

**VOTE BY MAIL**  
**Annual General Meeting**  
**of April 16, 2025 (10.00 a.m.)**

This form must be received at the latest on **Thursday April 10, 2025** by :

Proximus SA/NV of public law  
Mr. Dirk Lybaert, Secretary General  
Postal address : Rue Carli 2  
B - 1140 Brussels (Belgium)

**The undersigned** (name and first name / Name of the company)

.....

**Domicile / Registered Office**

.....

.....

Owner of

Quantity

Dematerialized shares (1)  
Registered shares (1)

of Proximus  
SA/NV

(1) cross out what is not applicable

**votes by mail in the following way with respect to the annual general meeting of the company,**  
**which will be held on Wednesday April 16, 2025 at 10.00 a.m.**

**My / Our vote on each of the proposed resolutions is as follows:**  
*(please tick the appropriate boxes)*

1. Examination of the annual reports of the Board of Directors of Proximus SA under public law with regard to the annual accounts and the consolidated annual accounts at 31 December 2024.
2. Examination of the reports of the Board of Auditors of Proximus SA under public law with regard to the annual accounts and of the Auditors with regard to the consolidated annual accounts at 31 December 2024.
3. Examination of the information provided by the Joint Committee.
4. Examination of the consolidated annual accounts at 31 December 2024.

5. Approval of the annual accounts of Proximus SA under public law at 31 December 2024.  
Motion for a resolution: approval of the annual accounts with regard to the financial year closed on 31 December 2024, including the following allocation of the results:

Profit of the financial year to be appropriated	+	360,486,285 EUR
Accumulated profits	+	65,110,006 EUR
Profit to be appropriated	=	425,596,291 EUR
Transfers from capital and reserves	+	54,376,483 EUR
Transfers to capital and reserves	-	1,174,561 EUR
Profit to be distributed (dividends)	-	193,464,857 EUR
Profit to be carried forward	=	285,333,356 EUR

For 2024, the gross dividend amounts to EUR 0.60 per share, entitling shareholders to a dividend net of withholding tax of EUR 0.42 per share, of which an interim dividend of EUR 0.50 per share (EUR 0.35 per share net of withholding tax) was already paid out on 6 December 2024; this means that a gross dividend of EUR 0.10 per share (EUR 0.07 per share net of withholding tax) will be paid on 25 April 2025. The ex-dividend date is fixed on 23 April 2025, the record date is 24 April 2025.

<b>FOR</b>	<input type="checkbox"/>	<b>AGAINST</b>	<input type="checkbox"/>	<b>ABSTAIN</b>	<input type="checkbox"/>
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6. Approval of the remuneration policy.  
Motion for a resolution: approval of the remuneration policy.

<b>FOR</b>	<input type="checkbox"/>	<b>AGAINST</b>	<input type="checkbox"/>	<b>ABSTAIN</b>	<input type="checkbox"/>
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7. Approval of the remuneration report.  
Motion for a resolution: approval of the remuneration report.

<b>FOR</b>	<input type="checkbox"/>	<b>AGAINST</b>	<input type="checkbox"/>	<b>ABSTAIN</b>	<input type="checkbox"/>
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8. Granting of a discharge to the members of the Board of Directors.  
Motion for a resolution: granting of a discharge to the members of the Board of Directors for the exercise of their mandate during the financial year closed on 31 December 2024.

<b>FOR</b>	<input type="checkbox"/>	<b>AGAINST</b>	<input type="checkbox"/>	<b>ABSTAIN</b>	<input type="checkbox"/>
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9. Granting of a discharge to the members of the Board of Auditors.  
Motion for a resolution: granting of a discharge to the members of the Board of Auditors for the exercise of their mandate during the financial year closed on 31 December 2024.

<b>FOR</b>	<input type="checkbox"/>	<b>AGAINST</b>	<input type="checkbox"/>	<b>ABSTAIN</b>	<input type="checkbox"/>
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10. Granting of a discharge to the Auditors for the consolidated accounts of the Proximus Group.  
Motion for a resolution: granting of a discharge to the Auditors Deloitte Bedrijfsrevisoren BV/Réviseurs d'Entreprises SRL, represented by Mr. Koen Neijens and Luc Callaert BV, represented by Mr. Luc Callaert, for the exercise of their mandate during the financial year closed on 31 December 2024.

