

EKOPAK

LISTED PUBLIC LIMITED COMPANY

Careelstraat 13 - 8700 TIELT

VAT BE 0461.377.728 – GHENT Register of Legal Entities, Division of BRUGES
("the Company")

NOTICE CONVENING THE ANNUAL GENERAL MEETING OF EKOPAK NV TUESDAY, 9 May 2023 AT 6 PM

The Board of Directors has the honour to invite the Shareholders to the Ordinary General Meeting of EKOPAK NV, which will be held in 9030 Ghent, Industrieweg 202, Vinoscoop/ Southstore, on Tuesday 9 May 2023 at 6 PM.

NOTICE:

The Board of Directors wants to point out that all the shareholders will be allowed to vote remotely prior to the meeting by means of a voting form or by proxy with voting instructions, preferably addressed to Ms. Els DE KEUKELAERE (CFO). The shareholders can also exercise their right to ask questions in writing. The procedures for exercising these rights are stipulated below.

Today, the total number of shares and voting rights of the Company is 14,824,642 shares.

AGENDA OF THE ANNUAL GENERAL MEETING WITH PROPOSED RESOLUTIONS

- 1. Acknowledgement of the consolidated annual accounts as at 31 December 2022, as well as of the Board of Directors' Annual Report and the Statutory Auditor's Report on the statutory financial statements and consolidated annual accounts as at 31 December 2022.**
- 2. Approval of the statutory financial statements as at 31 December 2022.**
Proposed resolution: The General Meeting resolves to approve the Company's statutory financial statements for the financial year that ended on 31 December 2022, including the following appropriation of the result: loss of 2,628,326 EUR to be carried forward to the next financial year.
- 3. Remuneration report**
Proposed resolution: approval of the remuneration report as included in the Board of Directors' annual report on the financial year that ended on 31 December 2022.
- 4. Resignation and appointments of Directors**
The *curriculum vitae* of the candidate directors are available on the Company's website (<https://ekopaksustainablewater.com/investor-relations/corporate-governance/management-board-of-directors/>).

4.1 Confirmation of the appointment of TREFI BV (private limited company), permanently represented by Mr. Kurt TRENSON, in his capacity of non-executive director and chairman of the Remuneration and Nomination Committee.

Proposed resolution: the General Meeting takes note of the co-optation by the Board of Directors of TREFI BV, permanently represented by Mr. Kurt TRENSON, in his capacity of non-executive director and chairman of the Remuneration and Nomination Committee, following the premature voluntary resignation of BVJS BV, permanently represented by Mr. Ben JANSEN, and hereby confirms this appointment.

TREFI BV, permanently represented by Mr. Kurt TRENSON, will complete its predecessor's term of mandate (the mandate will end immediately after the ordinary general meeting of 2025).

Furthermore, the meeting, and each shareholder separately, decides and acknowledges that TREFI BV, permanently represented by Mr. Kurt TRENSON, is deemed to have been appointed on recommendation of Alychlo NV pursuant to article 14 of the articles of association.

Mr. Kurt TRENSON has a Master's degree in Applied Economics and an MBA in International management. After graduating, he held various senior positions with KBC Bank for 22 years. In April 2022 he was appointed CFO at Alychlo NV.

4.2 Appointment of MARFA CONSULT BV, permanently represented by Ms. Valerie DEJAEGHERE, as independent director.

Proposed resolution: the General Meeting appoints MARFA CONSULT BV, permanently represented by Ms. Valerie DEJAEGHERE, as (independent) director of the Company for a period of four years (the mandate will end immediately after the ordinary general meeting of 2027).

According to the information made available to the Company, Ms. Valerie DEJAEGHERE meets the specific criteria of independence as defined by the Belgian Corporate Governance Code 2020 and the general independence criterion of article 7:87 of the (Belgian) Companies and Associations Code.

Ms. Valerie DEJAEGHERE earned a Master's degree in Applied Economics at the Catholic University of Louvain and completed executive programmes in Strategic Excellence and Sustainability Management at Columbia Business School and Vlerick Business School respectively. She has many years of experience at ExxonMobil in various national and international management positions in Europe and the United States. In 2022 she joined Qpinch, a company of which she has been the CEO since January 2023.

4.3 Remuneration

In conformity with the Company's current remuneration policy, non-executive directors (excluding the chairman of the Board of Directors) are entitled to a fixed annual remuneration of 15,000 EUR, regardless of the number of meetings.

