

# **Econocom Group SE**

A European listed company

Registered office: Place du Champ de Mars 5, 1050 Brussels

Company number: 0422.646.816 (Brussels RLE)

(hereafter the "Company")

# MODIFIED AGENDA OF THE ORDINARY GENERAL MEETING OF ECONOCOM GROUP SE OF 31 MARCH 2025

Dear shareholders,

A shareholder holding more than 3% of the capital has requested the addition of a new item on the agenda of the Ordinary General Meeting of the Company of 31 March 2025 and the submission of proposals for resolutions on this new item.

The agenda completed under its ninth item is published in accordance with article 7:130, § 3 of the Code on Companies and Associations:

- 1. Presentation, discussion and explanation of the annual management report of the board of directors, the statutory and consolidated financial statements for the financial year which ended on 31 December 2024 and the auditor's report on the statutory and consolidated financial statements for the 2024 financial year.
- 2. Approval of the statutory financial statements for the financial year which ended on 31 December 2024

**Proposed resolution:** 

Proposal to approve the statutory financial statements for the financial year which ended on 31 December 2024.

3. Approval of the allocation of profits

**Proposed resolution:** 

Proposal to allocate the profit of the Company's financial year, which ended 31 December 2024, amounting to €73,148,459.03, in full to the result carried forward.

**4.** Discharge of the directors for the performance of their official duties during the financial year which ended on 31 December 2024

<u>Proposed resolution</u>:

Proposal to grant discharge to the directors for the financial year which ended on 31 December 2024.

**5.** Discharge of the auditor for the performance of its official duties during the financial year which ended on 31 December 2024

<u>Proposed resolution</u>:

Proposal to grant discharge to the auditor for the financial year which ended on 31 December 2024.



# **6.** Approval of the remuneration report

**Proposed resolution:** 

Proposal to approve the remuneration report for the financial year which ended on 31 December 2024.

# **7.** Approval of the remuneration policy

#### **Proposed resolution:**

On proposal of the Compensation and Nomination Committee, proposal to approve the remuneration policy, defining the principles of remuneration of the managers of Econocom Group SE, established by the board of directors of the Company in accordance with the provisions set forth in the Code on Companies and Associations and more specifically in accordance with article 7:89/1 and the 2020 Belgian Code on Corporate Governance.

#### 8. Renewal of the term of office

#### **Proposed resolution:**

Proposal to:

- i. renew Mr. Robert Bouchard term of office for a duration of 4 years, with immediate effect and ending immediately after the annual general meeting to be held in 2029;
- ii. acknowledge the termination of Mr. Eric Boustouller office as independent director of the Company, with immediate effect after this annual general meeting; and
- iii. acknowledge the termination of Ms. Véronique di Benedetto office as director of the Company, with immediate effect after this annual general meeting.

# **9.** Approval of change of control clauses.

## **Proposed resolution:**

Proposal to approve and ratify as necessary, in accordance with Article 7:151 of Code on Companies and Associations, the provisions of the Schuldscheindarlehen type credit agreements that could be authorised and entered into between 31 March 2025 and 30 September 2025 and that would provide for the possibility for the lender to demand the early repayment of the sums lent and/or the suspension of the use of the credit in the event of a change of control of the Company.

# **10.** Powers of attorney

# **Proposed resolution:**

Proposal to grant powers of attorney to (i) the executive directors and the managing directors of Econocom Group SE, with the possibility of substitution, for the execution of the aforementioned resolutions and in order to proceed with publication and other formalities, and (ii) to Mr. Jérôme Lehmann and/or Ms. Lydie Roulleaux (employees of Econocom group), with the power of substitution, in order to proceed with the filling and publication formalities.

Proxy voting and postal voting forms have been modified accordingly and can be downloaded from the website <a href="https://www.econocom.com/en/investors/general-meetings">https://www.econocom.com/en/investors/general-meetings</a>.

As a reminder, in addition to the formalities specified in the notice, shareholders must send duly completed and signed proxy voting and postal voting forms to the e-mail address <a href="mailto:generalsecretariat@econocom.com">generalsecretariat@econocom.com</a> - or for holders of dematerialized shares to the e-mail address <a href="mailto:ebe.issuer@euroclear.com">ebe.issuer@euroclear.com</a> - by 25 March 2025 at the latest.

Yours faithfully,

On behalf of the board of directors