

P R O X Y

The undersigned (name and first name)
residing at (address)

or

with principal office at (address office)

in accordance with its articles of incorporation duly represented by:

(name and first name)

holder of shares of Agfa-Gevaert NV, with principal office at 2640 Mortsel,
Septestraat 27, hereby appoints as authorized representative (1) (2)

(name and first name)

residing at (address)

(1) You are not required to specify the name of a proxy holder. If you do not, Agfa-Gevaert NV will appoint a member of the bureau to represent you at the relevant meeting. The bureau members are persons who typically, under art. 7:143 of the Companies and Associations Code, are deemed to have a conflict of interest e.g. because they are members of the board or staff members. If the proxy holder is deemed to have a conflict of interest under art. 7:143 of the Companies and Associations Code, the proxy holder can only vote provided specific voting instructions are available for each item on the agenda . In the absence of such specific voting instructions for a particular topic, the proxy holder is deemed to have a conflict of interest and shall therefore refrain from participating in the vote.

(2) subject to the exceptions provided by law, you can appoint only one (1) representative.

in order to represent him/her as shareholder at the Special and Extraordinary General Meeting of Shareholders of the above-named company, which will be held at the principal office of the company on Friday February 28, 2025 at 11.00 a.m. with the following agenda or in case of a postponement of the aforementioned Extraordinary General Meeting, at the Extraordinary General Meeting to be held on Tuesday March 11, 2025 at 12 noon.

If you do not give voting instructions, you will be considered having voted in favour of the resolutions proposed by the board of directors of the company.

AGENDA

A. Special General Meeting

1. Appointment of independent director

prescribed for an amendment to the articles of association, in accordance with the conditions of articles 7:215 et seq. of the CCA. The authorization that the company currently has to acquire its own shares will expire on May 24, 2025.

Approval 0

Rejection 0

Abstention 0

4. Independent directors – adaptation to legislative change

Proposed resolution: Replacement of the text of the current second paragraph of Article 13 of the Articles of Association by the following text:

The independent directors referred to in the first paragraph of this article must meet the criteria stated in Article 7:87 of the CCA and are appointed in accordance with the procedure laid down in the aforementioned article. When the board of directors submits the candidacy of an independent director to the general meeting, it expressly confirms that it has no indication of any element that could call into question the independence. When the board of directors submits to the general meeting the nomination of an independent director whose independence as referred to may be in doubt, it shall explain this/these indication(s) and explain the reasons why it assumes that the candidate is in fact independent.

Approval 0

Rejection 0

Abstention 0

5. Variable remuneration executive directors

Proposed resolution: Addition of a third paragraph to Article 18 of the Articles of Association, which reads as follows:

Contrary to article 7:91, paragraph 2 of the CCA, the company may grant a variable remuneration to executive directors that is based on performance criteria over a shorter period than the period of two or three years prescribed by article 7:91, paragraph 2 of the CCA.

Approval 0

Rejection 0

Abstention 0

6. Variable remuneration of the day-to-day management

Proposed resolution: Addition of a third paragraph to Article 19 of the Articles of Association, which reads as follows:

Contrary to article 7:121, paragraph 4 of the CCA, the company may grant a variable remuneration to each member of the day-to-day management body and to the persons in charge of the management referred to in article 3:6, §3, paragraph 3 of the CCA, which is based on performance criteria over a shorter period than the period of two or three years prescribed by article 7:91, paragraph 2 of the CCA.

Approval 0

Rejection 0

Abstention 0

7. Conflict of interest – clarification of articles of association

Proposed resolution: Replacement of the text on conflicts of interest in the current second paragraph of Article 21 of the Articles of Association by the following text:

The minutes of the meeting are communicated to the statutory auditor.

Approval 0

Rejection 0

Abstention 0

