

## Information note for the annual general meeting dated 28 April 2021

(the information note is written in Dutch, the English version is a non-official translation)

**IMPORTANT ANNOUNCEMENT: COVID-19**

In view of the current health crisis and the corona measures in force, including the ministerial decree dated 28/10/2020, and bearing in mind the health and safety of the shareholders, members of the committee and the statutory auditor, Intervest Offices & Warehouses nv (hereinafter "the Company") strongly advises its shareholders **not to participate in the annual general meeting physically**.

In light of the above, the Company points out that:

- (i) Any shareholder can vote remotely by letter before the general meeting by means of the voting form made available by the Company or he or she can have an authorised person represent him or her at the annual general meeting by means of the proxy form, on the understanding that shareholders who still physically go to the annual general meeting will be admitted, but always with due regard for the corona rules applicable at that time;
- (ii) The shareholders will have the right to pose questions to the members of the supervisory board and to the statutory auditor in accordance with the terms set out below;
- (iii) The Company will organise a live broadcast of the annual general meeting in video/audio format (webcast). The shareholders who wish to follow this broadcast are hereby invited to register in advance by using the link below:

[https://channel.royalcast.com/landingpage/intervest/20210428\\_2/](https://channel.royalcast.com/landingpage/intervest/20210428_2/)

However, the Company points out that shareholders can only follow the annual general meeting via the webcast and cannot intervene or vote. Consequently, the webcast is not an electronic means of communication by which shareholders can actively participate remotely in the Annual General Meeting in the sense of Article 7:137 of the Belgian Companies and Associations Code, but merely an additional resource that the Company is making available to the shareholders.

Depending on the evolution of the corona crisis and the government measures that are or will be applicable during the coming weeks, the Company can communicate new or additional information regarding the date, organisation and participation of/in the annual general meeting by means of a press release and on the Company's website ([www.intervest.be/en](http://www.intervest.be/en)).

## Participation in the general meeting

In accordance with article 26 of the articles of association and article 7:134 of the CAC, the right to participate in the general meeting and to exercise voting rights at the meeting is granted to the shareholders who have complied with the following two conditions:

### 1. Registration

Only the persons who are actually shareholders of the Company on the 14<sup>th</sup> day prior to the general meeting at 12:00 midnight ("**Registration Date**"), thus on **Wednesday, 14 April 2021 at 12:00 midnight**, are entitled to participate in the general meeting and to exercise the right to vote at the meeting.

- The registered shares with which the registered shareholders wish to participate in the general meeting must be registered in the register of the Company's registered shares on the Registration Date.
- The dematerialised shares with which the shareholders wish to participate in the general meeting must be registered in their name on the Registration Date in the accounts of a recognised account holder or of a settlement agency.
- Holders of bonds issued by the Company may participate in the general meeting in an advisory capacity. They must fulfil *mutatis mutandis* the same participation formalities as the shareholders.

### 2. Confirmation of participation

The owners of shares who wish to participate in the meeting must inform the Company of their intention to do so no later than the 6<sup>th</sup> day prior to the date of the meeting i.e. **no later than Thursday 22 April 2021**

- The owners of registered shares who wish to participate in the meeting must inform the Company of their intention to do so **no later than Thursday 22 April 2021**. This can be either by letter addressed to the Company or via email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).
- The owners of dematerialised shares who wish to participate in the meeting must submit a certificate, issued by the recognised account holder or the settlement agency, indicating how many dematerialised shares were registered in their accounts in the name of the shareholder on the Registration Date and for which the shareholder has indicated that the shareholder would like to participate in the general meeting. This submission must be made **no later than Thursday 22 April 2021** at the Company's registered office, or via email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)), or with the Company's financial services firm, ING Bank nv.

## Proxy

Each shareholder is entitled to designate an authorised representative to represent the shareholder at the general meeting, pursuant to the provisions of the CAC, by means of the proxy form available on the website ([www.intervest.be/en/shareholders-meeting](http://www.intervest.be/en/shareholders-meeting)). The Company must receive the signed proxy form no later than on the 6<sup>th</sup> day prior to the date of the meeting, namely on **Thursday 22 April 2021**, by letter addressed to the Company or via email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).

