

ORANGE BELGIUM SA / NV  
AVENUE DU BOURGET 3, 1140 BRUSSELS  
VAT BE 0456.810.810 RLE BRUSSELS  
(the "Company")

The undersigned (surname, name / company name):

.....

.....

Domicile / company address: .....

.....

Holder of ..... (dematerialised / registered\*) shares of Orange Belgium SA on the Record date (**Wednesday 21 April 2021 at 24 hours – Belgian time**), decides to vote by correspondence in advance of the ordinary general meeting of shareholders of Orange Belgium SA, which will be held on **Wednesday 5 May 2021 at 11.00 hours** at Evere (1140 Brussels), Avenue du Bourget 3.

\*Cross out what is not applicable.

#### THE AGENDA FOR THIS MEETING IS AS FOLLOWS:

- **Presentation and discussion of the board of directors' management report on the Company's annual accounts for the financial year ended 31 December 2020.**
- **Presentation and discussion of the statutory auditor's report on the Company's said annual accounts.**
- **Approval of the remuneration report for the financial year ended 31 December 2020.**

#### Draft resolution No. 1:

The general meeting approves the remuneration report for the financial year ended 31 December 2020.

- **Approval of the remuneration policy**

#### Draft resolution No. 2:

The general meeting approves the remuneration policy established pursuant to article 7:89/1 of the Code on Companies and Associations.

- **Approval of the Company's annual accounts for the financial year ended 31 December 2020 and appropriation of the result. Presentation of the annual consolidated accounts as at the same date.**

#### Draft resolution No. 3:

The general meeting approves the Company's annual accounts for the financial year ended 31 December 2020, including the appropriation of the result as proposed, in particular distribution of an ordinary gross dividend of fifty eurocents (EUR 0.50) per share, payable in exchange for coupon No. 21 as follows:

\* "Ex dividend date" on 15 June 2021;

\* "Record date" on 16 June 2021; and

\* "Payment date" on 17 June 2021.

The general meeting decides to grant an identical profit premium pursuant to the Law of 22 May 2001 regarding the employee participation in the company's capital and the establishment of a profit premium for employees, in order to involve the employees in the results of the financial year starting on 1 January 2020 and ending on 31 December 2020. The identical profit premium that the general meeting decides to grant the employees shall comply with the following terms:

- The gross profit premium amounts to eight hundred fifty euros and nineteen eurocents (EUR 850.19) for an employee having an employment contract with Orange Belgium SA and having worked on a full time basis during the financial year starting on 1 January 2020 and ending on 31 December 2020. The amount will be granted proportionally in relation to the actual occupation of the employees during the financial year 2020.

- The amount of the profit premium will be calculated *pro rata temporis* (on a daily basis) in case of voluntary suspension or termination of the employment contract. No profit premium will be granted to employees dismissed for serious cause or who voluntarily terminated their employment with the Company during the financial year starting on 1 January 2020 and ending on 31 December 2020.

- **Discharge of the directors.**

#### Draft resolution No. 4:

The general meeting grants the directors discharge for the performance of their function up to and including 31 December 2020.

- **Discharge of the statutory auditor.**

#### Draft resolution No. 5:

The general meeting grants the statutory auditor discharge for the performance of its function up to and including 31 December 2020.

- **Board of directors: end of mandate - appointments.**

The mandate of the following directors ends immediately after this general meeting: **Mrs Martine DE ROUCK, Mr Ramon FERNANDEZ, Mrs Clarisse HERIARD DUBREUIL, Mrs Mari-Noëlle JÉGO-LAVEISSIÈRE, K2A MANAGEMENT AND INVESTMENT SERVICES BVBA** represented by **Mr Wilfried VERSTRAETE, LEADERSHIP AND MANAGEMENT ADVISORY SERVICES SPRL** represented by **Mr Grégoire DALLEMAGNE, Mrs Béatrice MANDINE, Mr Christophe NAULLEAU, Mr Xavier PICHON, THE HOUSE OF VALUE – ADVISORY & SOLUTIONS BVBA** represented by **Mr Johan DESCHUYFFELEER, SOCIÉTÉ DE CONSEIL EN GESTION ET STRATÉGIE D'ENTREPRISES SPRL** represented by **Mrs Nadine ROZENCWZEIG-LEMAITRE and Mr Jean-Marc VIGNOLLES.**

#### Proposed resolution No. 6:

The general meeting resolves to proceed to the appointment of **Mr Matthieu BOUCHERY** as director of the Company, with effect as of today, for a term of two years. His mandate will be unremunerated and will expire after the ordinary general meeting in 2023.

