

PROXY FORM

Information regarding conflicts of interest

Article 8(3) of the Law of 24 May 2011 on the exercise of certain rights of shareholders at the General Meetings of listed companies states that, inter alia, the following proxies have a conflict of interest: (i) Brederode, its subsidiaries, its controlling shareholders and the subsidiaries of its controlling shareholders; (ii) the directors, employees and independent auditor of Brederode, its controlling shareholders and the subsidiaries of its controlling shareholders; (iii) individuals with a family connection to the aforementioned persons (where a physical person is involved).

Based on the Law of 23 September 2020 on measures concerning the holding of meetings in companies and in other legal persons, Brederode has decided that only Mr Henri Culot or, if he is unable to be present, Mr Olivier Mareschal, may be appointed as proxy. If the shareholder does not indicate the name of a proxy in this proxy form, the mandate will be exercised by Mr Henri Culot or, if he is unable to be present, by Mr Olivier Mareschal.

Although they do not fall within the categories referred to in the aforementioned Article 8(3), Mr Henri Culot and Mr Olivier Mareschal have been selected by Brederode.

The proxy will comply with the explicit voting instructions indicated in this form. **In the absence of explicit voting instructions, the proxy is not authorised to exercise the voting right on behalf of the shareholder.**

Surname:

First names:

Occupation:

Address of legal residence:

OR

Company name:

Legal form:

Registered office:

VAT number or RCS [Commercial and Companies' Register] number:

Full identity of the legal representative and role within the company:

owner of dematerialised shares of the *société anonyme* [limited company] BREDERODE, whose registered office is at 1840 Luxembourg, 32 Boulevard Joseph II, registered in the R.C.S. under number B 174.490 (hereinafter: "the Company").

Declares that they appoint as their special proxy Mr Henri Culot or, if he is unable to be present, Mr Olivier Mareschal, whom they authorise to represent them at the Ordinary General Meeting of the Company which will be held on 12 May 2021, with the following agenda:

1. Management report on the statutory annual financial statements for the financial year 2020
2. Annual financial report containing the management report on the individual financial statements (IFRS) for the financial year 2020
3. Corporate governance statement for the financial year 2020
4. Independent auditor's report on the statutory annual financial statements and on the individual financial statements (IFRS) for the financial year 2020
5. Approval of the annual financial statements of the company for the year ended 31 December 2020

Proposed resolution: "The General Meeting approves the annual financial statements of the company as at 31 December 2020, as approved by the Board of Directors at their meeting on 9 March 2021."

Voting instruction: FOR AGAINST ABSTENTION

6. Allocation of the profit

Proposed resolution: "The General Meeting decides to allocate a sum of €1,500,000.00 to the legal reserve and to carry forward the balance of the profit to be allocated, namely €99,249,325.29."

Voting instruction: FOR AGAINST ABSTENTION

7. Distribution

Proposed resolution: *“The General Meeting approves the distribution of a gross amount of €1.08 per share, which will be paid out of the Share Premium account.”*

Voting instruction: FOR AGAINST ABSTENTION

8. Discharge to the directors

Proposed resolution: *“By special vote, the General Meeting gives discharge to the directors of the company for the exercise of their mandate during the financial year 2020.”*

Voting instruction: FOR AGAINST ABSTENTION

9. Remuneration policy

Proposed resolution: *“By an advisory vote, the General Meeting approves the remuneration policy adopted by the Board of Directors.”*

Voting instruction: FOR AGAINST ABSTENTION

10. Remuneration report

Proposed resolution: *“By an advisory vote, the General Meeting approves (i) the remuneration report contained in the corporate governance statement and (ii) the remuneration amounts indicated in the remuneration report.”*

Voting instruction: FOR AGAINST ABSTENTION

11. Directors’ remuneration

Proposed resolution: *“For the financial year 2021, the General Meeting sets the overall maximum amount of the remuneration to be paid to the directors by Brederode S.A., at €27,000.”*

Voting instruction: FOR AGAINST ABSTENTION

12. Discharge to the company’s independent auditor

Proposed resolution: *“By special vote, the General Meeting gives discharge to the independent auditor for the exercise of his mandate during the 2020 financial year.”*

Voting instruction: FOR AGAINST ABSTENTION

The proxy may:

- Take part in all deliberations, ask questions, and vote, amend or reject, on behalf of the undersigned, all proposals relating to the agenda;
- Declare that the undersigned has full knowledge of the Articles of Association, the financial situation of the Company and the documents appended to the agenda and/or provided to the shareholders;
- During the meeting, make all statements, declarations, requisitions and reservations; accept all functions;
- Participate in any meeting with the same agenda if the proceedings of the original meeting were not valid;
- For the above purposes, approve and sign all deeds, documents, minutes, registers and attendance lists, and elect domicile, substitute and generally do whatever is necessary.

If a supplemented agenda is published under Article 4 of the Law of 24 May 2011 on the exercise of certain rights of shareholders at the General Meetings of listed companies, any proxies that are notified to the Company before the publication of a supplemented agenda remain valid for the agenda items they cover, but are considered invalid for the agenda items that are the subject of new proposed resolutions.

Done in

On

Signature (preceded by the handwritten words “good for proxy”)