

Notice of the Annual General Meeting of Shareholders of Sequa Petroleum N.V. to be held on 8 December 2017

Sequa Petroleum N.V. (the **Company**) invites its shareholders to its Annual General Meeting of Shareholders (**AGM**) to be held at the offices of Allen & Overy LLP, Apollolaan 15, 1077 AB Amsterdam, the Netherlands, on 8 December 2017, at 10:00 a.m. hours CET. The language of the meeting shall be in English.

Reference is made to the notice of the AGM, published in 'Dagblad Trouw' on 1 November 2017.

The agenda items of the AGM will be as follows:

Agenda

- (1) Opening and general information
- (2) Report by the Management Board on the financial year 2016 and the financial situation of the Company in view of section 2:108a of the Dutch Civil Code (discussion)
- (3) Implementation of the remuneration policy in the financial year 2016 (discussion)
- (4) Proposal to adopt the annual accounts 2016 (vote)
- (5) Reservation and dividend policy (discussion)
- (6) Proposal to allocate the loss for the financial year 2016 to the retained earnings (vote)
- (7) Proposal to release the Management Board members in office during the financial year 2016 from liability (vote)
- (8) Proposal to release the Supervisory Board members in office during the financial year 2016 from liability (vote)
- (9)
 - (a) Proposal to re-appoint Mr. J. Broekhuijsen as member of the Management Board (vote)
 - (b) Proposal to re-appoint Mr. J.M. Luke as member of the Management Board (vote)
- (10)
 - (a) Proposal to re-appoint Mr. L. Windhorst as member of the Supervisory Board (vote)
 - (b) Proposal to re-appoint Mr. J.J. van Rijswijk as member of the Supervisory Board (vote)
- (11)
 - (a) Proposal to designate the Management Board as the competent body authorised to resolve to issue shares in the capital of the Company (vote)
 - (b) Proposal to designate the Management Board as the competent body to resolve to restrict or exclude pre-emptive rights upon the issuance of shares (vote)
 - (c) Proposal to authorise the Management Board to repurchase shares (vote)
- (12) Proposal to appoint the external auditor of the Company KMPG Accountants N.V. for the financial year 2017 (vote)
- (13) Any other business and close of the meeting

Meeting documents

The agenda above and the explanatory notes thereto including the Company's Annual Report 2016 (including the annual accounts) are available for inspection and can be obtained free of charge at the offices of the Company at 23, Savile Row, Mayfair, London W1S 2ET, United Kingdom. Shareholders have also received the documents through the respective clearing system: Clearstream or Euroclear, as applicable (the **Clearing System**).

Record Date / Registration to Vote

Recognised as persons entitled to attend the meeting will be those persons who hold shares of the Company at 10 November 2017 (the **Record Date**), following the processing of all additions and withdrawals as at the Record Date. The foregoing applies by analogy to usufructuaries of registered shares if they hold the voting rights to such shares.

Shareholders who wish to attend the AGM either in person or by proxy are asked to register by SWIFT via their custodian bank with the BNP Paribas Securities Services, S.C.A., Luxembourg Branch (the **Agent**) with a copy to lux.ostdomiciliees@bnpparibas.com and a copy to the Company (Address: Savile Row Mayfair London W1S 2ET, United Kingdom). E-mail: Jacob.Broekhuijsen@sequa-petroleum.com). A template for the registration application has been received by the shareholders through the Clearing System and can also be obtained free of charge at the offices of the Company.

The registration application needs to be accompanied by a certification of the relevant custodian bank stating the number of shares held by the shareholder at the Record Date. The registration will be confirmed by the registration statement issued by the Company, which will serve as the admission ticket to the meeting. Incomplete registration applications or registration applications that are not accompanied by the aforementioned certification will be disregarded. Registration for the AGM is possible in the period from 11 November 2017 to 1 December 2017 at 17:00 hours CET.

Voting by Proxy

Notwithstanding the obligation to register for the meeting, a shareholder, who does not wish to attend the AGM in person, may give a written proxy and voting instructions to a third person to attend and vote at the AGM on his behalf. A shareholder who will not be attending the meeting in person may also give a proxy and voting instructions by SWIFT via their custodian bank to the Agent with a copy to lux.ostdomiciliees@bnpparibas.com and to the person referred to in the voting proxy.

Shareholders who wish to attend the AGM *by proxy* are asked to notify the Agent no later than 1 December 2017 at 17:00 hours CET by completing, signing and timely returning the proxy and the voting instruction to their custodian bank.

A template of the proxy has been received by the shareholders through the Clearing System. A template of the proxy can also be obtained free of charge at the offices of the Company. The proxy should, at the discretion of the Company, sufficiently identify the shareholder and the proxy holder and the number of shares for which the proxy holder will represent the shareholder at the AGM.

The Management Board and Supervisory Board

London, 31 October 2017.