5. Discharge to the Directors

Proposed resolution: the General Meeting resolves to grant discharge to the Directors for carrying out their mandate during the financial year of 2022.

6. Statutory auditor

6.1 Approval of the statutory auditor's remuneration 2022

Proposed resolution: Approval of the increase in the remuneration of the Company's auditor for the financial year 2022 (including, but due to the size of the Company's activity, higher than the increase foreseen based on the evolution of the consumer price index) to EUR 83,775 (excluding VAT and expenses) for the audit of the Company's statutory and consolidated financial statements.

6.2 Reappointment of the statutory auditor

Proposed resolution: The General Meeting (re)appoints PwC Bedrijfsrevisoren BV, with registered office at 1831 Diegem, Culliganlaan 5, as Statutory Auditor for a term of three years. This company has appointed Peter Opsomer BV, with registered office at 9680 Maarkedal, Rattepoelstraat 7, represented by Mr. Peter Opsomer, corporate auditor, as representative authorized to represent it and who is charged with carrying out the mandate in the name of and on behalf of the BV. The mandate expires after the general meeting of shareholders which must approve the annual accounts per December 31, 2025. The remuneration for this mandate amounts to EUR 105,000 per year (plus VAT, expenses and IBR contribution) subject to annual adjustments in function of the evolution of the consumer price index or as agreed between the parties.

6.3 Discharge to the Statutory Auditor

Proposed resolution: the General Meeting resolves to grant discharge to the Statutory Auditor for carrying out its mandate during financial year 2022.

7. Delegations of powers for the implementation of the resolutions decided upon

Proposed resolution: The General Meeting grants to the Board members, each of them acting individually and with the possibility of substitution, all the powers for the execution of the decisions taken by the Ordinary General Meeting as well as all the powers to publish these decisions. In addition, the General Meeting specifically grants power of attorney to Mtr. Anastasia KARPENKO (attorney at law at the law firm LIEVENS & LIEVENS BV), to perform all acts that may be necessary or useful for the accomplishment of the formalities (including but not limited to the preparation and signing of documents and forms) with a view to (i) the filing of (an extract of) this document at the clerk's office of the competent corporate court, (ii) its publication in the Annexes to the Belgian Official Gazette and (iii) its registration or adaptation in the Crossroads Bank for Enterprises.

8. Miscellaneous

ADMISSION REQUIREMENTS

All shareholders are given the opportunity to vote remotely prior to the meeting or by proxy with voting instructions, preferably addressed to Ms. Els DE KEUKELAERE (CFO).

Participation in the General Meeting by means of a voting letter, by proxy or by physical attendance will be allowed in proportion to the number of shares that you hold at the Date of Registration (25 April 2023 at midnight, Belgian time) and for which you made known your intention to exercise your voting right – at the latest on 3 May 2023 –, irrespective of the number of shares you hold on the day of the General Meeting.

› What conditions must be complied with to be able to participate in and vote at the General Meeting?

Only persons who are shareholders on **25 April 2023** at midnight Belgian time (“Date of Registration”), will be entitled to participate in and to vote at the General Meeting.

› **Do you hold any registered shares?**

In that case, you must be registered in the Company’s share register on **25 April 2023** (at midnight, Belgian time) for at least the number of shares with which you wish to participate in the General Meeting.

At the latest on **3 May 2023** (at midnight, Belgian time) you must confirm your participation by e-mail (legal@ekopak.be), stating the number of shares with which you wish to participate. It suffices to send us your proxy or voting letter, duly filled in and signed, to confirm your participation.

› **Do you hold any dematerialized shares?**

In that case, the shares with which you wish to participate in the General Meeting must be credited to your securities account on **25 April 2023** (at midnight, Belgian time).

Ask your financial institution (bank, certified account holder or settlement institution) to:

(a) deliver a certificate stating the number of company shares you owned on **25 April 2023** (at midnight, Belgian time) and with which you wish to participate; and

(b) to provide this certificate to the Company at the latest on **3 May 2023** by mailing it to legal@ekopak.be.

You must confirm your participation in writing at the latest on **3 May 2023** (at midnight, Belgian time) by sending an e-mail to legal@ekopak.be, stating the number of shares with which you wish to participate. You can ask your financial institution to send us the confirmation of your participation along with the registration formalities. To confirm your participation, it suffices to send us your proxy or voting letter, duly signed and filled in, or to have it sent to us (along with the afore-mentioned certificate).

