

## CRESCENT NV

(listed company - formerly "OPTION NV")

GELDENAAKSEBAAN 329

3001 LEUVEN

Company number: 0429.375.448

Register of legal entities: Leuven, Leuven division  
(hereinafter the "Company")

### ORDINARY GENERAL MEETING OF SHAREHOLDERS CRESCENT NV FRIDAY, MAY 31, 2024 AT 10 A.M.

The Board of Directors invites the Shareholders to participate in the Ordinary General Meeting of CRESCENT NV, which will take place at the registered office of the Company on Friday 31 May 2024 at 10:00 am.

Today, the total number of shares and voting rights of the Company amounts to 1,994,069,717 shares.

**FOR YOUR INFORMATION, SEE PRESS RELEASE OF APRIL 24, 2024:**

***"Postponement of publication of the 2023 Annual Report to 28 May 2024 - General Meeting will take place on 28 June 2024***

*Leuven, Belgium – 24 April 2024 – 8:00 a.m., Crescent NV, Geldenaaksebaan, 329, 3001 Leuven (Euronext Brussels: OPTI)*

*The Board of Directors has decided to publish the annual report for the financial year 2023 by 28 May 2024 at the latest, and has adjusted its financial calendar accordingly.*

*The annual general meeting will convene on June 28, 2024. A new convocation will be issued.*

*The reason for this postponement is the management team's focus on the ongoing due diligence regarding the divestment of the services division and the impact of this potential divestment, which is expected to close in the month of May, on the 2023 annual report.*

*From an IFRS accounting perspective, this divestment is considered an "asset held for sale", which entails additional disclosures and restatements from previous years."*

#### AGENDA FOR THE ORDINARY GENERAL MEETING WITH PROPOSED RESOLUTIONS

1. Report of the Board of Directors on the statutory and consolidated financial statements for the financial year ended 31 December 2023
2. Statutory auditor's report on the statutory and consolidated financial statements for the year ended 31 December 2023 and the annual report
3. Approval of the company and consolidated financial statements for the financial year ended 31 December 2023 with appropriation of the result

Proposed resolution: the meeting approves the company and consolidated financial statements for the financial year ended 31 December 2023, including the appropriation of the result.

#### **4. Approval of the remuneration report as included in the annual report of the Board of Directors for the financial year ended 31 December 2023**

Proposed resolution: the meeting approves the remuneration report, as included in the annual report of the Board of Directors for the financial year ended 31 December 2023.

#### **5. Discharge of the directors**

Proposed resolution: the meeting grants discharge to the directors in respect of the exercise of their mandate during the financial year 2023.

#### **6. Discharge to the statutory auditor**

Proposed resolution: the meeting grants discharge to the statutory auditor in respect of the exercise of his mandate with regard to the financial year 2023.

#### **7. Dismissals and appointments**

##### **7.1 Acknowledgment and acceptance of the voluntary resignation of independent director ADMODUM BV, permanently represented by Mr. Paul MATTHIJS**

Proposed resolution: the meeting takes note of and accepts the voluntary resignation of ADMODUM BV, ON: 0674.369.734, with registered office at 9810 Nazareth, Sluis 2D1 box 09, permanently represented by Mr. Paul MATTHIJS as of 28 June 2023. The Company would like to thank Mr. Paul MATTHIJS for his contribution to the Board of Directors.

##### **7.2 Acknowledgment and acceptance of the voluntary resignation of independent director M&A Services BV, permanently represented by Ms. Nadia VERWILGHEN**

Proposed resolution: the meeting takes note of and accepts the voluntary resignation of M&A Services BV, ON: 0818.808.771, with registered office at 3090 Overijse, Trilpopulierenlaan 7, permanently represented by Ms. Nadia VERWILGHEN as of 5 September 2023. The Company would like to thank Mrs. Nadia VERWILGHEN for her contribution to the Board of Directors.

##### **7.3 Acknowledgment and confirmation of the appointment as independent director of SERVAL BV, permanently represented by Mr. Frederic CONVENT**

As a result of the voluntary resignation of ADMODUM BV, permanently represented by Mr. Paul MATTHIJS, in accordance with article 16 of the articles of association, SERVAL BV, was represented by Mr. Frederic CONVENT co-opted as a director by the Board of Directors on 5 September 2023. Today, this decision will be submitted to the general meeting that must decide on the final appointment. In accordance with Article 16 of the Articles of Association, the newly appointed director takes over the time of the person he replaces. With regard to remuneration, reference is made to the remuneration policy approved by the general meeting of shareholders on 31 May 2022.

