

Convening notice of the special general meeting of 29 March 2024 under the condition precedent of (A) the acquisition of 50% + 1 share in the company by European Real Estate Holdings NV and (B) the fulfillment or waiver of any other conditions of the voluntary and conditional public takeover bid by European Real Estate Holdings NV on the company

The shareholders of Intervest Offices & Warehouses NV (hereafter the "Company") are invited to participate in the special general meeting which, under the condition precedent of (A) the acquisition of 50% + 1 share in the company by European Real Estate Holdings NV and (B) the fulfillment or waiver of any other conditions of the voluntary and conditional public takeover bid by European Real Estate Holdings NV on the company, will take place **on Friday 29 March 2024 at 10:30 a.m.** at the Company's registered office, in order to deliberate and decide on the following agenda and proposed resolutions.

THE SPECIAL GENERAL MEETING HAS THE FOLLOWING AGENDA :

1. Ratification of the co-option of Mr. Michiel Celis and his reappointment as a member of the Supervisory Board.

Proposed resolution: The general meeting decides to ratify the co-option by the supervisory board dated 13 March 2024 of Michiel Celis as a member of the supervisory board to replace Dirk Vanderschrick with effect from 13 March 2024 and reappoints Michiel Celis as a member of the supervisory board.

The mandate of Michiel Celis ends immediately after the annual general meeting to be held in the year 2028, at which it will be decided to approve the financial statements closed on 31 December 2027.

In derogation of the remuneration policy and remuneration set for members of the supervisory board by the general meeting held on 26 April 2023 the mandate of Michiel Celis will be unremunerated.

This proposed co-option received approval from the Financial Services and Markets Authority (FSMA) on 7 February 2024.

The profile of Michiel Celis is available on the Company's website (<https://www.intervest.eu/en/shareholders-meeting>).

2. Ratification of the co-option of Mr. Max Mather and his reappointment as a member of the Supervisory Board.

Proposed resolution: The general meeting decides to ratify the co-option by the supervisory board dated 13 March 2024 of Max Mather as member of the supervisory board to replace Johan Buijs with effect from 13 March 2024 and reappoint Max Mather as member of the supervisory board.

The mandate of Max Mather will end immediately after the annual general meeting to be held in the year 2028, at which it will be decided to approve the financial statements closed as of 31 December 2027.

In derogation of the remuneration policy and remuneration set for members of the supervisory board by the general meeting held on 26 April 2023, Max Mather's mandate will be unremunerated.

This proposed co-option received approval from the Financial Services and Markets Authority (FSMA) on 7 February 2024.

Max Mather's profile is available on the Company's website (<https://www.inter-vest.eu/en/shareholders-meeting>).

3. Ratification of the co-option of Mr. Avi Banyasz and his reappointment as a member of the Supervisory Board.

Proposed resolution: The general meeting decides to ratify the co-option by the supervisory board dated 13 March 2024 of Avi Banyasz as a member of the supervisory board to replace Marc Peeters with effect from 13 March 2024 and reappoint Avi Banyasz as a member of the supervisory board.

The mandate of Avi Banyasz ends immediately after the annual general meeting to be held in the year 2028, at which it will be decided to approve the financial statements closed on 31 December 2027.

In derogation of the remuneration policy and remuneration set for the members of the supervisory board by the general meeting held on 26 April 2023, Avi Banyasz's mandate will be unremunerated.

This proposed co-option received approval from the Financial Services and Markets Authority (FSMA) on 7 February 2024.

Avi Banyasz's profile is available on the Company's website (<https://www.inter-vest.eu/en/shareholders-meeting>).

4. Appointment of Mr. Matthew Coleman as a member of the Supervisory Board.

Proposed resolution: The general meeting appoints Matthew Coleman as a member of the supervisory board. The mandate of Matthew Coleman will end immediately after the annual general meeting to be held in the year 2028 at which it will be decided to approve the financial statements closed as of 31 December 2027.

In derogation of the remuneration policy and remuneration set for members of the supervisory board by the general meeting held on 26 April 2023, Matthew Coleman's mandate will be unremunerated.

This proposed appointment received approval from the Financial Services and Markets Authority (FSMA) on 7 February 2024.

Matthew Coleman's profile is available on the Company's website (<https://www.intervest.eu/en/shareholders-meeting>).

The general meeting notes that the supervisory board of the Company is thus and as of today composed as follows:

- *Ann Smolders, independent member of the supervisory board (end of mandate: immediately after the annual general meeting held in the year 2024 to approve the financial statements closed as of 31 December 2023);*
- *Marleen Willekens, independent member of the supervisory board (end of mandate: immediately after the annual general meeting to be held in the year 2025 to approve the financial statements closed on 31 December 2024);*
- *Patricia Laureys, independent member of the supervisory board (end of mandate: immediately after the annual general meeting held in the year 2026 to approve the financial statements closed on 31 December 2025).*
- *Michiel Celis, member of the supervisory board (end of mandate: immediately after the annual general meeting to be held in the year 2028 to approve the financial statements closed on 31 December 2027);*
- *Max Mather, member of the supervisory board (end of mandate: immediately after the annual general meeting held in the year 2028 to approve the financial statements closed as of 31 December 2027);*
- *Avi Banyasz, member of the supervisory board (end of mandate: immediately after the annual general meeting held in the year 2028 to approve the financial statements closed as of 31 December 2027);*
- *Matthew Coleman, member of the supervisory board (end of mandate: immediately after the annual general meeting held in the year 2028 to approve the financial statements closed as of 31 December 2027).*

Information for shareholders

Please note that all dates and hours indicated below are final deadlines, and will not be extended due to weekends, legal holidays or other reasons.

