MONTEA
Public regulated real estate investment company under Belgian law
Public limited liability company
Alfons Van de Maelestraat 96 - 9320 Erembodegem (Aalst)
Ghent Register of Legal Entities, Dendermonde Division - VAT BE 0417.186.211

(the **Company** or **Montea**)

PROXY

To be valid, this proxy form should be, fully completed and duly signed, delivered to the Company no later than **Friday 27 November 2026**, by post to the following address: Alfons Van de Maelestraat 96, 9320 Erembodegem (Aalst), or by email to compliance@montea.com .

Only proxies containing specific voting instructions will be taken into account during the vote at the extraordinary general meeting.

Undersigned:

Natural person

Name	…….
Domicile	…….

Legal entity

Name legal entity	……
Legal form	……
Registered office	……
Company number	……
Represented by	……

Owner of

	……. registered shares of the Company
	…… dematerialised shares of the Company

appoints as his/her special proxy holder, Mr. Dirk De Pauw, chairman of the Company's board of directors, to whom undersigned shareholder grants all powers to:

a. represent the shareholder at the extraordinary general meeting of the Company to be held on **Thursday, December 3, 2026**, **at 10:30 a.m.** (the **Extraordinary General Meeting**), at the Company's offices: Alfons Van de Maelestraat 96, 9320 Erembodegem.

b. to participate in all deliberations regarding the agenda items listed below, and

c. to vote on the proposed resolutions as follows:

VOTING INSTRUCTIONS

A. AGENDA OF THE EXTRAORDINARY GENERAL MEETING

1. Capital increase by contribution in kind

i. <u>Reporting</u>

a. Acknowledgment of the statutory auditor's report, pursuant to the articles 7:179 and 7:197 of the Code of companies and associations, on the contribution in kind referred to in item ii below, concerning the valuation methods applied and the actual consideration provided in return.

As this agenda item is for information only, no proposal resolution is included concerning this agenda item.

b. Acknowledgment of the report of the board of directors pursuant to the articles 7:179 and 7:197 of the Code of companies and associations regarding the relevance to the Company of both the proposed contribution and the capital increase, as well as the statutory auditor's report.

As this agenda item is for information only, no proposal resolution is included concerning this agenda item.

ii. **<u>Capital increase</u>**

<u>Proposed resolution</u>. The meeting resolves to increase the capital by fifty-three million, eight hundred and seventy-eight thousand, seven hundred and fifty-four euros and sixty-two cents 53,878,754.62 EUR), bringing it from four hundred and seventy-six million, nine hundred and forty-nine thousand, three hundred and eighty-five euros and forty-one euro cents (476,949,385.41 EUR) to five hundred and thirty million, eight hundred and twenty-eight thousand, one hundred and forty euros and three cents (530,828,140.03 EUR), by creating two million six hundred forty-three thousand seven hundred fifteen (2,643,715) new shares, without nominal value, of the same nature and which will have the same rights and benefits as the existing shares, on the understanding that the new shares will only share in the profits from the financial year commencing on 1 January 2027 (and thus excluding the profit for the current financial year, which began on 1 January 2026 and ends on 31 December 2026).

The capital increase will be carried out by means of a contribution in kind as described below, with 95% of such contribution being compensated by the issuance of new shares in the Company and the balance by payment in cash in accordance with the terms agreed upon by the parties (the "Cash Consideration").

Subject to the condition precedent that the capital increase is completed, these new shares, fully paid up, will be allocated in registered form to the specialized real estate fund 'WLP Investments', with its registered office at 3700 Tongeren-Borgloon, Heersterveldweg 11, with company number VAT BE 1044.611.014 RPR Antwerp (Tongeren division) (the 'Contributor'), as consideration for 95% of the contribution made by the latter of:

<u>(I)</u> <u>The following shares (hereinafter collectively referred to as the 'Shares'):</u>

(i) 22,499 of the 25,000 issued shares (89.996%) in Weerts Logistic Park XXII GmbH, a German limited liability company (GmbH), with its registered office at Düsseldorf c/o KSP Stübben & Partner mbB, Rather Straße 110a, 40476 Düsseldorf and registered in the commercial register of the Amtsgericht Düsseldorf under number HRB 96198 (hereinafter 'WLP XXII');

