



umicore
materials for a better life

Ordinary and special shareholders' meetings

25 April 2024

Agenda

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Review of 2023

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Voting



Review of 2023 | 1

2024 Shareholders'
meeting

Highlights of 2023

135 years in
Hoboken,
Belgium



20 years in
Hanau, Germany



Joined the Euronext Tech
Leaders index

Industrialization of
manganese-rich
battery materials
technology for electric
vehicles



Inaugurated unique large-
scale prototyping center for
solid-state battery materials



Umicore launches
responsible sourcing
frameworks for nickel and
lithium

Presented IONWAY and located its first production plant in Nysa, Poland



Confirmed our expansion of EV battery materials production footprint in Ontario, Canada

Broke ground for our large-scale fuel cell catalyst plant in China



Signed 5 long-term power purchasing agreements to power our sites in Belgium and Poland

Our first "At the core of battery materials" event





Review of 2023: Financial achievements

Strong cash flows and margins in a tough year

Revenues

€ 3.9 bn

Free operating
cash flow

€ 332 mn

Adj. EBITDA

€ 972 mn

Adj. EBITDA
margin

25.0%

ROCE

13.5%

Leverage ratio

1.30x

- ✓ Resilient performance with > € 200 mn PGM price and inflation headwinds
- ✓ While significantly stepping up investments for future growth

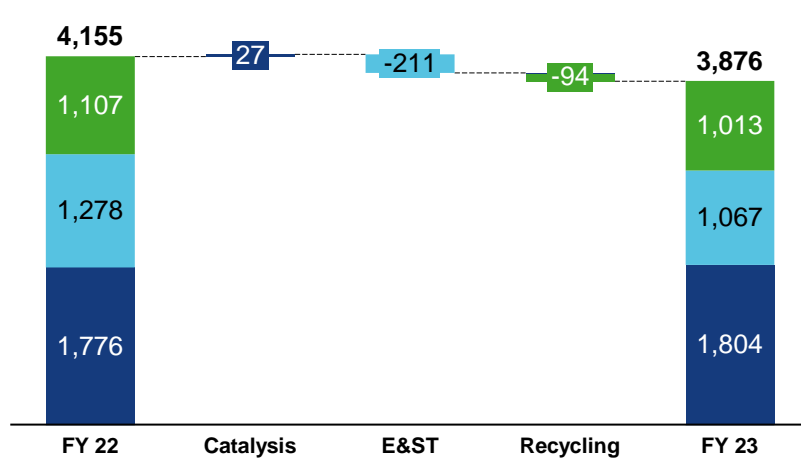
Revenue:

All revenue elements less the value of the following purchased metals: Au, Ag, Pt, Pd, Rh, Co, Ni, Pb, Cu, Ge, Li and Mn

Strong adj. EBITDA margins in all segments

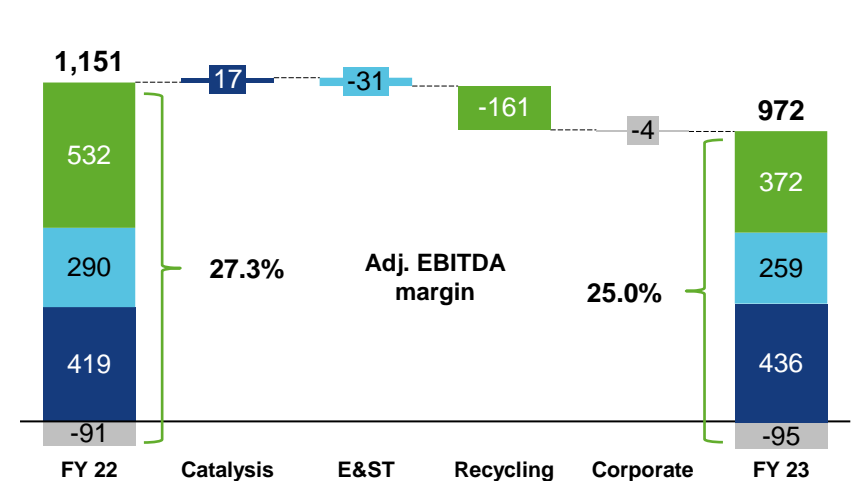
In context of declining PGM prices and further cost inflation

Revenue bridge (€ mn)



Declining PGM prices and reduced non-recurring Li-effect

Adj. EBITDA bridge (€ mn)



PGM price and cost inflation headwinds exceeding € 200 million

Financial discipline, accelerating efficiencies and additional strategic metal hedging

- ✓ Counteracting market headwinds and delivering on 2030 RISE
- ✓ Efficiency for Growth to support
 - ✓ Cost optimization
 - ✓ Top-line growth
 - ✓ Working capital improvement

Target EBITDA impact of

€ 70 mn
in 2024

> € 100 mn
run-rate as from 2025

- ✓ Reduced capital expenditures
- ✓ Reduction of funding needs

- ✓ Additional strategic metal hedging to
 - ✓ Reduce volatility
 - ✓ Protect future earnings

Limited increase in Net financial debt

Leverage ratio of 1.30x LTM adj EBITDA

- Net financial debt of € 1.3 bn
- Leverage ratio of 1.30x LTM adj EBITDA

Focus on CAPEX discipline, resulting in reduced net capital expenditures and funding needs

- Disciplined capacity phasing in line with customer contracts and orders
- Improved utilization of existing capacities in APAC allowing different ramp-up profile
- Optimized, more asset light upstream model
- Higher-than-anticipated government grants and subsidies
- JV CAPEX partly funded by non-recourse debt

