

KBC Group
Naamloze Vennootschap (company with limited liability)
Havenlaan 2 – 1080 Brussels
VAT No. BE 0403.227.515 – Brussels RLP

Annual General Meeting of Shareholders held on **Thursday 7 May 2026**
at the registered office located at Havenlaan 2, 1080 Brussels

MINUTES

The Meeting was opened at 10 a.m. under the Chairmanship of Mr Koenraad Debackere, Chairman of the Board of Directors.

The official language of the meeting is Dutch. Simultaneous interpretation into English and French is provided.

The Chairman explained that shareholders can only participate in person in the Annual General Meeting. A number of shareholders has made use of the opportunity to cast their votes in writing prior to the meeting.

The Chairman further announced that the meeting would be recorded and published on the website of KBC Groep.

The Chairman appoints Mr Wilfried KUPERS as secretary of the Meeting. Ms Christel HAVERANS and Mr Steven WITTEMANS were appointed as tellers. Together with the Chairman of the meeting, these persons were the Officers of the Meeting.

A convening notice was sent on 1 April 2026 to all registered shareholders and to the statutory auditor by ordinary letter or by e-mail. A convening notice had likewise been sent to the directors on 1 April 2026 by means of a letter sent via an electronic means of communication that the company, with the consent of the Board of Directors, uses for the distribution of documents to its directors.

These convening notices included the company financial statements as at 31 December 2025, the auditor's report on the company financial statements, the Annual Report 2025 including the consolidated sustainability information and the assurance report thereon, as well as the remuneration policy thereon, as annexes.

The convening notices were also published on the company's website (www.kbc.com) as from 1 April 2026, together with all information that must be made available to shareholders on the website pursuant to the law.

Finally, the convening notices were published via the media and on the website of Euronext.

The Officers duly confirmed that the Annual General Meeting has been properly convened.

In addition, the Chairman stated that, pursuant to the Royal Decree of 27 November 1973 regulating the economic and financial information to be provided to works councils, the management provided the required annual information to the Works Council on 20 April 2026.

The following documents were tabled:

1. the text of the convening notice that was sent to the registered shareholders, the directors and the statutory auditor;
2. the attendance list.

These documents were initialled and signed respectively by the Officers. They would be kept with the proxy and voting forms, together with the minutes of this meeting.

The capital was represented by 417,662,783 shares of no nominal value, of which 20,980,864 shares are held by KBC Group NV and its subsidiaries (with the attached voting rights duly suspended).

Based on the entries recorded on the attendance roster, it was ascertained that the holders of 334 619 772 shares carrying voting rights would take part in this Annual General Meeting, i.e. representing 80,12% of the capital.

In addition, a number of directors, members of the press and employees of the company attend the Annual General Meeting without being able to participate in the voting.

Mr Kenneth Vermeire, representative of the company's auditor, attended the meeting in person.

The Meeting was therefore duly constituted.

The Chairman went through the agenda.

Mr Johan Thijs presented the combined annual report of the Board of Directors and the company and the consolidated financial statements for financial year 2025 via a video recording. He spoke about the results and strategy of the KBC group and its achievements in 2025.

As Chairman of the Remuneration Committee, the Chairman presented the remuneration report via a video recording. He explained the remuneration of the non-executive directors and the members of the Executive Committee.

The shareholders are invited to ask questions. The secretary explained how the IML connector was used as a microphone.

Four shareholders have submitted written questions. The written questions and the answers were published on the website of KBC (www.kbc.com) on 6 May 2026.

In response to questions from shareholders present in the room, further explanations are provided on the following topics:

1. A shareholder asks to stop the reference on the KBC website to the 'don't mow May' campaign.
2. A shareholder questions the proposed dividend.
3. A shareholder asks for further clarification on some of the answers provided to his pre-arranged written questions.
4. A shareholder addresses a whole series of questions to both the board of directors and the auditor of KBC Group in connection with alleged deficiencies in the internal control of K&H Bank (KBC Bank's Hungarian subsidiary bank) over the last 10 years, as well as enquiries about information on the internal control approach allegedly absent from KBC Group's annual report.
5. Another shareholder asks about (i) KBC Group's future growth opportunities (ii) the costs associated with some of KBC's investment products and (iii) the method of payment of the extraordinary bonus for staff.
6. A final shareholder considers that some statements made by the shareholder mentioned under 4 are inadmissible.