Without prejudice to article 7:145, 1st paragraph, 1° CAC (public solicitation to grant proxies), a proxy can be granted for one or more specific meetings or for the meetings held during a specific period. The proxy granted for a specific meeting applies to the successive meetings convened with the same agenda.

The proxy holder enjoys the same rights as the shareholder thus represented, and in particular the right to speak, to ask questions during the general meeting and to exercise the right to vote.

The shareholder may only designate one person as proxy holder for a specific general meeting. In derogation from this, (i) the shareholder can appoint separate proxies for each form of shares that the shareholder owns, as well as for each of the shareholder's securities accounts if the shareholder owns shares of the Company in more than one securities account and (ii) a person qualified as shareholder who, however, acts professionally on behalf of other natural or legal persons, can grant a proxy to each of these other natural or legal persons or to a third party designated by them.

A person who acts as a proxy holder may hold a proxy for more than one shareholder. If a proxy holder holds proxies for more than one shareholder, the proxy holder may vote differently on behalf of a particular shareholder than the proxy holder does on behalf of another shareholder.

Proxy forms that arrive late or that do not satisfy the required formalities will be refused. The Company must receive the proxy no later than on the 6<sup>th</sup> day prior to the date of the general meeting.

For the calculation of the rules regarding quorum and majority, only the proxies submitted by the shareholders who satisfy the formalities referred to in article 7:134, §2 CAC that must be fulfilled to be admitted to the meeting will be taken into account.

Without prejudice to the possibility of deviating from the instructions in certain circumstances pursuant to article 7:145, 2nd paragraph CAC, the proxy holder casts his or her vote in accordance with the instructions of the shareholder who appointed him or her. The proxy holder must keep a register of the voting instructions for at least one year and confirm, at the request of the shareholder, that he or she has complied with the voting instructions.

In the event of a potential conflict of interest between the shareholder and the proxy holder appointed by the shareholder, as provided for in article 7:143, §4 CAC, the proxy holder must disclose the precise facts that are relevant for the shareholder in order to assess whether there is a risk that the proxy holder pursues any interest other than the interest of the shareholder. Furthermore, the proxy holder may only vote on behalf of the shareholder provided that the proxy holder has been given specific voting instructions for each item on the agenda.

In view of the current health crisis and the possible evolution of the current corona measures, the shareholders are **requested to grant a proxy to Mr Kevin De Greef**, sc and member of the management board, by means of the proxy form that has been made available on the Company's website ([www.intervest.be/en/shareholders-meeting](http://www.intervest.be/en/shareholders-meeting)). Only proxy holders with specific voting instructions will be taken into account during the voting.

In view of the current health crisis, the signed proxy form is preferably sent to the Company via email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).

### Voting form

Each shareholder can vote remotely by letter prior to the general meeting by means of the form made available by the Company for voting remotely which can be found on the website ([www.intervest.be/en/shareholders-meeting](http://www.intervest.be/en/shareholders-meeting)). The Company must receive the signed voting form no later than on the 6<sup>th</sup> day prior to the date of the meeting, namely on **Thursday 22 April 2021**, by letter addressed to the Company or via email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).

In view of the current health crisis, the signed voting form is preferably sent to the Company via email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).

### Possibility of placing new items on the agenda

Pursuant to, and subject to the limits of, the applicable regulations, one or more shareholders who together own at least 3% of the capital may place discussion items on the agenda of the general meeting and submit proposals for resolution with respect to the discussion items which are or will be included on the agenda. This does not apply if a second general meeting is convened because of the fact that the required attendance quorum was not reached at the first meeting.

The additional discussion items or proposals for resolution must be received by the Company no later than on the 22<sup>nd</sup> day prior to the date of the general meeting, i.e. **no later than Tuesday 6 April 2021**.

