Montea NV – EGM 3 December 2026

Background of proposed 20% authorised capital bucket

The financing structure of the transaction with Weerts Logistics Parks was designed with shareholder value at its core: **scaling up Montea, further diversifying its tenant and geographical base while funding the transaction in a capital-disciplined manner**. In particular, issuing shares above EPRA NTA allows Montea to fund a significant part of the transaction through equity without issuing below underlying net asset value, while limiting the impact on leverage. This is particularly relevant in the context of Montea's shares currently trading at a discount of more than 20% to EPRA NTA. The chosen structure was therefore instrumental in achieving these objectives simultaneously. The transaction received the **unanimous support of Montea's Board and its reference shareholder, the De Pauw family**, following an extensive independent valuation and due diligence process.

Following the transaction, the EGM proposal (agenda item 2) includes the renewal of Montea's authorised capital mandate **based on the enlarged post-transaction share capital**.

Importantly, **the proposed 20% bucket does not increase the aggregate capacity provided for under Montea's existing mandate**. The current mandate contains separate 10% buckets for (i) capital increases without preferential subscription rights and/or irrevocable allocation rights and (ii) contributions in kind. The proposal simply combines these two existing categories into a single 20% bucket.

The rationale is to ensure **sufficient flexibility to finance Montea's future development-led growth and opportunistic investments as an enlarged European platform in the years ahead**.

This flexibility is particularly relevant in the context of the development partnership established with Weerts Logistics Parks in Italy through 2030. Under the agreed structure, the development margin is shared equally between Montea and Weerts, with the relevant consideration payable to Weerts in cash or shares issued at EPRA NTA. **EPRA NTA therefore effectively acts as a floor for the issue price in the context of the partnership with Weerts Logistics Parks**, thereby protecting existing shareholders against shares being issued below EPRA NTA under these arrangements.

At the same time, it is important that the capacity potentially required to implement the Weerts development partnership **does not constrain Montea's ability to pursue other value-creating opportunities**. **A combined 20% bucket preserves sufficient flexibility** for other developments, contributions in kind and opportunistic investment opportunities that may arise over the mandate period.

Importantly, **the 20% represents a flexibility threshold, not an issuance target**. Any use of the mandate will continue to be assessed through the lens of shareholder value creation, capital discipline, balance-sheet impact and the interests of existing shareholders.

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