Colruyt Group NV
Limited liability company
Registered office: Edingensesteenweg 196
1500 Halle
VAT number BE 0400.378.485
RPR/RPM Brussels, Dutch-speaking division
(Hereinafter also referred to as the “Company”)

The shareholders are invited to attend an Extraordinary General Meeting of Colruyt Group NV, to be held on **8 October 2026** at **10 a.m.** at the registered office of Colruyt Group NV in 1500 Halle, Edingensesteenweg 196.

The meeting will be an exclusively in-person meeting. Alternatively, those who wish can exercise their rights by proxy.

Agenda:

I. Increase of capital with public issue reserved for the employees, by virtue of article 7:204 of the Belgian Code on Companies and Associations

1. Acknowledgement of the report of the board of directors of Colruyt Group NV (hereinafter the “Board of Directors”) of 11 June 2026 in accordance with the articles 7:179 and 7:191 of the Belgian Code on Companies and Associations (hereinafter the “BCCA”), setting out the purpose of and justification for the proposal for an increase of capital in cash with the waiver of the pre-emptive rights of the shareholders in the company's interest, for the benefit of the employees of Colruyt Group NV who fulfil the criteria defined in the said report.

   Acknowledgement of the report of Ernst & Young Bedrijfsrevisoren BV, represented by Ms Eef Naesens, statutory auditor of Colruyt Group NV, drawn up on 24 August 2026 in accordance with articles 7:179 and 7:191 of the BCCA (for information purposes).

2. Proposal for the issue of a maximum of 1.000.000 new registered shares with no stated face value and on the terms defined in the aforementioned report of the Board of Directors.

   Proposed resolution: to approve the issue of a maximum of 1.000.000 new registered shares with no stated face value.

3. Determination of the issue price

   Proposal for the determination of the issue price based on the average stock exchange price of ordinary Colruyt shares during a period of 30 days prior to the Extraordinary General Meeting which is to decide on this issue, to which a maximum discount of 20% may be applied.

Proposed resolution: to approve the determination of the issue price according to the criteria specified above.

4. Proposal for the withdrawal in the company's interest of the pre-emptive right to subscribe to these shares, granted to the shareholders in accordance with article 7:191 and onwards of the BCCA, in favour of the employees as provided for above.

   Proposed resolution: to approve the withdrawal of the pre-emptive right as specified above.

5. Increase of the capital

   Proposal for the increase of the capital in favour of the employees of Colruyt Group NV pursuant to article 7:204 of the BCCA, subject to the suspensive condition of subscription, by issue of the aforementioned new shares on the terms specified above and at the issue price decided by the Extraordinary General Meeting.

   Proposal for the setting of the maximum amount by which the capital can be increased following subscription, by multiplication of the issue price of the new shares set by the Extraordinary General Meeting, by a maximum number of new shares to be issued. The right to subscribe to the new shares is reserved for the employees of Colruyt Group NV and its affiliated companies, as specified above.

   The capital shall only be increased in the event of subscription and by the amount of such subscription, whereby, in the event that the number of subscriptions exceeds the maximum number of new shares to be issued set, an allocation shall take place, allowing, in the first place, for the possibility of obtaining the maximum tax benefit per employee, and providing, in a further stage, for a pro rata reduction to be applied according to the number of subscriptions per employee.

   Proposed resolution: to approve the increase of the capital on the terms set out above.

6. Subscription period

   Proposal that subscriptions shall open on 21 October 2026 and close on 20 November 2026.

   Proposed resolution: to approve the opening of subscriptions on 21 October 2026 and closure on 20 November 2026.

7. Granting of powers to the Board of Directors

   Proposal for the granting of powers to the Board of Directors to determine the issue price on the terms set out in point 3 above, approve the documentation relating to the offer, receive applications for subscription, request and receive contributions, establish the number of subscriptions at the end of the subscription period as well as the amount invested, determine the amount of the increase of capital accordingly within the maximum set by the Extraordinary General Meeting, realise the increase of capital within the same limit, its paying up in cash, and the resultant change in the amount of the capital and the number of shares mentioned in the current article 5 “Capital and number of securities issued” of the articles of association of Colruyt Group NV recorded by a notary, and implement the resolutions of the Extraordinary General Meeting with respect to all of these actions, determine all terms insofar as they are set by the Extraordinary General Meeting, enter into all agreements and, in general, take all steps necessary to this end.

Proposed resolution: to approve the granting of powers to the Board of Directors for the aforementioned actions.

II. Renewal of various authorisations

1. Proposal for the authorisation of the Board of Directors to acquire and take as security treasury shares, related profit-sharing certificates or depositary receipts in the event that this is necessary to avoid imminent serious harm for the Company, for a period of three years as from the publication of the authorisation. This authorisation is valid for the Board of Directors of the Company, the subsidiaries of the Company and any third party acting in his own name but on behalf of those companies.

   Proposal to replace the text of the new article 13.B. of the articles of association as follows:

   > *“The Board of Directors is authorised to acquire treasury shares, related profit-sharing certificates or depositary receipts when such acquisition or taking as security is necessary to avoid imminent serious harm for the company. In this case, no price limits need to be observed. This authorisation is granted for a period of three years as of the publication of this authorisation granted on 8 October 2026.*
   >
   > *This authorisation may be renewed by the General Meeting for a maximum period of three years in accordance with the requirements for a quorum and a majority with respect to an amendment to the articles of association.*
   >
   > *This authorisation and the stipulations in the second paragraph of article 13 are valid for the Board of Directors of the company, the direct and, where necessary, indirect subsidiaries of the company, and, where necessary, any third party acting in his own name but on behalf of those companies.”*

   Proposed resolution: to approve article 13.B. of the articles of association amended as stipulated above.