(ii) 22,499 of the 25,000 issued shares (89.996%) in Weerts Logistic Park XXIII GmbH, a German limited liability company (GmbH), with its registered office in Düsseldorf c/o KSP Stübben & Partner mbB, Rather Straße 110a, 40476 Düsseldorf and registered in the commercial register of the Amtsgericht Düsseldorf under number HRB 95996 (hereinafter 'WLP XXIII');

(iii) all the shares representing 100 per cent of the share capital in Weerts Logistic Park XXVII Srl, an Italian limited liability company (società a responsabilità limitata), with its registered office at Turin (TO), via Venti Settembre 3, Italy, and registered in the Italian Companies Register under number 12690000018 (hereinafter 'WLP XXVII');

(iv) all the shares representing 100% of the share capital in Weerts Logistic Park XLII Srl, an Italian limited liability company (società a responsabilità limitata), with its registered office at Via

Venti Settembre 3, Turin (TO), Italy, and registered in the Italian Register of Companies under number 12754690019 (hereinafter 'WLP XLII');

(v) 615 out of 615 (100%) of the shares in Weerts Logistic Park BER 6 NV, a Belgian public limited company, with its registered office at Heersterveldweg 11, 3700 Tongeren-Borgloon, and registered in the Crossroads Bank for Enterprises under number 0785.508.275 (RPR Antwerp, Tongeren-Borgloon division) (hereinafter 'WLP BER 6'), which directly holds 100% of the shares in the following companies:

a. All shares representing 100% of the share capital in Weerts Logistic Park XXXVI Srl, an Italian limited liability company (società a responsabilità limitata), with its registered office at Via Venti Settembre 3, Turin (TO), Italy, and registered in the Italian Register of Companies under number 12690030015 (hereinafter 'WLP XXXVI');
b. All shares representing 100% of the share capital in Weerts Logistic Park XXXVII Srl, an Italian limited liability company (società a responsabilità limitata), with its registered office at Via Venti Settembre 3, Turin (TO), Italy, and registered in the Italian Register of Companies under number 12812150014 (hereinafter 'WLP XXXVII');
c. All shares representing 100% of the share capital in Weerts Logistic Park XLI Srl, an Italian limited liability company (società a responsabilità limitata), with its registered office at Via Venti Settembre 3, Turin (TO), Italy, and registered in the Italian Register of Companies under number 12754680010 (hereinafter 'WLP XLI');

(vi) all the shares representing 100% of the share capital in Weerts Logistic Park XXXVI-D1 Srl, an Italian limited liability company (società a responsabilità limitata), with its registered office at Via Venti Settembre 3, Turin (TO), Italy, and registered in the Italian Register of Companies under number 12812010010 (hereinafter 'WLP XXXVI-D1'); and

(vii) all the shares representing 100% of the share capital in Weerts Logistic Park XLV Srl, an Italian limited liability company (società a responsabilità limitata), with its registered office at Via Venti Settembre 3, Turin (TO), Italy, and registered in the Italian Register of Companies under number 12944260012 (hereinafter 'WLP XLV').

(II) The following claims (hereinafter collectively referred to as the 'Shareholders Loans):

(i) the claim ('Intercompany revolving credit facility') held by the Contributor against WLP XXII, for a total credit amount of EUR 35,000,000, with the following outstanding amounts as at Closing Date (as defined in the report by the board of directors in accordance with Articles 7:179 and 7:197 of the Code Companies and Associations, i.e., December 15, 2026, hereinafter the "Closing Date"): principal of 19,940,380.54 EUR and interest of 2,410,723.65 EUR, resulting in a total contribution value of 22,351,104.19 EUR;

(ii) the claim ('Intercompany credit facility agreement') held by the Contributor against WLP XXIII, for a total credit amount of EUR 10,000,000, with the following outstanding amounts as at today's date: principal of 1,184,840.67 EUR and interest of 1,811,007.25 EUR, resulting in a total contribution value of 2,995,847.92 EUR;

