



**KBC Group**  
**Naamloze vennootschap**  
**(company with limited liability)**  
**Havenlaan 2 – 1080 Brussels**  
**VAT BE 0403.227.515 (RLP Brussels)**  
**www.kbc.com**

**PROXY**

The undersigned,  
*(full name and address of the shareholder. For a legal person, full name and registered office)*

.....  
 .....

declares to be holder of ..... share(s) of no nominal value of KBC Group NV for which they declare:

**I. to confer proxy on:**

*(make your choice by ticking one of both boxes<sup>1</sup>)*

- (Full name of one solitary proxy, who will attend physically to the Annual General Meeting)*

Name proxy.....

in pursuance of and in compliance with the provisions of Article 28 of the Articles of Association, in order to represent them at the Annual General Meeting, the agenda of which is included in point II below, that will be held at the company's registered office, Havenlaan 2, 1080 Brussels, **at 10 a.m. on Thursday, 7 May 2026.**

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<sup>1</sup> Article 7:143 (1) of the Companies and Associations Code stipulates that a shareholder of KBC Group NV may only nominate one person as proxy for a particular general meeting, except in the following cases:  
 – A shareholder may assign a different person as proxy for each form of share (i.e. registered and book-entry) they possess, and for each custody account they possess if they have KBC Group NV shares on more than one custody account.  
 – A person that is a qualified shareholder that also acts professionally for the account of other natural or legal persons may grant proxy to each of the other natural or legal persons, or to a third party appointed by them.  
 Shareholders are requested to complete and sign a separate proxy form for each proxy they wish to appoint.

**II. He / she / it gives the proxy the following voting instructions<sup>2</sup>:**

**Agenda for the Annual General Meeting**

1. Review of the combined annual report - including the consolidated sustainability reporting - of the Board of Directors of KBC Group NV on the company and consolidated annual accounts for the financial year ending on 31 December 2025.

**This gives no entitlement to a vote.**

2. Review of the statutory auditor's reports on the company and consolidated annual accounts of KBC Group NV for the financial year ending on 31 December 2025.

**This gives no entitlement to a vote.**

3. Review of the statutory auditor's assurance report on the consolidated sustainability reporting of KBC Group NV for the financial year ending on 31 December 2025.

**This gives no entitlement to a vote.**

4. Review of the consolidated annual accounts of KBC Group NV for the financial year ending on 31 December 2025.

**This gives no entitlement to a vote.**

5. Resolution to approve the company annual accounts of KBC Group NV for the financial year ending on 31 December 2025, including the following appropriation of the results:

- a) 3 283 704.14 euros in the form of a profit bonus for employees, of which:
  - 2 808 456.14 euros in the form of a categorised profit bonus, as set out in the collective labour agreement of 20 December 2024 concerning the categorised profit bonus for financial year 2025;
  - 475 248.00 euros in the form of an identical profit bonus. This bonus of 750 euros will be granted to all employees, regardless of any seniority requirement. This sum will be prorated based on the date on which employment started or ended (with exception of employees who have been dismissed for just cause or either were out of service on 1 February 2026 and therefore do not receive the bonus), on the employment percentage and on any equivalent or other grounds for suspension in financial year 2025, as stipulated for these prorating rules in the collective labour agreement of 20 December 2024 concerning the categorized profit bonus for financial year 2025.

- b) 2 022 959 364.00 euros to be allocated as a gross dividend, i.e. a gross dividend of 5.10 euros per share.\*

(\*) Further to payment of an interim dividend of 1.00 euro, the balance of gross dividend remaining to be paid is 1 626 396 036.00 euros, i.e. a gross dividend of 4.10 euros per dividend entitled share.

The dividend payment date is 20 May 2026.

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<sup>2</sup> If the shareholder designates proxy who has a potential conflict of interest with the shareholder within the meaning of article 7:143 §4 of the Belgian Companies Code, or does not provide the name of the proxy (blank proxy), and the proxy is taken by a person who has such potential conflict of interest, the proxy may, in accordance with the aforementioned article, only vote provided that it has received specific voting instructions for each item on the agenda.

