

PROXY

-Unofficial translation of the French version-

Undersigned

Fill in 1. or 2.

1. Natural person

Name and first name:

Address:

or

2. Company

Company name:

Registered office:

Company number: In

accordance with its articles of association duly represented by:

holder of:

.....(number) shares

.....(number) subscription rights

of Banqup Group NV/SA, a Belgian open limited liability company ("*naamloze vennootschap*" / "*société anonyme*") having its registered office at Avenue Reine Astrid 92 A, 1310 La Hulpe, registered with the Crossroads Bank of Enterprises under number 0886.277.617 (RLE Brabant Wallon),

hereby appoints as proxyholder:

Fill in 1. or 2.

1. Natural person

Name and first name:

Address:

or

2. Company

Company name:

Registered office:

Company number:

Represented by:

in order to:

- i. represent him/her/it as shareholder and/or holder of subscription rights at the extraordinary general shareholders' meeting of Banqup Group NV/SA, which will be held at Buzzynest, Avenue Reine Astrid 92A, 1310 La Hulpe on Tuesday 4 August 2026 at 18:00 (CET) with the following agenda, containing proposed resolutions:

In order to give voting instructions, please indicate your vote by filling in the bullets below. In the absence of voting instructions, you will be considered having voted in favour of the proposed resolutions. Shareholders are therefore encouraged to provide explicit voting instructions for each agenda item.

Agenda of the Extraordinary General Meeting

1. Approval to amend the Articles of Association – Change of the company's email address and website.

Proposed resolution: proposal to amend Article 1 of the Articles of Association to update the company's email address to info@banqup.com and website to www.banqup.com in light of the change of name decided by the Company's extraordinary general meeting on 20 May 2025.

Approval	0
Rejection	0
Abstention	0

2. Authorisation regarding the authorized capital.

2.1. Acknowledgement of the Board of Directors' Report.

The Board of Directors has prepared a report in accordance with article 7:199 of the Belgian Code on Companies and Associations, describing the specific circumstances in which the authorised capital may be used and the objectives pursued. This report is available on the Company's [website](#). Since this is a mere acknowledgment, no vote is required on this item.

2.2. Proposed resolution.

Proposed resolution: proposal to grant a new authorisation to the Board of Directors of the Company to, in accordance with the proposal set out in the aforementioned report and within the limits of the mandatory provisions of company law, it may increase the share capital of the Company in one or more tranches, on the dates and under the conditions to be determined by the Board of Directors. The maximum amount of this authorisation shall not exceed EUR 15,000,000. This authorisation is granted for a period of three (3) years from the date of publication of this resolution in the Annexes to the Belgian Official Gazette. The Meeting further resolves to amend Article 6 of the Articles of Association accordingly, in order to reflect this authorisation.

Approval	0
Rejection	0
Abstention	0

3. Approval regarding the adoption of a Dutch translation of the Articles of Association

Proposed resolution: proposal to adopt a Dutch translation of the Articles of Association, in order to bring the Company into compliance with the applicable language legislation given that it has active establishments in the Flemish Region. The coordinated Dutch version of the Articles of Association is available on the Company's [website](#).

Approval	0
Rejection	0
Abstention	0

4. Power of Attorney

Proposed resolution: granting of powers of attorney to (i) each director of the Company, acting individually and with power of substitution and sub-delegation, for the implementation of the decisions taken; (ii) the officiating notary, to draft, sign and file the coordinated text of the Articles of Association with the registry of the competent enterprise court, in accordance with the applicable legal provisions; and (iii) each director of the Company, to Hilde Debontridder and Mathias Baert, each acting individually, as well as to their employees, agents and representatives, with power of substitution and sub-delegation, to complete the formalities with an enterprise counter with a view to the registration/update of the data in the Crossroads Bank for Enterprises, and, where applicable, with the VAT administration.

Approval	0
Rejection	0
Abstention	0

- ii. to participate in all deliberations;
- iii. to vote on behalf of the undersigned on all items of the abovementioned agenda in accordance with the voting instructions as set forth above;
- iv. to sign all deeds, minutes and other documents relating to these meetings;
- v. to do everything which should appear necessary or useful for the implementation of this proxy,

with promise of ratification.

Done at on 2026.

Undersigned: _____

Name:
.....

Function:
(if applicable)

Name:
.....

Function:
(if applicable)