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ONTEX GROUP NV
Korte Keppestraat 21
9320 Erembodegem (Aalst)
0550.880.915 RLE Ghent (division Dendermonde)

Minutes of the Special General Shareholders' Meeting held at the seat of the Company on 29 July 2026

The Special General Shareholders' Meeting (the "**Meeting**") of Ontex Group NV (the "**Company**") was held on 29 July 2026 at the seat of the Company at Korte Keppestraat 21, 9320 Erembodegem (Aalst), Belgium.

A. COMPOSITION OF THE BUREAU

The Meeting was opened at 09:02 CET under the chairmanship of ViaBylity BV, chairman of the board of directors of the Company (the "**Board**") and permanently represented by Mr. Hans VAN BYLEN, with seat at Prins Boudewijnlaan 265, bus F 7.02, 2650 Edegem (the "**Chairman**").

Mr. Jonas DEROO, residing at 1150 Sint-Pieters-Woluwe, Tervurenlaan 175, bus 2, Chief HR & Legal Officer of the Company, was appointed as secretary of the meeting (the "**Secretary**") and Mr. Jan-Willem GEEROMS was appointed as vote counter (the "**Vote Counter**"). The Chairman, the Secretary and the Vote Counter together constituted the bureau of the Meeting (the "**Bureau**").

Aside from certain shareholders, the following persons were physically present at the Meeting:

- Mr. Hans VAN BYLEN, mentioned above, who acted as Chairman;
- Mr. Jonas DEROO, mentioned above, who acted as Secretary;
- Mr. Jan-Willem GEEROMS, mentioned above, who acted as Vote Counter; and
- an employee of the Company.

The Meeting unanimously approved the presence of each of these persons.

B. VERIFICATIONS BY THE BUREAU

The Chairman reported to the Meeting on the findings and verifications conducted by the Bureau regarding, among others, the convening of the Meeting, the registration of the shareholders and the valid composition of the Meeting.

(i) Convening of the Meeting

The Chairman explained that the convening notice of the Meeting, which included the agenda and the proposed resolutions, were communicated as follows, in each case in accordance with the Belgian Companies and Associations Code and on or before Monday 29 June 2026:

1° by press release and publication of the convening notice and the supporting documents on the Company's website;
2° by notification to holders of registered shares in the Company; and

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3° by notification to the directors and to the statutory auditor of the Company.

The convening notice included the invitation to the shareholders to attend the Meeting.

All documents in connection with the convening of the Meeting have been made available on the Company's website on or before Monday 29 June 2026, and references to these documents and the Company's website were included in all the aforementioned publications and notifications. These documents include, among others, the proxy and remote voting forms, the form to submit written questions, and a document stating the total number of shares and voting rights of the Company on Monday 29 June 2026.

Evidence of the aforementioned publications and notifications is kept at the Company's seat.

The Chairman also stated that there are no holders of convertible bonds, registered subscription rights or registered profit certificates, nor holders of registered certificates that have been issued with the cooperation of the Company.

The Chairman requested confirmation from the Meeting that it has been validly convened. The Meeting unanimously agreed with this and the Bureau subsequently confirmed that the Meeting had been validly convened.

(ii) Admission formalities for the Meeting

The Chairman explained that various documents have been submitted to the Company to justify the participation of the shareholders at the Meeting, either by physical attendance of those shareholders or their proxyholders, by proxy or by voting remotely in advance of the Meeting. These documents include, in particular (i) completed and signed proxy forms and forms for remote voting, (ii) for holders of registered shares, the Company's shareholders' register, and (iii) for the holders of dematerialized shares, a certificate issued by the authorized account holder or the settlement institution certifying the number of dematerialized shares recorded in the shareholder's account on the record date, *i.e.*, Wednesday 15 July 2026 at midnight (Belgian time), and in respect of which such shareholder has indicated its intention to participate to the Meeting. These documents were submitted to the Bureau for verification of compliance with the admission formalities prior to the Meeting.

An attendance list was drawn up indicating the name and address of all shareholders participating to the Meeting, either physically, by proxy or by remote voting prior to the Meeting, and that was signed by those shareholders attending the Meeting physically and on behalf of those shareholders attending the meeting by proxy. The attendance list is signed by the members of the Bureau and will remain attached to the minutes of the Meeting.

(iii) Valid composition of the Meeting

The attendance list shows that the shareholders that are present or represented at the Meeting hold 48,006,591 shares of the Company in aggregate, out of a total of 82,347,218 issued and outstanding shares. However, the Company holds 2,347,005 own shares, of which the voting rights are suspended. As such, these shares do not have to be taken into account in determining the majorities to be complied with at this Meeting and a total of 80,000,213 shares issued by the Company should be taken into account. As such, 60.0% of the issued and voting eligible shares are represented at the Meeting.

No attendance quorum is imposed by law or by the Company's articles of association to deliberate and resolve on any item on the agenda.

The resolutions are validly adopted by a simple majority of the votes cast. Each share carries one vote.

