

Brussels, 12 May 2025

Dear Shareholders,

The Board of Directors of Dexia Holding SA/NV, having its registered office at Bastion Tower, Place du Champ de Mars 5, 1050 Brussels, Belgium, registered with the Crossroads Bank for Enterprises under number 0458.548.296 ("**Dexia Holding**"), invites you to participate in the ordinary general meeting of shareholders of Dexia Holding (the "Meeting"), which will be held on **28 May 2025 starting at 2:30 p.m.** (Belgian time) at the registered office of Dexia Holding.

AGENDA OF THE ORDINARY GENERAL MEETING

The agenda of the Meeting is as follows:

- I. Presentation of the management report of the Board of Directors, the statutory auditors' reports, and the statutory and consolidated annual accounts for the financial year 2024.
- II. Resolutions
 1. Approval of the statutory annual accounts for the financial year ended 31 December 2024;
 2. Allocation of the result;
 3. Discharge to the directors for the performance of their mandate during the financial year 2024;
 4. Discharge to the statutory auditors for the performance of their mandate during the financial year 2024;
 5. Renewal of directorship(s) and potential new appointment(s) for a term of four years upon proposal of the Board of Directors;
 6. Authorization to the Board of Directors to appoint an auditor in the event that sustainability reporting obligations (CSRD) become applicable;
 7. Granting of powers.

PARTICIPATION FORMALITIES

1. CONDITIONS FOR PARTICIPATION

To participate in the Meeting and exercise their voting rights, shareholders must notify Dexia Holding of their intention to attend no later than **22 May 2025 at 4:00 p.m.**, by sending an email to the following address: shareholder@dexia.com.

If electronic transmission is not possible, the documents may also be sent by post to the registered office of Dexia Holding, Bastion Tower, Place du Champ de Mars 5, 1050 Brussels (Belgium), for the attention of Mr Olivier Paring, Secretary General.

To be taken into account, electronic or postal notifications must reach Dexia Holding by the above-mentioned deadline. Shareholders must clearly identify themselves by stating their full name, address, and the number of registered shares they hold.

Only shareholders who have duly fulfilled these formalities within the prescribed deadlines will be admitted to the Meeting and entitled to exercise their voting rights.

2. PROXY

Each shareholder may be represented at the Meeting by a proxy holder.

Shareholders may appoint a proxy holder of their choice or Mr Olivier Paring, Secretary General of Dexia Holding. However, no proxy may be granted to the Chairman or to a member of the Board of Directors of Dexia Holding.

The proxy must be drawn up using the form attached to this notice (also available on Dexia Holding's website: <https://www.dexia.com/en/about-the-dexia-group/shareholders-meeting?year=2025>) and must be sent by email to shareholder@dexia.com no later than **22 May 2025 at 4:00 p.m.** If electronic transmission is not possible, the duly completed and signed form may be sent by post to the registered office of Dexia Holding, for the attention of Mr Olivier Paring, Secretary General.

Only proxies that comply with Belgian law and are received in time will entitle the proxy holder to attend and vote at the Meeting. The represented shareholder must also have fulfilled the participation conditions mentioned under point 1.

3. VOTING

Only shareholders who have validly notified Dexia Holding of their intention to participate in the Meeting will be entitled to vote during the Meeting.

4. QUESTIONS

Shareholders who fulfil the participation conditions may submit questions regarding the items on the agenda of the Meeting to the directors and/or the statutory auditors of Dexia Holding.

Questions may be sent by email to shareholder@dexia.com or, if electronic communication is not possible, by post to the registered office of Dexia Holding, for the attention of Mr Olivier Paring.

To be taken into account, questions must reach Dexia Holding no later than **22 May 2025 at 4:00 p.m.** Shareholders will also have the opportunity to ask questions during the Meeting.

Answers to the questions will be provided by the directors and/or the statutory auditors during the Meeting and will subsequently be published, together with the minutes, on Dexia Holding's website (<https://www.dexia.com/en/about-the-dexia-group/shareholders-meeting?year=2025>).

5. DOCUMENTS

The statutory and consolidated annual accounts, the annual report of the Board of Directors and the reports of the statutory auditors for the financial year ended 31 December 2024, as well as all other documents to be dealt with at the Meeting, are attached to this notice on a USB stick. These documents are also available on Dexia Holding's website (<https://www.dexia.com/en/about-the-dexia-group/shareholders-meeting?year=2025>).

Upon request, shareholders may obtain a paper copy of these documents at the registered office of Dexia Holding.

DATA PROTECTION

Dexia Holding processes its shareholders' personal data confidentially. The Dexia Holding privacy policy is available on its website (<https://www.dexia.com/en/node/242>).

* * *

For more information about the Meeting or the participation formalities, you may contact Dexia Holding by email at shareholder@dexia.com.

Shareholders who wish to receive future notices exclusively by email are invited to send their email address to Dexia Holding by email (shareholder@dexia.com).

Yours sincerely,



Pierre Crevits
Chief Executive Officer



Gilles Denoyel
Chairman of the Board of Directors

Annexes:

- (1) *USB stick containing the statutory and consolidated annual accounts, the annual report of the Board of Directors and the reports of the statutory auditors for the financial year ended 31 December 2024;*
- (2) *Proxy form for the Meeting.*

FREQUENTLY ASKED QUESTIONS – ORDINARY GENERAL MEETING OF 28 MAY 2025

1. *Why did I receive this notice?*

As a shareholder registered in the shareholders' register of Dexia Holding, you are invited to each general meeting in accordance with legal and statutory provisions.

2. *Why did I receive this notice and the annual report by post?*

The law requires these documents to be sent by post to shareholders. However, you may request to receive them exclusively by email in the future, by contacting shareholder@dexia.com.

3. *What is the purpose of the USB stick (card format) enclosed with the notice?*

It contains all the legal documents related to the Meeting (annual accounts, report of the Board of Directors, statutory auditors' reports, etc.). The same documents are also available on Dexia Holding's website.

4. *What is the purpose of this Meeting?*

The Meeting allows shareholders to deliberate and vote on the items on the agenda.

5. *Am I required to attend the Meeting?*

No. Your participation is optional.

6. *What happens if I do not attend the Meeting?*

The absence of a shareholder does not affect the validity of the Meeting. Decisions are made by the shareholders present or represented.

7. *In what case could the authorisation granted to the Board of Directors regarding sustainability be used?*

Directive (EU) 2022/2464 ("CSRD"), transposed into Belgian law by the Act of 2 December 2024, requires Dexia Holding to publish consolidated sustainability information as of 2026 for the 2025 financial year and to appoint an auditor or qualified assurance provider to perform a verification of this information.

However, two proposals under the draft EU Omnibus Directive could (i) exempt companies with fewer than 1,000 employees from the scope of application, or (ii) postpone reporting obligations by two years, thereby excluding Dexia from the scope.

If, however, the CSRD does apply as of 2026, the Board of Directors of Dexia Holding will appoint an auditor and submit this decision for ratification to the ordinary general meeting of 2026.

8. *How can I find out how many shares I hold or update my contact details?*

To update your information or check the number of shares you hold, please send an email to shareholder@dexia.com with your first and last name.