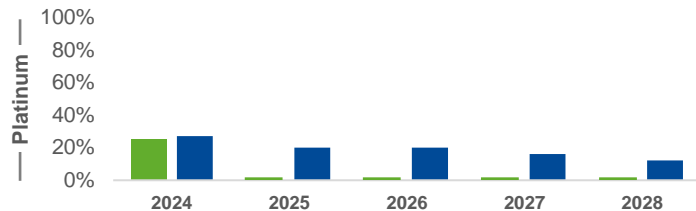
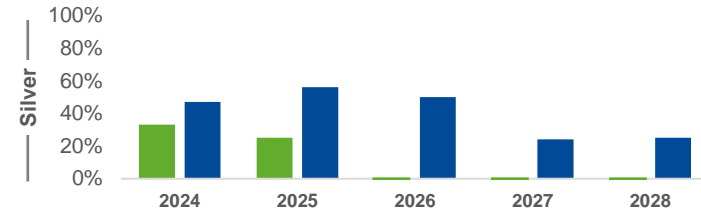
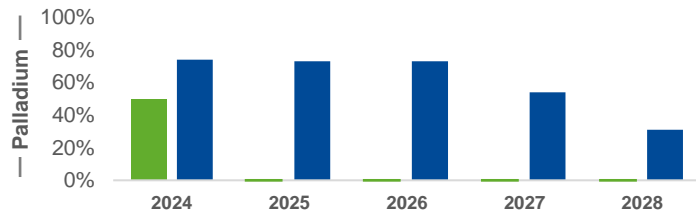
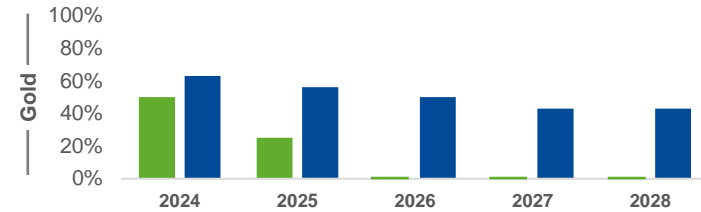
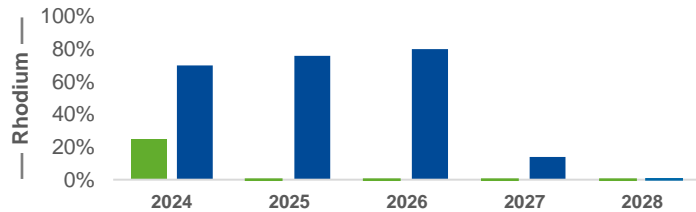
Net capital expenditures* of € 922 million, taking into account JV equity contribution and capital grants

=

Net capital expenditures = capex – government grants and subsidies + equity contribution (e.g. IONWAY).

Hedging of strategic metals exposure

Increasing visibility and reducing volatility of future earnings



● Hedged position at 31/12/2022 ● Hedged position at 31/12/2023

- Strengthening strategic metal hedging approach to reduce volatility, increase visibility of future cash flows and protect future earnings from exposure to specific precious metal prices
- Entered into additional forward contracts in 2023 to cover substantial portion of expected structural price exposure up to 2028



Review of 2023: Business review

Catalysis

Record results for
third consecutive year

Colleague working at
Umicore Catalysis Production Plant
in Nowa Ruda, Poland

Catalysis 2023 | Performance

Strong market position unlocking substantial free cash flows and margins

Automotive Catalysts

- Higher revenues reflecting strong performance in EU and other regions
- Solid increase in margins supported by accelerated efforts on efficiency gains
- Strict working capital management resulting in strong free cash flows, in line with plan

Precious Metals Chemistry

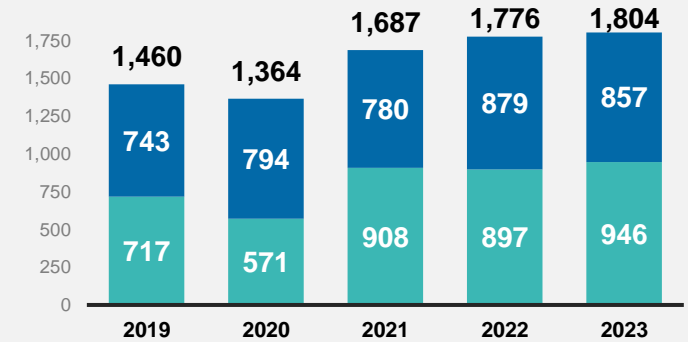
- Reduced activity in construction sector and lower demand in life science applications in H2

Fuel Cell & Stationary Catalysts

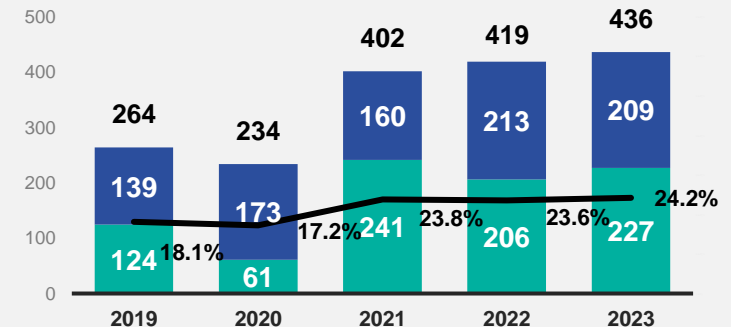
- Revenues well up, driven by continued strong demand for stationary catalysts and growing demand for green electrolysis PEM catalysts
- Greenfield mass production PEM FC and electrolysis plant started construction with strong customer pipeline



Revenues (€ mn)



Adj. EBITDA (€ mn) & EBITDA margin



● H1 ● H2 ● EBITDA margin

Automotive Catalysts 2023

Fully on track capturing peak profitability to maximize value

Strong market position

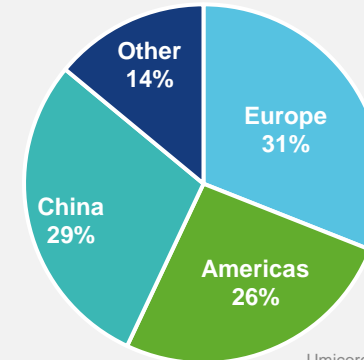
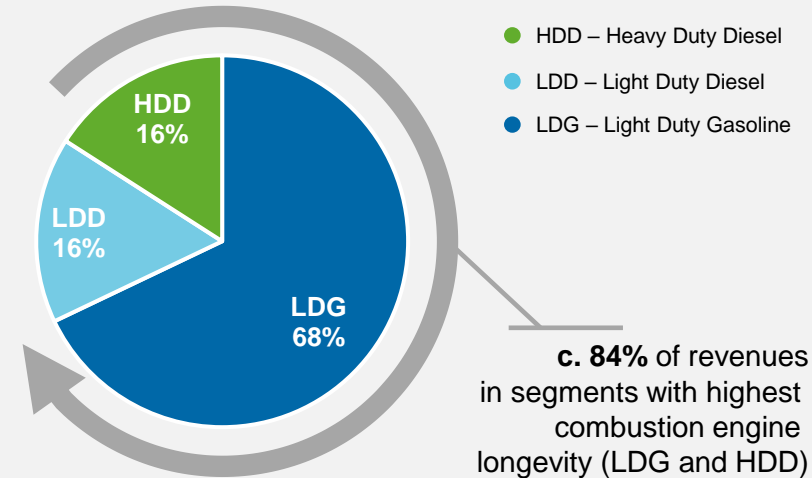
- Leading position in LDG with strong market share gains in Europe and other markets in 2023
- Outperforming global market in 2023

