



## Participation in the Ordinary and Extraordinary General Meeting of 15 May 2012

If the quorum is not achieved at the extraordinary general meeting,  
a second meeting will be held on 29 May 2012

### Principle

In order to participate in the general meeting or in the extraordinary general meeting, company shareholders must comply with article 34 of the Articles of Association.

The shareholders can participate in person or be represented by a proxy.

Those natural persons who will be participating in their capacity as shareholders or as proxy or as a representative of a corporate body must provide proof of their identity in order to be allowed access to the meeting. Furthermore, representatives of corporate bodies must be able to provide proof of their status of representative or proxy.

Registration of the participants in the meeting will commence at 14.00 hrs. Participants are requested to register at least 15 minutes before the meeting.

### Right to Ask Questions

As soon as the notice convening the meeting is published, those shareholders who fulfil the necessary requirements to be allowed to attend the meeting can submit questions in writing, which will be answered during the meeting by the directors or the auditor, depending on the case.

All the questions must be received by the company in writing by electronic means and this at the latest by 17.00 hrs on **9 May 2012**.

### Right to Submit Agenda Items

One or several shareholders, who either separately or jointly represent at least 3% of the shareholders' equity, have the right to submit items to be included on the agenda of the general meeting, and also have the right to submit motions for resolution relating to items on the agenda to be discussed.

This right does not apply to a general meeting that is postponed due to failure to reach the required quorum. The requests must be submitted to the company by electronic means at the latest by 17.00 hours on **23 April 2012**.

The company will acknowledge receipt of the requests within 48 hours from receipt.

The company will publish the full agenda at the latest on the 15<sup>th</sup> day before the date of the general meeting.

### Formalities

#### Registration Date 1 May 2012 midnight CET

Only those shareholders holding shares on the date of registration will have the right to participate in the meeting.

#### Share Registration procedure

Holders of **registered shares** must inform the company at the latest by 9 May 2012 of their intention to attend, using the form issued to them.

The company will check the shareholders against the share register *on the date of registration*.

Holders of **bearer shares** must report to their financial institution at the latest by 9 May 2012 with the number of shares with which they wish to exercise their voting rights. By 9 May 2012 at the latest, Euroclear Belgium must have received confirmation from the financial institution with regard to the identity and the number of shares with which the



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shareholder has registered on the date of registration (before closing time of the financial institution).

The shareholding will be checked based on the confirmation received by Euroclear Belgium from the financial institution.

°These shareholders are advised to ask their financial institution for proof of their shareholding on the date of registration just in case they do not receive their entrance ticket for the meeting in time.

°Holders of bearer shares who submit their shares for participation in a general meeting must take into account that these shares will be dematerialised (= registered on a stocks & shares account) and will therefore no longer be able to request physical delivery of these shares.

Holders of **dematerialised shares** must report at the latest by 9 May 2012 through the intermediary of their financial institution. By 9 May 2012 at the latest, Euroclear Belgium must have received confirmation from the financial institution with regard to the identity and the number of shares with which the shareholder has registered.

The shareholding will be checked based on the confirmation received by Euroclear Belgium from the financial institution.

The board of directors will compile a register which will include the identification details of every shareholder who has expressed a wish to participate in the general meeting, as well as the number of shares in their possession on the date of registration and with which they wish to participate in the general meeting, as well as the documents that prove their share ownership on the *date of registration*.

### Notification of Participation

Besides the registration procedure, the shareholders must also notify the company, and this at the latest on the 6<sup>th</sup> day before the date of the meeting (**9 May 2012**), that they intend to participate in the meeting. This notification must be made in writing to the address below.

### Representation

The companies and shareholders can opt to be represented by a proxy. A proxy form is available upon simple request to the company's registered office or can be downloaded from [www.exmar.be](http://www.exmar.be). Only these proxy forms will be accepted.

The shareholders must ensure that the proxy form reaches the company's registered office by **9 May 2012** at the latest. (See address below.)

Only the proxy forms of those shareholders who fulfil all of the registration requirements will be accepted.

### Available Documentation

- Proxy forms
- Extraordinary report, compiled pursuant to Articles 604, 607 and 620 of Company Law;
- All the documentation relating to the meeting



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are available on the website: [www.exmar.be](http://www.exmar.be) heading "investors", then click "General Assemblies".

### **Practical Information**

Shareholders who would like more information about participation in the meeting should contact:

EXMAR NV

Corporate Administration

De Gerlachekaai 20 – B 2000 Antwerp, Belgium

Tel: + 32 3 247.56.68

Fax: +32 3 247.56.02

E-mail: [corporate@exmar.be](mailto:corporate@exmar.be)