#### Proposed resolution No. 7:

The general meeting resolves to re-appoint **Mrs Clarisse HERIARD DUBREUIL** as director for a term of two years. Her mandate will expire after the ordinary general meeting in 2023.

#### Proposed resolution No. 8:

The general meeting resolves to proceed to the final appointment of **Mrs Mari-Noëlle JÉGO-LAVEISSIÈRE** (co-opted by the Board of Directors on 23 July 2020, with effect as of 1 September 2020, in replace-

ment of **Mrs Valérie LE BOULANGER**, resigning director) as director of the Company, and to renew her mandate for a term of two years. Her mandate will expire after the ordinary general meeting in 2023.

#### Proposed resolution No. 9:

The general meeting resolves to re-appoint **BVBA K2A MANAGEMENT AND INVESTMENT SERVICES** represented by **Mr Wilfried VERSTRAETE** as director for a term of two years. Its mandate will expire after the ordinary general meeting in 2023. It appears from the elements known by the Company and from the statement made by **BVBA K2A MANAGEMENT AND INVESTMENT SERVICES** represented by **Mr Wilfried VERSTRAETE** that they meet the independence criteria set out in article 7:87 of the Code on Companies and Associations and in article 3.5 of the Code of Corporate Governance.

#### Proposed resolution No. 10:

The general meeting resolves to re-appoint **SPRL LEADERSHIP AND MANAGEMENT ADVISORY SERVICES (LMAS)** represented by **Mr Grégoire DALLEMAGNE** as director for a term of two years. Its mandate will expire after the ordinary general meeting in 2023. It appears from the elements known by the Company and from the statement made by **SPRL LEADERSHIP AND MANAGEMENT ADVISORY SERVICES** represented by **Mr Grégoire DALLEMAGNE** that they meet the independence criteria set out in article 7:87 of the Code on Companies and Associations and in article 3.5 of the Code of Corporate Governance.

#### Proposed resolution No. 11:

The general meeting resolves to re-appoint **Mrs Béatrice MANDINE** as director for a term of two years. Her mandate will expire after the ordinary general meeting in 2023.

#### Proposed resolution No. 12:

The general meeting resolves to re-appoint **Mr Christophe NAULLEAU** as director for a term of two years. His mandate will expire after the ordinary general meeting in 2023.

#### Proposed resolution No. 13:

The general meeting resolves to proceed to the final appointment of **Mr Xavier PICHON** (co-opted by the Board of Directors on 23 July 2020, with effect as of 1 September 2020, in replacement of **Mr Michaël TRABBIA**, resigning director) as director of the Company, and to renew his mandate for a term of two years. His mandate will expire after the ordinary general meeting in 2023.

#### Proposed resolution No. 14:

The general meeting resolves to re-appoint **BVBA THE HOUSE OF VALUE – ADVISORY & SOLUTIONS** represented by **Mr Johan DESCHUYFFELEER** as director for a term of two years. Its mandate will expire after the ordinary general meeting in 2023.

#### Proposed resolution No. 15:

The general meeting resolves to re-appoint **SPRL SOCIÉTÉ DE CONSEIL EN GESTION ET STRATÉGIE D'ENTREPRISES (SOGESTRA)** represented by **Mrs Nadine ROZENCWZEIG-LEMAITRE** as director for a term of two years. Its mandate will expire after the ordinary general meeting in 2023. It appears from the elements known by the Company and from the statement made by **SPRL SOCIÉTÉ DE CONSEIL EN GESTION ET STRATÉGIE D'ENTREPRISES** represented by **Mrs Nadine ROZENCWZEIG-LEMAITRE** that they meet the independence criteria set out in article 7:87 of the Code on Companies and Associations and in article 3.5 of the Code of Corporate Governance.

