

## ORDINARY and EXTRAORDINARY GENERAL MEETINGS

**On Tuesday 27 May 2025 at 10 AM**

**At the registered office of the company, avenue du Bourget 42, 1130 Brussels (Haren)**

### CONDITIONS TO ACCESS

#### **Registration and confirmation of attendance**

In order to attend the General Meetings or to be represented and exercise voting rights, every shareholder must fulfil the two conditions set out below:

##### **1. Registration**

Shareholders must be registered as shareholders on **13 May 2025 at midnight** (Belgian time) (**Registration Date**), either by entry in the register of nominative shares of the Company, or by entry on the accounts of a recognized accountholder or a clearing institution.

##### **2. Confirmation of attendance**

Confirmation to the Company, **at the latest on 21 May 2025**, that they wish to attend the General Meetings. At the same time, they must also announce the number of shares with which they wish to vote at the General Meetings.

The holder of dematerialised shares must also submit a certificate from the official accountholder or liquidation institution to the Company which indicates with how many shares, registered in the name of the shareholder on the Registration Date, they intend to take part in the General Meetings.

The holders of subscription rights, who may attend the General Meetings with an advisory vote, pursuant to Article 7:135 of the BCCA, are requested to comply with the formalities of registration and prior notification referred to above.

Only those being registered as shareholders on the Registration Date shall have the right to attend and vote at the General Meetings.

#### **Participation**

The shareholder who fulfilled the admission requirements can participate in the General Meetings as follows : (i) personally, (ii) by proxy form or (iii) by voting in advance :

##### **(i) Personally**

Each shareholder has the right to participate to the General Meetings in person.

To allow an efficient registration process, the shareholders or their proxy holders who attend the General Meeting in person are requested to register by 9.30 am CET at the latest (half an hour before the start of the general meetings). The natural persons attending the General Meetings in their capacity as shareholder, proxy holder or representative of a legal entity may be requested to provide evidence of their identity. In addition, the representatives of legal persons must provide the documents that determine their status as legal representative or proxy holder.

##### **(ii) Proxy form**

Each shareholder can be represented by a proxy holder at the General Meetings. The shareholder who wishes to be represented by proxy must deliver a power of attorney on **21 May 2025 at the latest**, as set out below :

- the model of power of attorney that is made available by the Board of Directors (i) at the office of the Company and (ii) on the website of the Company ([www.recticel.com](http://www.recticel.com)) must be used;
- the dated and signed power of attorney must reach the Company, (i) by e-mail to [companysecretary@recticel.com](mailto:companysecretary@recticel.com), or (ii) by post at Recticel SA/NV, Bourgetlaan 42, 1130 Brussels (Haren), Belgium.

The appointment of a proxy holder must be made in accordance with the applicable rules of Belgian law, including the rules on conflicts of interest. In addition, the shareholders must meet the admission requirements as described above.

### **(iii) Voting in advance**

Each shareholder further has the right to cast its votes in advance at the General Meetings. The shareholder who wishes to vote in advance by voting form must deliver the voting form on **21 May 2025 at the latest**, as set out below:

- the model of voting form that is made available by the Board of Directors (i) at the office of the Company and (ii) on the website of the Company ([www.recticel.com](http://www.recticel.com)) must be used;
- the dated and signed voting form must reach the Company, (i) by e-mail to [companysecretary@recticel.com](mailto:companysecretary@recticel.com), or (ii) by post at Recticel SA/NV, Bourgetlaan 42, 1130 Brussels (Haren), Belgium.

In addition, the shareholders must meet the admission requirements as described above.

### **Additional items on the agenda and/or motions for resolutions**

Pursuant to Article 30 of the Company's articles of association, one or more shareholders, who together hold at least 3% of the share capital, may add items to be discussed to the agenda of the General Meetings and submit motions for resolutions with regard to the items on or to be placed on the agenda. The Company must receive such requests, together with the evidence of the required participation, no later than **5 May 2025**. In the case at hand, an additional agenda shall be published latest on **12 May 2025**.

### **Written questions / right to ask questions of the shareholders**

Pursuant to Article 33 of the Company's Articles of Association, shareholders who have fulfilled the aforementioned conditions to access, may ask questions to the Directors and the Auditor regarding their report or items on the agenda. The Company must receive the questions no later than **21 May 2025 at the latest** by post at Recticel SA/NV, Bourgetlaan 42, 1130 Brussels (Haren), Belgium or by e-mail to [companysecretary@recticel.com](mailto:companysecretary@recticel.com).

### **Proof of identity and powers of representation**

In order to physically attend, or to be represented at the General Meetings, holders of shares, convertible bonds or subscription rights, as well as authorized agents, must present proof of their identity (identity card or passport) and representatives of legal entities must, in addition, provide proof of their powers of representation (relevant company documents). The Company must receive this proof, at the latest, on the day of the General Meetings.

### **Documentation**

All documents related to the General Meetings are made available on the Company's website ([www.recticel.com](http://www.recticel.com)) and are also available at the Company's registered office.

### **Notification and sending of documents**

The notification and all other notices or correspondence to the Company must be as follows:

- either by post at Recticel SA/NV, Bourgetlaan 42, 1130 Brussels (Haren), Belgium ;
- by e-mail to [companysecretary@recticel.com](mailto:companysecretary@recticel.com).

The Board of Directors