



bpost

Company limited by shares under public law

Boulevard Anspach 1 bte 1 / Anspachlaan 1 bus 1, 1000 Brussels

Enterprise no. 214.596.464 (RLE Brussels)

("bpost SA/NV")

VOTE BY CORRESPONDENCE

ORDINARY GENERAL MEETING OF SHAREHOLDERS

OF 10 MAY 2023

This duly completed, dated and signed paper form must be returned by **4 May 2023, 4.00 PM (Belgian time)** at the latest to:

Euroclear Belgium

Email: ebe.issuer@euroclear.com

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

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

.....

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

.....

 dematerialized shares (*) of bpost SA/NV
 registered shares (*)
 quantity (*) *cross-out type not applicable*

hereby votes with all votes attached to the aforementioned shares as follows, by correspondence, regarding the following proposed resolutions at the **Ordinary General Meeting of Shareholders** of bpost SA/NV that will be held in Brussels on 10 May 2023 at 10 AM (Belgian time) :

1. Management report by the Board of Directors on the financial year closed on 31 December 2022.

This agenda item does not require a Shareholders' Meeting resolution.

2. Statutory Auditors Report on the financial year closed on 31 December 2022.

This agenda item does not require a Shareholders' Meeting resolution.

3. Presentation of bpost Group's consolidated annual accounts per 31 December 2022, the management report by the Board of Directors and the Statutory Auditors Report on these annual accounts.

This agenda item does not require a Shareholders' Meeting resolution.

4. Approval of bpost SA/NV's statutory annual accounts per 31 December 2022, including allocation of the result.

Proposed resolution: the Shareholders' Meeting resolves to approve bpost SA/NV's statutory annual accounts relating to the financial year closed on 31 December 2022, the allocation of the result reflected therein and the distribution of a gross dividend of EUR 0.40 per share.

FOR	AGAINST	ABSTAIN
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5. Approval of the remuneration report for the financial year closed on 31 December 2022.

Proposed resolution: the Shareholders' Meeting resolves to approve the remuneration report for the financial year closed on 31 December 2022.

FOR	AGAINST	ABSTAIN
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6. Discharge to the Directors.

Proposed resolution: the Shareholders' Meeting resolves to grant discharge to the Directors for the exercise of their mandate during the financial year closed on 31 December 2022.

FOR	AGAINST	ABSTAIN
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7. Discharge to the Statutory Auditors.

Proposed resolution: the Shareholders' Meeting resolves to grant discharge to the Statutory Auditors for the exercise of their mandate during the financial year closed on 31 December 2022.

FOR	AGAINST	ABSTAIN
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8. Directors – Appointments.

On October 14, 2022, following his appointment as member of the Executive Committee, Mr. Jos Donvil resigned as director appointed upon proposal by the Belgian State, with effect as from October 31, 2022. On December 9, 2022, upon proposal of the Belgian State in accordance with its nomination right under article 14, §2 of the Articles of Association and upon recommendation of the Remuneration & Nomination Committee, the Board of Directors unanimously decided to appoint, by means of cooptation, Mrs. Ann Caluwaerts as non-executive director replacing Mr. Jos Donvil, with effect as from January 1, 2023 until this Shareholders’ Meeting.

In accordance with its nomination right as well as article 17 of the Articles and Association and article 7:88, §1 of the Belgian Code of Companies and Associations, the Belgian State proposes to (i) confirm the cooptation of Mrs. Ann Caluwaerts as director and (ii) appoint her as a director for a term of 4 years until the close of the annual Shareholders’ Meeting of 2027.

As from this Shareholders’ Meeting, the mandate of Mr. Laurent Levaux and Mrs. Caroline Ven as directors appointed upon proposal by the Belgian State in accordance with its nomination right will expire. In accordance with its nomination right, the Belgian State proposes to appoint Mrs. Ann Vereecke as director for a term of 4 years until the close of the annual Shareholders’ Meeting of 2027.

