

Ordinary General Meeting of Shareholders of 24 April 2026

Minutes

1. Opening of the meeting

The meeting is opened at 11.05 a.m. under the chairmanship of Mr. Bruno Holthof, Chairman of the Board of Directors.

2. Composition of the bureau

The Chairman appoints Mr Eric Nys as secretary of the General Meeting and designates M. Charles-Antoine Janssen and M. Cédric van Rijckevorsel as scrutineers.

The Chairman, the secretary and the scrutineers compose the Bureau.

3. Verification by the bureau

The Chairman reports on the findings and verifications that the members of the bureau have done with a view to the constitution of the assembly.

Convening

the convening notice containing the agenda of the present general meeting has been sent and published according to the timing and the arrangements fixed by the articles of association of the Company as well as the Company and Associations code

- On the website of the Company since 25th March 2026
- On the internet portal GlobeNewswire since 25th March 2026
- By mail or by e-mail addressed on 25th March 2026 to the registered shareholders, to the board members and to Mr. Sébastien Jaspas, representative of the statutory auditor.

Documents made available to shareholders

In addition, the following documents have been made available to shareholders on the Company's website on 25th March 2026 and uninterrupted till today, in accordance with the provisions of Article 7:129 of the Company and Associations code:

- The convening, including for each point of the agenda either a proposed decision or a comment
- The proxy form
- The participation notice
- The total number of shares and voting rights at the date of the present convening
- The annual financial report 2025 including :
 - The annual accounts 2025
 - The report of the Board of directors 2025
 - The remuneration report 2025
 - The Report of the statutory auditor on the annual accounts 2025
- The profile of the proposed directors.

Holders of nominative shares have received a copy of all documents together with the convening notice.

Composition of the meeting

The list of the shareholders, which will remain annexed to the present minutes, includes the registration of 994 shareholders, present or represented, owners or usufructuaries, having completed the formalities for admission to the meeting, and comprising 35,036,407 shares entitling each to one vote, representing 78.71% of the total issued shares.

The attendance list also mentions Mr. Sébastien Jaspar, the representative of the auditor, as well as the directors present and proxies holder.

Admission to the meeting

To attend or to be represented at the general meeting, the shareholders have complied with the articles of associations and with the Code of companies and associations.

Quorum – Voting rights – Majority

Given that no special quorum is required to deliberate on the items of the agenda, the meeting may validly deliberate on all agenda items, regardless of the number of shares present or represented.

Each share is entitled to one vote.

None of the items on the agenda requires a qualified majority.

Validity of the meeting

All the formalities required for this general meeting having been fulfilled, the meeting is regularly constituted.

4. Content of the meeting

Items on the agenda

The assembly dispenses the chairman from reading the items of the agenda, which are as follows:

1. Report of the board of directors on the financial year ended 31 December 2025.
Commentary: the board report discusses all the items referred to in article 3:6 of the Company and Associations code.
2. Remunerations report on the financial year ended 31 December 2025.
Proposed decision: approve the remunerations report on the financial year ended 31 December 2025.
3. Statutory auditor's report on the annual accounts as at 31 December 2025.
Commentary: this report has been prepared in accordance with the articles 3:74 and 3:75 of the Company and Associations code.
4. Annual accounts as at 31 December 2025 : Annual accounts - Result appropriation.
Proposed decision: approve the annual accounts as at 31 December 2025, including the distribution of a gross dividend of € 1.08 per share (which will be payable as from 11 May 2026).
5. Discharge of the directors for the financial year ended 31 December 2025.
Proposed decision: discharge each of the directors for the execution of their respective mandate during the financial year ended 31 December 2025.
6. Discharge of the statutory auditor for the financial year ended 31 December 2025.
Proposed decision: discharge the statutory auditor for the execution of his mandate during the financial year ended 31 December 2025.
7. Board of Directors - Renewal – Resignation – Appointment.
 - a) *Proposed decision: reappoint Mr Eric Cornut, as a Director for a period of four years expiring at the close of the Annual General Meeting to be held in 2030;*
 - b) *Proposed decision: approve the appointment as Director of Corisatis SRL, represented by Mrs Cynthia Favre d'Echallens, for a term of four years expiring at the close of the Annual General Meeting to be held in 2030;*
 - c) *Proposed decision: register that Ms Evelyn du Monceau's term of office will expire at the end of this General Meeting, in accordance with the provisions of the Company's Governance Charter;*
 - d) *Proposed decision: approve the appointment as Director of Heygieia Consulting BV, represented by Mr Stef Heylen, for a term of four years expiring at the close of the Annual General Meeting to be held in 2030;*
 - e) *Proposed decision: register the resignation as a director of Mrs Carinne Brouillon, with effect from the date*

of this meeting;

