



SYENSQO SA

**98 rue de la Fusée, 1130 Brussels
RLE (Brussels) 0798 896 453**

**MINUTES OF THE ORDINARY SHAREHOLDERS' MEETING
OF TUESDAY 5 MAY 2026**

Free English translation of the French and Dutch originals.

INTRODUCTORY STATEMENT

The ordinary general meeting of Syensqo SA (the "Company"), whose registered office is at Rue de la Fusée 98, 1130 Brussels, was held on Tuesday 5 May 2026 at SQUARE Brussels, Mont des Arts, 1000 Brussels.

The meeting was organised in a hybrid manner, both in person and electronically, in accordance with Article 7:137 of the Belgian Code of Companies and Associations.

The meeting was opened at 10.30 a.m. with Mrs Heike van de Kerkhof as the Chair of the Board of Directors of the Company.

The Chair welcomed the participants to the meeting and addressed her speech to the assembly.

The supporting document for the Chair's speech will be available on the Company's website.

PRESENTATION BY THE CEO

The Chair gives the floor to Mr Mike Radossich, CEO.

The supporting document for Mr Mike Radossich's speech is available on the Company's website.

ASSEMBLY'S BUREAU

The Assembly's Bureau is being constituted.

The Chair appoints Mr Brian Belanger, Group General Counsel, as Secretary.

Among the shareholders, Mr François-Xavier de Dorlodot and Mr Charles Casimir-Lambert agreed to act as tellers.

Mr Mike Radossich, CEO and member of the Board of Directors, present, completes the Assembly's Bureau.

All members of the Assembly's Bureau participate in the physical meeting.



CONVENING FORMALITIES

The Chair noted that:

- the press release relating to the ordinary shareholders' meeting was published on 3 April 2026 and the documents relating to the shareholders' meeting were available on the Company's website since the same date;
- the invitations containing the agenda were published in the "Moniteur belge", "L'Echo" and "De Tijd" of 3 April 2026; a specimen copy of each of these publications is made available to the tellers;
- the registered shareholders were convened on 3 April 2026, as were the directors and the statutory auditor on the same date, in accordance with the model also made available to the tellers.

Therefore, this meeting has been validly convened.

SHAREHOLDERS PRESENT AND REPRESENTED

In order to attend this meeting, the shareholders present and represented complied with Articles 29 and 30 of the Company's Articles of Association relating to the formalities for admission to the meeting, as well as with the conditions set out in the press release of 3 April 2026.

According to the attendance list signed by the members of the meeting, both in their own name and as proxies, the shareholders present and represented jointly hold 69,194,149 shares out of the 101,966,526 shares of the Company carrying voting rights, i.e. 67,86%. No reference is made to the total number of shares issued by the Company, being 103,921,273, as the 1,954,747 treasury shares held by the Company on the record date, whose voting rights are suspended by law, must be deducted in order to determine the quorum and the majority, in accordance with Article 7:140 of the Belgian Code of Companies and Associations.

The necessary verifications have been carried out with regard to compliance with the formalities for admission to the meeting by the shareholders present and represented.

After verification by the tellers, the Chair declared that the assembly is regularly constituted and able to deliberate validly on the items on the agenda.

AGENDA

The agenda is as follows:

- 1. Reports and annual accounts**
 - 1.1. Acknowledgment of the management report for the financial year 2025 - and the statutory auditor's report for the financial year 2025**
 - 1.2. Acknowledgment of the consolidated annual accounts for the financial year 2025 – and the report of the statutory auditor on the consolidated annual accounts**
 - 1.3. Approval of the statutory annual accounts for the financial year 2025 – Allocation of profit and determination of the dividend**



Proposed resolution: it is proposed to approve the statutory annual accounts for the financial year 2025 and the allocation of profit for the financial year and to set the gross dividend per share at EUR 1.62 payable as from May 18, 2026.

2. Discharge to the Directors and to the Statutory Auditor

2.1. Discharge to the directors for the performance of their mandate during the financial year 2025

Proposed resolution: it is proposed to grant discharge to the directors for the performance of their mandate during the financial year 2025.