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

The curriculum vitae and, where applicable, other information on the proposed Board members are available on bpost’s website: <https://bpostgroup.com/investors/governance/shareholders-meetings>. The Board of Directors proposes to remunerate the mandate of the directors in accordance with the resolution of the Shareholders’ Meeting of 25 April 2000, the principles of which are reflected in the bpost Remuneration Policy approved by the Shareholders’ Meeting on May 12, 2021, as publicly available on <https://bpostgroup.com/investors/governance/shareholders-meetings>.

Proposed resolutions:

8.1. The Shareholders’ Meeting (i) confirms, in accordance with article 17 of the Articles of Association and article 7:88, §1 of the Belgian Code of Companies and Associations, the cooptation of Mrs. Ann Caluwaerts as director, and (ii) appoints her as director for a term of 4 years until the close of the annual Shareholders’ Meeting of 2027. The Shareholders’ Meeting resolves that the mandate will be remunerated in accordance with the resolution of the Shareholders’ Meeting of 25 April 2000, the principles of which are reflected in the bpost Remuneration Policy.

FOR		AGAINST		ABSTAIN	
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8.2. The Shareholders’ Meeting appoints Mrs. Ann Vereecke as director for a term of 4 years until the close of the annual Shareholders’ Meeting of 2027. The Shareholders’ Meeting resolves that the mandate will be remunerated in accordance with the resolution of the Shareholders’ Meeting of 25 April 2000, the principles of which are reflected in the bpost Remuneration Policy.

FOR		AGAINST		ABSTAIN	
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9. Amendment of the Remuneration Policy.

The current Remuneration Policy of bpost was prepared by the Board of Directors upon recommendation of the Remuneration & Nomination Committee and was approved by the Shareholders’ Meeting on May 12, 2021. In accordance with Article 7:89/1, §3 of the Belgian Code of Companies and Association, any material change to this Remuneration Policy has to be approved by the Shareholders’ Meeting. Upon recommendation of the Remuneration & Nomination Committee, the Board of Directors has prepared an amended Remuneration Policy mainly to introduce a long-term incentive plan, which it submits for approval to this Shareholders’ Meeting.

The amended Remuneration Policy is available on bpost’s website: <https://bpostgroup.com/investors/governance/shareholders-meetings>.

If the amended Remuneration Policy is not approved by the Shareholders’ Meeting, the current Remuneration Policy approved by the Shareholders’ Meeting of May 12, 2021 will continue to apply.

Proposed resolution: the Shareholders’ Meeting approves the amended Remuneration Policy as drawn up by the Board of Directors upon recommendation of the Remuneration and Nomination Committee.

FOR		AGAINST		ABSTAIN	
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10. Power of attorney.

Proposed resolution: the Shareholders’ Meeting grants a special power of attorney to Mr. Ross Hurwitz, 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 resolutions. 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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- I. Shareholders voting by duly returning this form can no longer vote in person or by proxy at the Ordinary General Meeting of Shareholders (the “**Meeting**”).
- II. This present form will be considered to be null and void in its entirety for the Meeting if the shareholder has not indicated above his/her/its choice concerning one or more of the items on the agenda of the Meeting.
- III. Should the Meeting not be able to deliberate validly or should it be postponed for any reason whatsoever, this form to vote by correspondence will remain valid for any subsequent meeting having the same or a similar agenda as that of the Meeting concerned. However, this applies only insofar the undersigned shall have in due time fulfilled the required formalities to participate and vote at the subsequent meeting.
- IV. If the Company publishes, at the latest on 25 April 2023, a revised agenda for the Meeting to include new items or proposed resolutions upon the request of one or more shareholders in execution of Article 7:130 of the Belgian Code of Companies and Associations, the present form to vote by correspondence will remain valid with regard to the items mentioned on the agenda to which they relate to the extent it has been validly returned in compliance with the required formalities and before publication of the revised agenda. Notwithstanding the above, votes cast on the present form with regard to the items mentioned on the agenda for which new proposed resolutions are filed, will be null and void.

Done at:

On:

(signature(s))

Name*:

Title:

() 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.*