

UNOFFICIAL TRANSLATION FROM DUTCH

AGFA-GEVAERT

PUBLIC LIMITED COMPANY
SEPTESTAAT 27
B-2640 MORTSEL
COMPANY REGISTRATION NUMBER 0404 021 727

**MINUTES OF THE SPECIAL GENERAL MEETING
HELD ON 28 FEBRUARY 2025**

OFFICIALS

The meeting opened at 11 a.m. under the chairmanship of Mr. Frank Aranzana. The chairman appoints Mr. Wilfried Van Lishout as secretary of the meeting, Mr. Peter Couwenberg and Mr. Artur Bagaev as tellers.

COMPOSITION OF THE MEETING

The officials established that the calling for the meeting, including the announcement of the agenda, was in complete compliance with the relevant legal requirements and the articles of association of the company.

A copy of the announcement in the Official Gazette of 29 January, 2025 and in the newspaper 'De Tijd' of 29 January, 2025 was presented to the officials and was signed by the scrutineers.

The announcement was also published on the website of the company.

The registered shareholders, as well as the auditor were invited by letter or, for those who individually expressed their approval, by email on 28 January, 2025. The Board Members expressly waived their right to receive a personal invitation.

The shareholders who were either present or represented at the meeting are stated on the attendance list, which was signed by each shareholder or their representative.

From the attendance list that has already been signed by the officials, it was clear that there are 41 shareholders present or represented, whom together account for 34,285,685 shares in the company. Since the meeting can legally deliberate and make decisions irrespective of the size of the shareholding held by those shareholders present or represented, the meeting can consequently legally deliberate and make resolutions regarding any item on the agenda.

AGENDA

The meeting has the following agenda:

1. Appointment of independent director

Proposed resolution: the Special General Meeting decides to appoint MJP Management Services BV, Veembroederhof 89, 1019 HD Amsterdam, the Netherlands, with permanent representative Mr. Michel Govaert, as independent director for a period of 4 years, commencing at present.

Michel Govaert (1963) is a seasoned executive with more than 30 years of experience in financial and risk management, operational and financial result improvement including corporate transformation, crisis and turnaround management, stakeholder management in complex situations and M&A. He holds an MBA with a concentration in Finance from the Katholieke Universiteit Brabant (Tilburg University). He is currently an Independent Non-Executive Director at Sunlight Group Energy Storage Systems and Supervisory Board member at AnQore. Before he was Group CFO at AOC Resins and ChemicalInvest and served as partner at Alvarez & Marsal. Prior to that, he was Finance Director at Avebe and he started his career at Philips Electronics Systems.

Michel Govaert has expressly confirmed and the Board of Directors is of the opinion that both MJP Management Services BV and Mr. Michel Govaert himself meet the independence criteria provided for in article 7:87 of the Code of Companies and the Associations and provision 3.5 of the 2020 Belgian Corporate Governance Code.

2. Proxies.

Proposed resolution: The Special General Meeting decides to authorise each director of the Company and Wilfried Van Lishout (Secretary General of the Company), acting alone and with the power to substitute, for the execution of the decisions taken and for the completion of the formalities at an enterprise counter with a view to the registration/modification of the data in the Crossroads Bank for Enterprises, and, if applicable, with the Value Added Tax Administration.

QUESTIONS AND ANSWERS

De chairman noted that no questions were asked.

RESOLUTIONS

After deliberation, the meeting resolved the following:

1. RESOLVED by 34,283,805 in favour, 880 votes against and 1,000 abstentions, to appoint MJP Management Services BV, Veembroederhof 89, 1019 HD Amsterdam, the Netherlands, with permanent representative Mr. Michel Govaert, as independent director for a period of 4 years, commencing at present.
2. RESOLVED by 34.090.005 votes in favour, 880 votes against and 194.800 abstentions, to authorise each director of the Company and Wilfried Van Lishout (Secretary General of the Company), acting alone and with the power to substitute, for the execution of the decisions taken and for the completion of the formalities at an enterprise counter with a view to the registration/modification of the data in the Crossroads Bank for Enterprises, and, if applicable, with the Value Added Tax Administration.

There being no other items on the agenda and no further questions arising from those present, the meeting was closed. The secretary drew up the minutes of the meeting, which were signed by the officials and by those shareholders wishing to do so.

signed by _____

F. Aranzana

Chairman

signed by _____

W. Van Lishout

Secretary

signed by _____

P. Couwenberg

Scrutineer

signed by _____

A. Bagaev

Scrutineer