

EXTRAORDINARY GENERAL MEETING

File: ES/SB/2110061

Repertory: 50.178

BELGACOM

société anonyme under public law,
at 1030 Brussels, Bd. du Roi Albert II 27
VAT (BE) 0202.239.951 – Brussels Register of Legal Entities

**MODIFICATIONS AUDIT & COMPLIANCE COMMITTEE AND
NOMINATION & REMUNERATION COMMITTEE**

--
CHANGE OF DATE ANNUAL SHAREHOLDERS' MEETING

--
**AMENDMENTS TO THE ARTICLES OF ASSOCIATION FOR
IMPLEMENTING OF THE EU DIRECTIVE 2007/36 OF 11 JULY 2007 ON THE
EXERCISE OF CERTAIN RIGHTS OF SHAREHOLDERS
(UNDER THE CONDITION PRECEDENT)**

--
POWERS

On this day, 13 April 2011,
At Rue Stroobants 51, 1140 Brussels
In the Belgacom Surf House,
Before Mr. **Eric SPRUYT**, Notary and Partner of the non-trading, limited liability
cooperative firm, "Berquin Notarissen," with its registered office at 11 Boulevard Lloyd
George, B-1000 Brussels and entered in the Brussels register of companies under the
number 0474.073.840,

WAS CONVENED

the Extraordinary General Meeting of Shareholders of '**BELGACOM**,' société
anonyme société anonyme de droit public (company limited by shares under public law),
with its registered office at Boulevard du Roi Albert II, 27, B-1030 Brussels.

IDENTIFICATION OF THE COMPANY

The company was established as an autonomous public-sector company, governed
by the Law of 19 July 1930 setting up the RTT (Régie des Téléphones et Télégraphes –
Belgian National Telephone and Telegraph Company), as amended by the Law of 21 March
1991 concerning the reorganization of certain public-sector commercial undertakings, the
Law of 12 December 1994 amending the Law of 21 March 1991 on the reorganization of
certain public-sector commercial undertakings and the Law of 17 June 1991 concerning the

organization of the public credit sector and the holding by the public sector of participating interests in certain private-sector financial corporations, and the Order in Council (Royal Decree) of 19 August 1992 approving the first RTT management contract. The Company was transformed into a société anonyme (limited liability company) under public law without putting an end to its legal personality, and its Articles of Association were established in the Order in Council of 16 December 1994, published in the Appendix to the Belgian Official Gazette (Belgisch Staatsblad/Moniteur Belge) of 22 December 1994.

The Articles of Association have been modified on several occasions, most recently via an act drawn up by the Brussels notary Mr. Eric Spruyt on 14 April 2010, published in the Appendix to the Belgian Official Gazette of 7 May 2010 under number 66238, approved by the Order in Council approving a change to BELGACOM's Articles of Association of 6 June 2010, and published in the Belgian Official Gazette of 11 June 2010 under number 1864.

The company is entered in the register of legal entities under number 0202.239.951.

OPENING OF THE MEETING AND COMPOSITION OF THE BUREAU

The meeting was opened at
under the chairmanship of Mr. **Theodoor Jacob Dilissen**, born in Wilrijk on 3 August 1953, residing at 1653 Beersel, 54 Dikkemeerweg, with national number 530803 41384, Chairman of the Board of Directors.

Composition of the bureau

- Mr. **Dirk Joris Lybaert**, born in Wilrijk, on 29 July 1960, residing at 2547 Lint, 81 Veldstraat, with national number 600729 31923, was appointed secretary of the meeting;

- Mrs. **Catherine Cécile De Dorlodot**, born in Namur on 28 October 1965, residing at 1950 Kraainem, avenue Baron Albert d'Huart 226, with national number 651028 08822, and

- Mr. **Johan Jozef Hubert Robeyns**, born in Leuven on 27 May 1968, residing in 3010 Leuven, 19 Platte Lostraat, with national number 680527 325 37, were appointed tellers.