6. Resolution to approve the remuneration report of KBC Group NV for the financial year ending on 31 December 2025, as included in the combined annual report of the Board of Directors of KBC Group NV referred to under item 1 of this agenda.

**for** **against** **abstention**

**If you do not register a preference or a clear preference, you will be deemed to have given instruction to vote 'for'.**

7. Resolution to approve the remuneration policy of KBC Group NV, details of which are made available as a separate document at [www.kbc.com](http://www.kbc.com).

**for** **against** **abstention**

**If you do not register a preference or a clear preference, you will be deemed to have given instruction to vote 'for'.**

8. Resolution to grant discharge to the directors of KBC Group NV for the performance of their duties during financial year 2025.

**for** **against** **abstention**

**If you do not register a preference or a clear preference, you will be deemed to have given instruction to vote 'for'.**

9. Resolution to grant discharge to the statutory auditor of KBC Group NV for the performance of its duties during financial year 2025.

**for** **against** **abstention**

**If you do not register a preference or a clear preference, you will be deemed to have given instruction to vote 'for'.**

10. Appointments

- Resolution to appoint Mrs Elisa Vlerick as director, for a period of four years, i.e. until the close of the annual general meeting in 2030, in replacement of Mr Philippe Vlerick, whose mandate expires after the annual general meeting.

**for**  **against**  **abstention**

**If you do not register a preference or a clear preference, you will be deemed to have given instruction to vote 'for'.**

- Resolution to re-appoint Mrs Alicia Reyes Revuelta as director, for a period of four years, i.e. until the close of the annual general meeting in 2030.

**for**  **against**  **abstention**

**If you do not register a preference or a clear preference, you will be deemed to have given instruction to vote 'for'.**

- Resolution to re-appoint Mrs Christine Van Rijseghem as director, for a period of four years, i.e. until the close of the annual general meeting in 2030.

**for**  **against**  **abstention**

**If you do not register a preference or a clear preference, you will be deemed to have given instruction to vote 'for'.**

The proposed changes in the composition of the Board of Directors will be discussed during the Annual General Meeting. In consideration of the advice issued by the Nomination Committee, the Board of Directors recommends the proposed appointments and re-appointment.

A brief CV for the proposed new directors will be available on Wednesday 1 April 2026 at [www.kbc.com](http://www.kbc.com).

A brief CV for the director whose reappointment is proposed can be seen at [www.kbc.com](http://www.kbc.com) (Home – Corporate Governance – Leadership – Board of Directors: members).

11. Resolution to grant the Board of Directors of KBC Group NV authorisation for a period of four years from the date of publication of this resolution, to acquire up to 10% of the shares of KBC Group NV on Euronext Brussels or other regulated market, for a price per share not exceeding the last closing price on Euronext Brussels prior to the date of acquisition, plus 10%, and not lower than 1 euro.

for

against

abstention

**If you do not register a preference or a clear preference, you will be deemed to have given instruction to vote 'for'.**

12. Other business.

**This gives no entitlement to a vote.**

### **III. that the proxy**<sup>3</sup>

must abstain from voting on new items that, in line with Article 7:130 of the Companies and Associations Code, may be put on the agenda at the request of one or more shareholders together owning at least 3% of the share capital of the company.

Please tick the box if you do indeed want to authorise the proxy to vote on such new agenda items:  <sup>4</sup>

Drawn up and signed in (town/city) ..... on (date) ..... 2026

(signature of the shareholder, preceded by the words 'good for proxy' written in the signatory's own hand)

.....

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<sup>3</sup> Article 7:130 (4), third paragraph, of the Companies and Associations Code states that the proxy must indicate whether the holder of the proxy is authorised to vote on new agenda items to be dealt with or whether they must abstain.

<sup>4</sup> In the cases described in footnote 2, the proxy may only vote on new agenda items provided they are in possession of specific instructions for each item. These voting instructions may be given by means of the adjusted proxy form that will be available on the website at [www.kbc.com](http://www.kbc.com) (Home > Corporate Governance > General meeting > 30 April 2025) no later than 31 March 2025.