The Chairman announced that voting would take place.

Resolutions were adopted by a simple majority of votes.

The equipment and procedures used for this purpose had been thoroughly tested beforehand under the supervision of the ICT Audit team from Corporate Audit, which confirmed the proper functioning and integrity of the system. The ICT Audit team also supervised the voting during the meeting.

Votes cast by shareholders who had either informed the company in advance of their voting intentions or who had voted in writing prior to the Meeting, had already been entered in the electronic voting system's database.

They were automatically added to the votes cast during the Annual General Meeting itself. In doing so, KBC Group NV also took due consideration of the specific voting instructions received in valid proxy forms in which it was the proxy.

The results of the votes are included in these minutes. The exact totals of all votes cast as well as, for each resolution passed, the percentage represented by the validly cast votes in the total capital of the company, are appended in an annex to these minutes. The annex constitutes an integral part of these minutes.

The Chairman then gave the floor to the Secretary, who – using an image projected on the screen – succinctly explained how the LUMI Connect platform worked.

The Chairman went through the first three items on the agenda. He referred to the information provided earlier on the combined annual report of the Board of Directors and the company and the consolidated annual financial statements. He discussed the auditor's audit reports referred to in the second agenda item and the assurance report on the consolidated sustainability information referred to in the third agenda item.

He thus determined that the Annual General Meeting had taken cognisance of:

- the combined annual report of the Board of Directors;
- the consolidated annual financial statements;
- the reports by the statutory auditor; and
- the assurance report on the consolidated sustainability information.

The Chairman informed shareholders that the European Central Bank (ECB) had now approved the proposal to appoint the new director to be proposed to the Annual Meeting today.

The Meeting subsequently passed the following resolutions:

1. FIRST DECISION:

Resolution to approve the company annual accounts of KBC Group NV for the financial year ending on 31 December 2025, including the following appropriation of the results:

- a) 3 283 704.14 euros in the form of a profit bonus for employees, of which:
 - 2 808 456.14 euros in the form of a categorised profit bonus, as set out in the collective labour agreement of 20 December 2024 concerning the categorised profit bonus for financial year 2025;
 - 475 248.00 euros in the form of an identical profit bonus. This bonus of 750 euros will be granted to all employees, regardless of any seniority requirement. This sum will be prorated based on the date on which employment started or ended (with exception of employees who have been dismissed for just cause or either were out of service on 1 February 2026 and therefore do not receive the bonus), on the employment percentage and on any equivalent or other grounds for suspension in financial year 2025, as stipulated for these prorating rules in the collective labour agreement of 20 December 2024 concerning the categorized profit bonus for financial year 2025.

- b) 2 022 959 364.00 euros to be allocated as a gross dividend, i.e. a gross dividend of 5.10 euros per share.*

(*). Further to payment of an interim dividend of 1.00 euro, the balance of gross dividend remaining to be paid is 1 626 396 036.00 euros, i.e. a gross dividend of 4.10 euros per dividend entitled share.

The dividend payment date is 20 May 2026.

This decision implies that the meeting agrees that the profit balance to be appropriated of EUR 8,690,087,359.61 is distributed as follows:

Profit to be appropriated for the financial year	848.634.663,19
Profit carried forward from the previous financial year	7.841.452.696,42
Profit balance to be appropriated	8.690.087.359,61
Addition to equity	41.639,83
- to the legal reserve	41.639,83
- to the other reserves	0,00
Result to be carried forward	6.663.802.651,64
Distributable profit	2.026.243.068,14
- remuneration of capital	2.022.959.364,00
- directors	0,00
- profit bonus for employees	3.283.704,14

The agenda item is adopted with a majority of %	99,71	%
The agenda item is rejected with a majority of %		%

2. SECOND DECISION

Resolution to approve the remuneration report of KBC Group NV for the financial year ending on 31 December 2025, as included in the combined annual report of the Board of Directors of KBC Group NV referred to under item 1 of this agenda.