VERIFICATIONS BY THE BUREAU - ATTENDANCE

The Chairman informed the meeting of the observations and verifications made by the bureau, during and following the participants' registration formalities with respect to the constitution of the meeting:

1. Convocation of the shareholders

The references of the notices convening the meeting that appeared in the *Belgian Official Gazette* and in the press were submitted to the bureau before the opening of the meeting. These will be filed in the company's archives. The bureau confirmed that the notices were published on the following dates:

- 18 March 2011 in the *Belgian Official Gazette*;
- 18 March 2011 in *De Tijd*
- 18 March 2011 in *L'Echo*.

The text of the notice convening the meeting, as well as the proxy forms, were made available to shareholders on the company's website (www.belgacom.be/investor) from 18 March 2011.

The bureau also noted, having seen the copy of the letters sent, that a notice convening the meeting had been sent via regular post to the registered shareholders, holders of registered bonds, directors and auditors on 18 March 2011.

2. Verification of the powers of those participating in the meeting

The acknowledgements of receipt of bearer shares and dematerialized shares, the documents attesting to the presence of the holders of registered shares and the proxy statements were submitted to the bureau for the purpose of ensuring that the rules for participating in the meeting are met. The original copies of these documents will be filed in the company's archives.

3. Attendance list

An attendance list was drawn up, containing the name and address or company name and registered address of all shareholders participating in the meeting in person or by proxy. The list was signed by all shareholders or shareholder proxies present. The original will remain appended to these minutes. The proxy statements will be filed in the company's archives.

4. Establishment of a quorum

The bureau noted, on the basis of the attendance list, that 195,225,663 of a total of 338,025,135 shares were represented. After deduction of own shares, the number of voting shares was: 321,544,822.

This means that the legal quorum of fifty percent plus one (50% + 1) share was exceeded. Consequently, the meeting could validly deliberate and decide on the agenda.

5. Third persons present at the meeting

In addition to the persons cited above, the following were also present at the meeting:

- some directors of the company;
- members of the company's Management Committee;
- the company's auditors;
- employees of the company and of firms hired by it, responsible for the meeting's logistics.

AGENDA

The Chairman reminded those present of the meeting's agenda:

1. Audit and Compliance Committee

Motion for a resolution: proposal to amend the articles of association, pursuant to the introduction of article 526bis in the Belgian Code of Companies by the law of 17 December 2008 creating an audit committee in listed companies and financial institutions.

Proposal to modify Article 18, section 3, subsection 2 and 3, of the Articles of Association as follows: replace "524(4)" by "526ter".

Proposal to modify Article 25, section 2, subsection 1, of the Articles of Association as follows:

After the words “The role of this Committee is”, insert the words “to perform the tasks laid down in Article 526bis of the Code of Companies and more specifically”.

Proposal to modify Article 25, section 2, subsection 2, of the Articles of Association as follows:

After the words “which must ensure that” insert the words “(i) the Committee is composed of non-executive Board Members and that (ii)”.

2. *Appointments and Remuneration Committee*

Motion for a resolution: proposal to amend the articles of association, pursuant to the introduction of article 526quater in the Belgian Code of Companies by the law of 23 April 2010 strengthening corporate governance for listed companies and state owned companies.

Proposal to modify Article 25, Section 2, Sub-section 3, of the Articles of Association as follows: After the words “the Appointments and Remuneration Committee is composed of” replace ”: (1) the Chairman of the Board of Directors; (2) two Independent Board members appointed in accordance with Article 18, Section 3 of these Articles of Association and chosen by the Board of Directors; and (3) a Board Member appointed in accordance with Article 18, Section 2, of these Articles of Association and chosen by the Board of Directors” by “minimum three and maximum five non-executive Directors, provided that the majority of the members of the Committee need to be independent Directors, appointed in accordance with Article 18, Section 3, of these Articles of Association. The Chairman of the Board of Directors is Chairman of the Committee.”

After the words “the Law of 21 March 1991” add the words “and in article 526quater of the Code of Companies”.

3. *Date general meeting*

Motion for a resolution: proposal to amend the articles of association in order to change the date of the Annual General Meeting from the second Wednesday in April to the third Wednesday in April.