Proposed resolution: the meeting confirms the appointment of SERVAL BV, ON 0807.041.087, with registered office at 15 Avenue Moscickil, 1180 Uccle, permanently represented by Mr. Frederic CONVENT as director of the Company for the duration from 5 September 2023 until the general meeting for the financial year 2024 against remuneration in accordance with the remuneration policy as approved by the general meeting of 31 May 2022.

According to the information made available to the Company, Mr. Frederic CONVENT meets the specific independence criteria of the Belgian Corporate Governance Code 2020 and the general independence criterion provided for in Article 7:87 of the BCCA.

#### **7.4 Acknowledgment and confirmation of the appointment as independent director of Mr. René EIJSERMANS**

Following the voluntary resignation of M&A Services BV, permanently represented by Ms. Nadia VERWILGHEN, in accordance with article 16 of the articles of association, Mr. René EIJSERMANS co-opted as a director by the Board of Directors on 6 February 2024. Today, this decision will be submitted to the general meeting that must decide on the final appointment. In accordance with Article 16 of the Articles of Association, the newly appointed director takes over the time of the person he replaces. With regard to remuneration, reference is made to the remuneration policy approved by the general meeting of shareholders on 31 May 2022.

Proposed resolution: the meeting confirms the appointment of Mr. René EIJSERMANS as director of the Company for the duration from 6 February 2024 until the general meeting for the financial year 2024 against remuneration in accordance with the remuneration policy as approved by the general meeting of 31 May 2022.

According to the information made available to the Company, Mr. René EIJSERMANS to the specific independence criteria of the Belgian Corporate Governance Code 2020 and to the general independence criterion provided for in Article 7:87 of the BCCA.

#### **8. Mandate KPMG Réviseurs d'Entreprises BV/SRL as statutory auditor of the Company for the financial year 2023**

Proposed resolution: the meeting confirms the mandate of KPMG Réviseurs d'Entreprises BV/SRL, ON 0419.122.548, with registered office at 1930 ZAVENTEM, Brussels National Airport 1K, with Mr. Raf COX as statutory auditor of the Company for the financial year ending 31 December 2023 for a fee of EUR 312,000 (excl. IBR contribution and VAT).

#### **9. Delegation of powers for the implementation of decisions taken**

Proposed resolution: the meeting grants the CFO, Mr. Edwin BEX, acting individually, with the possibility of substitution, all powers for the execution of the resolutions taken by the Ordinary General Meeting as well as all powers to publish these resolutions. In addition, the General Meeting grants in particular a power of attorney to Mtr. Anastasia KARPENKO (attorney at law firm LLK BV), to perform all actions that may be necessary or useful for the completion of the formalities (including, but not limited to, the preparation and signing of documents and forms) with a view to (i) the filing of (an extract of) this document at the registry of the competent business court, (ii) its publication in the Annexes to the Belgian Official Gazette and (iii) the registration or updating of the data in the Crossroads Bank for Enterprises.

### **ADMISSION**

Participation in the ordinary general meeting (the "Meeting") by ballot paper, proxy, or physical is possible for the number of shares that You hold on the Record Date (17 May 2024 at 24 hours, Belgian time) and for which You have declared your intention to exercise Your voting rights - at the latest on 25 May 2024 - and this regardless of the number of shares You hold on the day of the Meeting.

Only persons who are shareholders on **17 May 2024** at 24 hours Belgian time ("**record date**") will have the right to participate in and vote at the General Meeting.

› **Are you a holder of registered shares?**

Then you must be registered in the Company's share register on 17 May 2024 (at 24 hours Belgian time) for at least the number of shares with which you wish to participate in the General Meeting. By 25 May 2024 at the latest (at 24h Belgian time), you must confirm your participation to us by e-mail ([investor@option.com](mailto:investor@option.com)) stating the number of shares with which you wish to participate. All you need to do is send us your completed and signed proxy or ballot letter as confirmation of participation.