- f) Proposed decision: approve the appointment as Director of StratRisk Partners GmbH, represented by Mrs Carinne Brouillon, for a term of four years expiring at the close of the Annual General Meeting to be held in 2030;
- g) Proposed decision: confirm that StratRisk Partners GmbH, represented by Mrs Carinne Brouillon, is appointed as independent director in accordance with the independence criteria set out in the Company and Associations code and the 2020 Governance code. The Board of Directors confirms that it has no indication of anything that might cast doubt on the independence of StratRisk Partners GmbH.

8. Change of control provisions included in the Revolving Credit Facility documentation

In accordance with Article 7:151 of the Companies and Associations Code, the general meeting is invited to approve the change of control clauses contained in the documentation concluded with Belfius, BNP Paribas Fortis and KBC, which provide that, in the event of a change of control of the Company, these institutions may demand early repayment of the sums lent and/or suspend the credit lines granted.

These clauses reflect the standard provisions required by our creditors and/or included in the legal documentation relating to our financial transactions.

La Financière de Tubize has renegotiated its credit lines with effect from 1 January 2026, the total amount of which (unchanged) is €350 million, broken down as follows:

- Belfius : € 150 million
- BNPPF : € 100 million
- KBC : € 100 million

The agreements with these three banks each contain a change of control clause which provides that if a change of control occurs, the credit facility may be terminated or suspended.

a) Proposed decision: approve the provision in the BNP Paribas Fortis SA « Conditions Générales d'Ouverture de Crédit » that grants BNP Paribas Fortis SA the right to

« suspend or terminate, with immediate effect and without notice, all or part of and all forms of use, both for the used and unused portions, in the event of a substantial change in the shareholding structure of Financière de Tubize that could influence the composition of the management bodies or the bank's overall risk assessment »

b) Proposed decision: approve the provision in the Belfius Banque SA « Règlement de Crédit » that grants Belfius Banque SA the right to

« terminate or suspend, in whole or in part, the credit facility without prior notice or legal recourse, with immediate effect from the date of dispatch of the letter of notification of termination or suspension, in the event

of a change in the management of Financière de Tubize or if one of the active or jointly liable members or one of the majority shareholders withdraws or dies »

c) Proposed decision: approve the provision in the KBC Bank SA « Conditions Générales des Crédits » that grants KBC Bank SA the right to

« terminate or suspend, in whole or in part, the credit facility and its forms of use, both for the used and unused portions, without prior notice or legal recourse, with immediate effect on the date of dispatch (by digital or non-digital means) of the letter of notification of termination or suspension in the event of a substantial change in the shareholding structure of the borrowers or in the voting rights attached to the shares, which is likely to have an impact on the composition of the administrative bodies or on the bank's overall risk assessment».

Review of the documents

The Chairman then proceeds to the review of the various documents that have been made available to the shareholders.

He asks the meeting to dispense the reading of the board of directors' report and of the auditor's report and to be exempted from the reading of the other documents made available to the shareholders.

He presents the important events of the 2025 financial year, the main points contained in the various documents as well as the highlights of 2025 for UCB.

Questions

The Chairman reminds that all shareholders have had the right, according to article 7:139 of the Code of companies and associations, to send their questions in writing to the company, no later than 18th April 2026.

No questions were received in writing.

The Chairman invites the shareholders who wish to do so to ask questions about the reports of the board of directors or the statutory auditor or about any other items on the agenda.

Deliberations - Votes

The Chairman proposes the general meeting to deliberate on the items and proposed resolutions that appear on the agenda, and to vote on each of the items for which a decision of the assembly is requested.

The resolutions and the result of the votes on each of them are set out in a table annexed to these minutes.

5. Minutes

All the items of the agenda being covered, the Chairman asks the secretary to finalise the minutes of this meeting, which are approved and will be signed as soon as possible, together with the attendance list, by the members of the Bureau, as well as by the proxy holder. He asked the assembly to be exempted from reading it.

6. End of the meeting

The chairman declares the closing of the ordinary general meeting at 12:23 a.m.

Brussels, 24 April 2026

Bruno Holthof,
Chairman

Eric Nys
Secretary

Charles-Antoine Janssen
Scrutineer

Cédric van Rijckevorsel
Scrutineer