Limited Liability Company
Registered offices:
De Gerlachekaai 20, 2000 Antwerpen
Enterprise number: 0860.402.767

VOTING BY MAIL FORM[1]
SPECIAL SHAREHOLDERS' MEETING
THURSDAY 8 OCTOBER 2026

This form is intended for holders of Belgian Shares of CMB.TECH NV (the "Company") who want to vote by mail and have not used the Lumi Connect platform to register (as stipulated in the convening notice – if you have registered via the Lumi Connect platform please use this platform to complete the advanced electronic vote form available on https://www.lumiconnect.com/en/events).

An original signed and completed form must be provided prior or at the latest on Friday 2 October 2026 to Euroclear Belgium, for the attention of Issuer Services, Koning Albert II-laan 1, 1210 Brussels: (copy to e-mail: ebe.issuer@euroclear.com (cc: shareholders@cmb.tech) or by fax: +32 2 337 54 46).

Holders of dematerialised Belgian Shares of the Company who want to vote by mail must also register for the shareholders' meeting, as described in the convening notice for the shareholders' meeting. Following the registration of their shares with their financial institution, the owners of dematerialized Belgian Shares (who have not used the Lumi Connect platform to register (as stipulated in the convening notice)) will receive a certificate stating the number of dematerialized shares registered in their name on the record date (i.e. Thursday 24 September 2026 at midnight (24:00 hours, Belgian time) ("Record date")).
The financial institution shall send the certificate directly to Euroclear Belgium, for the attention of Issuer Services, Koning Albert II-laan 1, 1210 Brussels (e-mail: ebe.issuer@euroclear.com / fax: +32 2 337 54 46) at the latest by Friday 2 October 2026 at 5:00 p.m. Belgian time (the "Notification deadline"). The Company shall determine the ownership of the shares at the Record Date on the basis of the certificate provided by the relevant financial institution to Euroclear Belgium.
In case of amendments to the agenda or of new resolution proposals, the Company will publish a revised agenda with, as the case may be, additional agenda items and additional draft resolutions.
This will be done no later than on the fifteenth calendar day prior to the shareholders' meeting, i.e. prior to or at the latest on Wednesday 23 September 2026. At that time, the Company will also make available amended forms for votes by mail. Votes by mail that reach the Company prior to the publication of the amended agenda remain valid for the agenda items to which the votes by mail apply, subject, however to the applicable law and the further clarifications set out in this form. In accordance with the Belgian Code on Companies and Associations, a vote via vote by mail for an agenda item in relation to which a new proposed resolution has been submitted by one or more shareholder(s) holding at least 3% of the share capital, shall not be taken into account.

[1] Capitalized terms which are not defined in this voting by mail form have the meaning set forth in the conditions of admission included in the convening notice.

The undersigned[2] ____

Residing at[3] ____

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Owner of:

□ ______________[4] Belgian Shares (registered shares)

□ ______________[4] Belgian Shares (dematerialised shares)

at the Record Date of the limited liability company CMB.TECH NV,

Hereby, irrevocably votes, as indicated hereafter on the items of the following agenda:

[2] Name and first names of the shareholder. In case the shareholder is a legal entity, also the name(s) and function(s) of the representative(s).
[3] Address or registered office of the shareholder.
[4] Number and nature of the owned shares.

Agenda of the special shareholders' meeting

1 Approvals of change of control clauses in credit agreements in accordance with Article 7:151 of the Belgian Code of Companies and Associations

a. Approval of the change of control clause in relation to facilities of up to USD 2,000,000,000 comprising (i) a term loan facility of up to USD 1,250,000,000 and (ii) a revolving credit facility of up to USD 750,000,000 in accordance with Article 7:151 of the Belgian Code of Companies and Associations

Proposed decision:

"The special shareholders' meeting approves and, to the extent necessary, ratifies in accordance with Article 7:151 of the Belgian Code of Companies and Associations, all provisions of the following financing agreement which provide for an early repayment, cancellation of commitments and/or other consequences in the event of a change of control over the Company:

The facilities agreement dated 8 May 2025 (as supplemented by the Accession Deed dated 19 June 2025 in relation to the Borrower, the Accession Deeds dated 27 June 2025, 25 July 2025, 25 July 2025, 5 August 2025, 6 August 2025, 7 August 2025, 8 August 2025, 11 August 2025, 12 August 2025, 12 August 2025, 12 August 2025, 14 August 2025, 15 August 2025 and 18 August 2025 in relation to the Owner Guarantors, a supplemental letter dated 14 August 2025, a side letter dated 11 December 2025, a supplemental letter dated 31 March 2026 and a supplemental agreement dated 30 June 2026, the "Facilities Agreement") entered into between (i) CMB.TECH Belgium NV as borrower (the "Borrower"), (ii) CMB.TECH NV as parent guarantor (the "Parent Guarantor"), and (iii) Nordea Bank Abp NUF (formerly known as Nordea Bank Abp, filial i Norge), BNP Paribas Fortis SA/NV, Citibank N.A., Jersey Branch, Crédit Agricole Corporate and Investment Bank, Société Générale, Danske Bank A/S NUF, DNB (UK) Limited, KBC Bank NV, ING Bank N.V., Skandinaviska Enskilda Banken AB (publ) and Standard Chartered Bank (Hong Kong) Limited as lenders (the "Lenders"), pursuant to which the Lenders have made available to the Borrower facilities in an aggregate amount of up to USD 2,000,000,000, comprising (i) a term loan facility of up to USD 1,250,000,000 and (ii) a revolving credit facility of up to USD 750,000,000."

Vote:

If no choice is indicated, the mandatary will vote as recommended by the supervisory board.

For / Against / Abstention

b. Approval of the change of control clause in relation to the EUR 150,000,000 Revolving Credit Facility Agreement in accordance with Article 7:151 of the Belgian Code of Companies and Associations

Proposed decision:

"*The special shareholders' meeting approves and, to the extent necessary, ratifies in accordance with Article 7:151 of the Belgian Code of Companies and Associations, all provisions of the following credit agreement which provides for a mandatory prepayment and/or cancellation in case of a change of control over the Company:*

The revolving credit facility agreement dated 19 December 2025 (the "Facilities Agreement") entered into by (i) CMB.TECH NV (the "Borrower"), and (ii) KBC Bank NV, Société Générale Brussels Branch, ING Belgium SA/NV, BNP Paribas Fortis SA/NV, Crédit Agricole Corporate and Investment Bank, Belfius Bank SA/NV and Skandinaviska Enskilda Banken AB (PUBL), (the "Original Lenders"), pursuant to which the Original Lenders agree to make available to the Borrower a revolving credit facility of up to EUR 150,000,000."

Vote:

If no choice is indicated, the mandatary will vote as recommended by the supervisory board.

For / Against / Abstention

c. Approval of the change of control clause in relation to the USD 129,750,000 Loan Agreement in accordance with Article 7:151 of the Belgian Code of Companies and Associations

Proposed decision:

"The special shareholders' meeting approves and, to the extent necessary, ratifies in accordance with Article 7:151 of the Belgian Code of Companies and Associations, all provisions of the following agreement which provides for a mandatory prepayment and/or cancellation in case of a change of control over the Company:

The USD 129,750,000 Loan Agreement dated 22 July 2024 (as amended by a Side Letter dated 2 August 2024 and a Side Letter dated 13 August 2024, the "Loan Agreement") entered into between (i) CMB.TECH NV (the "Company") as borrower, and (ii) DNB Bank ASA, London Branch, DNB (UK) Limited, The Export-Import Bank of Korea and Kexim Asia Limited as lenders (the "Lenders"), pursuant to which the Lenders have made available to the Company a secured loan in an aggregate principal amount of USD 129,750,000."

Vote:

If no choice is indicated, the mandatary will vote as recommended by the supervisory board.

For / Against / Abstention

2 Shareholder distribution of an intermediary dividend of gross USD 0.21 per share

Proposed decision:

"The special shareholders' meeting approves the distribution of an intermediary dividend for a gross amount of USD 0.21 per share, to be paid out of the result carried forward of the Company and authorises the supervisory board to set the date on which it becomes payable. For the avoidance of doubt, treasury shares are not entitled to such shareholders distribution."