› Do you wish to be represented at the General Meeting?

If you meet the afore-mentioned conditions to participate in the General Meeting and to vote, you can have yourself represented at the General Meeting by one proxy holder, see above. To that end, you can use the proxy form on our website (<https://ekopaksustainablewater.com/investor-relations/corporate-governance/annual-shareholder-meeting/>). Or you can ask us for this form. The proxy form also serves as confirmation of participation. Kindly send an e-mail with your proxy, duly filled in and signed, to legal@ekopak.be at the latest on **3 May 2023**.

We would like to remind you that any proxy holder must be designated in accordance with Belgian law, particularly in relation to conflicts of interest and to keeping a voting instructions register. Since

the proposed proxy holder potentially falls under the settlement of conflicts of interest of article 7:143, §4 of the (Belgian) Companies and Associations Code, you must also give specific voting instructions for each of the proposed resolutions.

› **Do you wish to vote by post prior to the General Meeting?**

If you meet the afore-mentioned conditions to participate in the General Meeting and to vote, you can cast your vote by post prior to the General Meeting. To that end, you can use the voting form on our website (<https://ekopaksustainablewater.com/investor-relations/corporate-governance/annual-shareholder-meeting/>). Or you can ask us for this form. It also serves as confirmation of participation. Kindly send an e-mail with your voting letter, duly filled in and signed, to legal@ekopak.be at the latest on **3 May 2023**.

We would like to remind you that you must clearly indicate your voting method or abstention in the voting letter to validly cast a remote vote.

› **Which conditions must be met to place an item on the agenda?**

If you, alone or jointly with other shareholders, **own at least 3% of the capital** of the Company, you can have items placed on the agenda and propose resolutions relating to the items placed or to be placed on the agenda. You, alone or jointly with other shareholders, must own this minimum share percentage **both on the date of your request and on the date of 25 April 2023** (at midnight, Belgian time). This can be proved by submitting a certificate of registration of the shares in question in the share register, or a certificate drawn up by a financial institution proving that the relevant number of dematerialized shares has been registered in the name of the shareholder(s) in question.

Kindly send us your requests by e-mail (legal@ekopak.be). Please add the text of the items to be discussed and the corresponding proposed resolutions, or the text of the proposed resolutions to be placed on the agenda, as appropriate. We must receive your requests at the latest on **17 April 2023**. Do not forget to give an e-mail address. That way, we will be able to confirm receipt of your requests.

If appropriate, we will publish a supplemented agenda, proxy and voting form (on our website, in the Belgian Official Journal and in the financial press) at the latest on **24 April 2023**.

Any proxies received by us prior to publication of the supplemented agenda shall remain valid, but for any new resolutions proposed with respect to existing agenda items your proxy holder may deviate, during the meeting, from any instructions you may have given if the execution of your instructions might harm your interests. Your proxy holder is bound to inform you thereof. Your proxy must state whether your proxy holder may vote on the new agenda items or whether he/she must abstain from voting on the new agenda items.

Any voting forms received by us prior to publication of the supplemented agenda shall remain valid with respect to the existing agenda items. If a new resolution was proposed with respect to an existing agenda item, the remote vote on this agenda item shall not be taken into account.

› **Would you like to ask a question?**

You can ask written questions in connection with the General Meeting to the Directors and the Statutory Auditor relating to their report or the agenda items. If you meet the afore-mentioned conditions to participate in the General Meeting and to vote, your questions will be answered insofar as the communication of data or facts is not of such a nature as to cause damage to the company or is contrary to the confidentiality obligations entered into by the Company, its Directors or Statutory Auditor.

We must receive your written questions by e-mail at the latest on **3 May 2023**.

If appropriate, the written questions and answers shall subsequently be placed on the website of the Company at the latest on **24 May 2023**, as an appendix to the minutes of the General Meeting.

› **Where to find all information about this General Meeting?**

All relevant information relating to this General Meeting is available on our website <https://ekopaksustainablewater.com/investor-relations/corporate-governance/annual-shareholder-meeting/>

› **How to contact us?**

Please contact us by e-mail (legal@ekopak.be) for sending forms, written requests or practical questions.

The Ekopak Board of Directors thanks you in advance for your collaboration – 7 April 2023