

**ACCEPTANCE FORM FOR
NOMINATIVE SHARES AND DEMATERIALISED SHARES (TYPE B)**

FOR THE CONDITIONAL VOLUNTARY PUBLIC OFFER TO BUY BACK SHARES BY SIBELCO
FOR UP TO 89,051 SHARES

**TO BE COMPLETED AND SENT VIA E-MAIL TO THE CENTRALISING RECEIVING AGENT
(ING BELGIUM NV/SA) OR TO BE DEPOSITED AT THE COUNTER OF ING BELGIUM NV/SA
(MARNIXLAAN 24, 1000 BRUSSELS) NO LATER THAN 5 FEBRUARY 2024, 4.00 P.M. CET**

**If you have any questions regarding this Acceptance Form, please contact Marc
Sanders via email at be-lfm.coa.spa@ing.be or via telephone: +32 494 573 913**

I, the undersigned (*first name and surname, or company name*):

Validly represented by (*first name and surname, function*) (only to be filled in if the undersigned is a legal entity):

Residing at / having its registered office at (*full address*):

With company number (only to be filled in if the undersigned is a legal entity):

With phone number and email address:

declare, after having had the opportunity to read the Prospectus (the “**Prospectus**”) published by SCR-Sibelco NV (“**Sibelco**”) relating to its conditional voluntary public offer to buy back shares (the “**Offer**”) for up to 89,051 shares issued by it (the “**Shares**”), that:

- (i) I accept the terms of the Offer described in the Prospectus, including the conditions to which the Offer is subject;
- (ii) I agree to transfer the Shares identified in this Acceptance Form, which I fully own, to Sibelco, in accordance with the terms described in the Prospectus, for (i) a Fixed Component of the Offer Price (as defined in the Prospectus) which amounts to EUR 6,850 per Share¹; and (ii) under certain conditions, a Disposal Value Component²;
- (iii) I shall transfer the Shares in accordance with the acceptance procedure described in the Prospectus;
- (iv) I acknowledge that all warranties, guarantees, representations and undertakings deemed to be given, done or made by me under the Prospectus with respect to (the transfer of) these Shares are incorporated in this Acceptance; and
- (v) I confirm that I am the owner of the following Shares on the Record Date, as evidenced by the certificate for dematerialised Shares of the financial institution with which I hold my securities account, attached to this Acceptance Form:

Number of Shares of which I am the owner		
Number	Form	Security account details
.....	Nominative	N/A
.....	Dematerialised	These Shares are available on my securities account, the details of which are as follows: <i>Number of Dematerialised Shares:</i> <i>Bank name:</i> <i>IBAN:</i> <i>BIC/SWIFT:</i> <i>Number of Dematerialised Shares:</i> <i>Bank name:</i> <i>IBAN:</i>

¹ The Fixed Component of the successfully tendered Shares will be settled by wire transfer of cash on the Payment Date.
² The Disposal Value Component (if applicable) will be settled through a Disposal Value Component Receivable (DVCR). Each tendering Shareholder shall receive one DVCR for each Share successfully tendered in the Offer on the Payment Date. Irrespective of whether the Shares are tendered in nominative or dematerialised form, such DVCR will be in nominative form and will be recorded in a separate DVCR register held by Sibelco.

		<i>BIC/SWIFT:</i> <i>Number of Dematerialised Shares:</i> <i>Bank name:</i> <i>IBAN:</i> <i>BIC/SWIFT:</i>
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(vi) I confirm that I wish to tender the following Shares:

Shares I wish to tender in the Offer		
Number	Form	Instructions
.....	Nominative	<p>(For natural persons): <u>attached to this form is a copy of my identity card or passport</u> (both front and back) containing a signature specimen.</p> <p>I hereby request that (i) these Shares will be transferred to Sibelco and (ii) the transfer of these Shares will be duly recorded in Sibelco's shareholders' register, and, to that end, I authorise each director of Sibelco, Laurence Boens and Sabine Van Osta, each acting alone and with full power of substitution, to sign the shareholders' register in my name and on my behalf and to perform any action necessary or useful to that end.</p>

<p>..... Shares currently available on the following securities account:</p> <p><i>Bank name:</i></p> <p><i>IBAN:</i></p> <p><i>BIC/SWIFT:</i></p>	<p>Dematerialised</p>	<p>(For natural persons and legal entities): <u>attached to this Acceptance Form is a certificate from my financial institution with which I hold my securities account, stating the number of Shares I hold on such securities account on the Record Date.</u></p> <p>I hereby instruct the financial institution with whom I hold my dematerialised Shares and authorise each director of Sibelco and Sibelco, each acting individually and with the right of substitution, to immediately transfer these Shares from my securities account to the account of the Centralising Receiving Agent.</p>
<p>..... Shares currently available on the following securities account:</p> <p><i>Bank name:</i></p> <p><i>IBAN:</i></p> <p><i>BIC/SWIFT:</i></p>	<p>Dematerialised</p>	<p>(For natural persons and legal entities): <u>attached to this Acceptance Form is a certificate from my financial institution with which I hold my securities account, stating the number of Shares I hold on such securities account on the Record Date.</u></p> <p>I hereby instruct the financial institution with whom I hold my dematerialised Shares and authorise each director of Sibelco and Sibelco, each acting individually and with the right of substitution, to immediately transfer these Shares from my securities account to the account of the Centralising Receiving Agent.</p>
<p>..... Shares currently available on the following securities account:</p> <p><i>Bank name:</i></p> <p><i>IBAN:</i></p> <p><i>BIC/SWIFT</i></p>	<p>Dematerialised</p>	<p>(For natural persons and legal entities): <u>attached to this Acceptance Form is a certificate from my financial institution with which I hold my securities account, stating the number of Shares I hold on such securities account on the Record Date.</u></p> <p>I hereby instruct the financial institution with whom I hold my dematerialised Shares and authorise each director of Sibelco and Sibelco, each acting individually and with the</p>

