

Proxy

The undersigned,

Owner of _____ shares in the *société anonyme* (limited company) Emakina Group, with its registered office at Watermael-Boitsfort (1170 Brussels), rue Middelbourg 64 A, (VAT BE 0464.812.221; Register of legal entities Brussels),

Appoints as special authorised representative, with faculty of substitution:

Upon whom the undersigned confers all powers in order to represent him/her at the general meeting of shareholders of the company "Emakina Group", which is to be held **at 4.00 pm on Wednesday, 22 April 2020** in the offices of the company located at Rue Middelbourg 64A, 1170 Brussels.

Agenda and proposed resolutions of the annual general meeting

- 1. Reading of the annual report from the Board of Directors.**
- 2. Reading of the report from the statutory auditor.**
- 3. Discussion and approval of the financial statements as at 31 December 2019 and appropriation of the result.**

Proposed resolution: The general meeting approves the financial statements as at 31 December 2019 and the proposal from the Board of Directors not to distribute a dividend and to carry over the result for the financial year.

- 4. Discussion of the consolidated financial statements relating to the financial year ended on 31 December 2019.**
- 5. Discharge to be granted to directors and the statutory auditor.**

Proposed resolution: The general meeting grants discharge, by means of a separate vote, to the directors and to the statutory auditor for the exercising of their mandate during the 2019 financial year.

- 6. Renewal of the mandate of the statutory auditor.**

Proposed resolution: The general meeting decides to renew the mandate of the statutory auditor EY Réviseurs d'Entreprises SRL (B 160) represented by Marie Kaisin, director for the financial years 2020, 2021 et 2022.

In order to be adopted, the proposals set out under items 3, 5 and 6 of the agenda of the annual general meeting must be supported by a simple majority of the votes present or validly represented and taking part in the vote.

Instructions for exercising the right to vote

On the item on the agenda under number	Vote in favour	Vote against	Abstention
3			
5			
6			

In the absence of any instructions from the shareholder, the authorised representative will vote in favour.

Drawn up in

On