



**PROXY VOTING FORM FOR THE
EXTRAORDINARY GENERAL MEETING**

To be valid, this **proxy should be entirely completed, signed** and transmitted to Leasinvest Real Estate SA **at the latest on 23 November 2021** by e-mail (legal@leasinvest.be) or by mail (to Schermersstraat 42, 2000 Antwerp). A scanned or photographed copy of the completed and signed proxy should be added, in case the proxy is sent by e-mail.

As the proposed proxyholder may potentially fall under article 7:143, §4 of the Belgian Code for companies and associations (Code des Sociétés et des Associations) applicable in case of conflicts of interest, we ask you to indicate your **specific voting instructions** regarding every proposed decision. If no specific voting instructions are given, the proxyholder shall be deemed to have received the specific instruction to approve such item on the agenda.

The undersigned:

naam en voornaam /
(vennootschaps)naam:
name and first name /
(company) name

adres / zetel:
address / office:

eigenaar van: aandelen op naam, en/of
owner of: *registered shares, and/or*

eigenaar van: gedematerialiseerde aandelen, van
owner of: *dematerialised shares, of*

vennootschapsnaam: **Leasinvest Real Estate SA (LRE)**
company name:

zetel: Route de Lennik 451, 1070 Anderlecht
office:

ondernemingsnummer: 0436.323.915
registered under number:

heeft kennis genomen van de buitengewone algemene vergadering die zal plaatsvinden
has taken notice of the extraordinary general meeting of shareholders to be held:

datum: op maandag 29 november 2021 om 11u00
date: on Monday 29 November 2021 at 11.00h (AM)

plaats: in de Maison de la Poste te 1000 Brussel, Picardstraat 7
place: at Maison de la Poste te 1000 Brussels, Picardstraat 7

en stelt de volgende persoon aan als lasthebber, belast met zijn/haar vertegenwoordiging op de buitengewone algemene vergadering van aandeelhouders
and appoints the following person as proxy holder, charged with his/her/its representation at the extraordinary general meeting of shareholders:

- the secretary of the meeting.
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(strike out what is not applicable)¹

VOTING INSTRUCTIONS FOR EXISTING AGENDA ITEMS

The proxy holder will vote or abstain from voting on behalf of the undersigned shareholder in accordance with the voting instructions set out below. If no voting instructions are given in respect of any of the proposed decisions set out below or if, for whatever reason, there is insufficient clarity with regard to the voting instructions given by the shareholder, the proxy holder will always, in relation to the proposed resolution(s) concerned, vote IN FAVOUR OF the proposed resolution(s).

Extraordinary general meeting of shareholders of 29 November 2021

AGENDA AND PROPOSED DECISIONS

1. Amendments to the articles of association: name change.

Proposed resolution: the general meeting decides to change the name of the Company into "NEXTENSA", and decides consequently to amend article 1.2. and articles 2.4. and 2.5. of the articles of association accordingly, as follows:

- Article 1.2.:
"1.2. It is named "NEXTENSA"."
- Articles 2.4. and 2.5.:
"2.4. The e-mail address of the company is: info@nextensa.eu
2.5. The website of the company is: www.nextensa.eu "

Approved Rejected Abstention

¹ In order to enable shareholders to still exercise their voting right if the Company would be forced to limit physical access to the general meeting due to changing circumstances, shareholders are invited to designate the secretary of the meeting as proxy holder.

2. Approval of the remuneration policy, including the approval of the stock option plan.

Proposed resolution: the general meeting approves the amended remuneration policy, as proposed by the Board of directors and made available on the company's website www.leasinvest.be in accordance with article 7:89/1, §3 of the Code of companies and associations ("CCA").

In that context, the general meeting also decides to approve, to the extent necessary, the offer of stock options to executive directors under the stock option plan in accordance with the remuneration policy. In accordance with Article 7:121, third paragraph in conjunction with Article 7:91 CCA, the general meeting expressly approves the special provisions in such a plan whereby, in the event of death or reaching the legal retirement age, the stock options offered under such a plan (to the extent that they are also accepted) may be exercised early, even before the third anniversary of their allocation.

Approved Rejected Abstention

3. Amendments to the articles of association following the approval of the remuneration policy.

Proposed resolution: the general meeting decides, following the approval of the remuneration policy, to amend Article 14 of the Articles of Association by introducing a new paragraph 14.3, as follows:

"Article 14. REMUNERATION.

14.1. The general meeting can decide whether or not to remunerate the mandate of director by granting a remuneration.

14.2. The directors will be reimbursed for the normal and justified expenses and costs, which they can claim as done in the context of the performance of their duties.

14.3 By way of derogation from Article 7:121, third paragraph in conjunction with 7:91, second paragraph of the Code of companies and associations, the full variable remuneration of the delegate to day-to-day management and the members of the executive committee may be linked to predetermined and objectively measurable performance criteria over a period of one year."

