 18 March 2026, has dismissed the appeal by certain shareholders against the decision of the FSMA Sanctions Committee.

Some shareholders who introduced the aforesaid summary proceedings seeking to prevent the dissolution and liquidation are identical to those which voted against the continuation of the Company's activities during the extraordinary shareholders' meeting of 9 December 2019.

Considering the exceptional sequence of events as described above and the Company's decreasing liquidity situation, the Board of Directors of the Company now deems it appropriate to propose the shareholders' meeting, in the best interests of the Company, to resolve on the continuation of the Company's activities.

The Board of Directors of the Company notes in this respect that its situation has materially evolved compared to 9 December 2019:

- Following 9 December 2019, the Company has become involved in various legal proceedings, all of which are described on the Company's website ([Summary of current administrative and legal proceedings – Nyrstar IR](#)). Currently, the only pending legal proceedings against the Company are the proceedings on the merits before the Antwerp Commercial Court, Turnhout Division, which has been and remains postponed indefinitely following the introductory hearing on 18 November 2020 (at the request of the plaintiff shareholders), a related procedure for interim measures (which is also postponed indefinitely) and the judicial investigation in Antwerp.
- The available assets of the Company have, since 31 December 2019 reduced from approx. EUR 17 million to approx. EUR 10.6 million as of 31 December 2025 representing a decrease of the available liquidity of the Company.
- As disclosed on page 58 of the 31 December 2025 financial statements of the Company: *"if the appointment of the liquidator is further delayed or not approved by the shareholders' meeting or if the costs are higher than currently expected, the ongoing*

operating costs of the Company are expected to be higher resulting in the Company needing to secure additional funding. There is a risk that such additional funding may not be available to the Company or may not be available at acceptable conditions. Depending on the actual developments and related expenses, this could result in the Company exhausting its available liquidity before the date the liquidation process is currently expected to be completed."

Given the above, the Board of Directors of the Company wishes to request the shareholders' meeting whether it prefers continuation or dissolution of the Company. In this respect, the Board of Directors of the Company wishes to inform the shareholders meeting that:

- a dissolution in itself will not terminate the remaining ongoing proceedings as legal proceedings may continue to be pursued by and against a company in liquidation.
- it believes the appointment of a liquidator would reduce the operating costs of the Company. The Company (based on current assumptions) estimates that with the ongoing operating costs of the Company, it would have available liquidity until H1 2029, and if a liquidator would be appointed in 2026, that there could be available liquidity until H2 2033 in liquidation.

A disapproval of the continuation of the Company's activities will entail the convening of an extraordinary general shareholders' meeting to resolve on the voluntary dissolution of the Company and the appointment of one or more liquidator(s) in accordance with article 2:71 of the BCCA. Such decision would have to be approved with a 75% majority of the votes cast and a quorum of at least 50% of the shareholder capital.

If the proposed resolution is not approved, the Company's activities will be continued.

Proposed resolution: The general shareholders' meeting resolves to disapprove the continuation of the Company's activities.

No quorum: There is no quorum requirement for the deliberation and voting on item 1 of the extraordinary general shareholders' meeting agenda.

Voting and majority: Subject to applicable legal provisions, each share shall have one vote. In accordance with applicable law, the proposed resolution referred to in item 1 of the extraordinary general shareholders' meeting agenda shall be passed if approved by a simple majority of the votes validly cast by the shareholders.

2. Absorption of losses through a decrease of legal reserve, issue premiums and capital

To mitigate the current negative net assets situation, the Company wishes to absorb its existing losses through a reduction of legal reserves and issue premiums, and a formal capital reduction. If approved by the general shareholders' meeting, the Company would still have an unchanged negative equity of EUR 11,387,959.83 following this operation, but a reduced amount of accumulated losses of EUR 11,455,609.83 which cannot be absorbed by the current legal reserve, issue premiums, and capital. The pro forma balance sheet would then be as follows:

Equity	- 11,387,959.83
Contributions	61,500.00
Capital	61,500.00
Reserves	6,150.00
Legal reserve	6,150.00
Accumulated profits (losses)	- 11,455,609.83

Proposed resolution the general shareholders' meeting resolves to absorb existing losses of the Company in an amount of EUR 1,346,720,014.50, and resolves, in implementation hereof, as follows:

- (a) Reduction of legal reserve: Existing losses incurred by the Company in an amount of EUR 1,358,175,624.33, shall be absorbed with an amount of EUR 16,250,878.06 by reducing the legal reserve of the Company (as appears from the statutory financial statements for the financial year ended on 31 December 2025), with an amount of EUR 16,250,878.06 in total so that the legal reserve will be reduced from EUR 16,257,028.06 to EUR 6,150.
- (b) Reduction of issue premiums: Subsequent to the aforementioned reduction of the legal reserve, existing losses incurred by the Company in an amount of EUR 1,341,924,746.27, (taking into account the aforementioned reduction of the legal reserve) shall be absorbed with an amount of EUR 1,216,395,875.47 by reducing the issue premiums of the Company (as appear from the statutory financial statements for the financial year ended on 31 December 2025) with an amount of EUR 1,216,395,875.47 in total so that the issue premiums will be reduced to nil.
- (c) Reduction of capital: Subsequent to the aforementioned reductions of the legal reserve and the issue premiums, the remaining balance of the existing losses incurred by the Company in an amount of EUR 125,528,870.80 (taking into account the aforementioned reductions of the legal reserve and issue premiums) shall be absorbed with an amount of EUR 114,073,260.97 by reducing the capital of the Company (as appears from the statutory financial statements for the financial year ended on 31 December 2025), with an amount of 114,073,260.97 in total so that the capital will be reduced from EUR 114,134,760.97 to EUR 61,500.
- (d) No cancellation of existing shares: The aforementioned reduction of capital shall occur without cancellation of existing shares of the Company and shall be borne by each of the existing shares in the same manner. The fractional value of each share shall be adjusted to (rounded) EUR 0.00056 per share as a consequence of the aforementioned capital reduction.
- (e) Amendment of articles of association: Article 5 of the Company's articles of association will be amended to align it to the aforementioned reduction of capital.

3. Powers of attorney

The Board of Directors proposes to grant powers of attorney to the extent necessary for the correct and complete implementation of the resolutions set forth in item 2 of the agenda of the extraordinary general shareholders' meeting.

Proposed resolution: The general shareholders' meeting resolves to grant to each director of the Company, each notary and employee at the notary office of "Berquin Notaires" in Brussels, and to each lawyer or paralegal at the law firm Freshfields LLP with professional address at Bastion Tower, Marsveldplein 5, 1050 Brussels, and to each lawyer or paralegal at the law firm QUINZ BV with professional address at Medialaan 28B, 1800 Vilvoorde, each with authority to act alone and each with full power of substitution, the authority to perform all actions and any statement, notice, filing, certificate, or sign any other document necessary or useful in order to implement the resolutions set forth in item 2 of the agenda of the extraordinary general shareholders' meeting, and more generally to take all actions and do all such things necessary so as to implement and give full force and effect to the amendment of the articles of association of the Company.

Quorum: According to the Belgian Code of Companies and Associations, a quorum of at least 50% of the outstanding shares must be present or represented at the extraordinary general shareholders' meeting for the deliberation and voting on item 2 of the agenda of the extraordinary general shareholders' meeting. If such quorum is not reached, a second extraordinary general shareholders' meeting will be convened with item 2 as agenda item and the quorum requirement will not apply to the second meeting.

Voting and majority: Subject to applicable legal provisions, each share shall have one vote. The proposed resolutions referred to in the items 1 and 3 of the aforementioned agenda of the extraordinary

general shareholders' meeting shall be passed if it is approved by a simple majority of the votes validly cast by the shareholders. In accordance with article 7:153 of the Belgian Code of Companies and Associations, the proposed resolution of item 2 of the aforementioned agenda of the extraordinary general shareholders' meeting shall be passed if it is approved by a majority of 75% of the votes validly cast by the shareholders.

PARTICIPATION TO THE MEETINGS

Introduction: Holders of shares issued by the Company that wish to attend the annual and extraordinary general shareholders' meetings of the Company should take into account the formalities and procedures described below.

Registration date: The registration date for the annual and extraordinary general shareholders' meetings shall be 16 June 2026, at midnight (12:00 a.m., Central European Summer Time). Only persons owning shares issued by the Company on 16 June 2026, at midnight (12:00 a.m., Central European Summer Time) shall be entitled to participate and, as the case may be, vote at the annual and extraordinary general shareholders' meetings. Shareholders must satisfy the formalities that are described under "*Participation*".