2.2. Discharge to the statutory auditor for the performance of its mandate during the financial year 2025

Proposed resolution: it is proposed to grant discharge to the statutory auditor for the performance of its mandate during the financial year 2025.

3. Remuneration Report

Proposed resolution: it is proposed to approve the 2025 remuneration report, included in the Corporate Governance Statement section of the management report for the financial year 2025.

4. Appointment of directors

Following Mrs. Nadine Leslie's decision to step down from her mandate as independent director, effective June 30, 2025, in light of her other professional commitments, the Board of Directors has, as from July 17, 2025 and upon the recommendation of the Nomination Committee, appointed Ms. Cynthia Arnold, as an independent non-executive director of the Company by means of co-optation in accordance with Article 7:88 of the BCCA and Article 14 of the Company's Articles of Association, until the Ordinary Shareholders' Meeting of 2026. The appointment of Ms. Cynthia Arnold, as a member of the Board of Directors by way of co-optation must be confirmed by this Ordinary Shareholders' Meeting in order for this mandate to continue. Based on the information provided to the Company, Ms. Cynthia Arnold meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Corporate Governance Charter of the Company. The Board of Directors confirms that it has no indication to question the independence of the proposed candidate director.

Following Mr. Matti Lievonen's decision to step down from his mandate as independent director, effective July 15, 2025, in light of his other professional commitments, the Board of Directors has, as from July 17, 2025 and upon the recommendation of the Nomination Committee, appointed Mr. Augusto Di Donfrancesco, as non-executive director of the Company by means of co-optation in accordance with Article 7:88 of the BCCA and Article 14 of the Company's Articles of Association, until the Ordinary Shareholders' Meeting of 2026. The appointment of Mr. Augusto Di Donfrancesco, as a member of the Board of Directors by way of co-optation must be confirmed by this Ordinary Shareholders' Meeting in order for this mandate to continue.

Following the Board's decision to appoint Mr. Michael Radossich as CEO of the Company, effective January 1, 2026, Mrs. Ilham Kadri stepped down as executive director and CEO of the Company and the Board of Directors has, as from January 1, 2026 and upon the recommendation of the Nomination Committee, appointed Mr. Michael Radossich as executive director of the Company by means of co-optation in accordance with Article 7:88 of the BCCA and Article 14 of the Company's Articles of Association, until the Ordinary Shareholders' Meeting of 2026. The appointment of Mr. Michael Radossich, as a member of the Board of Directors by way of co-optation must be confirmed by this Ordinary Shareholders' Meeting in order for this mandate to continue.



Following Mr. Roeland Baan's decision to step down from his mandate as independent director, effective March 2, 2026, in light of his other professional commitments, the Board of Directors has, as from March 2, 2026 and upon the recommendation of the Nomination Committee, appointed Mr. Miguel Mantas, as an independent non-executive director of the Company by means of co-optation in accordance with Article 7:88 of the BCCA and Article 14 of the Company's Articles of Association, until the Ordinary Shareholders' Meeting of 2026. The appointment of Mr. Miguel Mantas, as a member of the Board of Directors by way of co-optation must be confirmed by this Ordinary Shareholders' Meeting in order for this mandate to continue. Based on the information provided to the Company, Mr. Miguel Mantas meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Corporate Governance Charter of the Company. The Board of Directors confirms that it has no indication to question the independence of the proposed candidate director.

Following Ms. Rosemary Thorne's decision to step down from her mandate as independent director, effective March 31, 2026, the Board of Directors has, as from April 1, 2026 and upon the recommendation of the Nomination Committee, appointed Mrs Martine Snels, as an independent non-executive director of the Company by means of co-optation in accordance with Article 7:88 of the BCCA and Article 14 of the Company's Articles of Association, until the Ordinary Shareholders' Meeting of 2026. The appointment of Mrs Martine Snels, as a member of the Board of Directors by way of co-optation must be confirmed by this Ordinary Shareholders' Meeting in order for this mandate to continue. Based on the information provided to the Company, Mrs Martine Snels meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Corporate Governance Charter of the Company. The Board of Directors confirms that it has no indication to question the independence of the proposed candidate director.