Approved Rejected Abstention

4. Approval of the provisions that grant rights to third parties in the case of a change of control.

Proposed resolution: the general meeting decides to approve and, to the extent necessary, to ratify the provisions listed below that provide for a possible suspension and/or early repayment of the credit and/or treasury certificates in the event of a change of control with regard to the Company, in accordance with Article 7:151 of the CCA:

- condition "Redemption at the option of the Holder of Treasury Notes following a Change of Control" in the terms of issue of the Company's treasury certificate issuance programme of 22 September 2021 (EUR 250,000,000 Multicurrency Short & Medium Term Treasury Notes Programme);
- the commitment to maintain control by Ackermans & Van Haaren NV as the majority shareholder of the Company under the credit openings nos. 10275 and 11333 amounting to EUR 95,000,000 and respectively EUR 10,000,000 of 9 July 2020, between the Company and Belfius Bank NV, as amended by the confirmation letter of 6 May 2021;
- article "Mandatory early repayment and termination of the credit" of the revolving credit agreement no. 245-7709605-41 amounting to EUR 20,000,000 of 9 November 2015, between the Company and BNP Paribas Fortis SA, as amended by amendment n° 1 of 16 July 2021;
- article "Mandatory early repayment and termination of the credit" of the revolving credit agreement no. 245-8278025-41 amounting to EUR 15,000,000 of 25 October 2018, between the Company and BNP Paribas Fortis SA, as amended by amendment n° 1 of 19 July 2021,

as well as any other provision in the conditions, obligations, letters and agreements listed above which confers on third parties rights which have a significant effect on the assets of the Company, or give rise to a significant debt or an obligation on its behalf, where the exercise of these rights is subject to the making of a public takeover bid for the shares of the Company or to a change in control which it is subject to.

Approved *Rejected* *Abstention*

5. Proxies.

Proposed resolution: the granting of the authorization:

- to two directors of the Company, acting jointly, and with power to substitute, of all powers for the implementation of the decisions taken;
- to the instrumenting notary of all the powers in view to the filing and publication of the deed, as well as to coordinate the articles of association of the Company and to deposit a copy thereof at the clerk's office of the enterprise court;
- to any director of the Company, all individually competent, with the possibility of substitution, as well as to the instrumenting notary and his employees, appointees and agents, in order to ensure the completion of the formalities at the Crossroads Bank for Enterprises, and, if necessary, at the tax administrations and services.

Approved *Rejected* *Abstention*

VOTING INSTRUCTIONS REGARDING ADDITIONAL AGENDA ITEMS AND/OR NEW/ALTERNATIVE PROPOSED DECISIONS WHICH ARE SUBSEQUENTLY ADDED TO THE AGENDA

In case additional agenda items and/or new/alternative proposed decisions are subsequently validly added to the agenda, the Company will make available to the shareholders a new proxy form which is completed by the additional agenda items and proposed decisions concerned and/or new/alternative proposed decisions, so as to enable the shareholder to give specific voting instructions in this respect to the proxy holder. Proxies previously received, shall remain valid for the items for which they were given, subject to applicable legislation and other specifications in the proxy form.

The following voting instructions will therefore only be applicable in case no new specific voting instructions are validly provided to the proxy holder after the date of this proxy.

1. If new items are added to the agenda after the date of this proxy, the proxy holder shall **(please tick one of the boxes):**

- abstain from voting on the new items and proposed decisions concerned;
- vote or abstain from voting on the new items and proposed decisions concerned as he/she/it will deem fit, taking into consideration the interests of the shareholder.

If the shareholder fails to indicate a choice above, the proxy holder will be required to abstain from voting on the new items and proposed decisions concerned.

In case of a conflict of interests, the proxy holder will always be required to refrain from participating in the vote on the new items and proposed decisions concerned.

2. If new/alternative proposed decisions are filed with respect to agenda items after the date of this proxy, the proxy holder shall **(please tick one of the boxes):**

- abstain from voting on the new/alternative proposed decisions and vote or abstain from voting on the existing proposed decisions in accordance with the instructions set out above (under “Voting instructions for existing agenda items”);
- vote or abstain from voting on the new/alternative proposed decisions as he/she/it will deem fit, taking into consideration the interests of the shareholder;

If the shareholder fails to indicate a choice above, the proxy holder will be required to abstain from voting on the new/alternative proposed decisions and will be required to vote or abstain from voting on the existing proposed decisions in accordance with the instructions set out above (under “Voting instructions for existing agenda items”).

However, the proxy holder will be entitled to deviate, at the general meeting, from the voting instructions set out above (under “Voting instructions for existing agenda items”) if their implementation would be detrimental to the interests of the shareholder. If the proxy holder uses this option, the proxy holder shall notify the shareholder thereof.

In case of a conflict of interests, the proxy holder will always be required to refrain from participating in the vote on the new/alternative proposed resolutions.

AUTHORITY OF AND INSTRUCTIONS TO THE PROXY HOLDER

The proxy holder is hereby expressly granted the authority and given the instruction to take the following actions on behalf of the undersigned

1. to participate in all following meetings that would be convened with the same agenda;
2. to participate in the discussions, to speak up, to ask questions and to exercise the right to vote;
3. to sign any minutes, attendance sheets, registers, deeds or documents concerning the above and, in general, to do all that is necessary or useful to implement this proxy.

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This form must be completed, signed and received at the latest on 23 November 2021 by the company, by e-mail (legal@leasinvest.be) or by mail (to Schermersstraat 42, 2000 Antwerp).

Gedaan te:

Signed in:

Op: 2021

On:

Handtekening

Signature

Naam:

Name:

Hoedanigheid (voor vennootschappen):

Capacity (for companies):