		right of substitution, to immediately transfer these Shares from my securities account to the account of the Centralising Receiving Agent.
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I hereby request that (if relevant), on the Payment Date, the Fixed Component of the Offer Price of the offered nominative Shares be credited to the following account:

Name bank:

IBAN:

BIC/SWIFT:

I hereby acknowledge that (if relevant), on the Payment Date, the Fixed Component of the Offer Price of the offered dematerialised Shares (imputed with any fees, charges, taxes, etc. as applicable) shall be credited to the designated account with the financial institution with which I hold my securities account.

I am aware, agree and confirm that:

- (1) in order to be valid, **the Acceptance Form must be sent via e-mail to [be-
ifm.coa.spa@ing.be](mailto:be-
ifm.coa.spa@ing.be) no later than 5 February 2024, 4.00 p.m. CET;**
- (2) I am the owner of the Shares; I have the authority and the capacity to accept the Offer; the tendered Shares are free of any charge, claim, security and interest;
- (3) I may withdraw my acceptance only during the Acceptance Period. In order to withdraw an acceptance validly, it has to be notified in writing and directly to ING Belgium NV/SA, with reference to the number of Shares for which the acceptance is withdrawn. Such notification to ING Belgium NV/SA must take place no later than 5 February 2024 before 4.00 p.m. CET or, if applicable, the date that will be determined in the relevant notification and/or press release;
- (4) (a) if the Shares are held by two or more persons (in undivided ownership), all these persons must jointly execute the Acceptance Form;
 (b) if the Shares are subject to usufruct, the usufructuary and the bare owner must jointly execute the Acceptance Form;
 (c) if the Shares have been pledged, the pledgee and pledgor must jointly execute the Acceptance Form, whereby the pledgee explicitly confirms the unconditional and irrevocable waiver of the pledge and the release of the pledge on the relevant Shares upon payment of the Fixed Component of the Offer Price;
 (d) if Shares are encumbered in any other manner or are subject to any other charge, claim, security interest or interest, the Shareholder and all beneficiaries of such charge, claim, security interest or interest must jointly execute the Acceptance Form, whereby all such beneficiaries explicitly irrevocably and unconditionally waive any and all such charges, claims, security interests or interests relating to such Shares upon payment of the Fixed Component of the Offer Price;
- (5) (a) Sibelco shall bear the tax on stock exchange transactions due by it.
 (b) With respect to nominative Shares, any tax on stock exchange transactions due by Shareholders tendering their Shares in the Offer will be borne by myself and will be withheld from the proceeds of the sale of my Shares and declared and paid to the Treasury by the

Centralising Receiving Agent, unless an exemption applies (provided I submit to the Centralising Receiving Agent timely (i.e. at the latest together with this Acceptance Form) a duly completed and signed attestation pursuant to Article 126/1 of the Code on miscellaneous taxes and duties); the Centralising Receiving Agent shall not charge me any commission, fees or other costs under the Offer for its role as Centralising Receiving Agent.

(c) With respect to dematerialised Shares, any tax on stock exchange transactions due by Shareholders tendering their Shares in the Offer will be borne by myself and will be withheld from the proceeds of the sale of my Shares and declared and paid to the Treasury by the financial institution with whom I hold my dematerialised Shares (unless an exemption applies) provided said financial institution is established in Belgium. If said financial institution is not established in Belgium and if I am a private individual with habitual residence in Belgium or a legal entity with its seat or establishment in Belgium, I will myself declare and pay any tax on stock exchange transaction due to the Treasury (unless an exemption applies).

(6) I shall personally bear any costs that may be charged by a financial institution; and

(7) I have received all information necessary to be able to take a decision on the Offer with full knowledge of the facts, and I am aware of the risks it entails, and I have inquired about the taxes I could owe in the framework of the transfer of my Shares to Sibelco, and which, if need be, I shall bear in full.

Except where indicated to the contrary, the terms used in this Acceptance Form shall have the same meaning as in the Prospectus.

Done at (*place*): _____

On (*date*): _____

The Shareholder

(*signature*) _____

(*signature*) _____

Name:

Name:

Function:

Function:

In case: **(1)** the Shares are held by two or more persons (in undivided ownership), the holders must jointly sign the Acceptance Form; **(2)** the Shares are subject to usufruct, the usufructuary and the bare owner must jointly sign the Acceptance Form; **(3)** the Shares are pledged, the pledgee and the pledgor must jointly sign the Acceptance Form; **(4)** the Shares are encumbered or subject to any

other charge, claim, security or interest, the Shareholder and all beneficiaries of such charge, claim, security interest or interest must jointly sign the Acceptance Form.

(signature) _____

Name:

Capacity³:

³ For example: pledgee.