Participation in the general meeting

In accordance with Article 26 of the Articles of Association and Article 7:134 of the Belgian Code of Companies and Associations, the right to participate and exercise voting rights at the general meeting

is granted on the basis of the accounting registration of the shares in the name of the shareholder on the 14th day before the general meeting at twenty-four hours ("**Registration Date**"), namely **on Friday 15 March 2024 at 24:00 hours**, either by their registration in the register of registered shares of the Company or by their registration in the accounts of an authorized account holder or a clearing institution, regardless of the number of shares held by the shareholder on the day of the general meeting.

The owners of registered shares who wish to participate in the meeting must notify the Company of their intention to do so no later than the 6th day before the date of the meeting. This can be done either by letter at the Company's registered office or by e-mail (AlgemeneVergadering@intervest.eu) **no later than Saturday 23 March 2024**.

The owners of dematerialized securities must deliver to the Company **by Saturday 23 March 2024 at latest** by e-mail (AlgemeneVergadering@intervest.eu), a certificate issued by the authorized account holder or by the clearing institution certifying with how many dematerialized shares registered in their name in his accounts on the Record Date, the shareholder has indicated his intention to participate in the general meeting.

Power of attorney (*)

Any shareholder may give a proxy in writing to be represented at the special general meeting. A shareholder may designate only one person as proxy. Shareholders who wish to be represented by proxy are requested to use the applicable form made available on the website (www.intervest.eu/en/shareholders-meeting). The form contains the designation of a proxy by a shareholder and is signed by that shareholder, handwritten or with a qualified electronic signature in accordance with Belgian law. The Company must receive the proxy no later than the sixth day before the date of the meeting, which is **Saturday 23 March 2024**. The proxy shall be communicated to the Company by letter at the Company's registered office or by e-mail (AlgemeneVergadering@intervest.eu).

Voting form (*)

Any shareholder may vote by letter. Shareholders who wish to vote by letter are requested to use the applicable form made available on the website (www.intervest.eu/en/shareholders-meeting). The voting form is signed by that shareholder, handwritten or with a qualified electronic signature in accordance with Belgian law. The Company must receive the voting form no later than the sixth day before the date of the meeting, which is **Saturday 23 March 2024**. The voting form will be communicated to the company by letter at the Company's registered office or by e-mail (AlgemeneVergadering@intervest.eu).

Possibility of placing new items on the agenda (*)

One or more shareholders who together hold at least 3% of the capital may have items to be addressed placed on the agenda of the general meeting and submit proposals for resolutions concerning the items to be addressed included or to be included on the agenda, in accordance with and within the limits of the applicable regulations. The additional items to be discussed or proposals for resolution must be received by the Company no later than the 22nd day before the date of the general meeting, i.e. **no later than Thursday 7 March 2024**. These topics/proposals for resolution may be addressed by letter to the Company's registered office or by e-mail (AlgemeneVergadering@intervest.eu).

For more information on the aforementioned rights and how to exercise them, please refer to the Company's website (www.intervest.eu).

Right to ask questions (*)

Each shareholder has the right to submit questions to the Supervisory Board. Questions may be asked orally during the general meeting or in writing prior to the general meeting. The Company must receive the written questions no later than the 6th day before the general meeting, i.e. **no later than Saturday 23 March 2024**. The written questions can be delivered by letter at the Company's registered office or by e-mail (AlgemeneVergadering@intervest.eu).

For more information on the aforementioned rights and how to exercise them, please refer to the Company's website (www.intervest.eu).

Documents available

The documents, papers and forms mentioned above will be available for consultation on the website (www.intervest.eu) **from 28 February 2024** via the following link: www.intervest.eu/en/shareholders-meeting. The shareholder who wishes to do so may obtain a copy of these forms and documents free of charge by sending a request no later than 23 March 2024 by e-mail (AlgemeneVergadering@intervest.eu).

Should you wish to obtain further information regarding this general meeting or the procedure for participating in this meeting, please contact Kevin De Greef by phone at 0032 3 287 67 67 or by e-mail: AlgemeneVergadering@intervest.eu.

() Shareholders are kindly requested to send the signed proxy or voting form, as well as any additional topics to be discussed or proposals for resolution and any written questions to the Company, preferably by e-mail (AlgemeneVergadering@intervest.eu).*

The Supervisory Board