The shareholders **prove on the date that they submit an agenda item or proposal for resolution** that they own the required share in the capital of the Company, either on the basis of a certificate of registration of the shares concerned in the shareholders' register, or on the basis of a certificate drawn up by the recognised account holder or the settlement agency showing that the relevant number of dematerialised shares is registered in their name on the account.

The aforementioned requests are made **in writing** and are accompanied, as the case may be, by the text of the items to be discussed and the accompanying proposals for resolution or the text of the proposals for resolution to be put on the agenda. A postal or email address must be specified to which the Company sends proof of receipt of these requests. These discussion items/proposals for resolution can be sent by letter to the Company's registered office or via email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).

The Company **confirms receipt** of these requests within forty-eight hours of their receipt.

**No later than on the 15<sup>th</sup> day prior to the date of the general meeting**, the Company publishes an agenda supplemented with the additional items to be discussed and the accompanying proposals for resolution that would be included therein, and/or merely with the proposals for resolution that would be formulated. At that moment, the Company will publish the adjusted agenda, voting forms and proxy forms on its website.

The proxies and the completed voting forms that are notified to the Company prior to the publication of an adjusted agenda remain valid for the items to be discussed on the agenda to which they apply. However, for the items on the agenda to be discussed for which new proposals for resolution have been submitted, the proxy holder may deviate during the meeting from any instructions given by the shareholder issuing the proxy if the execution of those instructions would harm the interests of this shareholder. The proxy holder must notify the shareholder accordingly. The proxy must state whether the proxy holder is authorised to vote on the new items on the agenda or whether the proxy holder must refrain from doing so.

In view of the current health crisis, the additional discussion items or proposals for resolution are preferably sent to the Company by email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).

### Right to ask questions

Pursuant to article 7:139 CAC, shareholders are entitled to submit questions in writing which will be answered during the meeting provided that the Company has received the questions no later than on the 6<sup>th</sup> day prior to the general meeting, i.e. **no later than Thursday 22 April 2021**. The written questions can be sent by letter to the Company's registered office or to the following email address: [AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be).

Pursuant to article 29 of the articles of association, the members of the supervisory board and/or the statutory auditors will provide answers to the questions which the shareholders have asked during the meeting or in writing and which relate to their report or to the agenda items, insofar as the communication of information or facts is not of such a nature that it would be detrimental to the commercial interests of the Company or to the confidentiality to which the company or the members of its supervisory board are bound.

In view of the current health crisis, questions are preferably sent to the Company via email ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).

In view of the current health crisis, the Company is organising **a live broadcast** of the annual general meeting via a webcast. Shareholders who have completed the formalities to participate in the annual general meeting and exercise the right to vote there and who have also registered for the webcast in advance (via the following link: [https://channel.royalcast.com/landingpage/intervest/20210428\\_2/](https://channel.royalcast.com/landingpage/intervest/20210428_2/)) will also have the possibility of asking questions regarding the presentation during the annual general meeting that will be broadcast via the webcast. The Company must receive the questions via email no later than 15 minutes after the end of the presentation ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)). During the live broadcast, a member of the committee will read out the questions received in good time to the members of the Company's supervisory board and/or to the statutory auditor, who will answer them directly.

## Miscellaneous

The aforementioned reports and documents will be available for consultation **as from 26 March 2021** on the website [www.intervest.be/en](http://www.intervest.be/en) via the following link: [www.intervest.be/en/shareholders-meeting](http://www.intervest.be/en/shareholders-meeting). In view of the current health crisis and the current corona measures, these documents will exceptionally not be available at the registered office of the Company. However, any shareholder who so wishes can obtain a copy of these reports and documents free of charge by sending a request via email no later than on 22 April 2021 ([AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be)).

If you would like to receive more information on this general meeting or the procedure for participating in this meeting, feel free to contact Kevin De Greef or H el ene Halsberghe by phone on +32 3 287 67 67 or via email: [AlgemeneVergadering@intervest.be](mailto:AlgemeneVergadering@intervest.be).