Further strong progress on efficiency improvements

- Highly efficient manufacturing system and production footprint
- Continued focus on efficiencies while adapting operations to market development



2023 Automotive Catalysts revenues per market segment





E&ST

Reshaping to
Battery Materials 2.0 and
setting the base for 2024
ramp-up

Colleague working in
Umicore Battery Materials R&D Center.
Cheonan, Korea

E&ST 2023 | Rechargeable Battery Materials



Significant milestones reached with focus on 2024 ramp-up



IONWAY's first CAM factory to be built in Nysa, PL



Start of construction of Canadian plant to serve North American market

From strategic plan to execution with global footprint in place

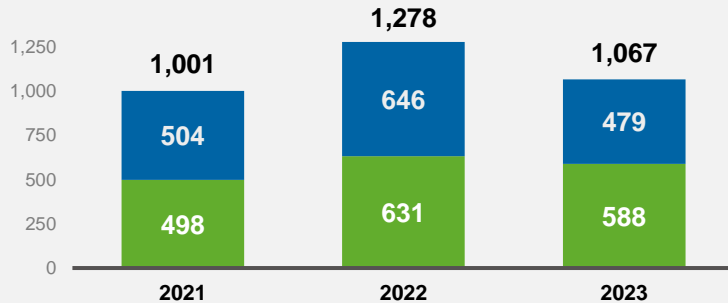
- ✓ **Refined CAPEX plan** towards 2030
- ✓ **c. € 1 bn of non-refundable grants** for capacity expansions in NA and EU
- ✓ **IONWAY's** first CAM production plant to be built in Nysa, PL
- ✓ **Complete technology portfolio and roadmap**, covering all segments of EV market
- ✓ Customer and platform diversification with **high-quality and derisked LT contracts**
- ✓ **CAM order book at 190 GWh in 2027** and at **270 GWh in 2030**
- ✓ **Unique business model**, largely protected from key market volatility risks



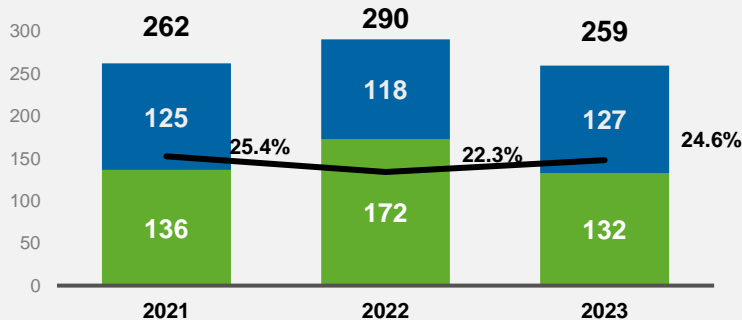
E&ST 2023 | Performance

Reshaping Battery Materials ahead of ramp-up

E&ST Revenues (€ mn)



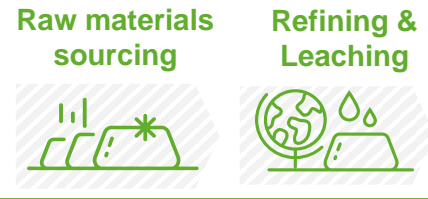
E&ST adj. EBITDA (€ mn) & EBITDA margin



● H2 ● H1 ● EBITDA margin

Rechargeable Battery Materials

- **Revenues** down vs 2022
 - Lower non-recurring Li effect
 - Lower CAM revenues from legacy contracts
 - Revenues from upstream refining activities up YoY
- **Earnings** slightly above 2022
 - Supported by substantial one-off related to lower costs from mass production test runs and valorization of battery production scraps



Upstream expertise in sustainable and low CO₂ metal sourcing and transformation

Refining make-or-buy flexibility allowing upstream supply chain optimization based on market conditions

E&ST 2023 | Performance

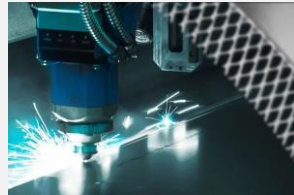
Future Specialty Materials, focusing on growing need for advanced materials

Markets

- Tool materials
- Industrial catalysts
- Superalloys & Hard Metals
- Pigments & paints



- Electronics
- Semiconductors
- Optics
- Jewellery Industry



- Optics
- Telecom
- Space Power



Cobalt & Specialty Materials

- **Revenues** below record 2022 level
 - Slowdown in demand across activities
 - Substantially declining Co and Ni prices
- **Earnings** further reflected lower revenues and competitive market context, adversely affecting distribution margins

Metal Deposition Solution

- **Revenues** stable vs 2022
 - Successful introduction of new electrolytes for portable electronics and solid demand in decorative applications, offset by challenging market context affecting thin-film productions

Electro-Optic Materials

- **Revenues** increased substantially YoY
 - High demand for space power applications and increased revenues from infrared solutions

Recycling

Resilient performance,
substantially above pre-2020
levels

Hoboken, main central
building

Recycling 2023 | Performance



Resilient performance in 2023, in context of less favorable PGM prices

Precious Metals Refining

- Revenues below 2022, impacted by PGM prices
- Less favorable input-mix due to lower availability of complex PGM-rich recyclables; focus on most complex and valuable streams
- Automation & digitization to further accelerate operational excellence efforts

Battery Recycling Solutions

- Key enabler for sustainable electrification of mobility
- Preparing for exponential increase of battery scraps and EoL batteries to be recycled towards 2030
- Evaluating best location for larger-scale European battery recycling plant