Vote:

If no choice is indicated, the mandatary will vote as recommended by the supervisory board.

For / Against / Abstention

3 Shareholder distribution of USD 0.43 per share out of the available share premium

Proposed decision:

"The special shareholders' meeting approves a distribution to the shareholders out of the available share premium (which has been made available following the decision of the extraordinary shareholders' meeting on 10 November 2021) of USD 0.43 per share.

The decisions concerning the payment of the above share premium distribution, including the determination of the payment date as well as all other formalities, are delegated to the supervisory board. For the avoidance of doubt, treasury shares are not entitled to such shareholders distribution."

Vote:

If no choice is indicated, the mandatary will vote as recommended by the supervisory board.

For / Against / Abstention

4 Shareholder distribution of minimum USD 50,000,000 and maximum USD 250,000,000 out of the available share premium

Proposed decision:

"The special shareholders' meeting resolves to approve a distribution to the shareholders of a gross amount of minimum USD 50,000,000 and maximum USD 250,000,000 out of the available share

premium (which has been made available following the decision of the extraordinary shareholders' meeting on 10 November 2021).

The special shareholders' meeting grants the supervisory board the authority to determine (i) within the above range, the exact amount to be distributed, (ii) the number of instalments in which the distribution will occur, (iii) the payment date (or dates in case of multiple instalments), and (iv) all other modalities and formalities relating to the execution of the distribution. In determining the exact amount to be distributed in each instalment, the supervisory board shall take into account such factors as it considers relevant, including the Company's financial results for the quarter preceding the quarter in which the relevant instalment is paid (i.e. Q3 2026 for instalments paid in Q4 2026 and Q4 2026 for instalments paid in Q1 2027), its liquidity position and its capital requirements at the time of determination. This authority shall expire on 31 March 2027, and all payments pursuant to this resolution shall be made no later than 30 June 2027."

Vote:

If no choice is indicated, the mandatary will vote as recommended by the supervisory board.

For / Against / Abstention

5 Proxy Crossroads Bank for Enterprises, counters for enterprises, registers of the enterprise court, administrative agencies and fiscal administrations

Proposed decision:

"The special shareholders' meeting decides to grant authority to Mr. Peter Laurijssen, Mr. Tim De Vlieger, Ms. Sanae Aiau, Ms. Salima Ibragimova, Ms. Lisa Pellemans, Ms. Jaïna Nsavye as well as any other duly authorised representative or employee of the Company, to act alone with power to substitute, to fulfil all necessary formalities with the Crossroads Bank for Enterprises, counters for enterprises, registers of the enterprise courts, administrative agencies and fiscal administrations with respect to the decisions taken at the present meeting."

Vote:

If no choice is indicated, the mandatary will vote as recommended by the supervisory board.

For / Against / Abstention

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The aforementioned votes apply to the shareholders' meeting that will be held on Thursday 8 October 2026. In case the aforementioned shareholders' meeting would be postponed or suspended, the aforementioned votes will also apply to the shareholders' meeting(s) that would be held having the same agenda:

- ☐ yes
- ☐ no

Please tick the appropriate box. In the absence of an instruction, or if, for whatever reason, there is a lack of clarity with regard to the instruction given, the Undersigned will be deemed to have selected "yes".
Please note that in order to apply for such subsequent meeting(s), the holders of shares must again register for such meeting(s).

In case of amendments during the meeting to a proposed resolution or in case of a new proposed resolution:[5]

- ☐ the Undersigned votes for the amended or new proposed resolution
- ☐ the Undersigned votes against the amended or new proposed resolution
- ☐ the Undersigned abstains from the vote on the amended or new proposed resolution

This voting letter shall also serve as notification within the meaning of article 7:134, §2, lid 3 of the Belgian Code of Companies and Associations for the shareholders' meeting of the Company of Thursday 8 October 2026.

Done at on 2026

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[signature]

[5] *Please complete as appropriate. The absence of an instruction shall be counted as an instruction to vote* as *recommended by the Supervisory Board.*