



Naamloze Vennootschap
Nijverheidsstraat 2, 2340 Beerse
BTW BE0403.807.337 – RPR Turnhout

Minutes of the ordinary general meeting of shareholders, held at Grand Hotel Marriott, Korenlei 10, 9000 Gent, on Wednesday 24 May 2023

The meeting is opened at 11.00 o'clock, under the presidency of Mr Patrick De Groote. The Chairman appoints Karin Leysen as Secretary and Jan Keuppens as "Schuiner".

The Chairman states that 1.138.855 shares were registered for participation to the general meeting and that according to the attendance list 1.100.333 shares, representing the same number of votes, are present or represented at the meeting.

The Chairman states that the invitation of the current meeting was published in compliance with legislation and articles of association of the company on 17 April 2023 in the written press: Belgisch Staatsblad and De Standaard and on 21 April 2023 on the website of Campine NV, E-corporate, Nasdaq. He presents the proof of these publications.

The Chairman concludes that the current meeting was convened in compliance with legislation and that the meeting can decide upon the following agenda:

The Chairman presents the report of the Board of Directors and the report of the Statutory Auditor and opens the discussion regarding the approval of the annual accounts.

1. Reading and discussion about the report of the board of directors, the annual accounts and consolidated annual accounts of the financial year closed on 31 December 2022.
2. Reading of and discussion about the auditor's report on the above-mentioned annual accounts.
3. Approval of the annual accounts of the financial year closed on 31 December 2022.
Resolution proposal: The ordinary general meeting approves the annual accounts of the financial year closed on 31 December 2022.
4. Approval of the appropriation of the result of the financial year closed on 31 December 2022.
Resolution proposal: The ordinary general meeting decides to appropriate the result of the financial year closed on 31 December 2022 as proposed by the board of directors. The ordinary general meeting decides to distribute a dividend of € 3.750 mio (this means € 2.50 gross per share) against presentation of coupon no 14, with payment date: 9 June 2023 (ex-date: 7 June 2023 and record date: 8 June 2023).
5. Approval of the remuneration policy of the company.
Resolution proposal: : The ordinary general meeting approves the remuneration policy (including the introduction of the LTI plan) as mentioned in the annual report 2022.
6. Approval of the remuneration report of the financial year closed on 31 December 2022.
Resolution proposal: The ordinary general meeting approves the remuneration report of the financial year closed on 31 December 2022.
7. Discharge to the board members for the financial year closed on 31 December 2022.
Resolution proposal: The ordinary general meeting grants discharge to the board members for the execution of their mandate during the financial year closed on 31 December 2022.
8. Discharge to the auditor for the financial year closed on 31 December 2022.
Resolution proposal: The ordinary general meeting grants discharge to the auditor for the execution of his mandate during the financial year closed on 31 December 2022.
9. Statutory nominations:
 - 9a. The mandate of DELOX BV, represented by its permanent representative Mr. Patrick De Groote is expiring. Proposal to renew the mandate of DELOX BV, represented by its permanent

representative Mr. Patrick De Groot as board member for a period of 4 years.

Resolution proposal: The ordinary general meeting approves the renewal of the mandate of DELOX BV, represented by its permanent representative Mr. Patrick De Groot as board member for a period of 4 years. The mandate ends automatically, unless renewed, after the ordinary general meeting held in 2027. The directors' remuneration amounts to € 21,000 for 2023. According to the articles of association the amount is automatically increased by € 250 on the first day of each new financial year.

- 9b. The mandate of ZENDICS BV, represented by its permanent representative Mr. Willem De Vos is expiring. Proposal to renew the mandate of ZENDICS BV, represented by its permanent representative Mr. Willem De Vos as board member for a period of 4 years.

Resolution proposal: The ordinary general meeting approves the renewal of the mandate of ZENDICS BV, represented by its permanent representative Mr. Willem De Vos as board member for a period of 4 years. The mandate ends automatically, unless renewed, after the ordinary general meeting held in 2027. The directors' remuneration amounts to € 21,000 for 2023. According to the articles of association the amount is automatically increased by € 250 on the first day of each new financial year.

- 9c. The mandate of YASS BV, represented by its permanent representative Mrs. Ann De Schepper is expiring. Proposal to renew the mandate of YASS BV, represented by its permanent representative Mrs. Ann De Schepper as board member for a period of 4 years.

Resolution proposal: The ordinary general meeting approves the renewal of the mandate of YASS BV, represented by its permanent representative Mrs. Ann De Schepper as board member for a period of 4 years. The mandate ends automatically, unless renewed, after the ordinary general meeting held in 2027. The directors' remuneration amounts to € 21,000 for 2023. According to the articles of association the amount is automatically increased by € 250 on the first day of each new financial year.

Afterwards the Chairman leads the voting.

For each decision 1.100.333 valid votes were noted, which represent 73,355 % of the share capital.

3. The ordinary general meeting approves the annual accounts of the financial year closed on 31 December 2022:
 - Unanimously (no votes against or abstention).
4. The ordinary general meeting decides to appropriate the result of the financial year closed on 31 December 2022 as proposed by the board of directors. The ordinary general meeting decides to distribute a dividend of € 3.750 mlo (this means € 2.50 gross per share) against presentation of coupon no 14, with payment date: 9 June 2023 (ex-date: 7 June 2023 and record date: 8 June 2023).
 - Unanimously (no votes against or abstention).
5. The ordinary general meeting approves the remuneration policy (including the introduction of the LTI plan) as mentioned in the annual report 2022.
 - Unanimously (no votes against or abstention).
6. The ordinary general meeting approves the remuneration report of the financial year closed on 31 December 2021:
 - Unanimously (no votes against or abstention).
7. The ordinary general meeting grants discharge to the board members for the execution of their mandate during the financial year closed on 31 December 2021:
 - Unanimously (no votes against or abstention).
8. The ordinary general meeting grants discharge to the auditor for the execution of his mandate during the financial year closed on 31 December 2021
 - Unanimously (no votes against or abstention).

9. Statutory nominations:

9a. The ordinary general meeting approves the renewal of the mandate of DELOX BV, represented by its permanent representative Mr. Patrick De Groot as board member for a period of 4 years. The mandate ends automatically, unless renewed, after the ordinary general meeting held in 2027.

- Unanimously (no votes against or abstention).

9b. The ordinary general meeting approves the renewal of the mandate of ZENDICS BV, represented by its permanent representative Mr. Willem De Vos as board member for a period of 4 years. The mandate ends automatically, unless renewed, after the ordinary general meeting held in 2027.

- Unanimously (no votes against or abstention).

9c. The ordinary general meeting approves the renewal of the mandate of YASS BV, represented by its permanent representative Mrs. Ann De Schepper as board member for a period of 4 years. The mandate ends automatically, unless renewed, after the ordinary general meeting held in 2027.

- Unanimously (no votes against or abstention).

The agenda being handled, the minutes of the meeting are read. After approval the document is signed by the officers and shareholders who wish so.

The meeting is closed.

the Secretary

the Chairman

the Schuiner