(iii) the claim ('Intercompany credit facility agreement') held by the Contributor against WLP XXVII, for a total credit amount of 30,000,000 EUR, with the following outstanding amounts as at today's date: principal of 22,842,666.34 EUR and interest of 3,559,409.37 EUR, resulting in a total contribution value of 26,402,075.71 EUR;

(iv) the claim ('Intercompany credit facility agreement') held by the Contributor against WLP XLII, for a total credit amount of EUR 40,000,000, with the following outstanding amounts as at today's date: principal of 19,793,350.18 EUR and interest of 5,499,852.01 EUR, resulting in a total contribution value of 25,293,202.19 EUR;

(v) the claim ('Intercompany revolving credit facility') held by the Contributor against WLP BER 6, for a total credit amount of EUR 60,000,000, with the following outstanding amounts as at today's date: principal of 44,394,856.01 EUR and interest of 1,772,340.22 EUR, resulting in a total contribution value of 46,167,196.23 EUR;

(vi) the claim ('Intercompany credit facility agreement') held by the Contributor against WLP XXXVI-D1, for a total credit amount of EUR 20,000,000, with the following outstanding amounts as at today's date: principal of 3,151,287.86 EUR and interest of 666,119.25 EUR, resulting in a total contribution value of 3,817,407.11 EUR;

(vii) the claim ('Intercompany credit facility agreement') held by the Contributor against WLP XLV, for a total credit amount of EUR 20,000,000, with the following outstanding amounts as at today's date: principal of 10,297,326.53 EUR and interest of 208,344.68 EUR, resulting in a total contribution value of 10,505,671.21 EUR;

(III) The claim held by the Contributor against the Company, arising from the second instalment of the purchase price for the Company's acquisition of 40% of the shares in Weerts Logistic Park X NV

(hereinafter 'WLP X'), following the transfer of the relevant claim by WLP NV to the Contributor prior to the Closing Date (hereinafter referred to as the 'WLP X 1 Claim against the Company'),

(IV) The claim that the Contributor has against the Company, arising from the purchase price for the Company's acquisition of 8,94% of the shares in WLP X, following the transfer of the relevant claim by WLP NV to the Contributor prior to the Closing Date (hereinafter referred to as the 'WLP X 2 Claim against the Company'),

The Shares, the Shareholder Loans, the WLP X 1 Claim against the Company, and the WLP X 2 Claim against the Company are hereinafter collectively referred to as the "Contributions."
The Contributions are further described and valued in the aforementioned reports, for a total amount of two hundred thirty million eight hundred ninety-three thousand seven hundred seventy-nine euros and ninety cents (230,893,779.90 EUR).

The aforementioned contribution will be remunerated 95% by the issue of new shares in the Company and, for the remainder, by the Cash Consideration. The amount equal to the total contribution value less (i) the Cash Consideration and (ii) the nominal amount of the capital increase, being a total amount of one hundred and sixty-five million, four hundred and seventy thousand, three hundred and thirty-six euros and twenty-nine cents (165,470,336.29 EUR), will constitute an available issue premium.

As soon as reasonably practicable following the approval of the issue of new shares, the board of directors will register 100% of the new registered shares in the Company's register of shareholders. The Company will, within the applicable time limits, submit an application to Euronext Brussels and Euronext Paris for the admission to trading of the new shares issued in connection with the contribution (without a listing prospectus). The new shares will be admitted to trading following the detachment of coupon no. 30 from the existing shares, so that at the time of admission to trading both the new shares and the existing shares are fungible.

Voting instructions on this proposed resolution *(indicate your vote)*:

☐ For
☐ Against
☐ Abstain

iii. Recording of the issue premium

Proposed resolution. The meeting resolves, subject to the condition precedent that the capital increase is completed, to place the amount of the issue premium resulting from the aforementioned capital increase, or one hundred and sixty-five million, four hundred and seventy thousand, three hundred and thirty-six euros and twenty-nine cents (165,470,336.29 EUR), being the amount equal to the total contribution value less (i) the Cash Consideration and (ii) the par value of the capital increase, to be credited to the "Issue Premiums" account.