The curriculum vitae of the candidate-directors are available on Syensqo's website.

Proposed resolutions: upon recommendations by the Nomination Committee and upon proposals of the Board of Directors, it is proposed to:

- 4.1. *acknowledge the stepping down of Mrs. Nadine Leslie, effective June 30, 2025, Mr. Matti Lievonen, effective July 15, 2025, Mrs. Ilham Kadri, effective December 31, 2025, Mr. Roeland Baan, effective March 2, 2026, and Ms. Rosemary Thorne, effective March 31, 2026, from their mandate as directors of the Company.*
- 4.2. *confirm the co-optation of Mrs. Cynthia Arnold as non-executive director, and appoint her for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. Her remuneration is set in accordance with the Remuneration Policy.*
- 4.3. *acknowledge that (i) from the information made available to the Company, Mrs. Cynthia Arnold meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Governance Charter of the Company and that (ii) the Board of Directors confirms that it has no indication to question the independence of the proposed candidate director, and consequently, appoint Mrs. Cynthia Arnold as independent director.*
- 4.4. *confirm the co-optation of Mr. Augusto Di Donfrancesco, as non-executive director, and appoint him for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. His remuneration is set in accordance with the Remuneration Policy.*
- 4.5. *confirm the co-optation of Mr. Michael Radossich, as executive director, and to appoint him for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. His remuneration is set in accordance with the Remuneration Policy.*



- 4.6. *confirm the co-optation of Mr. Miguel Mantas as non-executive director, and to appoint him for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. His remuneration is set in accordance with the Remuneration Policy.*
- 4.7. *acknowledge that (i) from the information made available to the Company, Mr. Miguel Mantas meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Governance Charter of the Company and that (ii) the Board of Directors confirms that it has no indication to question the independence of the proposed candidate director, and consequently, appoint Mr. Miguel Mantas as independent director.*
- 4.8. *confirm the co-optation of Mrs Martine Snels as non-executive director, and appoint her for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. Her remuneration is set in accordance with the Remuneration Policy.*
- 4.9. *acknowledge that (i) from the information made available to the Company, Mrs Martine Snels meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Governance Charter of the Company and that (ii) the Board of Directors confirms that it has no indication to question the independence of the proposed candidate director, and consequently, appoint Mrs Martine Snels as independent director.*
- 5. **Appointment of the Statutory Auditor, Determination of Remuneration, and Appointment for the Assurance of Sustainability Reporting**

The mandate of the Company's statutory auditor expires at the close of this Shareholders' Meeting. In accordance with Articles 3:58 et seq. of the BCCA and Articles 16(2) and 16(3) of Regulation (EU) No. 537/2014, the Company has conducted a private tender procedure for the selection of a new statutory auditor under the supervision of the Audit and Risk Committee. Following the evaluation of multiple offers received against pre-defined selection criteria set out in the tender documents, the Audit and Risk Committee has recommended at least two potential audit firms to the Board of Directors, with a duly justified preference for one of them.

Following this procedure, the Audit and Risk Committee recommends, with duly motivated preference, the appointment of Ernst & Young Réviseurs d'Entreprises SRL (EY), Kouterveldstraat 7B/1, 1831 Machelen, Belgium, represented by its permanent representative Ms. Marie Kaisin, as statutory auditor of the Company.

Pursuant to Articles 3:58 and 3:60 of the BCCA, the remuneration of the statutory auditor for the statutory audit of the Company's annual and consolidated financial statements must be approved by the Shareholders' Meeting.

Furthermore, pursuant to Article 3:58, §6 of the BCCA, as amended by the Law of 2 December 2024 on the publication of sustainability information by certain companies and groups and on sustainability information assurance, the Company is also required to appoint an assurance services provider to perform the limited assurance engagement on the Company's sustainability reporting. The Board of Directors, upon recommendation of the Audit and Risk Committee, proposes to entrust this assurance engagement to the statutory auditor and requests that the Shareholders' Meeting also determine the remuneration for this separate engagement.

