

PROXY
Extraordinary General Meeting
of April 15, 2020 (11.30 a.m.)

A copy of this form must be received at the latest on **April 9, 2020** by :

Proximus SA/NV of public law
 Mr. Dirk Lybaert, Secretary General
 Bd du Roi Albert II, 27 (26U)
 B - 1030 Brussels (Belgium)

The signed original proxy form must be given to the proxy holder. He/she will be required to present it to the company representatives on the day of the meeting to be admitted to the meeting.

The undersigned (name and first name/Name of the company):

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Domicile/Registered office:

.....

Owner of	<div style="border: 1px solid black; width: 100%; height: 50px; margin: 0 auto;"></div>	Dematerialized shares (1) Registered shares (1)	of Proximus SA/NV
	Quantity	(1) cross out what is not applicable	

Hereby appoints as proxyholder:

Name and first name:

.....

Residing at:

.....

In order to represent him/her as shareholder at the extraordinary general meeting of above mentioned company which will be held in the Proximus Lounge, rue Stroobants 51, 1140 Brussels, Belgium, on Wednesday April 15, 2020 at 11.30 a.m. with the following agenda:

1. Motion for a resolution: proposal to amend the bylaws (i) to bring them in line with the Belgian Code of Companies and Associations, as introduced by article 2 of the Act of 23 March 2019 introducing the Belgian Code of Companies and Associations and containing various provisions ("the Law"), and more specifically to align the bylaws with the relevant provisions and terminology of the Law, and (ii) to delete the expired authorisations to the Board of Directors within the framework of the authorised capital, and in the context of the acquisition or disposal of own shares if such acquisition or disposal is necessary to prevent an imminent serious prejudice for the Company, from the bylaws.

The new text of the bylaws was published on the Company's website (<https://www.proximus.com/investors/shareholders-meeting.html>) with the proposed track changes.

FOR	AGAINST	ABSTAIN
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2. Motion for a resolution: proposal to grant a power of attorney to each employee of the cooperative company with limited liability "*Berquin Notaries*", at 1000 Brussels, Lloyd Georgelaan 11, to draw up, sign and file the coordinated text of the bylaws of the Company with the clerk's office of the competent court.

FOR	AGAINST	ABSTAIN
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3. Motion for a resolution: proposal to authorise the execution of the decisions taken.

FOR	AGAINST	ABSTAIN
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4. Motion for a resolution: proposal to grant a power of attorney to complete the required formalities with the Crossroads Bank for Enterprises and the tax authorities.

FOR	AGAINST	ABSTAIN
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If you do not give specific voting instructions, you will be considered having instructed to vote in favour of the resolutions proposed by the Board of Directors of the company.

Done at, on, 2020.

Signature(s) :

Legal entities must specify the name, first name and title of the natural person(s) who signs this proxy form on their behalf.