Voting instructions on this proposed resolution *(indicate your vote)*:

☐ For
☐ Against
☐ Abstain

iv. Amendment to article 6.1 of the articles of association

Proposed resolution. The Meeting decides, under the condition precedent that the capital increase is realized, to amend article 6.1 of the articles of association as follows, to bring it into line with the new capital structure:
"6.1. Registration and payment of the capital
The company share capital amounts to five hundred and thirty million, eight hundred and twenty-eight thousand, one hundred and forty euros and three cents (530,828,140.03 EUR), and is represented by twenty-six million forty-six thousand five hundred ninety-nine (26,046,599) shares, without nominal value, each representing one/twenty-six million forty-six thousand five hundred ninety-ninth (1/26,046,599th) part of the capital."

Voting instructions on this proposed resolution *(indicate your vote)*:

☐ For
☐ Against
☐ Abstain

v. Authorization to formalize the capital increase before a notary

Proposed resolution: The meeting resolves to grant special authorization to each of the company's directors and the CFO (Elijarah BV, represented by Ms. Els Vervaecke), each acting individually, to appear before a notary public in order to, in accordance with the resolutions adopted by the general meeting in this regard: (i) to formalize the capital increase, in accordance with Article 7:186 of the CCA, with the creation of an available share premium, (ii) to confirm that the conditions precedent to which certain resolutions included in the above agenda items are subject have been fulfilled, as a result of which these relevant resolutions will take effect irrevocably, and (iii) in general, to take all necessary, useful, or incidental actions in connection with the implementation of the capital increase.

Voting instructions on this proposed resolution *(indicate your vote)*:

☐ For
☐ Against
☐ Abstain

2. Renewal and replacement of the authorization regarding the authorized capital

a. **Acknowledgement of the special report of the board of directors drawn up in accordance with Article 7:199 of the Code of companies and associations.**

As this agenda item is for information only, no proposal resolution is included concerning this agenda item.

b. **Renewal and replacement of the authorization regarding authorized capital**

Proposed resolution. The extraordinary general meeting decides, subject to the conditions precedent of (i) this meeting's approval of the capital increase by contribution in kind and (ii) the enactment of the completion of such capital increase, as stated and further explained under the first agenda item, to renew the authorization granted, published in the Annexes to the Belgian Official Gazette of 13 February 2024, and to replace it with a new authorization to the board of directors, for a period of five years from the publication of this decision in the Annexes to the Belgian Official Gazette, to increase the capital, in one or several instalments, on the dates and on the terms and conditions it shall determine, with a maximum amount of:

a) 50% of the amount of the capital at date of the extraordinary shareholders' meeting which approves the authorization (i.e. including the amount of the capital increase by contribution in kind referred to under the first agenda item), for public capital increases by contribution in cash, where the option is provided for the Company's shareholders to exercise the preferential subscription right or the irrevocable allocation right (as referred to in the RREC legislation (as defined in article 1 of the articles of association));
b) 50% of the amount of the capital on the date of the extraordinary shareholders' meeting that approves the authorization (i.e. including the amount of the capital increase by way of a contribution in kind referred to under the first agenda item), for capital increases in the framework of the distribution of an optional dividend;
c) 20% of the amount of the capital on the date of the extraordinary shareholders' meeting that approves the authorization (i.e. including the amount of the capital increase by way of a contribution in kind referred to under the first agenda item), for capital increases by way of (i) a contribution in kind (other than as referred to in paragraph (b) above), (ii) a contribution in cash without the possibility of the shareholders of the Company to exercise the preferential right or irreductable allocation right (as referred to in the RREC legislation), or (iii) any other form of capital increase;

it being understood that the capital within the context of this authorization can, in total, never be increased with an amount higher than the capital on the date of the extraordinary shareholders'

meeting that approves the authorization (i.e. including the amount of the capital increase by contribution in kind referred to under the first agenda item).
Subject to the fulfilment of the aforementioned conditions precedent, from the date of publication of the decision approving this authorization in the Annexes to the Belgian Official Gazette, the existing authorization regarding authorized capital, as published in the Annexes to the Belgian Official Gazette of 13 February 2024, will lapse and be replaced by the proposed authorization.
Should the proposed authorization not be approved, or if the conditions precedent are not fulfilled, the existing authorization regarding the authorized capital, as published in the Annexes to the Belgian Official Gazette of 13 February 2024, will continue to apply.
The FSMA has approved the proposed authorization and the resulting amendment to the articles of incorporation 27 October 2026, subject to the decision of the extraordinary general meeting.

