

Balta Group nv

BALTA GROUP NV

Public limited liability company
Franklin Rooseveltlaan 172-174
8790 Waregem
Enterprise number: 0671.974.626
RLE Ghent (division Kortrijk)
general.meeting@baltagroup-nv.com
www.baltainvestors.com

(the “Company”)

CONVOCAATION OF THE EXTRAORDINARY SHAREHOLDERS’ MEETING¹

The Board of Directors of the Company is pleased to invite the shareholders of the Company to the extraordinary shareholders’ meeting, which will be held on **Monday 24 October 2022** at 11:00 am (CET) at the Company’s registered seat with the agenda below.

There is a quorum requirement for the extraordinary shareholders’ meeting: the shareholders present or represented must own shares representing at least half of the Company’s share capital.

If the quorum for the extraordinary shareholders’ meeting would not be reached, a second meeting will be held at the Company’s registered seat on Wednesday 9 November 2022 at 11:00 am (CET), with the same agenda.

AGENDA

Agenda and proposed resolutions

- (1) Approval of the change of the name of the Company.

Proposed resolution:

Approval of the change of the name of the Company to “Belysse Group”.

- (2) Approval of the new text of the Company’s articles of association in order to align these with the above decision regarding the name change of the Company. A version of the new text of the Company’s articles of association indicating the proposed amendment has been made available to the shareholders on the Company’s website: www.baltainvestors.com.

Proposed resolution:

Approval of the new text of the Company’s articles of association in order to align these with the above decision regarding the name change of the Company. A version of the new text of the Company’s articles of association indicating the proposed amendment has been made available to the shareholders on the Company’s website: www.baltainvestors.com.

¹ This is a translation of the Dutch text into English. Reasonable care was taken to ensure that it is accurate. However, you should be aware that words and legal concepts used in one language may not have exact equivalents in another. It cannot be guaranteed that the translation will have exactly the same meaning as the original.

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(3) Powers in order to execute the decisions.

Proposed resolution:

Approval to grant the following powers:

- 1. to each director of the Company, each acting individually, to execute the resolutions adopted;*
- 2. to the acting notary in order to draft the coordinated version of the Company's articles of association, to sign them and to deposit them at the registry of the competent court of commerce, in accordance with the relevant legal depositions;*
- 3. to each director of the Company, each acting individually, as well as their employees, servants and agents, and in particular to Mr. Bart Schoenmaekers and to Mr. Hannes D'Hoop, to complete all formalities towards the Belgian authorities and administrative authorities, in particular in order to register/modify details at the Crossroad Bank of Enterprises, and if necessary with the Belgian VAT authorities.*

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INFORMATION REGARDING THE MEETING

Admission requirements

The Board of Directors points out that only the persons who have met the two requirements set out below under point 1 and 2, will have the right to participate in the extraordinary shareholders' meeting and have the right to ask questions.

1. Registration of the shares

The right to participate in the extraordinary shareholders' meeting and the right to ask questions is granted on the basis of the accounting registration of the shares in name of the shareholder, on Monday 10 October 2022, at midnight (CET) (the "**registration date**"). This registration is determined as follows:

- for **registered shares**: registration will be established through their registration in the register of shares of the Company, on the registration date;
- for **dematerialized shares**: registration will be established through their registration in the accounts of a licensed account holder or a settlement institution. The licensed account holder or settlement institution provides the shareholder with a certificate stating the number of dematerialized shares registered in its accounts in the name of the shareholder on the registration date.

Only persons who are shareholders on the registration date are entitled (i) to participate and vote at the extraordinary shareholders' meeting and (ii) to ask written questions.

2. Notification of the intention to participate in the extraordinary shareholders' meeting

The shareholder must notify the Company, at the latest on Tuesday 18 October 2022 at midnight (CET), of its intention to participate in the extraordinary shareholders' meeting. The certificate, if any, issued by the licensed account holder or the settlement institution, is to be attached to this notification. The notification should be done, preferably by e-mail to general.meeting@baltagroup-nv.com or by letter to Franklin Rooseveltlaan 172-174, 8790 Waregem, for the attention of the legal department.

The possibility to put items on the agenda and / or to submit proposed resolutions

In accordance with article 7:130 of the Belgian Companies and Associations Code, one or more shareholders who hold, individually or jointly at least 3% of the share capital, may put additional items on the agenda of the extraordinary shareholders' meeting and submit proposals for resolutions in relation to matters placed or to be placed on the agenda. These requests should be sent by e-mail to general.meeting@baltagroup-nv.com, no later than Monday 3 October 2022 at midnight (CET).

More detailed information about the conditions of this possibility can be found on the website of the Company (www.baltainvestors.com).

If the Company would receive any requests for new agenda items or proposed resolutions, it shall promptly and at the latest on Monday 10 October 2022 at midnight (CET) publish the amended agenda on its website.

The right to ask questions

Shareholders who meet the admission requirements, may raise questions to the directors of the Company regarding their relevant reports and the concerned respective items listed on the agenda, as well as to the

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statutory auditor of the Company regarding its report. These questions should be raised by e-mail to general.meeting@baltagroup-nv.com, at the latest on Tuesday 18 October 2022 at midnight (CET).

More detailed information on the right to ask questions pursuant to article 7:139 of the Belgian Companies and Associations Code can be found on the website (www.baltainvestors.com).

Proxy forms

Shareholders who wish to be represented at the extraordinary shareholder's meeting, should use the proxy form prepared by the Board of Directors for this purpose. Such proxy form will be available on the website of the Company (www.baltainvestors.com) and can be obtained at the registered office of the Company (Franklin Rooseveltlaan 172-174, 8790 Waregem). Other proxy forms will not be accepted.

The Board of Directors recommends to designate the Company's Legal Counsel, Mr. Hannes D'Hoop as proxy holder.

A signed proxy form must be submitted preferably by email to general.meeting@baltagroup-nv.com or must be received by letter at the registered office of the Company for the attention of the Legal Department, Franklin Rooseveltlaan 172-174, 8790 Waregem, by no later than Tuesday 18 October 2022 at midnight (CET).

The shareholders are requested to strictly follow the instructions set out in the proxy form. Only executed proxy forms, filled out completely and accurately, will be accepted.

Provision of documents

All relevant information regarding this extraordinary shareholders' meeting, including the information which must be made available in accordance with article 7:129, §3 of the Belgian Companies and Associations Code, will be available on the website of the Company (www.baltainvestors.com) as from Friday 23 September 2022.

Information on data protection

The Company is responsible for processing personal data it receives from its shareholders and the proxy holders in the context of the extraordinary shareholders' meeting.

The Company will process such personal data in accordance with the General Data Protection Regulation ("GDPR") for the purpose of the organization of the extraordinary shareholders' meeting and in order to enable the shareholders to exercise their rights. The legal bases for this processing are a legal obligation and the legitimate interest of the controller. The data processed include, amongst others: name, address, e-mail address, number of shares, type of shares, proxy forms and voting instructions. The personal data will not be kept longer than necessary in light of the aforementioned purpose.

The data may be transferred to third parties (such as banks) providing services to the Company in connection with the organization of the extraordinary shareholders' meeting.

You can obtain more information on your rights with regard to your personal data on our website www.belysse.com/en/privacy-policy.

You can assert these rights by contacting our Data Protection Coordinator via dataprotection@baltagroup-nv.com or by sending a letter to :

Balta Group NV
Data Protection
Franklin Rooseveltlaan 172-174
8790 Waregem
Belgium

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Furthermore, in accordance with article 77 GDPR, you have the right to lodge a complaint with the supervisory authority via contact@apd-gba.be.

The Board of Directors