Participation: In order to be able to participate to the annual and extraordinary general shareholders' meetings, a holder of shares issued by the Company must, in accordance with article 7:134 §2 of the BCCA, satisfy two conditions: (a) be registered as holder of shares on the registration date and (b) notify the Company, as described below.

- (a) **Registration:** Firstly, the right for a holder of shares to participate to and, as applicable, to vote at the annual and extraordinary general shareholders' meetings is only granted on the basis of the registration of the shares concerned, on the aforementioned registration date at midnight, via registration, in the share register book for the shares concerned (for registered shares) or in the accounts of a certified account holder or central securities depository for the shares concerned (for dematerialised shares or shares in book-entry form).
- (b) **Notification:** Secondly, in order to be admitted to the annual and extraordinary general shareholders' meetings, the holders of shares issued by the Company must notify the Company whether they want to participate to the meetings. The holders of shares that wish to make such notification can make use of the registration notice form that can be obtained on the Company's website (www.nyrstarnv.be). The notice must reach the Company by mail at its registered office (Harmoniestraat 52, building b, box 29, 2300 Turnhout, Belgium, Attention: Company Secretary) or by e-mail at company.secretary@nyrstarnv.be at the latest on the sixth calendar day prior to the annual and extraordinary general shareholders' meetings, *i.e.* on or before 24 June 2026 at the latest. For the holders of dematerialised shares or shares in book-entry form, the notice should include a certificate confirming the number of shares that have been registered in their name on the registration date. The certificate can be obtained by the holder of the dematerialised shares or shares in book-entry form with a certified account holder or the central securities depository for the shares concerned.

Voting by mail: The shareholders can vote by mail in accordance with Article 28 of the Company's Articles of Association. Votes by mail must be cast by means of the form prepared by the Company. The vote by mail form can be obtained on the Company's website (www.nyrstarnv.be). The vote by mail form must be signed in writing or electronically. The electronic signature must comply with the provisions of Regulation (EU) No 910/2014 of the European Parliament and of the Council of 23 July 2014 on electronic identification and trust services for electronic transactions in the internal market and repealing Directive 1999/93/EC. Signed vote by mail forms must reach the Company by mail at its registered office (Harmoniestraat 52, building b, box 29, 2300 Turnhout, Belgium, Attention: Company Secretary) or by e-mail at company.secretary@nyrstarnv.be at the latest on the sixth calendar day prior to the annual and extraordinary general shareholders' meetings, *i.e.* on or before 24 June 2026. A shareholder who wishes to vote by mail must, in any case comply with the formalities to attend the meeting, as explained under "*Participation*".

Representation by proxy: Each shareholder can appoint one proxyholder to attend the meetings and vote on its behalf. Proxy forms can be obtained at the Company's registered office and on the

Company's website (www.nyrstarnv.be). The proxy must be signed in writing or electronically. The electronic signature must meet the same requirements as the electronic signature for vote by mail forms (see also "Voting by mail"). Signed proxies must reach the Company by mail at its registered office (Harmoniestraat 52, building b, box 29, 2300 Turnhout, Belgium, Attention: Company Secretary) or by e-mail at company.secretary@nyrstarnv.be at the latest on the sixth calendar day prior to the annual and extraordinary general shareholders' meetings, *i.e.* on or before 24 June 2026 at the latest. The appointment of a proxy holder must be made in accordance with the applicable rules of Belgian law, including in relation to conflicts of interest and the keeping of a register. Holders of shares who wish to be represented by proxy and proxyholders must, in any case comply with the formalities to attend the meeting, as explained under "Participation".