Proposed resolutions: Upon recommendation of the Audit and Risk Committee issued pursuant to Article 16(2) of Regulation (EU) No. 537/2014 and on the basis of the summary of the selection procedure conducted in accordance with Article 16(3) thereof, it is proposed to:



- 5.1. *appoint Ernst & Young Réviseurs d'Entreprises SRL (EY), with registered office at Kouterveldstraat 7B/1, 1831 Machelen, Belgium, represented by its permanent representative Ms. Marie Kaisin, as statutory auditor of the Company for a term of three (3) financial years, ending after the Ordinary Shareholders' Meeting to be held in 2029.*
- 5.2. *set the remuneration of the statutory auditor for the statutory audit of the Company's annual and consolidated financial statements for each year of its mandate, at EUR 1.4 million per financial year (excluding VAT and out-of-pocket expenses).*
- 5.3. *appoint Ernst & Young Réviseurs d'Entreprises SRL (EY), represented by its permanent representative Ms. Marie Kaisin, to perform the limited assurance engagement on the Company's sustainability reporting, in accordance with Directive (EU) 2022/2464 and any applicable Belgian implementing legislation, for the same duration as its statutory audit mandate.*
- 5.4. *set the remuneration of the statutory auditor for the specific assignment of the assurance of sustainability reporting at EUR 0.6 million per financial year (excluding VAT and out-of-pocket expenses).*

6. Delegation of powers

Proposed resolution: it is proposed to grant Ms. Valérie Demeur, Corporate Secretary, Ms. Olivia Szerer, Senior Legal Counsel, each acting individually with the right of substitution, with all powers to carry out the publication formalities necessary for the publication of the resolutions taken by the Ordinary Shareholders' Meeting, with power of substitution.

7. Miscellaneous

FURTHER EXPLANATIONS ON THE PROCEEDINGS OF THE ORDINARY SHAREHOLDERS' MEETING

Detailed explanations are provided to participants on how to participate, including questions and voting via Lumi Connect platform.

All questions relating to the agenda items could be submitted in writing until 29 April 2026. Participants are informed that these questions will be answered during the assembly, as well as questions that will be asked orally or via the Lumi Connect platform during the question and answer session during this assembly.

All questions will therefore be answered in the dedicated question and answer session before the voting session, provided that the question relates to items on the agenda and that the disclosure of certain data or facts is not likely to prejudice the company's interests or confidentiality commitments.

Questions on the same subject have been grouped together and may sometimes be answered as a whole. Therefore, it will not be answered in the order in which they were asked.

QUESTION AND ANSWER SESSION

The debates are led by the Chair.

The written questions that were sent to the Company were first answered. These questions had to be submitted by 29 April 2026 at the latest. Questions received after this deadline or submitted by persons who have not provided proof of their shareholding status on the record date will not be taken into consideration.



Questions raised via the Lumi Connect platform and verbally are then answered during the meeting.

The discussions during the question and answer session will be available on the Company's website.

REVIEW OF THE AGENDA AND VOTE

Participants are informed that the voting session is now open, both on the Lumi Connect platform and in the room. Shareholders may therefore vote on the items on the agenda until the Chair closes the vote on each item, as the meeting progresses through the agenda. Voting will be required for all items on the agenda, with the exception of items 1.1, 1.2 and 4.1.

The meeting then moved on to the item-by-item review of the agenda and to the votes.

1. Reports and annual accounts

- 1.1.** With regard to item 1.1 on the agenda, the Board of Directors drew up a management report on the operations of the 2025 financial year - including the corporate governance statement of the company - in which all the information required by law is included.

The Board of Directors has taken note of the Statutory Auditor's report and has no particular comments about it.

The Chair notes that the necessary measures have been taken to meet legal obligations in terms of distribution of the management report of the financial year 2025, including the corporate governance statement and the auditor's report.

Under these conditions, the reading of the management report of the financial year 2025 is waived.

In view of the wide circulation of the Statutory Auditor's report, the reading of the report was dispensed with.