If the proposed authorization is approved and the conditions precedent are completed, then article 6.3 of the articles of association will be replaced by the following text:
"6.3 Authorized capital
The board of directors is authorized to increase the capital in one or more instalments on the dates and in accordance with conditions as it will determine, in accordance with the applicable law, by a maximum amount of

a) *Two hundred and sixty-five million, four hundred and fourteen thousand and seventy euros and two cents (€ 265,414,070.02), for public capital increases by contribution in cash, whereby the option is provided for the shareholders of the company to exercise the preferential subscription right or the irrevocable allocation right (as referred to in the RREC legislation (as defined in article 1 of the articles of association));*
b) *Two hundred and sixty-five million, four hundred and fourteen thousand and seventy euros and two cents (€ 265,414,070.02), for capital increases in the framework of the distribution of an optional dividend;*
c) *One hundred and six million, one hundred and sixty-five thousand, six hundred and twenty-eight euros and one cent (€ 106,165,628.01), for a capital increase by way of (i) a contribution in kind (other than as referred to in paragraph (b) above), (ii) a contribution in cash without the possibility for the shareholders of the company exercise the preferential right or irrevocable allocation right (as referred to in the RREC legislation), or (iii) any other form of capital increase;*

it being understood that, in any event, the board of directors will never be able to increase the capital by more than the maximum amount of five hundred and thirty million, eight hundred and twenty-eight thousand, one hundred and forty euros and three cents (530,828,140.03 EUR).
This authorization is granted for a period of five (5) years from the date of publication in the Annexes to the Belgian Official Gazette of the minutes of the extraordinary shareholders' meeting of 3 December 2026.
In the event of a capital increase accompanied by a payment placement of an issue premium, only the amount subscribed to the capital shall be deducted from the usable permanent amount of the authorized capital. When capital increases decided upon pursuant to these authorizations include an issue premium, the amount thereof should be booked on one or more own separate equity accounts on the liabilities side of the balance sheet.
The capital increases thus decided by the board of directors can be carried out by way of a contribution in cash or contribution in kind in accordance with the applicable legislation, or by way of an incorporation of reserves or issue premiums, with or without the creation of new shares.
The capital increases may give rise to the issue of shares with or without voting rights. These capital increases may also be made by issuing convertible bonds or subscription rights – whether or not attached to another movable asset – which may result to give rise to the issue of shares with or without voting rights.
Capital increases by way of contribution in kind are carried out in accordance with the conditions set out in the RREC legislation and in accordance with the conditions set out in the articles of association. Such contributions may also relate to dividend right in the context of the distribution of an optional dividend.
Without prejudice to the application of mandatory provisions of the applicable company and RREC legislation, as amended from time to time, the board of directors is authorized to waive or restrict the shareholders' preferential right or irrevocable allocation right, including in favor of specific persons who are not employees of the Company or its subsidiaries."

The meeting resolves to grant special authorization to each of the company's directors and the CFO (Elijarah BV, represented by Ms. Els Vervaecke) each acting individually, to appear before a notary public in order to, in accordance with the resolutions adopted by the general meeting in this regard: (i) to formalize the capital increase, in accordance with Article 7:186 of the CCA, with the creation

of an available share premium, (ii) to confirm that the conditions precedent to which certain resolutions included in the above agenda items are subject have been fulfilled, as a result of which these relevant resolutions will take effect irrevocably, and (iii) in general, to take all necessary, useful, or incidental actions in connection with the implementation of the capital increase.