› **Are you the holder of dematerialised shares?**

Then the shares with which you wish to participate in the General Meeting on 17 May 2024 (at 24 hours, Belgian time) must be booked in your securities account. Ask your financial institution (bank, approved account holder or settlement institution) to:

(a) provide a certificate stating the number of shares you held on 17 May 2024 (at 24 hours Belgian time) with which you wish to participate; and

(b) to send this certificate to the Company by 25 May 2024 at the latest via the email address [investor@option.com](mailto:investor@option.com).

By 25 May 2024 at the latest (at 24 hours Belgian time), you must confirm your participation stating the number of shares with which you wish to participate. You can ask your financial institution to notify us of the confirmation of your participation at the same time as the registration formalities.

› **Would you like to be represented at the General Meeting?**

If you meet the above-mentioned conditions to participate in the General Meeting and to vote, you may be represented at the General Meeting by one proxy holder.

You can use the proxy form on our website <https://www.crescent-ventures.com/investor-relations> (shareholders' meetings).

You must send us your completed and signed power of attorney by e-mail by 25 May 2024 at the following e-mail address: [investor@option.com](mailto:investor@option.com).

› **Would you like to vote by mail prior to the General Meeting?**

If you meet the above-mentioned conditions to participate in the General Meeting and to vote, you can cast your vote by mail prior to the General Meeting. You can use the voting form on our website (<https://www.crescent-ventures.com/investor-relations> (shareholders' meetings)).

You can also request this form from us at any time. This form also serves as a confirmation of participation. You must provide us with your completed and signed ballot paper by e-mail ([investor@option.com](mailto:investor@option.com)). We need to receive your ballot paper by 25 May 2024 at the latest. We would like to remind you that in order to validly cast your vote remotely, you must clearly state the voting method or abstention in the ballot paper.

› **Would you like to put an item on the agenda?**

If you, alone or together with other shareholders, own at least 3% of the capital of the Company, you can have items placed on the agenda and submit proposals for resolutions with regard to the items included on the agenda or to be included in it. You must own this minimum share percentage, alone or

together with other shareholders, both on the date of your request and on 17 May 2024 (at 24 hours CEST). This can be demonstrated by the submission of a certificate of registration of the shares in question in the share register, or by a certificate drawn up by a financial institution showing that the relevant number of dematerialised shares has been registered in the account in the name of the relevant shareholder(s). You must send us your requests in writing by email. As appropriate, attach the text of the items to be discussed and the corresponding proposals for decisions, or the text of the proposals for decisions to be placed on the agenda. We need to receive your requests by May 9, 2024. Don't forget to include an email address so that we can confirm receipt of your requests. If necessary, we will publish a completed agenda, proxy and voting form no later than 16 May 2024 (on our website, in the Belgian Official Gazette and in the financial press). The powers of attorney that we would have already received prior to the publication of the supplemented agenda remain valid, but your proxy holder may deviate from any instructions you may give for the new proposals for resolutions submitted to existing agenda items during the meeting if the implementation of your instructions could harm your interests. Your power of attorney holder must inform you of this. Your proxy must state whether your proxy holder may vote on the new agenda items, or whether he/she must abstain on those new agenda items. The voting forms that we would have already received prior to the publication of the supplemented agenda will remain valid for the existing agenda items. If a new proposal for a decision has been tabled for an existing item on the agenda, the remote vote on that item shall be disregarded.

**) Would you like to ask a question ?**

Following the General Meeting, you can submit written questions to the Directors and the Statutory Auditor regarding their report or the items on the agenda. If you meet the conditions set out above to participate in the General Meeting and to vote, your questions will be answered insofar as the disclosure of information or facts is not of such a nature that it may cause damage to the Company or is in breach of the confidentiality obligations entered into by the Company, its Directors or Statutory Auditor. We must receive your written questions by email by 25 May 2024 at the latest.

**) Where can you find all the information about this General Assembly?**

All relevant information relating to this General Meeting is available on our website (<https://www.crescent-ventures.com/investor-relations> (shareholders' meetings)).

**) How can you contact us ?**

For the sending of forms, written requests or practical questions, please contact Mr. Edwin BEX by e-mail: [investor@option.com](mailto:investor@option.com).