C. AGENDA

The Chair confirmed that the Company did not receive any requests from shareholders to add new items to the agenda, nor any proposals for resolutions in connection with new or existing agenda items. The Chairman proposed not to read the agenda out in full, and then presented the items on the agenda, which were as follows:

1. Approval in accordance with Article 7:151 of the Belgian Code of Companies and Associations.

   Proposed resolution: *Approval and, insofar as required, ratification, in accordance with and to the extent falling within the scope of article 7:151 of the Belgian Code of Companies and Associations, of those provisions of the indenture dated 3 April 2025 relating to the EUR 400 million 5.250% senior notes issued by the Company and guaranteed by certain of its subsidiaries (the "**Indenture**"), which grant rights to third parties that either have a substantial influence on the assets of the Company or create a substantial liability or obligation for the Company, and of which the exercise is dependent on the launch of a public takeover bid on the shares of the Company or on a change of the control over the Company, including, without limitation, section 4.14 (Change of Control), which provides, among others, that, subject to certain conditions, each holder of notes issued under the Indenture may require the Company to repurchase all or any part of such holder's notes upon a 'Change of Control', which is defined as any person or group of related persons, other than certain 'permitted holders' (including officers, directors, employees and other members of the management of, or consultants to, the Company and its subsidiaries, certain of their related persons, and underwriters in connection with a public or private offering of shares in the Company), becoming the beneficial owner, directly or indirectly, of more than 50% of the votes attaching to the outstanding shares of the Company, or the sale, lease, transfer, conveyance or other disposition (other than by way of merger, consolidation or other business combination transaction), in one or a series of related transactions, of all or substantially all of the Company's and certain of its subsidiaries' assets.*

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2. Delegation of powers.

Proposed resolution: the shareholders' meeting grants a special power of attorney to each director of the Company, as well as to Messrs. Jonas Deroo, Jan-Willem Geeroms and Vincent Chantillon, each acting individually and with the power of substitution, to do all that is necessary or useful to implement all of the above resolutions.

D. QUESTION AND ANSWER SESSION

The Chairman noted that the shareholders had the right to submit questions in writing in advance of the Meeting. In this respect, the Chairman noted that the Company did not receive any questions in advance of the Meeting.

After that, shareholders physically present or represented at the Meeting were given the opportunity to ask oral questions. No questions were asked during the meeting.

The Meeting then proceeded with the items on the agenda.

E. VOTING MODALITIES

The Chairman clarified that shareholders were able to cast their vote as follows: (i) during the Meeting for those shareholders who were physically present or represented at the Meeting; (ii) by proxy prior to the Meeting; or (iii) by remote voting prior to the Meeting. The shareholders that have elected to grant a proxy to the Company were represented at the Meeting by Mr. Jan-Willem GEEROMS (who represented the Company for these purposes).

F. VOTING

The Chairman then subsequently submitted each of the proposed resolutions on the agenda that were to be voted on to the vote of the shareholders:

1. Approval in accordance with Article 7:151 of the Belgian Code of Companies and Associations.

The Meeting resolved to approve and, insofar as required, ratify, in accordance with and to the extent falling within the scope of article 7:151 of the Belgian Code of Companies and Associations, those provisions of the indenture dated 3 April 2025 relating to the EUR 400 million 5.250% senior notes issued by the Company and guaranteed by certain of its subsidiaries (the "Indenture"), which grant rights to third parties that either have a substantial influence on the assets of the Company or create a substantial liability or obligation for the Company, and of which the exercise is dependent on the launch of a public takeover bid on the shares of the Company or on a change of the control over the Company, including, without limitation, section 4.14 (Change of Control), which provides, among others, that, subject to certain conditions, each holder of notes issued under the Indenture may require the Company to repurchase all or any part of such holder's notes upon a 'Change of Control', which is defined as any person or group of related persons, other than certain 'permitted holders' (including officers, directors, employees and other members of the management of, or consultants to, the Company and its subsidiaries, certain of their related persons, and underwriters in connection with a public or private offering of shares in the Company), becoming the beneficial owner, directly or indirectly, of more than 50% of the votes attaching to the outstanding shares of the Company, or the sale, lease, transfer, conveyance or other disposition (other than by way of merger, consolidation or other business combination transaction), in one or a series of related transactions, of all or substantially all of the Company's and certain of its subsidiaries' assets.

The resolution was approved by the Meeting as follows:

Number of shares for which votes were validly cast	48,006,591	
Percentage that these shares represent in the share capital	60.0%	
Votes FOR	47,997,240	100.0%
Votes AGAINST	4,200	0.0%
ABSTENTIONS	5,151	

2. **Delegation of powers.**

The Meeting resolved to grant a special power of attorney to each director of the Company, as well as to Messrs. Jonas Deroo, Jan-Willem Geeroms and Vincent Chantillon, each acting individually and with the power of substitution, to do all that is necessary or useful to implement all of the above resolutions.

The resolution was approved by the Meeting as follows:

Number of shares for which votes were validly cast	48,006,591	
Percentage that these shares represent in the share capital	60.0%	
Votes FOR	47,997,229	100.0%
Votes AGAINST	4,200	0.0%
ABSTENTIONS	5,162	

CLOSING

Since all items on the agenda had been dealt with, the Chairman declared the Meeting closed at 9:20h. The minutes were drawn up in Dutch (with a free translation to English for informational purposes only) and were signed by the members of the Bureau.

Erembodegem (Aalst), Wednesday 29 July 2026,

ViaBylity BV, represented by Hans Van Bylen
Chairman

Deroo Management & Consulting BV, represented by Jonas Deroo
Secretary

Jan-Willem Geeroms
Vote Counter