

Extraordinary General Meeting of Shareholders of Titan N.V. (the "Company"), to be held on Friday, June 27, 2025 at 10:00 a.m. at Koninklijke Roei- en Zeilvereniging "De Maas", Veerdam 1, 3016 BM, Rotterdam.

Agenda

1. Opening and announcements (*discussion item – no resolution*).
2. Discussion on the strategic rationale of the proposed transaction with ER Capital (*discussion item – no resolution*).
3. Discussion of the proposed triangular division(s) (juridische splitsing) as part of the transaction with ER Capital (*discussion item – no resolution*).
4. Proposal to amend the articles of association of Titan N.V. (*voting item*).
5. Proposal to adopt the triangular division(s) (juridische splitsing) and approve the related allotment of shares. The proposed share allotment comprises a total of 15,452,908 ordinary shares, 4,051,868 preference shares and 100 M shares, to be allotted by Titan N.V. in connection with the implementation of the triangular division(s) (juridische splitsing) (*voting item*).
6. Proposal to appoint mr. Sebo J. Eelkman Rooda as member of the management board of Titan N.V. (effective 30 June 2025) (*voting item*).
7. Update by the management board of Titan N.V. on proposed offer by ERC Investments BV (*discussion item – no resolution*).
8. Proposal to appoint a new OOB registered accountant for Titan N.V. (*voting item*).
9. Proposal to authorize the management board of Titan N.V. to resolve that Titan N.V. may acquire its own shares (*voting item*).
10. Proposal to authorize the management board of Titan N.V. to issue shares and exclude pre-emptive rights (*voting item*).
11. Proposal to authorize each member of the management board of Titan N.V. and also every civil law notary, deputy civil law notary, notary clerk and notarial secretary working at VAD Notarissen, civil law notaries in Rotterdam, jointly as well as severally, to execute the deed of amendment of the articles of association and to register the amendments with the Dutch Trade Register (*voting item*).
12. Any other business (*discussion item – no resolution*).
13. Q&A and closing of the meeting (*discussion item – no resolution*).

Physical participation

Physical participation is only possible with a proof of identity. This will be checked prior to the meeting.

Participation by phone

If a participant wishes to participate by telephone, this is also possible. The participant is requested to indicate this at registration. Participation by telephone is open to shareholders who have submitted a voting proxy in good time (before 23 June 2025, 17:45 CET). The template for this can be found on the website of Titan N.V.

Documentation and Record date

All relevant documents, including the explanatory notes to this agenda, the draft amended articles of association of Titan N.V., and supporting legal documents on the triangular division(s) are available on the website of Titan N.V. (www.titan-nv.com).

Those entitled to attend and/or exercise voting rights at the extra-ordinary general meeting of shareholders are those who:

- a. on Friday, 30 May, 2025, after all debits and credits have been processed (the "Record Date"), are registered in the Titan N.V.'s share deposits held by the intermediaries of Euroclear Nederland ("Intermediaries"); and
- b. have been duly registered for participation in the extra-ordinary general meeting of shareholders in accordance with the instruction as described in this Convocation.

Participation in the extra-ordinary general meeting of shareholders

A shareholder who wishes to participate in the extra-ordinary general meeting of shareholders can register in writing via his bank until Friday 20/06/2025 17.45 CET at Van Lanschot Kempen N.V., Beethovenstraat 300, 1077 WZ Amsterdam. With this registration, proof must be submitted that the relevant shares are registered in the name of the shareholder concerned in the records of the Intermediary on the Record Date. The receipt that will be provided will serve as admission ticket to the meeting. Van Lanschot Kempen N.V. will arrange for the registrations to be deposited at the offices of Titan N.V.

At registration, the e-mail address must also be stated for the purpose of sending the dial-in code in case the meeting can only be held by telephone.

Proxy and instruction to vote

A shareholder who wishes to be represented at the general meeting of shareholders by a third party must - in addition to the requirements stated in this Convocation - provide Titan N.V. with a power of attorney to that effect. To issue a proxy, a shareholder must use the proxy form that can be sent via Van Lanschot Kempen NV, (e-mail address: proxyvoting@vanlanschotkempen.com) or at Titan N.V. (email address: zwier@titan-nv.com) can be requested and downloaded from Titan N.V.'s website (<https://titan-nv.com>). The form duly completed by the shareholder must be received by Van Lanschot Kempen N.V. before 17:45 CET on Friday 20 June, 2025. Proxy forms received afterwards may be rejected. The email address must also be stated on the power of attorney for the purpose of sending the dial-in code.

Participation in the meeting can be made dependent on the identification of the participants.

On the day of the convocation of the extra-ordinary general meeting of shareholders, Titan N.V. had 2,050,154 outstanding ordinary shares with a nominal value of EUR 0.10 per share, each representing one vote.

Titan N.V. – Den Haag, May 13, 2025.