In accordance with the regulatory provisions, the annual accounts, the management report and the Auditor report have been submitted to the Works Council of the Company in Brussels. The reading of the report of the Works Council was waived. For those who wish to read it, a copy is available from the tellers.

This item does not require a vote.

- 1.2.** Item 1.2 on the agenda concerns the consolidated accounts for the financial year 2024.

These consolidated accounts have been audited and approved by the Board of Directors. The Board has taken note of the Auditor's report and has no particular comments on it.

This is also an item for information, which does not require a vote.

- 1.3.** The shareholders' meeting approved the statutory annual accounts for the financial year 2025 and the proposal for the allocation of profit and the determination of the gross dividend per share at EUR 1.62 payable as from 18 May 2026.



This resolution is approved as follows:

- 67,939,270 votes in favour, i.e. 99,60 % of votes cast;
- 272,259 votes against, i.e. 0,40 % of votes cast;
- 915,055 abstentions.

2. Discharge to the Directors and to the Statutory Auditor

- 2.1.** The shareholders' meeting granted discharge to the Directors for the performance of their mandate during the financial year 2025.

This resolution is approved as follows:

- 64,488,114 votes in favour, i.e. 96,21 % of votes cast;
- 2,539,022 votes against, i.e. 3,79 % of votes cast;
- 2,111,549 abstentions.

- 2.2.** The shareholders' meeting granted discharge to the Statutory Auditor for the performance of its mandate during the financial year 2025.

This resolution is approved as follows:

- 66,574,663 votes in favour, i.e. 98,80 % of votes cast;
- 811,895 votes against, i.e. 1,20 % of votes cast;
- 1,744,749 abstentions.

3. Remuneration Report

Before proceeding to the vote, the Chair invites the Company's reference shareholder, Solvac, represented by its Chairman Jean-Marie Solvay, to take the floor:

(Free translation from French)

"Madam Chair,

1/ Thank you for giving me the floor.

2/ The remuneration report submitted today contains elements that have, quite rightly, raised many questions and significant dissatisfaction among shareholders.

I want to be very clear: Solvac fully shares this dissatisfaction.

The amounts disclosed, and above all their disconnect from Syensqo's performance, are not acceptable. They no longer meet the remuneration standards that Solvac now considers essential.



3/ Nevertheless, Solvac's Board of Directors has decided to vote in favor of this advisory report. This decision requires clarification.

This vote is neither a blank check nor an approval in principle. It stems from a factual observation: the items included in this report result from contractual commitments made in the past, within the governance framework then in force, and whose execution could not be avoided without exposing the company to legal risks.

4/ However, I would like to be equally clear about the scope of this vote: it is exceptional in nature and should not be interpreted as an approval in principle on the part of Solvac, nor as a precedent. The practices that led to this situation can neither be repeated nor tolerated in the future.

In this respect, Solvac welcomes the significant changes initiated by Syensqo's competent governance bodies regarding the composition of the Board of Directors and its functioning. Solvac wishes this work to continue in order to establish a new remuneration policy, as well as strengthened oversight to ensure consistency between performance, value creation, and management remuneration.

We note that the commitments made regarding the remuneration of the new management are moving in the right direction. We have also taken note of the timeline set for the new remuneration policy in 2027.

Our vote today is therefore not intended to endorse the past; it is intended to close it. It aims to enable a fresh start, within a revised, more demanding, and more responsible framework.

Solvac will fully exercise its role as a reference shareholder, with increased attention and firmness on these matters.

Madam Chair, I request that this statement be recorded in the minutes of this General Meeting.

Thank you.

*Jean-Marie Solvay
Chairman"*

The Chair thanks Mr. Jean-Marie Solvay and invites the meeting to approve the remuneration report relating to the 2025 financial year included in the corporate governance statement.

This resolution is approved as follows:

- 42,178,122 votes in favour, i.e. 62,32 % of votes cast;
- 25,505,195 votes against, i.e. 37,68 % of votes cast;
- 1,455,052 abstentions.