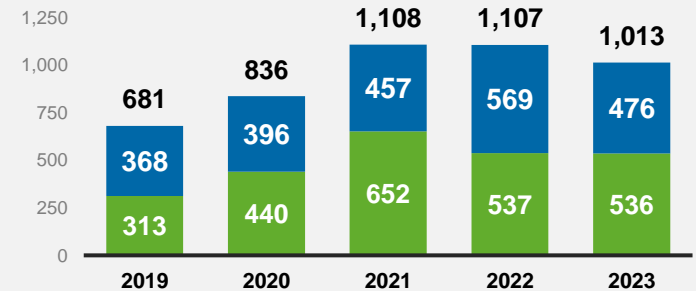
Jewelry & Industrial Metals

- Revenues below strong level of 2022, mainly reflecting impact of lower PGM prices in refining and recycling activities

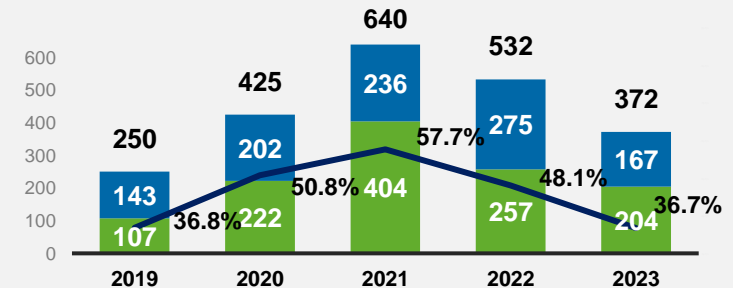
Precious Metals Management

- Significantly higher contribution from favorable trading conditions in context of highly volatile precious metals prices - especially in H1

Revenues (€ mn)

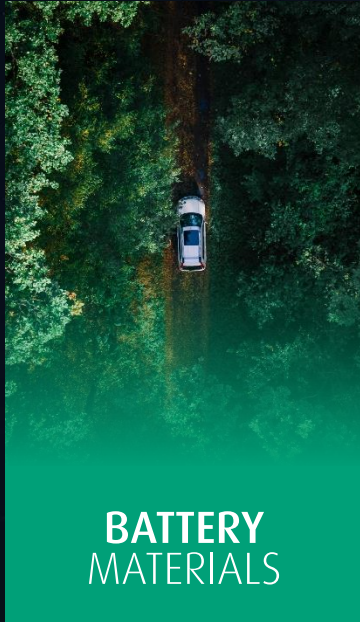


Adj. EBITDA (€ mn) & EBITDA margin



● H2 ● EBITDA margin
● H1

Organizational & reporting structure aligned with 2030 RISE



From 3 to 4 Business Groups as of 2024
based on important synergies and common characteristics while bringing increased focus

Progress in sustainability roadmap | 2

2024 Shareholders'
meeting

Let's Go for Zero

The ambitions



Net zero
GHG
by 2035



Our ambitious decarbonization commitments

Net zero GHG scope 1 & 2 emissions by 2035 &
Scope 3 target of -42% tons of CO₂e/ton purchased materials by 2030

2025



Run 100% of European operations and 60% of global operations on renewable electricity



20% reduction of Scope 1 + 2 emissions vs 2019 baseline



Operations



Emissions



Value chain

2030



50% reduction of Scope 1 + 2 emissions vs 2019 baseline



Reduce Scope 3 GHG emissions from purchased goods and services 42% per ton of material procured from a 2019 base year



Covers up to 80% of expected 2030 Scope 3, category 1 emissions through supplier engagement

2035



Net Zero Scope 1 and 2 GHG emissions



Industry leader in climate performance

Further key steps in the Group's decarbonization journey

Climate Transition Plan unveiled

- Captures ongoing efforts to reduce GHG emissions across the Group's operations and value chain
- Underlines commitment to climate action, resilience and transparency



Secured additional long-term green PPAs, **key lever for sustainable growth**

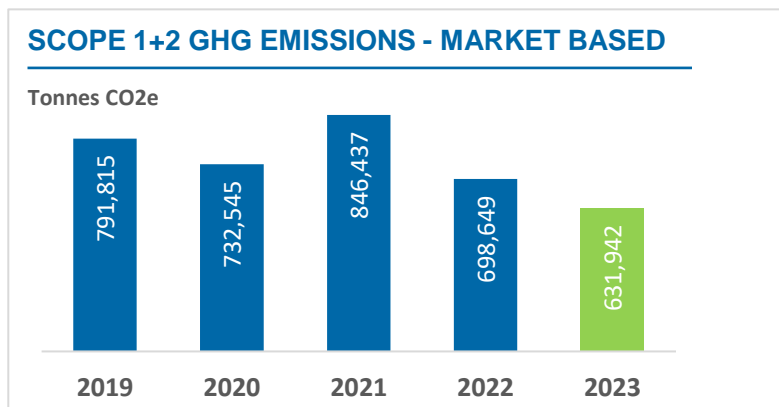
41% renewable electricity globally, up from 35% 2021 baseline

European activities powered by 57% renewable electricity in 2023

5 long-term PPAs for Belgium and Poland

Net zero GHG performance 2023

Decrease in GHG and increase in renewable electricity



-20% scope 1+2 market-based emissions compared to 2019 baseline

Nitric acid plant was fully operational in Hoboken throughout 2023. Installation captures nitrous oxide, a potent GHG, converting it into nitric acid.

This led to a **99.9% decrease** in nitrous oxide emissions versus 2021.

Renewable electricity is key:

2025 target: 60% of global electricity needs from renewables and 100% for Europe



Zero

harm

Caring for safety and wellbeing at work

Increased disclosure

Safety 2023 performance:

TRIR - Total Recordable Injury Rate (per million hours)

7.5 in 2023 as compared to 9.0 in 2022

82% of our sites had zero lost time accidents

In March 2023, an accident took place at the Hoboken site in Belgium, which resulted in serious injuries to a contractor. Unfortunately, the injured person succumbed to the injuries, passing away on March 23rd.

Any satisfaction that Umicore might have derived from progress made in implementing our safety projects has been completely overshadowed by this tragic event.

Together with the contracting company, a thorough investigation into the cause of the accident has been executed to fully understand what happened and do everything possible to avoid this occurring in the future.