Proposal to amend Article 32, Sub-section 1, of the Articles of Association as follows:

Replace the word “second” by the word “third”.

4. *Convening notice general meetings*

Motion for a resolution: proposal to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Proposal to amend Article 33 of the Articles of Association as follows:

Replace the existing text of the first sub-section by: “Notices convening the general meetings include the legal mentions of article 533bis of the Code of Companies and must be published at least 30 days before the meeting in the Belgian Official Gazette, in at least one French-language and one Dutch-language national newspaper and via media of which it can be reasonably assumed that they can provide an effective distribution of the information within the European economic area and which are accessible in a fast and non-discriminatory way.”

In the second sub-section replace the word “fifteen” by “thirty”.

After the fourth sub-section insert a new sub-section with the following text: “One or more shareholders, who hold together, at least 3 % of the Company’s share capital, can request to add items to be dealt with on the agenda of the general meeting and propose motions for resolutions related to items included or to be included on the agenda. Such requests must comply with the requirements of article 533ter of the Code of Companies. The items and motions for resolution that are included in the agenda pursuant to this clause, are only discussed if the concerned share of the Company’s share capital is registered according to Article 34 of these Articles of Association.”

5. Registration of shares and notification of participation to the general meeting

Motion for a resolution: proposal to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on to the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Proposal to amend Article 34 of the Articles of Association as follows:

Replace the existing text of the Article by:

“Registration of shares and notification of participation to the general meeting**Section 1**

The right to participate to a general meeting of the Company and to exercise the right to vote is only granted based on an accounting registration of the shares in the name of the shareholder, on the fourteenth day before the general meeting at 12 PM Belgian time, either by a recording of these shares in the register of shareholders of the Company, either by recording them on the accounts of a recognized account holder or settlement institution, either by presenting the bearer shares to a financial institution, irrespective of the number of shares the shareholder possesses on the day of the general meeting.

The day and hour mentioned in this section constitute the record date.

Section 2

The shareholder notifies the Company of his intention to participate to the general meeting, at the latest on the sixth day before the date of the meeting, in compliance with the formalities mentioned in the convening notice, and upon submission of the proof of

registration delivered to him by the financial intermediary, the recognized account holder or the settlement institution.

Section 3

In a register, established by the Board of Directors, for every shareholder who has indicated that he intends to participate to the general meeting, his name, address or registered office, the number of shares that he possessed on the record date and for which he intends to participate to the general meeting, as well as a description of the documents establishing that he owned the shares on the record date.”

6. *Representation at general meetings*

Motion for a resolution: proposal to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Proposal to amend Article 35, sub-section 2, of the Articles of Association as follows:

Replace the existing text of sub-section 2 by: “Any shareholder may issue a proxy – in writing or in electronic form - to another person, be it a shareholder or not, to represent him at the general meeting. The proxy must be signed by the shareholder. Such proxies must be filed at least six days before the meeting concerned.”

7. *Composition of the Bureau - minutes*

Motion for a resolution: proposal to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Proposal to modify Article 37 of the Articles of Association as follows:

Sub-section 1 becomes Section 1. Sub-section 2 becomes Section 2.

In Section 2, before the current text, add the following text: “For every decision the minutes record the number of shares for which valid votes are expressed, the percentage that these shares represent in the total share of capital, the total number of valid votes, and the number of votes in favor or against every decision, as well as the number of abstentions, if any.”

8. *Right to ask questions*

Motion for a resolution: proposal to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Proposal to include an Article 38 bis in the Articles of Association with the following text:

“Article 38bis – Right to ask questions

As soon as the notice convening the general meeting is published, the shareholders, who comply with the formalities of Article 34 of these Articles of Association, have the right to ask questions in writing to the Directors, with respect to their report or to the items on the agenda, and to the auditors with respect to their report. Such questions must be filed at least six days before the meeting concerned.

The shareholders can also ask oral questions during the meeting on the same subjects.”

9. *Voting by letter*

Motion for a resolution: proposal to amend the articles of association pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 related to the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of that law.

