

**VANDEMOORTELE**  
Public Limited Company  
Ottergemsesteenweg-Zuid 816  
9000 Ghent (Belgium)  
VAT BE 0429.977.343  
Register of Legal Entities Ghent (District Ghent)  
(hereinafter the "Company")

**Important announcement**

Given the current Covid-19 crisis and the prohibition of gatherings, the board of directors of the Company decides, based on article 25.4 of the articles of association and article 7:137 CCA, to convene and hold the annual shareholders' meeting through the use of the electronic communication system Teams made available by the Company and accessible for the shareholders, the directors, the auditor and the owners of dematerialised bonds. The board of directors therefore expressly requests them not to attend physically the annual meeting. The members of the bureau of the annual shareholders' meeting will, however, attend physically to ensure a smooth organization and running of the meeting as required by law.

**NOTICE OF ORDINARY GENERAL MEETING OF SHAREHOLDERS**

The ordinary general meeting of shareholders of the Company shall be held at 9000 Ghent, Ottergemsesteenweg-Zuid 816, on Tuesday, 11<sup>th</sup> May 2021 at 15 hrs by using the electronic communication system Teams made available by the Company, the dial-in details of which will be available to the participants at the latest on Tuesday, 11<sup>th</sup> May, 2021 at 9 am.

The agenda and the draft resolutions of the ordinary general meeting are as follows:

1. Acknowledgement of the combined annual report of the Board of Directors and reports of the external auditor on the statutory and consolidated accounts of the Company closed on 31 December 2020.
2. Approval of the statutory accounts of the Company for the financial year closed on 31 December 2020 and approval of the proposed profit distribution.

*Proposed resolution: The ordinary general meeting resolves that the statutory accounts for the financial year ended 31 December 2020 be hereby approved, along with the result allocation proposed by the Board of Directors of the Company in the combined annual report.*

3. Acknowledgment of the consolidated accounts of the Company for the financial year closed on 31 December 2020.
4. Quidus to the Directors of the Company.

*Proposed resolution: The ordinary general meeting resolves that each of the Directors of the Company be granted discharge for the performance of its duties in respect of the financial year ended 31 December 2020.*

5. Quitus to the external auditor of the Company.

*Proposed resolution: The ordinary general meeting resolves that the external auditor of the Company be granted discharge for the performance of his duties in respect of the financial year ended 31 December 2020.*

6. Reappointment of Directors.

*Proposed resolution: The ordinary general meeting resolves that be reappointed as Directors of the Company for a term of 3 years, which shall expire immediately following the general assembly in respect of the financial year ended 31<sup>st</sup> December 2023:*

- *Mr. Jean Vandemoortele*
- *Mrs. Marie-Christine Casier*
- *NV Artval, represented by its permanent representative Mr. Christian Vandemoortele*
- *SRL Arema, represented by its permanent representative Mr. François Casier*

*These board mandates shall be remunerated in accordance with the resolutions adopted by the general assembly.*

7. Nomination of new Directors.

*Proposed resolution: The ordinary general meeting resolves that be appointed as new Directors of the Company for a term of 3 years, which shall expire immediately following the general assembly in respect of the financial year ended 31<sup>st</sup> December 2023:*

- *Honest Foods BV, with registered office at 1000 Brussels, Avenue Louise 146, represented by its permanent representative Mr. Charles Vandemoortele*
- *Mrs. Catherine Billiet, electing domicile at the registered office of the Company*

*These board mandates shall be remunerated in accordance with the resolutions adopted by the general assembly.*

8. Miscellaneous

The owners of dematerialised bonds shall, if they wish to attend the ordinary general meeting in an advisory capacity, submit to the Company a certificate by registered mail, by courier or by e-mail, that must reach the offices of the Company at 9000 Ghent, Ottergemsesteenweg-Zuid 816 or the e-mail address [erwin.dedeyn@vandemoortele.com](mailto:erwin.dedeyn@vandemoortele.com) not later than Wednesday May 5<sup>th</sup>, 2021. This certificate shall be drawn up by the authorised account holder or by the clearing institution and shall state that the bonds shall be unavailable until the date of the ordinary general meeting.

The owner of dematerialised bonds must also disclose his e-mail address to the Company. The owners of dematerialised bonds who have thus timely and legally registered and announced themselves to participate to the annual meeting will then receive the dial-in information by e-mail.

All communications to the Company in connection with the present notice of meeting shall be addressed to Mr. Erwin De Deyn, Chief Legal & Risk Officer, e-mail: [erwin.dedeyn@vandemoortele.com](mailto:erwin.dedeyn@vandemoortele.com)

All the required documents and other information in connection with this ordinary general meeting shall be made available at the Registered Office of the Company and at the following website: [www.vandemoortele.com](http://www.vandemoortele.com) under the heading "Investors".

The Board of Directors