

ROSIER
Company limited by shares
Route de Grandmetz 11a
7911 Frasnes-Lez-Anvaing (Moustier)

Company number: 0401.256.237
RLE Hainaut (division Tournai)

(the Company)

**BACKGROUND INFORMATION CONCERNING THE RIGHTS OF SHAREHOLDERS IN
ACCORDANCE WITH ARTICLES 7:130 AND 7:139 OF THE BELGIAN CODE OF COMPANIES
AND ASSOCIATIONS**

1. RIGHT OF SHAREHOLDERS TO ADD NEW ITEMS TO THE AGENDAS OF THE EXTRAORDINARY SHAREHOLDERS' MEETING AND THE ORDINARY GENERAL SHAREHOLDERS' MEETING AND/OR TO SUBMIT NEW PROPOSALS FOR DECISIONS CONCERNING ITEMS THAT ARE OR WILL BE REFLECTED ON THE AGENDAS

One or more shareholders holding individually or jointly at least 3% of the capital of the Company have the right to (i) add new items to the agendas of the extraordinary shareholders' meeting, which will be held before Me Emmanuelle Robberechts, notary public in Leuze, and the ordinary general shareholders' meeting, both of which will be held on Thursday 16 June 2022 at 10:30am (Belgian time, GMT +1) at the registered office of the Company and/or (ii) submit new proposals for decisions concerning items that are or will be included in the agendas of the aforementioned meetings.

The shareholder(s) exercising this right must comply with the following two conditions for their proposal(s) to be considered at the extraordinary and ordinary general shareholders' meetings:

- (1) Demonstrate that they hold at least the above-mentioned percentage of the capital of the Company at the date of their request (either by producing a certificate evidencing the registration of the corresponding shares in the Company's register of registered shares, or by producing a certificate from an authorised account holder or the central securities depository, certifying that the relevant number of dematerialised shares are registered in the shareholder's name in an account held by the authorised account holder or the central securities depository); and
- (2) Demonstrate that they hold the percentage of the capital of the Company referred to above on the registration date, i.e. on 2 June 2022 at midnight (Belgian time, GMT+1).

This right may be exercised by submitting to the Company by email (veronique.denis@rosier.eu) the text of the new agenda items and corresponding proposed resolutions and/or the text of the new proposed resolutions to be reflected on the agenda(s). Any such request must be received by the Company no later than 25 May 2022 at 5.00 pm (Belgian time, GMT+1). The Company will confirm receipt of such requests by email or by post to the address provided by the shareholder.

The agenda(s), as the case may be, as amended, will be published at the latest on 1 June 2022 (on the website of the Company (www.rosier.eu), in the Belgian Official Gazette and in the newspaper).

An ad hoc proxy voting form completed with the additional items and/or proposed resolutions will be made available on the website of the Company (www.rosier.eu) at the same time as the publication of the (revised) agenda(s), namely at the latest on 1 June 2022.

Proxies which have been notified to the Company before the publication of the revised agenda(s) shall remain valid for the agenda items they cover. As an exception to this rule, the proxyholder may, for those agenda items for which, in accordance with article 7:130 of the Belgian Code of Companies and Associations, new proposals for decisions have been submitted, deviate during the meeting from the instructions of the principal, if the execution of such instructions may be detrimental to the interests of the principal. The proxyholder must inform the principal thereof. The proxy must indicate whether the proxyholder is entitled to vote on the newly-added agenda items, or if he/she should abstain.

2. RIGHT OF THE SHAREHOLDERS TO ASK QUESTIONS IN WRITING

The shareholders, the holders of subscription rights and the holders of convertible bonds have the right to ask questions in writing to the directors and/or the statutory auditor of the Company before the extraordinary and ordinary general shareholders' meetings of 16 June 2022 at 10:30am (Belgian time, GMT +1).

The exercise of this right is subject to the following two conditions:

- (1) for shareholders, being a shareholder on the registration date (2 June 2022 at midnight (Belgian time, GMT+1)); and
- (2) having informed the Company of the intent to participate in the extraordinary and ordinary general shareholders' meetings in accordance with the stipulations set out in the convening notice.

These questions can be submitted prior to the extraordinary and ordinary shareholders' meetings via e-mail (veronique.denis@rosier.eu) and must be received by the Company at the latest on 10 June 2022 at 5.00 pm (Belgian time, GMT+1).

During the extraordinary and ordinary general shareholders' meetings, the directors will answer the questions which have been addressed by the shareholders in writing (or orally during the meeting) concerning their special reports or the agenda items in so far as the communication of data or facts is not of such a nature that it would be detrimental to the commercial interests of the Company or to the confidentiality to which the Company or its directors have committed themselves.

If different questions deal with the same subject matter, the directors may provide a global answer.