



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

**! ONLY DUTCH VOTING FORMS ARE VALID !**

Dutch voting 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 voting forms will not be accepted on the general assembly.

**VOTING FORM**  
**EXTRAORDINARY GENERAL MEETING DD. 21 DECEMBER 2021**

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,

**declares to vote by letter at the general meeting to be held at the registered office at Roeselare, Meiboomlaan 33, on December 21 at 09 a.m.**

**Below you will find my / our voting instructions for each agenda item and proposed resolutions of the extraordinary general meeting:**

**Agenda and proposals for decisions by the Extraordinary General Meeting**

1. Reading of the annual report of Belgomedia NV, which has been taken over by Roularta Media Group NV by means of a transaction equivalent to a merger by takeover.
2. Reading of the statutory auditor's report for the financial year of Belgomedia NV that closed on 30 June 2021.
3. Deliberation and approval of the annual financial statement of Belgomedia NV as per 30 June 2021 and allocation of the result.

Proposed decision: the general meeting approves the annual financial statement of Belgomedia NV as per 30 June 2021, including the allocation of the result as proposed by the board of directors.

APPROVAL  REJECTION  ABSTENTION

4. Granting of discharge to the directors and the auditor.

Proposed decision: in a separate vote, the general meeting decides to grant discharge to the directors and statutory auditor of Belgomedia NV for the exercise of their mandate during the past financial year up to and including 30 June 2021.

Discharge directors

*Mr Hendrik De Nolf*

APPROVAL  REJECTION  ABSTENTION

*Mr Xavier Bouckaert*

APPROVAL  REJECTION  ABSTENTION

*Mr Jeroen Mouton*

APPROVAL  REJECTION  ABSTENTION

*Ms Laurence Festraets (Director until 25 March 2021)*

APPROVAL  REJECTION  ABSTENTION

*Ms Muriel Lancelot (Director until 25 March 2021)*

APPROVAL  REJECTION  ABSTENTION

*Mr Alain Augé (Director until 25 March 2021)*

APPROVAL  REJECTION  ABSTENTION

Discharge auditor

*Deloitte, Bedrijfsrevisoren BV, represented by Laurent Weerts*

APPROVAL  REJECTION  ABSTENTION

5. Appointment of director. At the advice of the nomination and remuneration committee, the board of directors proposes the appointment of Mr Rik Vanpeteghem as an independent director for a period of four years, i.e. until the annual meeting that will decide on the annual financial statements for the financial year ending on 31 December 2025. Mr Rik Vanpeteghem fulfils the conditions for independence as set down in the Belgian Corporate Governance Code 2020, with the exception of principle 3.5, point 7, which reads as follows: “Not be or have been within the last three years before their appointment, a partner or member of the audit team of the company or person who is, or has been within the last three years before their appointment, the external auditor of the company or a related company or person.” Indeed, Mr Rik Vanpeteghem was active as a partner at Deloitte until April 30, 2021, which was also the statutory auditor of Roularta Media Group NV until the general meeting of 18 May 2021. However, the board of directors is of the opinion that although Mr Rik Vanpeteghem was a partner at Deloitte until recently, he can be considered an independent director for the following reasons: (i) Deloitte’s mandate as the statutory auditor of Roularta Media Group NV expired at the general meeting of 18 May 2021, upon which BDO Bedrijfsrevisoren was appointed statutory auditor for a period of three years; (ii) as a former partner at Deloitte, Mr Rik Vanpeteghem himself was never active in the auditing team at Deloitte that was responsible for monitoring the financial situation at Roularta Media Group, the annual financial statement(s) and compliance of the transactions reflected in the annual financial statement(s) with the Companies and Associations Code and with the articles of association, and neither did he actively supervise the activities of the Deloitte auditing team and/or intervene in it in any way; (iii) from 2016 and his departure from Deloitte in 2021, Mr Rik Vanpeteghem was mainly active internationally at Deloitte: first, until May 2019, as Regional Managing Director of EMEA (Europe, Middle East and Africa) and then, from June 2019 to April 2021, as Global Public Policy Leader. In these international roles, he had no impact as such on Deloitte’s auditing activities in Belgium.

The board of directors believes that given Mr Rik Vanpeteghem’s legal and fiscal background and his relevant experience with the auditing world, he will bring added value in the form of his skills and experience to the deliberations and decision-making of the board of directors as an independent director.

Proposed decision: on the basis of the board of directors’ nomination, the general meeting decides to appoint Mr Rik Vanpeteghem as an independent director for a period of four years, i.e. until the annual meeting that will decide on

the annual financial statements for the financial year ending on 31 December 2025.

APPROVAL  REJECTION  ABSTENTION

Signed at ....., on ..... 2021

Signature

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***To be sent by post to NV Roularta Media Group, Meiboomlaan 33, 8800 Roeselare or by email to [sophie.van.iseghem@roularta.be](mailto:sophie.van.iseghem@roularta.be) no later than Wednesday 12 May 2021***