Proposal to modify Article 39bis, of the Articles of Association as follows:

Replace the existing text of sub-section 1 by: “All shareholders may vote by letter at any general meeting, using a form of which the model is determined by the Company and that contains the following information: (i) the name and address or registered office of the shareholder; (ii) the number of shares the shareholder will represent when voting; (iii) the form of the shares; (iv) the agenda of the meeting, including the motions for a resolution; (v) the deadline for the Company to receive the form for voting by correspondence; (vi) the signature of the shareholder; (vii) a clear indication, for each item on the agenda, of the way he exercises his right of vote or abstains. For the calculation of the quorum, only the forms that are received by the Company on the address mentioned in the invitation, at the latest the sixth day before the meeting, are taken into account.

In sub-section 3, after the words “organizers can control”, add the words “the capacity and the identity of the shareholder and”.

10. *Powers regarding items 1 to 9*

Motion for a resolution: proposal to grant all powers to the Secretary General, with the power of substitution, to ensure the coordination of the Articles of Association to reflect the resolutions above.

Proposal for a resolution: grant all powers to the Secretary General, with the power of substitution, to make available to the shareholders an unofficial coordinated version of the Articles of Association – including the amendments to the Articles of Association under condition precedent – on the website [www.belgacom.com].

VOTING MODALITIES

The Chairman then invited the shareholders to vote on each motion for a resolution appearing on the agenda.

He reminded those present that each share carries one voting right. He also stressed that only the shareholders and their representatives could participate in the vote.

The Chairman also reminded those present that:

- In order for the motion for a resolution regarding items 1 to 9 of this agenda to be validly approved, the shareholders attending the meeting in person or by proxy must represent at least one-half of the Company's share capital and the resolution must be approved with three-quarters of the votes (Article 558, Code of Companies).
- in order for the motion for a resolution regarding item 10 of this agenda to be validly approved, the shareholders attending the meeting in person or by proxy must represent at least one-half of the Company's share capital, and resolutions must be approved with a majority of 50% plus one of the vote, in accordance with the Commercial Companies Code.

The Chairman informed those present that voting would take place electronically.

Under Article 41(4) of the Law of 21 March 1991, any amendment to the Articles of Association comes into effect only following approval by the Crown, in a Royal Decree deliberated in the Council of Ministers.

QUESTIONS

The Chairman invited the participants to pose any questions they might have concerning the items on the agenda.

The Chairman then noted that the discussion was closed.

DELIBERATIONS - DECISIONS

The Chairman subsequently put each of the motions for a resolution on the agenda items to a vote by the shareholders.

FIRST DECISION - *Audit and Compliance Committee*

The Chairman submits to the meeting the motion to amend the articles of association, pursuant to the introduction of article 526bis in the Belgian Code of Companies by the law of 17 December 2008 creating an audit committee in listed companies and financial institutions.

Therefore the Chairman submits to the meeting the proposal:

- to modify Article 18, section 3, subsection 2 and 3, of the Articles of Association as follows: replace “524(4)” by “526ter”.
- to modify Article 25, section 2, subsection 1, of the Articles of Association as follows:

After the words “The role of this Committee is”, insert the words “to perform the tasks laid down in Article 526bis of the Code of Companies and more specifically”.

- to modify Article 25, section 2, subsection 2, of the Articles of Association as follows:

After the words “which must ensure that” insert the words “(i) the Committee is composed of non-executive Board Members and that (ii)”.

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,213,016
AGAINST	11,368
ABSTENTIONS	1,279

SECOND DECISION - *Appointments and Remuneration Committee*

The Chairman submits to the meeting the motion to amend the articles of association, pursuant to the introduction of article 526quater in the Belgian Code of Companies by the law of 23 April 2010 strengthening corporate governance for listed companies and state owned companies.

