

2020-04-17

## PRESS RELEASE

### Summons to the Ordinary General Meeting of the National Bank of Belgium

Regulated information distributed by the National Bank of Belgium on 17 April 2020

**Shareholders of the NATIONAL BANK OF BELGIUM are invited to participate in the Ordinary General Meeting to be held on Monday 18 May 2020**

#### **IMPORTANT MESSAGE**

Taking into account the COVID-19 pandemic, the measures and recommendations of the public authorities and the provisions of Royal Decree (No 4) of 9 April 2020 containing various provisions on co-ownership and company and association law in the context of the fight against the COVID-19 pandemic, the Board of Directors of the National Bank has decided the following:

1. Shareholders may only exercise their participation and voting rights by granting a proxy with voting instructions to Governor Pierre Wunsch (by checking the appropriate boxes in the proxy form).
2. Shareholders may only exercise their right to ask questions in writing.
3. Members of the bureau (including the proxy holder) shall fulfil their tasks in relation to the general meeting through a conference call.
4. As a result of these three decisions, no shareholders, directors (including the proxy holder) or other persons shall be physically present on 18 May 2020.

#### Agenda for the meeting

1. Introductory statement by the Governor
2. Report on operations during the financial year ending 31 December 2019
3. Statutory elections  
Proposals for decisions: election of Robert Vertenueil, Danny Van Assche, Eric Mathay, Claire Tillekaerts, Mia De Schamphelaere, Géraldine Van der Stichele, Véronique Thirion, Estelle Cantillon, Christophe Soil and Marjan Maes as regents
4. Renewal of the office of the company auditor  
Proposal for decision, upon proposal from the audit committee: renewal of the office of Mazars Bedrijfsrevisoren/Réviseurs d'entreprises, represented by Dirk Stragier, for an indexed annual fee of EUR 80,500 for their statutory audit assignment

#### Formalities to be completed to participate in the general meeting

Only persons who are shareholders on the Registration Date will be entitled to participate and vote in the general meeting. For the general meeting of 18 May 2020, the Registration Date is Monday 4 May 2020 at 24.00 hrs (Belgian time).

**Holders of dematerialised shares** who wish to participate in the general meeting must ask their bank or financial institution to issue a certificate indicating the number of shares held on the registration date and for which they have declared that they wish to participate in the general meeting. Taking into account the "important message" above, holders of dematerialised shares who wish to participate in the general meeting should also complete a proxy form (with voting instructions for Governor Pierre Wunsch).

Both the certificate and the completed proxy form should be submitted to the Bank by Thursday 14 May 2020 at the latest, either by post to the National Bank of Belgium, Financial Markets – DM Office, boulevard de Berlaimont 14, 1000 Brussels, or by e-mail to [securities@nbb.be](mailto:securities@nbb.be). These documents may be submitted by any means possible, e.g. an e-mail with a scanned or photographed copy of the completed and signed proxy.

**Holders of registered shares** who wish to participate in the general meeting must inform the National Bank of their wish to do so and of the number of shares held on the record date and for which they wish to participate in the general meeting. Taking into account the “important message” above, holders of registered shares who wish to participate in the general meeting should also complete a proxy form (with voting instructions for Governor Pierre Wunsch).

Both the wish to participate in the meeting and the completed proxy form should be submitted to the Bank by Thursday 14 May 2020 at the latest, either by post to the National Bank of Belgium, Financial Markets – DM Office, boulevard de Berlaimont 14, 1000 Brussels, or by e-mail to [securities@nbb.be](mailto:securities@nbb.be). These documents may be submitted by any means possible, e.g. an e-mail with a scanned or photographed copy of the completed and signed proxy.

#### Available documents

Proxy forms, as well as the summons to the meeting and the corporate report are available on the Bank's website at <https://www.nbb.be/en/ordinary-general-meeting-shareholders-18-may-2020>.

#### Right to ask questions

Pursuant to Article 7:139 of the Companies and Associations Code, shareholders may submit written questions concerning items on the agenda. Such questions must reach the Bank either by e-mail at [sdsafe@nbb.be](mailto:sdsafe@nbb.be), or by post addressed to the National Bank of Belgium, Secretariat service (SD), boulevard de Berlaimont 14, 1000 Brussels, by Thursday, 14 May 2020 at the latest.

At the latest on the day of the general meeting, the National Bank will publish answers to timely written questions on its website at <https://www.nbb.be/en/ordinary-general-meeting-shareholders-18-may-2020>. Questions will be answered insofar as they relate to the items on the agenda of the meeting and insofar as the disclosure of data or facts is not such as to be detrimental to the interests of the Bank or to the confidentiality to which the Bank or its directors have committed themselves.

#### Right to request the inclusion of items on the agenda and to submit proposals for decisions

Subject to the limits stipulated in Article 7:130 of the Companies and Associations Code and in the Bank's Statutes, one or more shareholders together holding at least 3% of the authorised capital may request the inclusion of items on the agenda of the meeting, and submit proposals for decisions on the items included or to be included on the agenda. Such requests must reach the Bank either by e-mail at [sdsafe@nbb.be](mailto:sdsafe@nbb.be), or by post addressed to the National Bank of Belgium, Secretariat service (SD), boulevard de Berlaimont 14, Brussels, by Sunday, 26 April 2020 at the latest. If this right is exercised, a supplemented agenda will be published on Thursday 30 April 2020 at the latest. More detailed information on the exercise of this right is available on the Bank's website.

Brussels, 17 April 2020

THE GOVERNOR

Pierre Wunsch

NATIONAL BANK OF BELGIUM

Limited liability company

RLP Brussels – Company number 0203.201.340

Registered office: boulevard de Berlaimont 14, 1000 Brussels