Voting instructions on this proposed resolution *(indicate your vote)***:**

☐ For
☐ Against
☐ Abstain

3. Special power of attorney for the fulfilment of the formalities arising from the aforementioned resolutions

Proposed resolution. The general meeting resolves to grant the following special powers of attorney:

1. Special power of attorney to the notary public acting as executor or one of his partners to draw up, sign and file a consolidated version of the Company's articles of association with the registry of the competent commercial court in accordance with the relevant legal provisions.
2. Special power of attorney to (i) the notary drawing up the deed and his staff, (ii) Jörg Heirman, General Counsel of the Company, and (iii) Monique Van der Sypt, Corporate Paralegal of the Company, each acting individually and with the right of substation, subject to the condition precedent that the capital increase is completed, to register the issue of the new shares in the company's register of shares and to carry out all the required administrative formalities towards the administration of the Belgian Official Gazette, the clerk's office of the competent enterprise court, the Crossroads Bank for Enterprises and the VAT Administration, and to sign all documents and deeds in this regard, as well as to perform, in general, anything that would be necessary or useful for the implementation of the resolutions adopted.

Voting instructions on this proposed resolution *(indicate your vote)***:**

☐ For
☐ Against
☐ Abstain

IMPORTANT INFORMATION

A shareholder appoints a proxy holder by signing this proxy form.

The principal also grants all rights to the proxy holder to (i) vote on each proposal, (ii) adopt or reject all amendments, (iii) sign all deeds, minutes, and attendance lists, (iv) make all declarations, including a declaration of waiver of the time limits and formalities for convening a meeting, pursuant to articles 7:128 and 7:132 of the Code of Companies and Associations (hereinafter **"CCA"**), (v) substitute, and (vi) generally undertake anything which is necessary or useful under this power of attorney, even if not expressly stated.

Undersigned undertakes to compensate the proxy holder for any damage he may incur as a result of any act pursuant to this proxy, provided, however, that he has acted within the limits of his powers. Furthermore, the undersigned undertakes not to claim the nullity of any decision approved by the proxy holder and not to claim any compensation of him, provided, however, that the latter has acted with the limits of his powers.

The shareholder can only appoint one person as a proxy for a specific Extraordinary General Meeting, except for the exceptions set forth in the CCA.

The shareholder who wishes to be represented, has to fulfil the participation formalities of prior registration and confirmation of participation as described in the convocation published by the Company. For the calculation of the quorum and majority requirements, only those proxies are considered that are submitted by the shareholders who fulfil the formalities of article 7:134 of the CCA that have to be fulfilled to be admitted to the Extraordinary General Meeting.

Without prejudice to the possibility to deviate from the instructions (if any) in certain circumstances in accordance with Article 7:145 of the CCA, the proxy holder votes in accordance with the instructions of the shareholder who appointed him. The proxy holder (or, at his or her choice, the Company) must keep for a period of at least one year, a register of the voting instructions and, at the shareholder's request, confirm that he or she complied with the voting instructions.

As described in the convocation notice for the Extraordinary General Meeting (and according to the modailities specified therein), shareholders who have alone or together 3% of the Company's capital may request to have topics included on the agenda of the Extraordinary General Meeting and submit proposals for resolutions (regarding items on the agenda or to be included) no later than **12 November 2026**. The topics to be added to the agenda and the corresponding proposed resolutions, if applicable, will be annonced in accordance with the modalities of the CCA (as set forth in the convocation notice). If applicable, the Company will simultaneously make available to its shareholders, on its website, a form that can be used for voting by proxy, supplemented with new topics to be discussed and the corresponding resolution proposals that would be included on the agenda, and/or merely with the resolution proposals that would have been formulated. The proxies which were notified to the Company before the publication of the amended agenda, remain valid for the topics to be discussed as mentioned on the agenda, it being understood that the proxy holder, for the subjects mentioned on the agenda for which new resolution proposals are submitted, may deviate from any instructions given by the principal during the Extraordinary General Meeting in case the execution of these instructions would damage the principal's interests. The proxy holder must notify the principal thereof. Regarding new topics to be dealt with, the principal decides as follows:

☐ **The proxy holder is authorized to vote on any new topics to be discussed that are included in the agenda.**

☐ **The proxy holder must refrain from voting on any new topics to be discussed that are included in the agenda.**

* * *

SIGNATURE

Done on ……. 2026 *(date)* in …… *(place)*

(The signature must be preceded by the handwritten words "Good for proxy")