Therefore the Chairman submits to the meeting the proposal to modify Article 25, Section 2, Sub-section 3, of the Articles of Association as follows: After the words “the Appointments and Remuneration Committee is composed of” replace ”: (1) the Chairman of the Board of Directors; (2) two Independent Board members appointed in accordance with Article 18, Section 3 of these Articles of Association and chosen by the Board of Directors; and (3) a Board Member appointed in accordance with Article 18, Section 2, of these Articles of Association and chosen by the Board of Directors” by “minimum three and maximum five non-executive Directors, provided that the majority of the members of the Committee need to be independent Directors, appointed in accordance with Article 18, Section 3, of these Articles of Association. The Chairman of the Board of Directors is Chairman of the Committee.”

After the words “the Law of 21 March 1991” add the words “and in article 526quater of the Code of Companies”.

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,213,291
AGAINST	11,468
ABSTENTIONS	904

THIRD DECISION - *Date general meeting*

The Chairman submits to the meeting the motion to amend the articles of association in order to change the date of the Annual General Meeting from the second Wednesday in April to the third Wednesday in April.

Therefore the Chairman submits to the meeting the proposal to amend Article 32, Sub-section 1, of the Articles of Association as follows: replace the word “second” by the word “third”.

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,214,231
AGAINST	10,314
ABSTENTIONS	1,118

FOURTH DECISION - *Convening notice general meetings*

The Chairman submits to the meeting the motion to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Therefore the Chairman submits to the meeting the proposal to amend Article 33 of the Articles of Association as follows:

- Replace the existing text of the first sub-section by: “Notices convening the general meetings include the legal mentions of article 533bis of the Code of Companies and must be published at least 30 days before the meeting in the Belgian Official Gazette, in at least one French-language and one Dutch-language national newspaper and via media of which it can be reasonably assumed that they can provide an effective distribution of the information within the European economic area and which are accessible in a fast and non-discriminatory way.”

- In the second sub-section replace the word “fifteen” by “thirty”.

- After the fourth sub-section insert a new sub-section with the following text: “One or more shareholders, who hold together, at least 3 % of the Company’s share capital, can request to add items to be dealt with on the agenda of the general meeting and propose motions for resolutions related to items included or to be included on the agenda. Such requests must comply with the requirements of article 533ter of the Code of Companies. The items and motions for resolution that are included in the agenda pursuant to this clause, are only discussed if the concerned share of the Company’s share capital is registered according to Article 34 of these Articles of Association.”

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,215,813
AGAINST	9,030
ABSTENTIONS	820

FIFTH DECISION - *Registration of shares and notification of participation to the general meeting*

The Chairman submits to the meeting the motion to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on to the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Therefore the Chairman submits to the meeting the proposal to amend Article 34 of the Articles of Association as follows:

Replace the existing text of the Article by:

“Registration of shares and notification of participation to the general meeting

“Section 1

The right to participate to a general meeting of the Company and to exercise the right to vote is only granted based on an accounting registration of the shares in the name of the shareholder, on the fourteenth day before the general meeting at 12 PM Belgian time, either by a recording of these shares in the register of shareholders of the Company, either by recording them on the accounts of a recognized account holder or settlement institution, either by presenting the bearer shares to a financial institution, irrespective of the number of shares the shareholder possesses on the day of the general meeting.

The day and hour mentioned in this section constitute the record date.

Section 2

The shareholder notifies the Company of his intention to participate to the general meeting, at the latest on the sixth day before the date of the meeting, in compliance with the formalities mentioned in the convening notice, and upon submission of the proof of registration delivered to him by the financial intermediary, the recognized account holder or the settlement institution.

Section 3

In a register, established by the Board of Directors, for every shareholder who has indicated that he intends to participate to the general meeting, his name, address or registered office, the number of shares that he possessed on the record date and for which he intends to participate to the general meeting, as well as a description of the documents establishing that he owned the shares on the record date.”

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,215,714
AGAINST	9,031
ABSTENTIONS	918

SIXTH DECISION - *Representation at general meetings*

The Chairman submits to the meeting the motion to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Therefore the Chairman submits to the meeting the proposal to amend Article 35, sub-section 2, of the Articles of Association as follows:

Replace the existing text of sub-section 2 by: “Any shareholder may issue a proxy – in writing or in electronic form - to another person, be it a shareholder or not, to represent him at the general meeting. The proxy must be signed by the shareholder. Such proxies must be filed at least six days before the meeting concerned.”

