



MINUTES OF MEETING

OF THE EXTRAORDINARY GENERAL MEETING OF B&S GROUP S.A.

Tuesday August 11, 2020 | 13:30 CEST

By remote voting, in light of the COVID-19 pandemic and as permitted
by the Law of 20 June 2020



1. Opening

In view of the Covid-19 pandemic and related limitations on travel, B&S Group S.A. (the **Company**) has decided to hold its Extraordinary General Meeting on August 11, 2020 without the physical presence of its shareholders, as permitted by the Law of 20 June 2020 extending the measures concerning the holding of meetings in companies and in other legal persons.

Arrangements were made for shareholders to cast votes by correspondence, vote electronically and by proxy in advance of the meeting.

The Company has appointed Supervisory Board member and Chairman Mr. Jan Arie van Barneveld (**JAvB**) and Mrs. Cynthia van Gils, Secretary of the meeting (**CvG**) as the bureau of the Extraordinary General Meeting (the **Bureau**).

An announcement posted on the corporate website on July 10, 2020 provided the details for this meeting (the **Convening Notice**) and the required documents have been made available for inspection at the prescribed places. Therefore, all legal requirements to call this meeting have been met and the meeting is authorized to take decisions with respect to those issues stated in the agenda.

The Executive Board of the Company has not received any proposals from shareholders to handle any other issues than those that have been included in the notice of the meeting.

90% of the issued share capital was present at this meeting, representing approximately 75,690,000 shares. The proposed resolution may be adopted by an absolute majority of the votes cast at this meeting. After the meeting, the minutes will be made available for inspection on the Company's corporate website for a period of 3 months. After that period the minutes will be adopted.

2. Composition of the Executive Board: appointment of Mr. T. de Haan

The Bureau hereby discloses the voting results regarding the resolution to appoint Mr. T. de Haan as member of the Executive Board, serving as Chief Executive Officer of B&S Group S.A., for a period starting immediately after the end of this Extraordinary General Meeting until the end of the Annual General Meeting in 2024.

The following results were obtained via the prescribed manners of remote voting as described in the Convening Notice:

99.48% of the shareholders voted in favour of the proposal
0.52% of the shareholders voted against the proposal
0% of the shareholders abstained their vote

The Chairman therefore established that the general meeting of shareholders has resolved:

- To appoint Mr. T. de Haan as member of the Executive Board, serving as Chief Executive Officer of B&S Group S.A. for a period starting immediately after the end of this Extraordinary General Meeting until the end of the Annual General Meeting in 2024.



3. Closure of the meeting

JAvB thanks the Bureau for its attendance and declares the extraordinary general meeting of shareholders closed at 13:35 CEST.