

SIPEF

Public limited liability company (“naamloze vennootschap”)
Calesbergdreef 5, 2900 Schoten (Belgium)
VAT BE 0404.491.285
RLE Antwerp, division Antwerp
 (“SIPEF” of de “Vennootschap”)

PROXY

**for the ordinary general shareholders’ meeting
of June 12, 2024**

In order to be valid, the completed and signed proxy form must comply with Belgian law and be received by SIPEF no later than Thursday, June 6, 2024, at 6:00 pm. The form can be sent by e-mail (av-sm@sipef.com) or post to SIPEF, c/o Charlotte Schaumans (Legal Counsel), Calesbergdreef 5, 2900 Schoten (Belgium).

The undersigned,

Name and first name /

Name of the legal entity: _____

Company number:

(only if the undersigned is a legal entity) _____

Place of residence / registered office: _____

owner of:

(fill in what applies)

_____ SIPEF registered shares *and/or*

_____ SIPEF dematerialised shares, registered with the following recognised account holder of financial institution:

hereby appoints as **proxy**, with power of substitution:

Name and first name: _____

Place of residence: _____

to represent the undersigned at the **ordinary general meeting** of shareholder of SIPEF (the “**Meeting**”) to be held on **June 12, 2024, at 3:00 pm**, at SIPEF’s registered office (in 2900 Schoten, Calesbergdreef 5), the agenda of which is set forth below.

Conflicts of interest and voting instructions

According to article 7:143 of the Belgian Companies and Associations Code (the “CAC”), a conflict of interest arises between the shareholder and his proxy, when the proxy holder: (1) is the Company itself or one of its subsidiaries, or a shareholder controlling the Company or an entity controlled by such shareholder, (2) is a member of the management body of the Company or one of its subsidiaries, or of a shareholder controlling the Company or of an entity controlled by such shareholder, (3) is an employee or statutory auditor of the Company or one of its subsidiaries, or of a shareholder controlling the Company or of an entity controlled by such shareholder, (4) has a parental relationship with a natural person as referred to in (1) through (3), or a spouse or legal cohabitating partner of such person or of a relative of such person.

In the event of such a conflict of interest, the following rules shall apply:

1. the proxy holder must disclose the precise facts that are important to the shareholder in order to assess whether there is a risk that the proxy holder would pursue any interest other than the interest of the shareholder; and
2. the proxy holder may only vote on behalf of the shareholder on the condition that he disposes of specific voting instructions for each agenda item.

SIPEF therefore invites you to issue specific voting instructions by ticking the boxes below for each item on the agenda of the Meeting.

If no specific voting instruction is provided on the proxy form for an item on the below agenda, it shall be assumed that the proxy holder has been specifically instructed to vote “FOR” this item.

The proxy holder shall ABSTAIN from voting on new topics to be discussed that, in application of the legal and statutory provision in this regard, would be added to the agenda at the request of certain shareholders. *(Please strike through the preceding phrase should you expressly wish to mandate your proxy to vote on such agenda items.)*

Agenda of the Meeting

Please indicate specify the voting instructions for each proposed decision:

1. **Report of the board of directors regarding the financial year closed on December 31, 2023**
This agenda item does not require a decision by the Meeting.
2. **Reports of the statutory auditor regarding the financial year closed on December 31, 2023**
This agenda item does not require a decision by the Meeting.
3. **Financial statements regarding the financial year closed on December 31, 2023**
 - 3.1. **Presentation of the consolidated financial statements regarding the financial year closed on December 31, 2023**
This agenda item does not require a decision by the Meeting.
 - 3.2. **Approval of the annual accounts regarding the financial year closed on December 31, 2023**

Proposed decision: approval of the annual accounts regarding the financial year closed on December 31, 2023, including the allocation of the result and the payment of a gross dividend of EUR 2,00 per share.

As the treasury shares are not entitled to dividend, the total amount of the dividend payment depends on the number of treasury shares held by the Company on June 13, 2024, at 11.59 p.m., Belgian time (being the day before the ex-date). This date is relevant for determining the dividend entitlement of the shares and therefore for the cancellation of the dividend rights attached to the treasury shares.