Coaching for Safety

- Key driver for achieving a true caring safety culture
- At the end of 2023, 1,134 senior leaders and operational managers have actively participated in 93 workshops

Process hazard assessment (PHA) and process risk analysis (PRA)

- Continued to be carried out in 2023, with all but one of 147 high-priority processes completed
- Implementation of risk reduction measures (RRM) already brought 84% of all process installations to a low risk level compared with 76% in 2022. We will continue to implement additional risk reduction measures in 2024.

Global standards

- Introduction of new Group safety standards for incident management, Lock Out Tag Out and Line Breaking

Health & Mental Wellbeing 2023 performance:

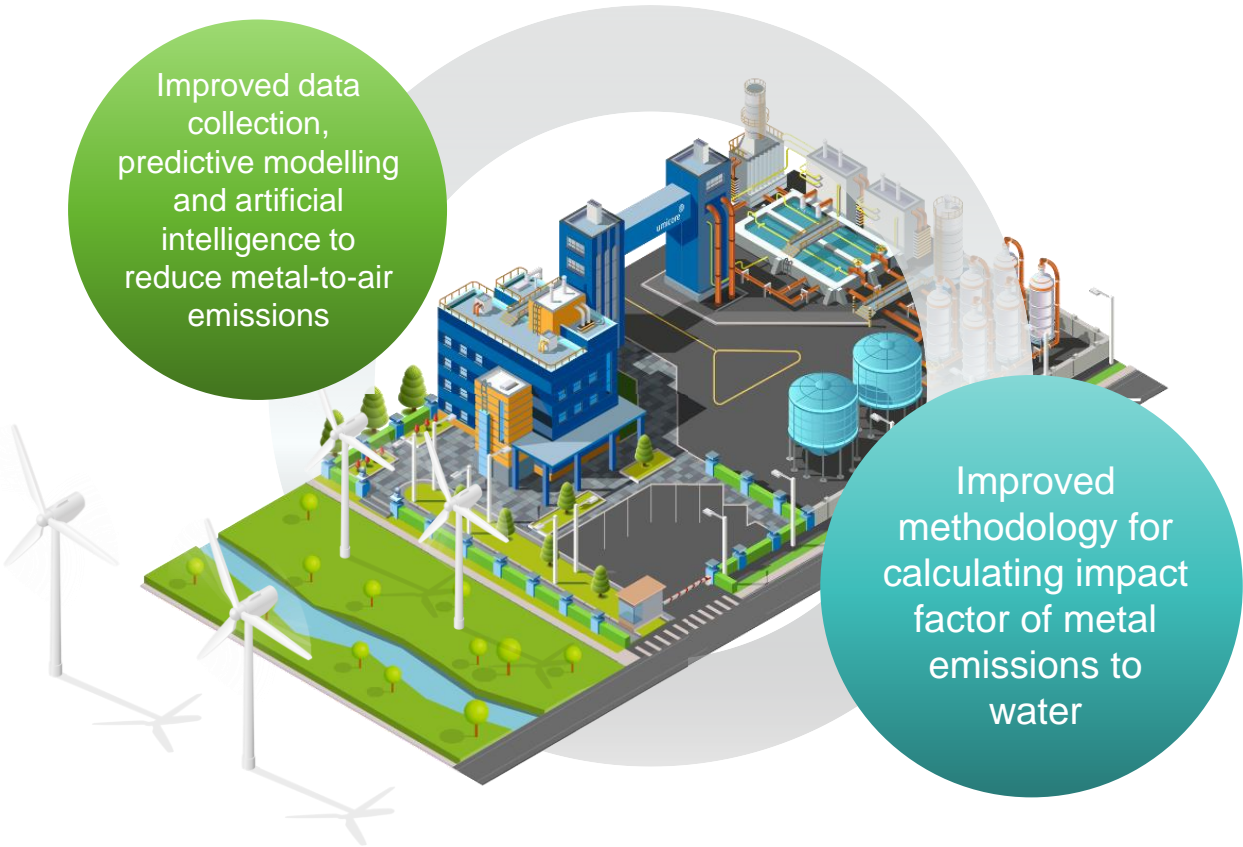
- Excess rate exposure to critical metals decreased to 0.7%
- Roll-out of mental wellbeing workshop to all business unit and corporate services management teams. In addition, at year-end, almost half of managerial population followed e-learning on mental well-being.

Managing our impact with care



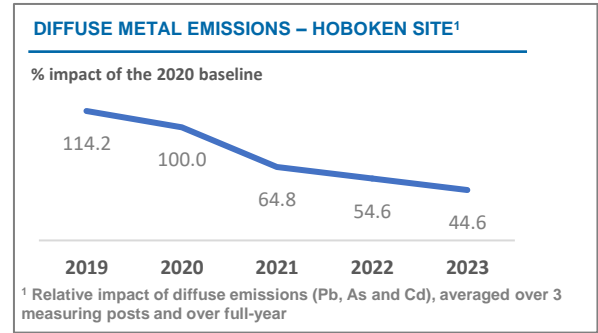
Continue our commitment to significantly reduce our emissions

Improved data collection, predictive modelling and artificial intelligence to reduce metal-to-air emissions



Improved methodology for calculating impact factor of metal emissions to water

2023 performance



-55% diffuse emissions in Hoboken compared to 2020 baseline

-25% Group metal emissions to water compared to 2022

Zero harm in our supply chain

Over 15 years of responsible sourcing

April 2023 marks the launch of our new *sustainable procurement frameworks for nickel and lithium*



Built on a long-standing foundation of experience and knowledge gained from thorough due diligence on cobalt sourcing

Co-founding member of
Global Battery Alliance

*Battery Passport
principles validated*

2023 performance:

- More than 500 direct and indirect suppliers adhering to Umicore's Global Sustainable Sourcing Policy or equivalent policies
- We prioritize engaging with raw material suppliers who have the most significant impact on our Scope 3 footprint
- Umicore's electric mobility products and recycling services avoided 8.7 million tons of GHG emissions in 2023



Zero

Inequality



Diversity and inclusion

**WE
GO FOR**

Gender parity in management
as soon as possible with **35%**
women in management by 2030

**Increased
cultural diversity**
in management teams by 2025

Measuring and disclosing
Pay Equality

11,948 Group employees in 2023

27.2% Women in management
32% of managers recruited
in 2023 were women

19.3% Non-Europeans in senior
management
85 different nationalities

Adjusted pay gap under **5%**
for managers in Belgium



Governance | 3

2024 Shareholders'
meeting

Supervisory Board

- 10 regular Supervisory Board meetings in 2023
- 95% attendance for regular Board meetings
- 100% attendance for NRC / AC / SC / IC meetings



