

In light of the prevailing measures adopted by the Belgian government to limit the spread of coronavirus COVID-19, bpost SA/NV urges its shareholders not to participate in the Special General Meeting of Shareholders in person, but instead participate digitally or vote electronically, by proxy or by correspondence. bpost SA/NV has the responsibility to limit health risks for its shareholders, service providers and employees, while at the same time guaranteeing the shareholders' right to vote.



bpost

Company limited by shares under public law

Centre Monnaie/Muntcentrum, 1000 Brussels

Enterprise no. 214.596.464 (RLE Brussels)

("bpost SA/NV")

PROXY

SPECIAL GENERAL MEETING OF SHAREHOLDERS

OF 15 SEPTEMBER 2021

This duly completed, dated and signed paper form must be returned by **9 September 2021, 4.00 PM (Belgian time)** at the latest to:

Euroclear Belgium

Email: ebe.issuer@euroclear.com

Proxy forms arriving late or not complying with the required formalities will be rejected.

The undersigned (name and first name / name of the company) (the "**Principal**"):

Legally represented by (name, first name, title) - to be completed only if the undersigned is a legal person:

With address / registered offices at:

Owner of

.....

quantity

dematerialized shares (*)
registered shares (*)

of bpost SA/NV

(*) cross-out type not applicable

hereby appoints as his/her/its special proxyholder (the "Proxyholder"):

Name and first name:

Domicile:

(Please note that in case you appoint a member of the Board of Directors or any other employee or person related to bpost SA/NV, on the basis of the law, this person will be deemed to have a potential conflict of interest).

to represent the undersigned at the Special General Meeting of Shareholders of bpost SA/NV that will be held at BluePoint Brussels Conference & Business Centre, Bd. A. Reyers 80, 1030 Brussels (Belgium) on 15 September 2021 at 2.00 PM (Belgian time) and to vote on his/her/its behalf as follows on each of the proposed resolutions:

Please provide your voting instructions (for, against, abstain) in writing below each proposed resolution.

In the absence of voting instructions, the Proxyholder will vote in favor of the resolutions shown on the agenda. Please note that this is not possible, on the basis of the law, if you appoint a member of the Board of Directors or any other employee or person related to bpost SA/NV. This person shall only be able to vote when given specific instructions per agenda item.

1. Directors - Appointment.

On July 12, 2021, upon recommendation of the Remuneration and Nomination Committee, the Board of Directors unanimously decided to appoint Mr. Dirk Tirez as person vested with the day-to-day management ("CEO") of bpost SA/NV, with effect as from July 1, 2021, for a term of six years.

In accordance with its nomination right under article 14, §2 of the Articles of Association, the Belgian State proposes to appoint Mr. Dirk Tirez as director for a term ending after 6 years as from July 1, 2021.

In accordance with the bpost remuneration policy, his mandate as director will not be remunerated.

The Board of Directors, upon recommendation of the Remuneration and Nomination Committee, recommends voting in favor of the proposed resolution.

The curriculum vitae of Mr. Dirk Tirez is available on bpost's website: <http://corporate.bpost.be/investors/shareholders-meetings/2021>.

Proposed resolution:

The Shareholders' Meeting appoints Mr. Dirk Tirez as director, for a term ending after 6 years as from July 1, 2021. The Shareholders' Meeting resolves that his director's mandate will not be remunerated.

FOR		AGAINST		ABSTAIN	
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2. Power of attorney.

Proposed resolution: the Shareholders' Meeting grants a special power of attorney to Mr. François Soenen and Mrs. Hélène Mespouille each acting individually and with power of substitution, to represent bpost SA/NV for the purpose of the accomplishment of all necessary filing and publication formalities resulting from the aforementioned resolution. Each of the attorneys is, in this regard,

authorized to take all actions that are necessary or useful to comply with the formalities in relation to any filing requirements and publications.

FOR		AGAINST		ABSTAIN	
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Attendance formalities

The undersigned (Principal) hereby declares that he/she/it has in due time complied with all the formalities set forth in the notice of convocation for the purposes of participating and voting at the Special General Meeting of Shareholders (the “**Meeting**”). Proof hereof must be delivered by **9 September 2021** in the manner set forth in the notice of convocation.

Powers of the Proxyholder

The Proxyholder is hereby authorized to take the following actions on behalf of the undersigned: to vote or abstain from voting on any proposed resolutions regarding the items on the agenda of the Meeting, as the case may be, in accordance with the voting instructions mentioned above.

Furthermore, the Proxyholder is hereby authorized to sign on behalf of the undersigned any minutes, deeds or documents and, in general, to do everything that is necessary or useful to execute this proxy.

Should the Meeting not be able to deliberate validly or should they be postponed for any reason whatsoever, the Proxyholder is authorized to attend any subsequent meeting having the same or a similar agenda. However, this shall only apply insofar the Principal has in due time complied with the required formalities to participate and vote at the subsequent meeting.

Effect on the proxy form of (possible) exercise of the right to add items to the agenda and to file proposed resolutions

One or more shareholders holding alone or together three percent (3%) of the share capital of the Company can exercise his/her/its/their right in accordance with Article 7:130 of the Belgian Code of Companies and Associations to add to the agenda of the Meeting one or more items to be dealt with and to file proposed resolutions relating to items already on or to be added to the agenda.

In any such case, the Company will no later than **31 August 2021** make available to its shareholders on its website (<http://corporate.bpost.be/investors/shareholders-meetings/2021>) the relevant forms that can be used to vote by proxy, to which are added the additional items to be dealt with and the attendant proposed resolutions that might be placed on the agenda and/or just the proposed resolutions that might be formulated.

In that case, the following rules will apply:

- (a) If the present proxy has been validly notified before publication of the revised agenda of the Meeting (*i.e.* 31 August 2021 at the latest), it will remain valid with regard to the items mentioned on the agenda for which it was given.
- (b) If the Company has published a revised agenda including one or more newly proposed resolutions for items which were initially mentioned on the agenda, the Proxyholder may deviate from any instructions given by the Principal if execution of such instructions might compromise the Principal's interests. In that case, the Proxyholder must inform the Principal thereof.
- (c) If the Company has published a revised agenda including one or more new items to be dealt with, the proxy must indicate whether or not the Proxyholder is authorized to vote on these new items or whether he/she should abstain.

In view of the foregoing, and as applicable, the Principal hereby formally:

- ☐ gives instruction to the Proxyholder to abstain on the new items and the attendant proposed resolutions that might be placed on the Meeting;
- ☐ authorizes the Proxyholder to vote on the new items and the attendant proposed resolutions that might be placed on the Meeting, as he/she considers appropriate, taking into account the Principal's interests.

If the Principal has not marked either of these boxes or if the Principal has marked both boxes, the Proxyholder must abstain from voting on the new agenda items and the attendant proposed resolutions that might be placed on the agenda of the Meeting.

Done at:

On:

(signature(s))*

Name**:

Title:

(*) The signature(s) should be preceded by the handwritten mention "GOOD FOR PROXY"

(**) If signature on behalf of a company, please specify name, first name and title of natural person(s) and provide supporting documentation confirming representation powers. In the absence thereof, the undersigned declares and certifies to bpost SA/NV to have the necessary power of attorney to sign this form on behalf of the shareholder.