Authorisation of the board of directors to include the final amount of the dividend distribution (and other changes to the profit distribution resulting from it) in the annual accounts, if necessary.

FOR	
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AGAINST	
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ABSTAIN	
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4. Discharge of the directors

Proposed decision: granting discharge to the directors for the performance of their duties during the financial year closed on December 31, 2023.

FOR	
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AGAINST	
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ABSTAIN	
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5. Discharge of the statutory auditor

Proposed decision: granting discharge to the statutory auditor for the performance of his duties during the financial year ended December 31, 2023.

FOR	
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AGAINST	
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ABSTAIN	
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6. Appointments

6.1. Renewal of the mandate of a director

Proposed decision: renewal of the mandate of **director** of **Gaëtan Hannecart** for a period of **four (4) years** until the closing of the ordinary general shareholders' meeting of 2028.

FOR	
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AGAINST	
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ABSTAIN	
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6.2. Appointment of a new director

Proposed decision: appointment of **Petronella Meekers** as **director** for a period of **four (4) years** until the closing of the ordinary general shareholders' meeting of 2028.

FOR	
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AGAINST	
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ABSTAIN	
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6.3. Renewal of the mandate of the statutory auditor

Proposed decision: renewal of the mandate of **statutory auditor** of **EY Bedrijfsrevisoren BV**, with registered office in Kouterveldstraat 7B, bus 001, 1831 Diegem, registered with the Crossroadsbank for Enterprises (RLE Brussels, Dutch division) under number 0446.334.711 and registered in the public register of auditors under number B00160, represented by **Christoph Oris**, registered in the public register of auditors under number A02341, for a period of **three (3) years** until the closing of the ordinary general shareholders' meeting of 2027 and fixing the annual fee for this mandate at USD 120,196, excluding VAT and annually indexable.

FOR	
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AGAINST	
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ABSTAIN	
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6.4. Assurance of the consolidated sustainability information

Proposed decision: subject to the condition precedent of the transposition of Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) No 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU, as regards corporate sustainability reporting (CSRD) into Belgian law, assigning to the statutory auditor, **EY Bedrijfsrevisoren BV**, represented by **Christoph Oris**, the task of providing **assurance** of the consolidated sustainability information for a period of **three (3) years** until the closing of the ordinary general shareholders' meeting of 2027.

The fee for this assignment shall be agreed between the Company and the statutory auditor in accordance with the Belgian law transposing the CSRD.

FOR	
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AGAINST	
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ABSTAIN	
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7. Remuneration report

Proposed decision: approval of the remuneration report regarding the financial year closed on December 31, 2023.

FOR	
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AGAINST	
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ABSTAIN	
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Powers of the proxy holder

The proxy holder is hereby authorised to attend the Meeting on behalf of the undersigned and, as the case may be, vote on its postponement, participate in any other meeting with the same agenda in the event the Meeting would be adjourned or postponed or not have been regularly convened.

The proxy holder shall, on behalf of the undersigned, cast all votes attached to the shares with which the undersigned indicated above that he wished to participate in the Meeting, in accordance with the specific voting instructions set forth above. He may also, on behalf of the undersigned, amend or reject proposals on the agenda, sign the attendance list and the minutes of the Meeting and all attachments that may be attached thereto and, in general, do all that is necessary or useful to execute this proxy.

In the event of amendments or additions to the Meeting's agenda or amendments or additions to decision proposals regarding items on or to be added to the agenda in accordance with article 7:130 CAC, SIPEF shall publish a revised agenda and proxy form no later than Tuesday, May 28, 2024. Proxy forms received prior to this publication date shall remain valid for the topics for which they were granted, subject to applicable legislation and further clarifications in the proxy form.

* * *

Done in (location) _____, on (date) _____,

(If the shareholder is a legal entity, this proxy form must be signed by the person(s) that may legally represent it. Please indicate the name and capacity of the signator(y)(ies).)

SIGNATURE(S):

Name: _____

Capacity: _____

Please provide your e-mail address and/or telephone number, so that SIPEF can reach you in the event of any questions regarding this proxy form:

E-mail: _____

Phone number: _____