



FLUXYS

Public Limited Liability Company

Avenue des Arts 31 - 1040 Brussels (Belgium)

VAT BE 0827 783 746

Brussels Trade Register

CONVENING NOTICE TO THE ORDINARY GENERAL MEETING TO BE HELD ON 13 MAY 2025

The Board of directors of Fluxys SA/NV (hereafter the **Company**) has the honour of inviting the Company's shareholders to attend the Ordinary General Meeting (hereafter the **Meeting**) to be held **at 1.00 p.m.** (Belgian time) on **Tuesday 13 May 2025** at the BNP Event Center, Rue Baron Horta 4, 1000 Brussels.

If possible, shareholders are requested to arrive 30 minutes before the scheduled start of the Meeting, to facilitate the compilation of the list of participants.

AGENDA

1. Annual report of the Board of directors

Acknowledgment of the Board of directors' annual report on the financial year that closed on 31 December 2024.

2. Report of the statutory auditor

Acknowledgment of the statutory auditor's annual report on the financial year that closed on 31 December 2024.

3. Communication of the statutory and consolidated annual accounts

Acknowledgment of the statutory and consolidated annual accounts for the financial year that closed on 31 December 2024 and of the statutory auditor's report on the statutory and consolidated annual accounts.

4. Approval of the statutory annual accounts and appropriation of the result

Proposed resolution: to approve the statutory annual accounts closed on 31 December 2024, including the allocation to Publigaz SC/CV, for all the shares it holds, of a gross dividend of € 118.657.280,33, to EIP Neon Holding I SARL, for all shares it holds, of a gross dividend of € 22.983.920,53, to the Federal Holding and Investment Company for all shares it holds, of a gross dividend of € 3.432.449,88, to AG Insurance SA for all shares it holds, of a gross dividend of € 2.980.624,67, to Ethias SA for all shares it holds, of a gross dividend of € 1.788.375,15, to EthiasCo SRL for all shares it holds, of a gross dividend of € 198.708,55 and to the members of the staff and management of the Fluxys SA/NV group of a gross dividend of € 953.267,86 for all the shares they hold. This dividend appropriation is based on the shareholding on 17 March 2025.

5. Discharge to the members of the Board of directors

Proposed resolution: to grant discharge to the members of the Board of directors for the performance of their mandate during the financial year that closed on 31 December 2024.

6. Discharge to the statutory auditor

Proposed resolution: to grant discharge of liability to the statutory auditor for the performance of its mandate during the financial year that closed on 31 December 2024.

7. Remuneration of the directors

Proposed resolution: proposal for the revaluation of the remuneration and attendance fees granted to the directors and members of the advisory committees per meeting of the Board of directors and the committees.

8. Statutory appointments

a. Mandate as director

The director's mandate of Mr. Ludo Kelchtermans will expire at the end of the Ordinary General Meeting of 13 May 2025.

Proposed resolution: at the proposal of the Board of directors and on the advice of the Appointment and remuneration committee, to renew the director's mandate of Mr. Ludo Kelchtermans for a new term of 6 years, which will end after the

Ordinary General Meeting of May 2031. His mandate is remunerated in accordance with the principles laid down by the Annual shareholders' meeting.

b. Renewal of the mandate of the statutory auditor

The mandate of the statutory auditor of Fluxys SA/NV, EY Bedrijfsrevisoren SRL/BV ("EY"), whose registered office is at 1831 Diegem, Kouterveldstraat 7B 001, registered in the RPR under number 0446.334.711, represented by Wim Van Gasse SRL/BV, permanently represented by Mr. Wim Van Gasse, expires at the end of the Ordinary General Meeting of 13 May 2025. Also, Mr. Wim Van Gasse may not be renewed as EY's representative to the Fluxys group. The Audit Committee recommended to the Board of directors to renew the mandate of the statutory auditor, exercised by EY and represented by Mr. Paul Eelen as partner, for a new three-year period and for yearly indexed fees of € 144.342/ year.

Proposed resolution: on the proposal of the Board of directors and after advice of the Audit Committee, to renew for a period of three years the mandate of EY, represented by Mr. Paul Eelen as partner. This mandate will expire at the end of the Ordinary General Meeting of May 2028.

9. Statutory auditor's fee

Proposed resolution: set the annual fee of the statutory auditor on an indexed amount of € 144.342/ year, for the entire duration of his mandate.

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FORMALITIES FOR ADMISSION

Shareholders will be admitted to the Meeting provided that they notify the Company by e-mail (sent to corporate.secretary@fluxys.com) on 7 May 2025 at 5 p.m. (Belgian time) at the latest of their intention to attend or be represented at the Meeting and of the number of shares they represent, in accordance with Article 23 of the Articles of Association.

VOTE BY PROXY

Any shareholder can be represented at the Meeting by a proxyholder. A shareholder may only appoint one person as proxyholder, except where Belgian law permits the appointment of multiple proxyholders. Each proxyholder must be appointed using the form provided by the Company. The signed original of the hard copy of the form must reach the Company by no later than 5 p.m. (Belgian time) on 7 May 2025. Forms may also be e-mailed to the Company by the same deadline, provided that the communication in question bears a qualified electronic signature.

The form for appointing a proxyholder can be downloaded from the Company's website (<https://www.fluxys.com/en/company/fluxys-group/financial-information>) or by sending a simple request to the e-mail address indicated at the end of this convening notice.

PROVISION OF DOCUMENTS

The annual report on the 2024 financial year will be available free of charge to the shareholders as from 25 April 2025 at the Company's secretary, by e-mailing a request to corporate.secretary@fluxys.com.

The Board of directors