

*English translation for convenience purposes only
Please use the French or Dutch form, this English translation is not a valid form*

DEXIA HOLDING SA
Place du Champ de Mars 5, 1050 Brussels (Belgium)
Company number: 0458.548.296
RLE Brussels

(the “Company”)

**PROXY FORM FOR
THE ORDINARY GENERAL SHAREHOLDERS’ MEETING OF 22 MAY 2024**

The proxy form, duly completed and signed, must be returned to the Company no later than 15 May 2024, at 4:00 pm by e-mail to **shareholder@dexia.com** (a scan or photo is sufficient). If electronic communication is not possible, the duly completed and signed form can be sent to Dexia Holdings’s registered office located at Bastion Tower, Place du Champ de Mars 5, 1050 Brussels, Belgium, for the attention of Nicolas Dupont, secretary general of the Company. In order to be taken into account, the forms must be received by Dexia Holding **no later than 15 May 2024, by 4:00 pm**.

Proxy forms that arrive late (i.e. after 15 May 2024, 4:00pm) or do not comply with the required formalities will be rejected.

The undersigned:

*Surname and first name /
Name of the legal entity* _____

(to be completed only if the undersigned is a legal entity) represented by:

Surname and first name: _____

Position or title: _____

(to be completed only if the undersigned is a legal entity) having the following company number:

Company number: _____

residing at / with registered office at:

Street and number: _____

Postal code: _____

City: _____

Country: _____

holder of _____ registered shares in the Company,

TICK THE APPROPRIATE BOX (choice between OPTION 1 or OPTION 2)¹ :

OPTION 1 (proxy to the secretary general of the Company):

- hereby designated Nicolas Dupont, the secretary general of the Company, as proxy holder, with the right of sub-delegation, to represent the undersigned at the ordinary general shareholders' meeting of the Company held on 22 May 2024, at 2:30 pm at the Company's registered office located at Bastion Tower, Place du Champ de Mars 5, 1050 Brussels, Belgium and to exercise all voting rights attached to the aforementioned actions on behalf of the undersigned, to execute all minutes and other documents and, in general, to accomplish all that is necessary or useful for the realization of this proxy.

or

OPTION 2 (proxy to another proxy holder):

- hereby designates the following person as proxy holder:

Surname and first name: _____

Residing at: _____

to represent the undersigned at the ordinary general shareholders' meeting of the Company held on 22 May 2024, at 2:30 pm at the Company's registered office located at Bastion Tower, Place du Champ de Mars 5, 1050 Brussels, Belgium and to exercise all voting rights attached to the aforementioned actions on behalf of the undersigned to execute all minutes and other documents and, in general, to accomplish all that is necessary or useful for the realization of this proxy.

**AGENDA OF THE ORDINARY GENERAL MEETING OF THE COMPANY
OF 24 MAY 2023**

- I. Communication of the annual report of the board of directors, the reports of the statutory auditors, and the statutory and consolidated annual accounts for the financial year 2023**
- II. Resolutions**
 1. Approval of the statutory annual accounts for the financial year closed on 31 December 2023
 2. Allocation of the result
 3. Discharge to the directors for the exercise of their mandate during the financial year 2023
 4. Discharge to the statutory auditors for the exercise of their mandate during the financial year 2023
 5. Renewal of director(s) mandates and any new appointment(s) for a 4-year term of office as proposed by the Board of Directors
 6. Final appointment of Victor Richon as director
 7. Allocation of powers

¹ In the absence of a choice, the proxy shall be deemed given to the General Counsel (OPTION 1).

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- i. This proxy form remains valid for any subsequent meeting having the same agenda. However,
- ii. Only proxies from holders of registered shares are taken into account. Proxies from persons who have not registered their formerly dematerialized shares before 15 May 2024 are not taken into account.

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