



Public Limited Company
 Meiboomlaan 33, 8800 B-Roeselare
 Ghent, department Kortrijk Register of Companies
 VAT BE 0434.278.896

! ONLY DUTCH POWER OF ATTORNEY FORMS ARE VALID !

Dutch power of attorney forms are the only ones that are officially accepted.
 Our foreign shareholders will be given an English or French translation for comprehensive reasons.
 However, French or English power of attorney forms will not be accepted on the general assembly.

Collective proxies, proxies by substitution, or proxies granted by financial institutions, trusts, fund managers or account-holders in the name and for the account of several shareholders have to specify: the identity of each individual shareholder, the identity of the proxy holder(s) and, for each individual shareholder, the number of shares the proxy holder will be voting with.

The power of attorney must contain voting instructions and must be delivered to the company no later than Wednesday 10 May 2023.

POWER OF ATTORNEY
GENERAL MEETING DD. 16 May 2023

The undersigned (name, first name/corporate name, corporate form)

.....

residing at

.....

or

with registered office at

.....

in accordance with its articles of incorporation duly represented by (name, first name):

.....

holder of (number) shares of Roularta Media Group NV, with registered office at 8800 Roeselare,
 Meiboomlaan 33,

hereby appoints as authorised representative, in order to represent
 him/her as shareholder at the general meeting of the above named company, which shall be held at the registered

office of the company on Tuesday, 16 May 2023 at 11.00 a.m. and **with the obligation to vote as indicated below.**

AGENDA AND PROPOSALS FOR DECISIONS BY THE GENERAL MEETING

1. Reading of the annual report with the corporate governance declaration of the board of directors.
2. Reading of the statutory auditor's report.
3. Deliberation and approval of the annual accounts at 31 December 2022 and appropriation of the profit.
Motion: the general meeting approves the annual accounts at 31 December 2022, including the appropriation of the result as proposed by the board of directors, in the form of a gross dividend payment of EUR 1.00 per share.

APPROVAL REJECTION ABSTENTION

4. Deliberation of the consolidated annual accounts and the consolidated reports for the year ending 31 December 2022.
5. Granting of discharge to the directors and the auditor.
Motion: the general meeting votes separately on a resolution to grant discharge to the directors and the statutory auditor in respect of the exercise of their duties in the 2022 financial year.

Discharge directors

Mr Hendrik De Nolf

APPROVAL REJECTION ABSTENTION

NV Koinon, with permanent representative Xavier Bouckaert

APPROVAL REJECTION ABSTENTION

Ms Lieve Claeys

APPROVAL REJECTION ABSTENTION

NV Verana, with permanent representative Coralie Claeys

APPROVAL REJECTION ABSTENTION

NV Alauda, with permanent representative Francis De Nolf

APPROVAL REJECTION ABSTENTION

NV Invest at Value, with permanent representative Koen Dejonckheere

APPROVAL REJECTION ABSTENTION

Mr. Rik Vanpeteghem

APPROVAL REJECTION ABSTENTION

BV P.Company, with permanent representative Pascale Sioen

APPROVAL REJECTION ABSTENTION

Discharge auditor

BDO, Bedrijfsrevisoren BV, represented by Veerle Catry

APPROVAL REJECTION ABSTENTION

6. Approval of the remuneration report.

Motion: the general meeting approves the remuneration report for the financial year 2022.

APPROVAL REJECTION ABSTENTION

7. (Re)appointment director: the terms of office of the NV Alauda, represented by its permanent representative, Mr Francis De Nolf expires at the general meeting of 16 May 2023.

Motion: on the advice of the appointments and remuneration committee the board of directors recommends to reappoint NV Alauda, represented by its permanent representative, Mr Francis De Nolf as director for a four-year term, that is until the annual meeting resolving on the annual accounts for the financial year ending on 31 December 2026.

APPROVAL REJECTION ABSTENTION

8. Confirmation of co-opted director

At the end of October, on the recommendation of the board of directors and after positive advice from the appointments and remuneration committee, the BV P.Company, represented by its permanent representative Mrs Pascale Sioen, was co-opted as an independent director within the meaning of Article 7:87 of the Companies and Associations Code. The BV P.Company represented by its permanent representative Mrs Pascale Sioen thus filled the vacancy that arose within the Board of Directors as a result of the untimely death of Prof Dr Caroline Pauwels.

Proposed resolution: The general meeting ratifies the co-optation on the proposal of the board of directors, following the advice of the nomination and remuneration committee, and proceeds with the definitive appointment of BV P. Company, represented by its permanent representative, Ms Pascale Sioen as an independent director within the meaning of Article 7:87 of the Companies and Associations Code. The mandate runs until the annual meeting that decides on the annual accounts for the financial year ending 31 December 2025.

APPROVAL REJECTION ABSTENTION

- To participate in all deliberations;
- To participate on behalf of the undersigned in a vote on all items of the agenda;
- To sign all deeds, minutes and other documents relating to this meeting;
- In general do everything which should appear necessary or useful for the implementation of this power of attorney, with promise of confirmation.

Signed at, on 2023

(Signature)

To be sent by post to NV Roularta Media Group, Meiboomlaan 33, 8800 Roeselare or by email to sophie.van.iseghem@roularta.be no later than Wednesday 10 May 2023