

To be valid, this proxy should reach Financière de Tubize on Thursday 19 April 2018 at the latest  
It should be sent electronically to the e-mail address [aspjcke@icloud.com](mailto:aspjcke@icloud.com)

## EXTRAORDINARY GENERAL MEETING OF 25 APRIL 2018

### PROXY

The undersigned

Name: .....

First name: .....

Address: .....

or

Name company: .....

Legal form: .....

Company number: .....

Address registered seat: .....

here represented by:

Name: .....

First name: .....

Function: .....

owner or usufructuary of ..... [number] shares Financière de Tubize at the Registration Date of 11 April 2018,

appoints as proxy:

Name: .....

First name: .....

Address:.....

to represent him/her at the extraordinary general meeting of shareholders of Financière de Tubize, which will take place on Wednesday 25 April 2018 at 12:00am at the registered seat, and to vote in his/her name on the items taken up in the agenda mentioned hereafter, in accordance with the voting instructions and with the powers mentioned hereafter.

## Agenda of the extraordinary general meeting

1. Amendment of the Articles of Association: Renewal of the authorisation given to the board of directors to purchase and dispose of own shares

*Proposed decision:* replace article 10, paragraphs 4 and 5, by the following text:

« Cette autorisation peut être prorogée une ou plusieurs fois conformément aux dispositions du Code des sociétés.

L'assemblée générale du 25 avril 2018 a octroyé au conseil d'administration, pour une période de cinq ans à compter de la date de ladite assemblée, l'autorisation d'acquérir dans les conditions prévues par la loi, des actions de la société. Le pair comptable des actions rachetées ne peut dépasser 20% du capital souscrit. Les acquisitions pourront se réaliser à un cours compris entre 1 euro et 200 euros. Le conseil d'administration est autorisé, le cas échéant, à constater le nombre d'actions à annuler et à adapter l'article 5 des statuts en fonction du nombre d'actions annulées.

Le conseil d'administration peut, par ailleurs, aliéner les actions de la société, en bourse ou de toute autre manière. »

2. Assign the powers to execute the above mentioned decisions:

*Proposed decision:* assign powers, with possibility of sub-delegation, to the board of directors for the execution of the above mentioned decisions, and to Madame Stéphanie Ernaelsteen and Madame Anne-Catherine Guiot, each acting separately, to prepare the consolidated text of the Articles of Association.

## Voting instructions

Proposed decision	In favour	Against	Abstention
<p>Amendment of the Articles of Association: Renewal of the authorisation given to the board of directors to purchase and dispose of own shares</p> <p><i>Proposed decision:</i> replace article 10, paragraphs 4 and 5, by the following text:</p> <p>« Cette autorisation peut être prorogée une ou plusieurs fois conformément aux dispositions du Code des sociétés.</p> <p>L'assemblée générale du 25 avril 2018 a octroyé au conseil d'administration, pour une période de cinq ans à compter de la date de ladite assemblée, l'autorisation d'acquérir dans les conditions prévues par la loi, des actions de la société. Le pair comptable des actions rachetées ne peut dépasser 20% du capital souscrit. Les acquisitions pourront se réaliser à un cours compris entre 1 euro et 200 euros. Le conseil d'administration est autorisé, le cas échéant, à constater le nombre d'actions à annuler et à adapter l'article 5 des statuts en fonction du nombre d'actions annulées.</p> <p>Le conseil d'administration peut, par ailleurs, aliéner les actions de la société, en bourse ou de toute autre manière. »</p>	○	○	○
<p>Assign the powers to execute the above mentioned decisions:</p> <p><i>Proposed decision:</i> assign powers, with possibility of sub-delegation, to the board of directors for the execution of the above mentioned decisions, and to Madame Stéphanie Ernaelsteen and Madame Anne-Catherine Guiot, each acting separately, to prepare the consolidated text of the Articles of Association.</p>	○	○	○

[Indicate a voting instruction for each of the proposed decisions by ticking a box]

If no instruction is indicated for a proposed decision, the proxy will vote in the interest of the principal.

However, if the proxy is one of the persons defined in article 547bis, §4, second paragraph of the Company Code, he/she can only exercise the voting right if he/she has received specific voting instructions for each of the proposed decisions mentioned on the agenda.

If new proposed decisions are added at the request of shareholders in accordance with article 533ter of the Company Code, the proxy may, in accordance with article 533ter, §4, second paragraph, deviate from

any instructions of the principal if the execution of such instructions might damage the interests of the latter. If, in accordance with article 533ter of the Company Code, new items are added to the agenda:

- The proxy is entitled to vote
- The proxy must abstain from voting

[Make a choice by ticking one of the boxes]

**Powers**

The proxy can draw up and sign all acts, documents, minutes and attendance lists, substitute, and more generally do whatever is necessary to execute this proxy, with guarantee of ratification.

Financière de Tubize SA should receive the present proxy, duly completed and signed, at the latest on Thursday 19 April 2018. The proxy should be sent electronically to the e-mail address [aspijcke@icloud.com](mailto:aspijcke@icloud.com)

Drawn up in ..... [place] at ..... [date]

[Signature]