



ENVIPCO HOLDING N.V.
ARNHEMSEWEG 10, 3817 CH AMERSFOORT, THE NETHERLANDS

NOTICE OF EXTRAORDINARY MEETING OF SHAREHOLDERS OF ENVIPCO HOLDING N.V. (THE “COMPANY”).

The management board of the Company hereby invites its shareholders to attend an extraordinary meeting of shareholders of the Company (the “**EMS**”) to be held on 20 December 2019 at 10:00 hours (CET) at the Company’s offices at Arnhemseweg 10, 3817 CH Amersfoort, The Netherlands.

The sole agenda for the EMS is as follows:

1. The Company requests shareholder approval for the Chairman’s, Gregory S. Garvey, directorship role to change classification from non-executive to executive. This change is consistent with the Chairman taking on executive responsibilities for the Company
2. Any other businesses, announcements, questions, etcetera
3. Closing of the meeting

Shareholder's Rights, Participations and Voting

As of the date of this notice of the Extraordinary Meeting of the Shareholders of Envipco Holding N.V. to be held on 20 December 2019, the Company has 4,097,607 issued and outstanding shares. The Company By-Laws do not have any restrictions on voting rights, each share having the right for one vote at this meeting. Voting rights may not be used for shares held by the Company itself or its subsidiaries or other shares deemed to be treasury shares.

Unless Dutch law provides otherwise and with due observance of Article 12 of the Articles of Association of the Company, all resolutions shall be passed by a majority of 75% of the votes cast.

The shareholders are invited to attend the EMS in person or by proxy. Shareholders will only be admitted to the EMS upon submission of satisfactory evidence to the Company before the opening of the EMS that they are holders of shares on 22 November 2019 (the Registration Date). Shareholders need to have a confirmation from their bank setting out the number of shares held and registered in the name of the shareholder concerned on the Registration Date.

Holders of registered shares that have not been represented in book-entry form who are entitled to take part in and to vote at the EMS and who wish to attend the EMS in person or by proxy must notify the management board of this in writing. The notification must be received by the management board by no later than 12 December 2019. Please send your attendance confirmation to rajc@envipco.com.

The agenda of the EMS is available at the office of the Company and on the website of the Company and can be obtained free of charge.

Proxy and Instruction to Vote

A shareholder who chooses to have himself represented at the meeting by a third party must provide the Company with a proxy to that effect as per enclosed document "PROXY." For the granting of a proxy, shareholders are required to use a form, which can be obtained via email at rajc@envipco.com or from the Company (T: +31(0)33 285 1773) and can also be downloaded from the Company's website (www.envipco.com – Extraordinary Meeting of Shareholders). The completed form, duly completed by the shareholder, must be received by 12 December 2019.

All shareholders are requested to attend the Extraordinary Meeting.

Envipco Holding N.V.

The Board of Directors, Amersfoort, 7 November 2019

Envipco Holding N.V., Arnhemseweg 10, 3817 CH Amersfoort, The Netherlands.
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