Key Supervisory Board meeting topics in 2023



- Group strategy
- Financial performance of the Umicore Group
- Environmental, social and governance (ESG) related topics, including but not limited to safety, climate action, risk and resilience, water and biodiversity, diversity and disclosures
- Business and technology reviews and market updates (incl. cybersecurity and risk assessment)
- Joint venture and partnership projects and updates
- Investment and divestment projects as well as Group funding
- Review of Supervisory Boards committees' reports

Proposed changes to Supervisory Board

Stepping down



Mario Armero

Proposed



Philip Eykerman



Frédéric Oudéa

Remuneration | 4

2024 Shareholders'
meeting

Management Board variable remuneration plan 2023



Topic	2023 Performance objectives	Weight	Award Min-Max	Threshold	Maximum	Award	
Financial	ROCE	15%	0-150%			110%	
Financial	Adjusted EBITDA	15%	0-150% < 95% = 0% pay; 95% of target = 50% pay			0%	
Safety	Process Safety Event Frequency Rate: Reduction of 10% (vs 2022) + the absence of process safety events with material env. or health impact	5%	0-100%			100%	
Safety	Total Recordable Injury Rate (TRIR): Reduction of 10.5% (vs 2021)	10%	0-100%			0% ¹	
Diversity & Inclusion	Recruitment of women managers: 35% in 2023	5%	0-100%			38%	
Group	Total Group performance	50%				46.80%	
Individual	Individual Performance - CEO	50%	0-120%		Defined yearly	Qualitative assessment	100%
Individual	Individual Performance - EVP (average)	50%	0-120%		Defined yearly	Qualitative assessment	101.54%

¹ The TRIR target was achieved but the award was zero due to the fatal accident in Hoboken at the beginning of 2023.

Remuneration for Management Board serving in 2023

In € Name Position	Mandate Start date End date	Fixed Compensation ¹	Short-term Variable ²	Long-term Variable ³	Shares ⁴	Stock Options ⁵	Pension Plans ⁶	Other ⁷	Total
MIEDREICH M. CEO	1-10-2021	1,035,000	455,080	0	41,340	600,001	222,127	36,813	2,390,361
DAUFENBACH D. EVP	6-12-2021	570,000	233,970	0	41,340	221,400	119,016	13,706	1,199,432
FONSECA NORDANG A. EVP	01-09-2023	190,000	80,740	0	13,787	0	39,672	97,882	422,081
KIESSLING R. EVP	01-02-2019	570,000	282,240	200,000	40,828	221,400	119,016	86,460	1,519,944
NOLENS G. EVP	01-07-2015	570,000	250,470	200,000	41,340	221,400	134,544	21,302	1,439,056
OLBRECHTS G. EVP	01-08-2023	237,500	97,488	0	17,239	0	49,590	5,256	407,073
PEFEROEN W. EVP	01-10-2022	570,000	264,240	0	41,340	221,400	119,016	15,566	1,231,562
SAP B. EVP	01-03-2021	570,000	291,240	166,667	41,340	221,400	119,016	13,824	1,423,487
SLENDERS V EVP	01-06-2023	332,500	141,295	0	24,122	97,650	69,426	507,680	1,172,673

Complete remuneration table and further details on Management Board remuneration is available under the Remuneration report section of the 2023 Annual report.

1 The fixed compensation includes the fixed remuneration from Umicore entities, if any.

2 The annual variable remuneration has been determined in accordance with the Policy and relates to the reported year 2023. The pay-out was made in cash in 2024, except for F. Daufenbach, A. Fonseca Nordang, M. Miedreich, G. Nolens, W. Peferoen and B. Sap, who received the variable partially or fully in the form of shares.

3 The deferred variable, following the previous remuneration policy, relates to the reference year 2021 and takes into account, over the years 2021-2022-2023, an average ROCE of 18.3%, resulting in a pay-out of 100% of the 2021 deferred target, and a compounded average EBIT growth of 7.9%, below the required 10% threshold for an additional award. The pay-out was made in cash in 2024, except for M. Grynberg and G. Nolens, who received the variable partially or fully in the form of shares.

4 Shares granted relate to services rendered in the reported year 2023 during the mandate of a Management Board member. The shares were granted on February 19 th, 2024 and were valued at the fair market value of the share at € 20.67, equivalent to the closing share price on the day before the delivery date or the average closing price of the last 30 calendar days before delivery date, whichever is the lowest. For German tax purposes, the shares were valued at € 20.26 (lowest market quotation of the shares on the delivery date).

5 Stock options granted relate to services rendered in the reported year 2023 during the mandate of a Management Board member. Stock options were granted on February 16th, 2023 and were valued at a notional value of € 7.38 per option according to the Black & Scholes formula. On June 1st, 2023 17,500 stock options were granted to V. Slenders as sign on fee, valued at a notional value of € 5.58 per option.

6 Includes defined contributions (DC) and defined benefits (DB) contributions and the related social contributions.

7 Includes the representation allowance, benefit in kind company car, insurance benefits, additional benefits for R. Kiessling for his frequent and extensive presence in Asia and the tuition fees paid for M. Miedreich's child and the children of A. Fonseca Nordang. It also includes the sign on fee of € 500,000 to V. Slenders.