Amendments to the agenda and additional proposed resolutions: Shareholders who alone or together with other shareholders hold at least 3% of the capital of the Company have the right to put additional items on the agenda of the annual and extraordinary general shareholders' meetings, as applicable and in accordance with the BCCA, and to table draft resolutions in relation to items that have been or are to be included in the agenda. Shareholders wishing to exercise this right must prove on the date of their request that they own at least 3% of the capital of the Company. The ownership must be based, for dematerialised shares, on a certificate issued by the certified account holder or central securities depository, confirming the number of shares that have been registered in the name of the relevant shareholders and, for registered shares, on a certificate of registration of the relevant shares in the share register book of the Company. In addition, the shareholder concerned must in any case comply with the formalities to attend the meetings, as explained under "Participation", with at least 3% of the capital of the Company. A request to put additional items on the agenda and/or to table draft resolutions must be submitted in writing, and must contain, in the event of an additional agenda item, the text of the agenda item concerned and, in the event of a proposed resolution, the text of the draft resolution. The request must also mention the mail or e-mail address to which the Company will send the confirmation of receipt of the request. The request must reach the Company by mail at its registered office (Harmoniestraat 52, building b, box 29, 2300 Turnhout, Belgium, Attention: Company Secretary) or by e-mail at company.secretary@nyrstarnv.be at the latest on the twenty-second calendar day prior to the annual and extraordinary general shareholders' meetings, *i.e.* on or before 8 June 2026 at the latest. In case of amendments to the agenda and proposed additional resolutions as aforementioned, the Company will publish an amended agenda with, as the case may be, additional agenda items and additional proposed resolutions no later than on the fifteenth calendar day prior to the annual and extraordinary general shareholders' meetings, *i.e.* on or before 15 June 2026 at the latest. In addition, the Company shall make amended forms available for votes by mail and votes by proxy. Proxies and votes by mail that reach the Company prior to the publication of an amended agenda remain valid for the agenda items to which the proxies and votes by mail apply, subject, however, to applicable law and the further clarifications set out on the proxy forms and vote by mail forms.

Written questions prior to the meeting: Every shareholder has the right to ask written questions to the Directors and the Statutory Auditor prior to the meeting related to items on the agenda of a general shareholders' meeting. Written questions must reach the Company by mail at its registered office (Harmoniestraat 52, building b, box 29, 2300 Turnhout, Belgium, Attention: Company Secretary) or by e-mail at company.secretary@nyrstarnv.be at the latest on the sixth calendar day prior to the annual and extraordinary general shareholders' meetings, *i.e.* on or before 24 June 2026 at the latest. The answers to the written questions will be published on the Company's website before the start of the general shareholders' meeting. In addition, in order for written questions to be considered, the shareholders who submitted the written questions concerned must comply with the formalities to attend the meeting, as explained under "Participation".

Conduct of the meeting: Each agenda item will be introduced by the chairperson, who will allocate specific timeframes for discussion and potential questions relating to the concerned item of the agenda. Oral questions will be answered during the meeting insofar as they relate to the agenda item and in accordance with applicable law.

Registration and access to the meeting room: The natural persons who attend the annual and extraordinary general shareholders' meetings in their capacity as owner of shares or holder of proxy must be able to provide evidence of their identity in order to be granted access to the meeting room.

The representatives of legal entities must provide evidence of their identity and of their legal capacity as legally authorised representative of the legal entity that is owner of shares.

Register and attendance list: Each shareholder who has registered for the general shareholders' meeting is to be recorded in a register, with its name and address or registered office, the number of shares held by such shareholder on the registration date and with which such shareholder wishes to participate to the general shareholders' meeting, and a description of the documentation evidencing such shareholding. In addition, on the day of the general shareholders' meeting, an attendance list will be kept. Each shareholder has the right to review the attendance list, in accordance with the Belgian Code on Companies and Associations.

Minutes of the meeting: Minutes of the general shareholders' meeting need to be signed by the members of the bureau and by the shareholder(s) that so request(s). The minutes of the meeting will be published on the Company's website at the latest on the 15th day after the general shareholders' meeting.

AVAILABLE INFORMATION

The following documentation is available on the Company's website (<https://www.nyrstarnv.be/en/investors/share-and-bondholder-information/shareholder-meetings>): the notice convening the annual and extraordinary general shareholders' meetings, an explanatory note regarding the agenda and proposed resolutions or, if no resolutions are proposed, a commentary by the Board of Directors, updates of the agenda and proposed resolutions, in case of amendments to the agenda and proposed resolutions, the documents to be submitted to the annual and extraordinary general shareholders' meetings as referred to in the agenda of the meetings, the registration notice, the vote by mail forms, and the proxy forms. The aforementioned website also mentions the total number of outstanding shares and voting rights of the Company.

On behalf of the Board of Directors

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