4. Appointment of directors

- 4.1.** The shareholders' meeting acknowledged the stepping down of Mrs. Nadine Leslie, effective June 30, 2025, Mr. Matti Lievonon, effective July 15, 2025, Mrs. Ilham Kadri, effective December 31, 2025, Mr.



Roeland Baan, effective March 2, 2026, and Ms. Rosemary Thorne, effective March 31, 2026, from their mandate as directors of the Company.

This item does not require a vote.

- 4.2.** Upon recommendations by the Nomination Committee and upon proposals of the Board of Directors, the shareholders' meeting confirmed the co-optation of Mrs. Cynthia Arnold as non-executive director, and approved her appointment for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. Her remuneration is set in accordance with the Remuneration Policy.

This resolution is approved as follows:

- 67,602,228 votes in favour, i.e. 98,66 % of votes cast;
- 918,260 votes against, i.e. 1,34 % of votes cast;
- 617,881 abstentions.

- 4.3.** The shareholders' meeting acknowledged that (i) from the information made available to the Company, Mrs. Cynthia Arnold meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Governance Charter of the Company and that (ii) the Board of Directors confirms that it has no indication to question the independence of the proposed candidate director, and consequently, approved the appointment of Mrs. Cynthia Arnold as independent director.

This resolution is approved as follows:

- 68,448,177 votes in favour, i.e. 99,77 % of votes cast;
- 158,991 votes against, i.e. 0,23 % of votes cast;
- 531,200 abstentions.

- 4.4.** Upon recommendations by the Nomination Committee and upon proposals of the Board of Directors, the shareholders' meeting confirmed the co-optation of Mr. Augusto Di Donfrancesco, as non-executive director, and approved his appointment for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. His remuneration is set in accordance with the Remuneration Policy.

This resolution is approved as follows:

- 65,489,050 votes in favour, i.e. 95,23 % of votes cast;
- 3,279,971 votes against, i.e. 4,77 % of votes cast;
- 369,347 abstentions.

- 4.5.** Upon recommendations by the Nomination Committee and upon proposals of the Board of Directors, the shareholders' meeting confirmed the co-optation of Mr. Michael Radossich, as executive director, and approved his appointment for a period of four (4) years, until the close of the Ordinary



Shareholders' Meeting to be held in 2030. His remuneration is set in accordance with the Remuneration Policy.

This resolution is approved as follows:

- 67,016,170 votes in favour, i.e. 97,09 % of votes cast;
- 2,007,827 votes against, i.e. 2,91 % of votes cast;
- 114,361 abstentions.

- 4.6.** Upon recommendations by the Nomination Committee and upon proposals of the Board of Directors, the shareholders' meeting confirmed the co-optation of Mr. Miguel Mantas as non-executive director, and approved his appointment for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. His remuneration is set in accordance with the Remuneration Policy.

This resolution is approved as follows:

- 67,645,346 votes in favour, i.e. 98,70 % of votes cast;
- 892,265 votes against, i.e. 1,30 % of votes cast;
- 600,747 abstentions.

- 4.7.** The shareholders' meeting acknowledged that (i) from the information made available to the Company, Mr. Miguel Mantas meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Governance Charter of the Company and that (ii) the Board of Directors confirms that it has no indication to question the independence of the proposed candidate director, and consequently, approved the appointment of Mr. Miguel Mantas as independent director.

This resolution is approved as follows:

- 68,545,760 votes in favour, i.e. 99,91 % of votes cast;
- 61,319 votes against, i.e. 0,09 % of votes cast;
- 531,279 abstentions.

- 4.8.** Upon recommendations by the Nomination Committee and upon proposals of the Board of Directors, the shareholders' meeting confirmed the co-optation of Mrs. Martine Snels as non-executive director, and approved her appointment for a period of four (4) years, until the close of the Ordinary Shareholders' Meeting to be held in 2030. Her remuneration is set in accordance with the Remuneration Policy.

This resolution is approved as follows:

- 67,723,447 votes in favour, i.e. 98,81 % of votes cast;
- 814,309 votes against, i.e. 1,19 % of votes cast;
- 600,612 abstentions.