Management Board remuneration policy:

- Strong links between sustainability, strategy and pay
- Clear positioning vs European peers
- Strong attraction for executive talent

Shares held by the serving members of the Management Board at end 2023



142,631 shares

Remuneration for Supervisory Board serving in 2023

In €									
Name	Mandate	Start date	End date	Fixed fee	Shares ¹	Attendance Fee	Number of meetings attended	Other (Car)	Total
LEYSEN T.	Chair of the supervisory board	19-11-2008		140,000	57,760		10	4,241	202,001
	Chair of the nomination & remuneration committee	19-11-2008					3		
	Chair of the investment committee	27-04-2023					4		
ARMERO M.	Member of the supervisory board	30-04-2020		30,000	28,880	35,000	10		120,277
	Member of the nomination & remuneration committee	09-12-2020		5,000		9,000	3		
	Member of the sustainability committee	27-04-2023		3,397		9,000	3		
BEHRENDT B.	Member of the supervisory board	29-04-2021		30,000	28,880	35,000	10		131,072
	Member of the investment committee	27-04-2023		3,397		12,000	4		
	Chair of the sustainability committee	27-04-2023		6,795		15,000	3		
CHOMBAR F.	Member of the supervisory board	26-04-2016		30,000	28,880	27,000	9		112,277
	Member of the nomination & remuneration committee	26-04-2018		5,000		9,000	3		
	Member of the sustainability committee	27-04-2023		3,397		9,000	3		
DEBACKERE K.	Member of the supervisory board	26-04-2018		30,000	28,880	30,000	10		122,880
	Member of the audit committee	26-04-2018		5,000		15,000	5		
	Member of the nomination & remuneration committee	09-12-2020		5,000		9,000	3		
GARRETT M.	Member of the supervisory board	28-04-2015		30,000	28,880	34,000	10		116,277
	Member of the audit committee	27-04-2023		3,397		6,000	2		
	Member of the nomination & remuneration committee	25-04-2017		5,000		9,000	3		
GRYNBERG M.	Member of the supervisory board	27-04-2023		20,384	19,610	21,000	7		70,390
	Member of the investment committee	27-04-2023		3,397		6,000	2		
HENWOOD A.	Member of the supervisory board	01-09-2023		30,000	28,880	29,000	8		127,675
	Member of the audit committee	01-09-2023	27-04-2023	1,603		9,000	3		
	Chair of the audit committee	27-04-2023		6,795		10,000	2		
	Member of the sustainability committee	27-04-2023		3,397		9,000	3		
KOLMSEE I.	Member of the supervisory board	26-04-2011	27-04-2023	9,616	9,270	8,000	2		45,092
	Chair of the audit committee	28-04-2015	27-04-2023	3,205		15,000	3		
MEURICE E.	Member of the supervisory board	28-05-2015	27-04-2023	9,616	9,270	4,000	1		22,887
RAETS L.	Member of the supervisory board	25-04-2019		30,000	28,880	30,000	10		124,277
	Member of the audit committee	25-04-2019		5,000		15,000	5		
	Member of the investment committee	27-04-2023		3,397		12,000	4		

Supervisory Board remuneration policy:

- Fixed fee reflecting the level of responsibility
- Attendance fee
- Share-based compensation

Shares held by the serving members of the Supervisory Board at end 2023



1,889,006 shares

¹ The share grant relates to the services rendered in the reported year. Shares were granted on 12 May 2023 and were valued at the fair market value of € 28.88 per share, equivalent to either the closing share price on the day before the delivery date or the average closing price of the last 30 calendar days before delivery date, whichever is the lowest.



Q&A | 5

2024 Shareholders'
meeting



Voting | 6

2024 Shareholders'
meeting

Shareholders' meeting - procedures

- Convening – supporting documents
- Attendance
- Conduct of the meetings - voting procedures

Agenda

Ordinary shareholders' meeting

1. Annual report of the supervisory board and report of the statutory auditor on the statutory annual accounts for the financial year ended on 31 December 2023.
2. Approval of the remuneration report
3. Approval of the statutory annual accounts for the financial year ended on 31 December 2023 including the proposed allocation of the result.

Agenda

4. Communication of the consolidated annual accounts as well as the supervisory board report and the auditor's report on those consolidated annual accounts
5. Discharge to the members of the supervisory board
6. Discharge to the statutory auditor

7. Supervisory board composition

- Re-electing Mr Thomas Leysen as member of the supervisory board for a period of 3 years expiring at the end of the 2027 ordinary shareholders' meeting
- Re-electing Mr Koenraad Debackere as independent member of the supervisory board for a period of 3 years expiring at the end of the 2027 ordinary shareholders' meeting
- Re-electing Mr Mark Garrett as independent member of the supervisory board for a period of 3 years expiring at the end of the 2025 ordinary shareholders' meeting
- Re-electing Mrs Birgit Behrendt as independent member of the supervisory board for a period of 3 years expiring at the end of the 2027 ordinary shareholders' meeting
- Electing Mr Frédéric Oudéa as new member of the supervisory board for a period of 3 years expiring at the end of the 2027 ordinary shareholders' meeting
- Electing Mr Philip Eykerman as new, independent member of the supervisory board with effective date 1 November 2024 for a period expiring at the end of the 2027 ordinary shareholders meeting

Agenda

8. Remuneration of the supervisory board

- Approving the board members' remuneration proposed for the financial year 2024

9. Re-election of the statutory auditor and remuneration

- Re-electing EY Bedrijfsrevisoren BV / EY Réviseurs d'Entreprises SRL, represented by Mr Marnix Van Dooren and Mrs Eef Naessens, for a period of 3 years – approval of the remuneration of the statutory auditor for the financial years 2024 through 2026
- Charging the statutory auditor with the assignment regarding the assurance of sustainability information in relation to the financial year 2024 (or for any longer duration which the Belgian law transposing the CSRD)

Agenda



Special shareholders' meeting

Approval of change of control provisions

Ordinary general meeting
Assemblée générale ordinaire
Gewone algemene vergadering



First resolution

Approval of the remuneration report

Première résolution

Approbation du rapport de rémunération

Eerste besluit

Goedkeuring van het remuneratieverslag

Ordinary general meeting
Assemblée générale ordinaire
Gewone algemene vergadering



Second resolution

Approval of the statutory annual accounts of the company for the financial year ended on 31 December 2023 including the proposed allocation of the result

Deuxième résolution

Approbation des comptes statutaires de la société relatifs à l'exercice social clôturé le 31 décembre 2023 y compris la proposition d'affectation du résultat

Tweede besluit

Goedkeuring van de enkelvoudige jaarrekening van de vennootschap voor het boekjaar afgesloten op 31 december 2023 met inbegrip van de voorgestelde resultaatsbestemming

Ordinary general meeting
Assemblée générale ordinaire
Gewone algemene vergadering



Third resolution

Discharge to the members of the supervisory board

Troisième résolution

Décharge aux membres du conseil de surveillance

Derde besluit

Kwijting aan de leden van de raad van toezicht

Ordinary general meeting
Assemblée générale ordinaire
Gewone algemene vergadering