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	194,994,899
AGAINST	37,130
ABSTENTIONS	40,094

ZEVENTH DECISION - *Composition of the Bureau - minutes*

The Chairman submits to the meeting the motion to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Therefore the Chairman submits to the meeting the proposal proposal to modify Article 37 of the Articles of Association as follows:

- Sub-section 1 becomes Section 1. Sub-section 2 becomes Section 2.
- In Section 2, before the current text, add the following text: “For every decision the minutes record the number of shares for which valid votes are expressed, the percentage that these shares represent in the total share of capital, the total number of valid votes, and the number of votes in favor or against every decision, as well as the number of abstentions, if any.”

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,215,719
AGAINST	9,040
ABSTENTIONS	904

EIGHTH DECISION - *Right to ask questions*

The Chairman submits to the meeting the motion to amend the articles of association, pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of such law.

Therefore the Chairman submits to the meeting the proposal to include an Article 38 bis in the Articles of Association with the following text:

“Article 38bis – Right to ask questions

As soon as the notice convening the general meeting is published, the shareholders, who comply with the formalities of Article 34 of these Articles of Association, have the right to ask questions in writing to the Directors, with respect to their report or to the items on the agenda, and to the auditors with respect to their report. Such questions must be filed at least six days before the meeting concerned.

The shareholders can also ask oral questions during the meeting on the same subjects.”

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,215,826
AGAINST	9,032
ABSTENTIONS	805

NINETH DECISION - *Voting by letter*

The Chairman submits to the meeting the motion to amend the articles of association pursuant to the possible adoption of a Belgian Law implementing the EU Directive 2007/36 of 11 July 2007 related to the exercise of certain rights of shareholders in listed companies, under the condition precedent of the adoption, the publication and the entering into force of that law.

Therefore the Chairman submits to the meeting the proposal to modify Article 39bis, of the Articles of Association as follows:

- Replace the existing text of sub-section 1 by: “All shareholders may vote by letter at any general meeting, using a form of which the model is determined by the Company and that contains the following information: (i) the name and address or registered office of the shareholder; (ii) the number of shares the shareholder will represent when voting; (iii) the form of the shares; (iv) the agenda of the meeting, including the motions for a resolution; (v) the deadline for the Company to receive the form for voting by correspondence; (vi) the signature of the shareholder; (vii) a clear indication, for each item on the agenda, of the way he exercises his right of vote or abstains. For the calculation of the quorum, only the forms that are received by the Company on the address mentioned in the invitation, at the latest the sixth day before the meeting, are taken into account.

- In sub-section 3, after the words “organizers can control”, add the words “the capacity and the identity of the shareholder and”.

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,215,815
AGAINST	9,030
ABSTENTIONS	818

TENTH DECISION

The Chairman submits to the meeting the motion to grant all powers to the Secretary General, with the power of substitution, to ensure the coordination of the Articles of Association to reflect the resolutions above.

Therefore the Chairman submits to the meeting the proposal to grant all powers to the Secretary General, with the power of substitution, to make available to the shareholders an unofficial coordinated version of the Articles of Association – including the amendments to the Articles of Association under condition precedent – on the website [www.belgacom.com].

Vote:

The motion is put to vote. It is adopted as indicated below:

FOR	195,215,627
AGAINST	9,232
ABSTENTIONS	804

A document generated by the electronic voting system and printed after the final vote, including how each shareholder voted, is countersigned by the members of the bureau and will be filed in the company's archives.

CLOSING OF THE MEETING

With no outstanding items on the agenda, the meeting is adjourned at

Rights to documents (statute book various rights and taxes)

The right amounts to EUR 95.

FOR WHICH THESE MINUTES

were drawn up at the location and date indicated above.

After having been read out aloud in their entirety, these minutes are signed by the members of the bureau, as well as by those shareholders and their representatives wishing to do so, and by the aforementioned notary.