- 4.9.** The shareholders' meeting acknowledged that (i) from the information made available to the Company, Mrs. Martine Snels meets the independence criteria stipulated by Article 7:87 of the BCCA, by Principle 3.5 of the 2020 Belgian Code of Corporate Governance and by Article 5.2.4 of the Governance Charter of the Company and that (ii) the Board of Directors confirms that it has no indication to question the independence of the proposed candidate director, and consequently, approved the appointment of Mrs. Martine Snels as independent director.

This resolution is approved as follows:

- 68,533,616 votes in favour, i.e. 99,91 % of votes cast;
- 61,264 votes against, i.e. 0,09 % of votes cast;
- 543,488 abstentions.

5. Appointment of the Statutory Auditor, Determination of Remuneration, and Appointment for the Assurance of Sustainability Reporting

- 5.1.** Upon recommendation of the Audit and Risk Committee issued pursuant to Article 16(2) of Regulation (EU) No. 537/2014 and on the basis of the summary of the selection procedure conducted in accordance with Article 16(3) thereof, the shareholders' meeting approved the appointment of Ernst & Young Réviseurs d'Entreprises SRL (EY), with registered office at Kouterveldstraat 7B/1, 1831 Machelen, Belgium, represented by its permanent representative Ms. Marie Kaisin, as statutory auditor of the Company for a term of three (3) financial years, ending after the Ordinary Shareholders' Meeting to be held in 2029.

This resolution is approved as follows:

- 67,201,189 votes in favour, i.e. 97,27 % of votes cast;
- 1,888,896 votes against, i.e. 2,73 % of votes cast;
- 48,283 abstentions.

- 5.2.** The shareholders' meeting approved to set the remuneration of the statutory auditor for the statutory audit of the Company's annual and consolidated financial statements for each year of its mandate, at EUR 1.4 million per financial year (excluding VAT and out-of-pocket expenses).

This resolution is approved as follows:

- 65,047,666 votes in favour, i.e. 94,35 % of votes cast;
- 3,894,711 votes against, i.e. 5,65 % of votes cast;
- 195,981 abstentions.

- 5.3.** The shareholders' meeting approved the appointment of Ernst & Young Réviseurs d'Entreprises SRL (EY), represented by its permanent representative Ms. Marie Kaisin, to perform the limited assurance



engagement on the Company's sustainability reporting, in accordance with Directive (EU) 2022/2464 and any applicable Belgian implementing legislation, for the same duration as its statutory audit mandate.

This resolution is approved as follows:

- 67,569,698 votes in favour, i.e. 97,93 % of votes cast;
- 1,430,635 votes against, i.e. 2,07 % of votes cast;
- 137,925 abstentions.

5.4. The shareholders' meeting approved to set the remuneration of the statutory auditor for the specific assignment of the assurance of sustainability reporting at EUR 0.6 million per financial year (excluding VAT and out-of-pocket expenses).

This resolution is approved as follows:

- 65,959,710 votes in favour, i.e. 95,53 % of votes cast;
- 3,084,138 votes against, i.e. 4,47 % of votes cast;
- 94,410 abstentions.

6. Delegation of powers

The shareholders' meeting approves to grant Ms. Valérie Demeur, Corporate Secretary, Ms. Olivia Szerer, Senior Legal Counsel, each acting individually with the right of substitution, with all powers to carry out the publication formalities necessary for the publication of the resolutions taken by the Ordinary Shareholders' Meeting, with power of substitution.

This resolution is approved as follows:

- 69,061,227 votes in favour, i.e. 99,98 % of votes cast;
- 16,120 votes against, i.e. 0,02 % of votes cast;
- 50,561 abstentions.

7. Miscellaneous

The Chair noted that there were no other miscellaneous items and that the agenda for the ordinary shareholders' meeting has been completed.

CLOSING

There were no technical problems or incidents that prevented or disrupted electronic participation in the general meeting or voting.



There being no further business, the Chair adjourned the ordinary general meeting at 1:45 pm.

These minutes were signed by the members of the Assembly's Bureau.

No shareholder attending the meeting requested to sign the minutes.