<b>FOR</b>	<input type="checkbox"/>	<b>AGAINST</b>	<input type="checkbox"/>	<b>ABSTAIN</b>	<input type="checkbox"/>
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11. Appointment of Board Members, in accordance with the right of nomination of the Federal Holding and Investment Company (SFPIM).  
The mandate of Messrs Stefaan De Clerck, Karel De Gucht and Ibrahim Ouassari will expire at this annual general meeting on 16 April 2025. In accordance with article 18, §3 of the Proximus' bylaws, the SFPIM has the right to nominate for appointment candidates to the Nomination and Remuneration Committee for these three vacancies. At the date of this invitation, the SFPIM has not yet exercised its right to nominate for appointment candidates. Should the SFPIM still nominate for appointment

candidates, this will then be immediately announced on the Proximus website, together with all available information. When applicable, the Nomination and Remuneration Committee will immediately submit its advice to the Board of Directors, which will nominate the candidates concerned to the annual general meeting that will vote on their appointment. In the absence of the exercise of the right by the SFPIM, the Board of Directors will propose to the annual general meeting to extend the current mandates for a term of 1 year in order not to compromise, in the interest of Proximus, the continuity within, and the proper functioning of the company's Board of Directors.

Motion for a resolution:

In accordance with the nomination for appointment by the Board of Directors and after recommendation of the Nomination and Remuneration Committee, in accordance with article 18, §3 of Proximus' bylaws:

11.a. (re)appointment of Mr. Stefaan De Clerck as Board Member for a period expiring on the date of the annual general meeting of 2026,

<b>FOR</b>		<b>AGAINST</b>		<b>ABSTAIN</b>	
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11.b. (re)appointment of Mr. Karel De Gucht as Board Member for a period expiring on the date of the annual general meeting of 2026,

<b>FOR</b>		<b>AGAINST</b>		<b>ABSTAIN</b>	
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11.c. (re)appointment of Mr. Ibrahim Ouassari as Board Member for a period expiring on the date of the annual general meeting of 2026,

<b>FOR</b>		<b>AGAINST</b>		<b>ABSTAIN</b>	
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Or appointment, after advice of the Nomination and Remuneration Committee, of the alternative candidates nominated for appointment by the SFPIM as Board Members for a period expiring on the date of the annual general meeting of 2029.

<b>FOR</b>		<b>AGAINST</b>		<b>ABSTAIN</b>	
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The CVs are available on [www.proximus.com](http://www.proximus.com). These mandates will be remunerated in the same way as that of the other Board Members, in accordance with the decision of the general shareholders' meeting of 2004.

12. Appointment of the auditors in charge of the joint audit of the consolidated accounts for the Proximus Group.

Motion for a resolution: to appoint Deloitte Bedrijfsrevisoren BV/Réviseurs d'Entreprises SRL, represented by Mr. Fabio De Clercq and Luc Callaert BV, represented by Mr. Luc Callaert, responsible for the joint audit of the consolidated accounts of the Proximus Group, for a period of three years for an annual audit fee of 635,000 EUR (to be indexed annually).

<b>FOR</b>		<b>AGAINST</b>		<b>ABSTAIN</b>	
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13. Appointment of the auditor in charge of the "assurance" of the CSRD sustainability reporting  
 Motion for a resolution: in accordance with the nomination for appointment by the Board of Directors after recommendation of the Audit & Compliance Committee, to appoint Deloitte Bedrijfsrevisoren BV/Réviseurs d'Entreprises SRL, represented by Mr. Fabio De Clercq, responsible for the "assurance" of the CSRD sustainability report, for a period of three years for an annual audit fee of 150,000 EUR (to be indexed annually).

<b>FOR</b>		<b>AGAINST</b>		<b>ABSTAIN</b>	
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14. Acknowledgment of change of the permanent representative of the auditor Deloitte Bedrijfsrevisoren BV/Deloitte Réviseurs d'Entreprises SRL for the certification of the annual accounts of Proximus SA under public law.

Motion for a resolution: the meeting takes note of the change of the permanent representative of Deloitte Bedrijfsrevisoren BV/Deloitte Réviseurs d'Entreprises SRL. Deloitte Bedrijfsrevisoren BV/Deloitte Réviseurs d'Entreprises SRL has decided to replace Mr Koen Neijens as permanent representative by Mr. Fabio De Clercq as of 16 April 2025.

15. Miscellaneous.

Done at ....., on ....., 2025.

Signature(s) : .....

Legal entities must specify the name, first name and title of the natural person(s) who signs this letter on their behalf. Owners of dematerialized shares or registered shares intending to vote by mail must also have completed the formalities described in the invitation.