2. Proposal to authorise the Board of Directors to sell treasury shares, related profit sharing certificates or depositary receipts to avoid serious and imminent harm for the Company, for a period of three years as from the publication of the authorisation. This authorisation is valid for the Board of Directors of the Company, the subsidiaries of the Company and any third party acting in his own name but on behalf of those companies.

Proposal to replace the text of the new article 14.B. of the articles of association as follows:

> *"The Board of Directors is authorised to sell treasury shares, related profit-sharing certificates or depositary receipts to avoid imminent serious harm for the company. This authorisation is granted for a period of three years as of the publication of this authorisation granted on 8 October 2026.*
>
> *This authorisation may be renewed by the General Meeting for a maximum period of three years in accordance with the requirements for a quorum and a majority with respect to an amendment to the articles of association.*
>
> *This authorisation and the stipulations in the second paragraph of article 14 are valid for the Board of Directors of the company, the direct and, where necessary, indirect subsidiaries of the company, and, where necessary, any third party acting in his own name but on behalf of those companies."*

Proposed resolution: to approve article 14.B. of the articles of association amended as stipulated above.

III. Authorisation to the Board of Directors of Colruyt Group NV

Proposal for the authorisation of the Board of Directors of Colruyt Group NV to implement the decisions of the Extraordinary General Meeting and to take all necessary steps to this end.

Proposed resolution: to approve the aforementioned authorisation.

In order to attend this Extraordinary General Meeting or to be represented at it, the shareholders must comply with the provisions of article 27 and following of the articles of association of Colruyt Group NV.

Participation

Shareholders will be admitted to the Extraordinary General Meeting and be able to exercise their right to vote only if the following two cumulative conditions are met:

1st condition: shareholders wishing to participate in the Extraordinary General Meeting must hold the number of shares with which they intend to participate in the meeting. To this end, shareholders must have their shares registered in the books on **24 September 2026 at midnight** (**registration date**) at the latest. Registration is done either by registration of the registered shares with Colruyt Group NV, or in conformity with article 7:134, § 2 of the BCCA by registration of dematerialised shares on an account with a certified account holder or settlement institution that will draw up a registration certificate.

2nd condition: furthermore, these shareholders must **confirm** in writing that they wish to **participate in** the Extraordinary General Meeting by **2 October 2026** at the latest. On **2 October 2026** at the latest, Colruyt Group NV must receive proof that the shareholders wishing to participate in the Extraordinary General Meeting, held the number of shares with which they intend to participate in the meeting. For their registered shares, shareholders can send the confirmation to the registered office of Colruyt Group NV (for the attention of the secretariat of the Board of Directors) or by email to heidy.vanrossem@colruytgroup.com.

Holders of dematerialised shares can deposit this confirmation as well as the above-mentioned registration certificate by **2 October 2026** at the latest at the registered office of Colruyt Group NV (for the attention of the secretariat of the Board of Directors) or by email to heidy.vanrossem@colruytgroup.com, or at the different registered offices, branches and agencies of:

BNP Paribas Fortis Bank (Principal paying agent).

Proxies

The designation of a proxy holder and the notification of this designation to Colruyt Group NV must be done in writing by **2 October 2026** at the latest. To this end, a model of the proxy that is available at the registered office and on the website of the Colruyt Group NV should be used. Notification can be given on paper or electronically as described in the 2nd condition above.

The above formalities regarding the registration date also apply to shareholders participating by proxy.

The appointed proxy holder need not necessarily be a shareholder of Colruyt Group NV. If Colruyt Group NV or one of its branches, mandataries or employees is designated as a proxy holder, clear voting instructions must be given for the proxy forms to be considered valid.

Right to add items to the agenda and submit new proposed resolutions.

In accordance with article 7:130 of the BCCA, one or more shareholders who together represent at least 3% of the capital of Colruyt Group NV, can have items added to the agenda of the Extraordinary General Meeting and submit proposed resolutions until **16 September 2026** at the latest. Colruyt Group NV will in that case publish an amended agenda on **23 September 2026** at the latest.

Right to ask questions

In accordance with article 7:139 of the BCCA, shareholders who comply with the admittance conditions are entitled to ask questions regarding the items on the agenda to the directors and the statutory auditor of Colruyt Group NV in writing prior to the Extraordinary General Meeting.

These questions can be addressed by letter to the registered office of Colruyt Group NV (for the attention of the secretariat of the Board of Directors) or by email to heidy.vanrossem@colruytgroup.com until **2 October 2026** at the latest. The questions will only be answered if the shareholder has observed the registration and confirmation procedure for the Extraordinary General Meeting specified above.

Availability of the documents

This notice convening the meeting, the proxy form, the reports of the Board of Directors and the report of the statutory auditor will be available on the website of Colruyt Group NV 30 days before the Extraordinary General Meeting.
(https://www.colruytgroup.com/en/invest/stakeholder-information/general-meetings)

Protection of personal data

Colruyt Group NV is responsible for the processing of personal data which it receives from shareholders and proxy holders within the context of the Extraordinary General Meeting; for information regarding the processing of these data, it refers to its Data protection and privacy policy", which can be consulted at the bottom of the website of Colruyt Group NV (colruytgroup.com).

On behalf of the Board of Directors,