#### Proposed resolution No. 16:

The general meeting resolves to re-appoint **Mr Jean-Marc VIGNOLLES** as director for a term of two years. His mandate will expire after the annual general meeting in 2023.

- **Board of directors: remuneration.**

#### Proposed resolution No. 17:

On the proposal of the board of directors, the general meeting resolves as follows:

- The remuneration of each independent director is fixed at a lump sum of thirty-six thousand euro (EUR 36,000) per full financial year. Additional remuneration of two thousand four hundred euro (EUR 2,400) will be granted to each independent director for each meeting of a committee of the Company of which that independent director is a member and which that independent director has personally attended. This additional remuneration is capped, for each independent director, at fourteen thousand four hundred euro (EUR 14,400) per financial year and per statutory committee and at twelve thousand euro (EUR 12,000) for non-statutory committees. The payment of all remuneration will be made (where applicable *pro rata*) after the general meeting approving the annual accounts for the relevant financial year.

- The remuneration of the Chairman of the board of directors is fixed at a lump sum of seventy-two thousand euro (EUR 72,000) per full financial year and for the entire duration of his mandate as Chairman. Additional remuneration of two thousand four hundred euro (EUR 2,400) will be granted to the Chairman for each meeting of a committee of the Company of which the Chairman is a member and which he has personally attended. The above-mentioned caps will also apply to him. The payment of all remuneration will be made (where applicable *pro rata*) after the general meeting approving the annual accounts for the relevant financial year.

- An additional lump sum payment of EUR 3,000 is granted to the Vice-Chairman and to the presidents of the statutory committees. This remuneration will only be paid if the concerned person is an independent director of the Company or the Chairman of the board. The payment of this additional lump sum will be made (where applicable *pro rata*) after the general meeting approving the annual accounts for the relevant financial year.

- The mandate of the other directors is not remunerated, pursuant to article 20 of the Company's Articles of Association and the Company's Corporate Governance Charter.

- **Coordination of the articles of association – powers.**

#### Draft resolution No. 18:

The general meeting grants full powers to **B-DOCS SPRL** having its registered office at rue du Taciturne 27, 1000 Brussels, as well as to its respective employees, servants and agents, with right of substitution, to fulfil all required and/or necessary actions, procedures and/or formalities with the legal entities register, an enterprise counter ("Guichet d'entreprise"), the Belgian Official Journal and/or the Crossroads Bank for Enterprises, to ensure (i) the necessary filings, (ii) the publication in the Annexes to the Belgian Official Journal and, (iii) the recording/modification of the data in the Crossroads Bank for Enterprises.

**Vote:**

Voting instruction on proposed resolution No. 1	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 2	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 3	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 4	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 5	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 6	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 7	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 8	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 9	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 10	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 11	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 12	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 13	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 14	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 15	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 16	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 17	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain
Voting instruction on proposed resolution No. 18	<input type="checkbox"/> for	<input type="checkbox"/> against	<input type="checkbox"/> abstain

The forms to vote by correspondence addressed to the Company in respect of this meeting will be valid for all subsequent meetings to be held with the same agenda.

Forms not mentioning any voting instruction or abstention are null and void. When during the meeting a proposed resolution for which a vote has been casted is modified, the vote casted remotely will be disregarded.

All forms for voting by correspondence which the Company would have received before the publication of a revised agenda in accordance with article 7:130 of the Belgian Code on Companies and Associations remain valid for the agenda items they cover. As an exception to this rule, any vote on an agenda item for which in accordance with article 7:130 of the Belgian Code on Companies and Associations a new draft resolution has been tabled is disregarded.

The original forms for voting by correspondence must arrive at the Company (for the attention of Mrs Anske De Porre) at the latest on **Thursday 29 April 2021 at 16.00 hours**. A copy may be sent in advance via e-mail (anske.deporre@orange.com) insofar as the originals arrive at the Company at the latest on **Thursday 29 April 2021 at 16.00 hours**.

Done in ..... on ..... 2021

Signature: .....

Not to be used