Fourth resolution

Discharge to the statutory auditor

Quatrième résolution

Décharge au commissaire

Vierde besluit

Kwijting aan de commissaris

Fifth resolution

Re-electing Mr Thomas Leysen as member of the supervisory board for a period of three years

Cinquième résolution

Réélection en qualité de membre du conseil de surveillance de Monsieur Thomas Leysen pour un terme de trois ans

Vijfde besluit

Herbenoeming van de heer Thomas Leysen tot lid van de raad van toezicht voor een periode van drie jaar

Sixth resolution

Re-electing Mr Koenraad Debackere as independent member of the supervisory board for a period of three years

Sixième résolution

Réélection en qualité de membre indépendant du conseil de surveillance de Monsieur Koenraad Debackere pour un terme de trois ans

Zesde besluit

Herbenoeming van de heer Koenraad Debackere tot onafhankelijk lid van de raad van toezicht voor een periode van drie jaar

Seventh resolution

Re-electing Mr Mark Garrett as independent member of the supervisory board for a period of one year

Septième résolution

Réélection en qualité de membre indépendant du conseil de surveillance de Monsieur Mark Garrett pour un terme d'un an

Zevende besluit

Herbenoeming van de heer Mark Garrett tot onafhankelijk lid van de raad van toezicht voor een periode van één jaar

Eighth resolution

Re-electing Mrs Birgit Behrendt as independent member of the supervisory board for a period of three years

Huitième résolution

Réélection en qualité de membre indépendant du conseil de surveillance de Madame Birgit Behrendt pour un terme de trois ans

Achtste besluit

Herbenoeming van mevrouw Birgit Behrendt tot onafhankelijk lid van de raad van toezicht voor een periode van drie jaar

Ninth resolution

Electing Mr Frédéric Oudéa as member of the supervisory board for a period of three years

Neuvième résolution

Election en qualité de membre du conseil de surveillance de Monsieur Frédéric Oudéa pour un terme de trois ans

Negende besluit

Benoeming van de heer Frédéric Oudéa tot lid van de raad van toezicht voor een periode van drie jaar

Tenth resolution

Electing Mr Philip Eykerman as independent member of the supervisory board with effective date 1 November 2024 for a period expiring at the end of the 2027 ordinary shareholders' meeting

Dixième résolution

Election en qualité de membre indépendant du conseil de surveillance de Monsieur Philip Eykerman à compter du 1er novembre 2024 pour un terme arrivant à échéance à l'issue de l'assemblée générale ordinaire de 2027

Tiende besluit

Benoeming van de heer Philip Eykerman tot onafhankelijk lid van de raad van toezicht met ingang van 1 november 2024 voor een periode die afloopt na de gewone algemene vergadering van 2027

Ordinary general meeting
Assemblée générale ordinaire
Gewone algemene vergadering



Eleventh resolution

Approving the supervisory board members' remuneration

Onzième résolution

Approbation des émoluments des membres du conseil de surveillance

Elfde besluit

Goedkeuring van de voorgestelde vergoeding van de leden van de raad van toezicht

Twelfth resolution

Re-election of EY Bedrijfsrevisoren BV / EY Réviseurs d'Entreprises SRL, represented by Mr Marnix Van Dooren and Mrs Eef Naessens, as statutory auditor for a duration of three years - approval of the proposed remuneration

Douzième résolution

Réélection en qualité de commissaire de EY Réviseurs d'entreprises SRL, représentée par Mr Marnix Van Dooren et Mme Eef Naessens, pour une durée de trois ans – approbation de la rémunération proposée

Twaalfde besluit

Herbenoeming van EY Bedrijfsrevisoren BV, vertegenwoordigd door de heer Marnix Van Dooren en mevrouw Eef Naessens, tot nieuwe commissaris voor een termijn van drie jaar – goedkeuring van de voorgestelde vergoeding

Thirteenth resolution

Charging the statutory auditor with the assignment regarding the assurance of sustainability information in relation to the financial year 2024 (or for any longer duration which the Belgian law transposing the CSRD may require, if applicable)

Treizième résolution

Charger le commissaire de la mission d'assurance de l'information en matière de durabilité par rapport à l'exercice 2024 (ou, le cas échéant, toute durée plus longue que la loi belge transposant la CSRD pourrait imposer)

Dertiende besluit

Opdracht aan de commissaris betreffende de assurance van de duurzaamheidsinformatie met betrekking tot het boekjaar 2024 (of voor elke langere duur die de Belgische wet tot omzetting van de CSRD desgevallend zou opleggen)

First resolution

Approval of change of control provisions, in accordance with Article 7:151 of the Code of companies and associations (grant agreement with the province of Ontario)

Première résolution

Approbation d'une clause de changement de contrôle, comme requis sous l'article 7:151 du Code des sociétés et des associations (contrat de subvention avec la province de l'Ontario)

Eerste besluit

Goedkeuring van een bepaling inzake controlewijziging, zoals vereist onder artikel 7:151 van het Wetboek van vennootschappen en verenigingen (subsidieovereenkomst met de provincie Ontario)

Special general meeting
Assemblée générale spéciale
Bijzondere algemene vergadering



Second resolution

Approval of change of control provisions, in accordance with Article 7:151 of the Code of companies and associations (sustainability-linked revolving credit facility agreement with several financial institutions)

Deuxième résolution

Approbation d'une clause de changement de contrôle, comme requis sous l'article 7:151 du Code des sociétés et des associations (contrat de facilité de crédit renouvelable lié à la durabilité avec plusieurs établissements financiers)

Tweede besluit

Goedkeuring van een bepaling inzake controlewijziging, zoals vereist onder artikel 7:151 van het Wetboek van vennootschappen en verenigingen (overeenkomst van duurzaamheidsgebonden doorlopende kredietverlening met verschillende financiële instellingen)

Special general meeting
Assemblée générale spéciale
Bijzondere algemene vergadering



Third resolution

Approval of change of control provisions, in accordance with Article 7:151 of the Code of companies and associations (finance contract with the EIB)

Troisième résolution

Approbation d'une clause de changement de contrôle, comme requis sous l'article 7:151 du Code des sociétés et des associations (contrat de financement avec la BEI)

Derde besluit

Goedkeuring van een bepaling inzake controlewijziging, zoals vereist onder artikel 7:151 van het Wetboek van vennootschappen en verenigingen (financieringsovereenkomst met de EIB)

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