

<p>VOTE BY MAIL</p> <p>Extraordinary Shareholders' Meeting</p> <p>of April 16, 2014 (11.00 a.m.)</p>
<p>To be returned by mail by April 10, 2014 at the latest to :</p> <p>Belgacom S.A./N.V. of public law</p> <p>Ms. Patricia Van de Wiele, Secretary General</p> <p>Bd du Roi Albert II, 27 (26U021)</p> <p>B - 1030 Brussels (Belgium)</p>

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

.....

Domicile / Registered Office

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.....

Owner of

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Quantity

Dematerialized Shares (1)
Registered Shares (1)

of Belgacom
S.A./N.V.

(1) cross out what is not applicable

votes by mail in the following way with respect to the extraordinary shareholders' meeting of the company, which will be held on Wednesday April 16, 2014 at 11.00 a.m.

My / Our vote on each of the proposed resolutions is as follows:

(please tick the appropriate boxes)

1. Authorized capital

Special report of the Board of Directors with respect to the renewal of the statutory power relating to the authorized capital, established pursuant to article 604 of the Company Code.

Motion for a resolution: proposal to renew the five-year term with respect to the statutory power of the Board of Directors to increase the company's share capital pursuant to Section 1 of Article 5 of the Articles of Association, as from the date of publication of the amendment to these Articles of Association approved by the general meeting of shareholders on 16 April 2014

Pursuant to this decision, proposal to modify Article 5, Section 2 of the Articles of Association as follows: replace "8 April 2009" by "16 April 2014".

FOR	
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AGAINST	
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ABSTAIN	
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2. Conferring power to the Board of Directors to increase capital in case of a public takeover bid

2.a. Motion for a resolution: proposal to renew the powers of the Board of Directors, for a period of three years starting from the day of this amendment to the Articles of Association by the General Meeting of 16 April 2014, to increase capital, in any and all forms, including a capital increase whereby the pre-emptive rights of shareholders are restricted or withdrawn, even after receipt by the Company of a notification from the FSMA of a takeover bid for the Company's shares. Where this is the case, however, the capital increase must comply with the additional terms and conditions laid down in Article 607 of the Company Code.

Pursuant to this decision, proposal to modify Article 5, Section 3, Sub-section 2 of the Articles of Association as follows: replace "14 April 2010" by "16 April 2014".

FOR		AGAINST		ABSTAIN	
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2.b. Motion for a resolution: proposal to modify the Articles of Association pursuant to the Royal Decree of 3 March 2011 implementing changes to the supervisory architecture for the financial sector.

Pursuant to this decision, proposal to modify Article 5, Section 3 of the Articles of Association as follows: replace the words "Belgian Banking, Finance and Insurance Commission" by the words "Financial Services and Markets Authority".

FOR		AGAINST		ABSTAIN	
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3. Form of the shares

Motion for a resolution: proposal to modify the Articles of Association pursuant to the law of 14 December 2005 regarding the abolition of bearer securities.

Pursuant to this decision, proposal to modify Article 10, Section 1 of the Articles of Association as follows:
Replacement of the existing text of Section 1 by:

"Shares of the Company are registered or dematerialized.

Under Article 60 (1)(2) of the Law of 21 March 1991, all shares representing share capital held by a public authority - as defined in Article 6, Section 2 of these Articles of Association - must be in registered form.

In accordance with Article 463 of the Company Code, a register of shareholders must be kept at the Company's registered office.

Dematerialized shares are held by being booked to an account, in the name of the owner or holder, with an authorized account holder or a clearing body."

FOR		AGAINST		ABSTAIN	
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4. Notifications in the event of the transfer of shares

Motion for a resolution: proposal to modify the Articles of Association pursuant to the Royal Decree of 3 March 2011 implementing changes to the supervisory architecture for the financial sector.

Pursuant to this decision, proposal to modify Article 11, Section 2 of the Articles of Association as follows: replace the words "Belgian Banking, Finance and Insurance Commission" by the words "Financial Services and Markets Authority".

FOR		AGAINST		ABSTAIN	
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5. Conferring power to the Board of Directors to acquire the company's own shares

Motion for a resolution: proposal to renew the power of the Board of Directors to acquire the maximum number of shares permitted by law, within a 5-year period, beginning on 16 April 2014. The price of such shares must not be higher than 5% above the highest closing price in the 30-day trading period preceding the transaction, and not be lower than 10% below the lowest closing price in the same 30-day trading period.

Proposal to amend Article 13, Section 2 of the Articles of Association as follows: replace "8 April 2009" by "16 April 2014".

FOR	
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AGAINST	
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ABSTAIN	
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6. Conferring power to the Board of Directors to acquire own shares in case of imminent and serious prejudice to the Company

Motion for a resolution: proposal to renew the powers of the Board of Directors to acquire or transfer the maximum number of shares permitted by law in case this acquisition or transfer is necessary for preventing any imminent and serious prejudice to the Company. This mandate is granted for a period of three years starting on the day of the publication of this amendment to the Articles of Association by the General Meeting of 16 April 2014.

Pursuant to this decision, proposal to modify Article 13, Section 4 of the Articles of Association as follows: replace "14 April 2010" by "16 April 2014".

FOR	
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AGAINST	
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ABSTAIN	
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7. Bonds and warrants

Motion for a resolution: proposal to modify the Articles of Association pursuant to the law of 14 December 2005 regarding the abolition of bearer securities.

Proposal to modify Article 14, last sentence of the Articles of Association as follows: replacement of the existing sentence by "These bonds and warrants will be issued in registered or dematerialized form".

FOR	
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AGAINST	
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ABSTAIN	
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8. Registration of shares and notification of participation in general meetings

Motion for a resolution: proposal to modify the Articles of Association pursuant to the law of 14 December 2005 regarding the abolition of bearer securities.

Proposal to modify Article 34 of the Articles of Association as follows:
 In Section 1, sentence 1 deleting the words "or by submitting the bearer shares to a financial intermediary,"
 In Section 2, deleting the words "the financial intermediary,".

FOR	
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AGAINST	
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ABSTAIN	
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9. Powers regarding items 1 through 8

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

FOR	
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AGAINST	
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ABSTAIN	
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9.b. Motion for a resolution: 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 on the website [www.belgacom.com].

FOR	
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AGAINST	
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ABSTAIN	
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Done at, on, 2014

Signature(s) :

Legal entities must specify the name, first name and title of the natural person(s) who signs this letter on their behalf. Owners of bearer shares or registered shares intending to vote by mail must also have completed the formalities described in the invitation.