The agenda item is adopted with a majority of %	84,03	%
The agenda item is rejected with a majority of %		%

3. THIRD DECISION

Resolution to approve the remuneration policy of KBC Groep NV that is made available as a separate document on www.kbc.com.

The agenda item is adopted with a majority of %	68,19	%
The agenda item is rejected with a majority of %		%

4. FOURTH DECISION

Resolution to grant discharge to the directors of KBC Groep NV for the performance of their mandate during the financial year 2025.

The agenda item is adopted with a majority of %	93,43	%
The agenda item is rejected with a majority of %		%

5. FIFTH DECISION

Granting of discharge to the statutory auditor of KBC Groep NV for the performance of his mandate during the financial year 2025.

The agenda item is adopted with a majority of %	97,91	%
The agenda item is rejected with a majority of %		%

6. SIXTH DECISION

Statutory appointments:

- Resolution to appoint Ms Elisa Vlerick as director, for a period of four years, i.e. until after the end of the annual general meeting of 2030, replacing Mr Philippe Vlerick, whose mandate expires after the Annual General Meeting.

The agenda item is adopted with a majority of %	63,74	%
The agenda item is rejected with a majority of %		%

- Resolution to reappoint Ms Alicia Reyes Revuelta as director, for a period of four years, i.e. until after the end of the annual general meeting of 2030.

The agenda item is adopted with a majority of %	86,38	%
The agenda item is rejected with a majority of %		%

- Resolution to reappoint Ms Christine Van Rijseghem as director, for a period of four years, i.e. until after the end of the annual general meeting of 2030.

The agenda item is adopted with a majority of %	78,98	%
The agenda item is rejected with a majority of %		%

7. SEVENTH DECISION

Resolution to grant the Board of Directors of KBC Group NV authorisation for a period of four years from the date of publication of this resolution, to acquire up to 10% of the shares of KBC Group NV on Euronext Brussels or other regulated market, for a price per share not exceeding the last closing price on Euronext Brussels prior to the date of acquisition, plus 10%, and not lower than 1 euro.

The agenda item is adopted with a majority of %	98,07	%
The agenda item is rejected with a majority of %		%

In witness whereof these minutes were drawn up.

The Secretary went through the minutes, which were signed by the Officers and by KBC Group NV.

The Meeting ended at 13:27.

The secretary

W. Kupers

the Chairman

K. Debackere

the Tellers

C. Haverans and S. Wittemans

KBC Groep NV

Wilfried Kupers

Johan Thijs

+ signature shareholder Jonas Delsaert)

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Voorstel tot goedkeuring van de vennootschappelijke jaarrekening van KBC Groep NV over het boekjaar afgesloten op 31 december 2025

Proposition d'approbation des comptes annuels non consolidés de KBC Groupe SA relatifs à l'exercice clôturé au 31 décembre 2025

Resolution to approve the company annual accounts of KBC Group NV for the financial year ending on 31 December 2025

Voor	333.484.152	99,71%
Tegen	981.917	0,29%
Onthouding	148.352	
Total amount of votes received	334.614.421	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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Voorstel tot goedkeuring van het remuneratieverslag van KBC Groep NV over het boekjaar afgesloten op 31 december 2025, zoals opgenomen in het in punt 1 van deze agenda vermelde gecombineerde jaarverslag van de Raad van Bestuur van KBC Groep NV

Proposition d'approbation du rapport de rémunération de KBC Groupe SA pour l'exercice clôturé au 31 décembre 2025, tel que repris dans le rapport annuel combiné du Conseil d'administration de KBC Groupe SA mentionné au point 1 de cet ordre du jour

Resolution to approve the remuneration report of KBC Group NV for the financial year ending on 31 December 2025, as included in the combined annual report of the Board of Directors of KBC Group NV referred to under item 1 of this agenda

Voor	278.741.494	84,03%
Tegen	52.969.030	15,97%
Onthouding	2.903.697	
Total amount of votes received	334.614.221	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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Voorstel tot goedkeuring van het remuneratiebeleid van KBC Groep NV dat als een apart document wordt ter beschikking gesteld op www.kbc.com

Proposition d'approbation de la politique de rémunération de KBC Groupe SA, qui sera disponible comme document séparé sur le site www.kbc.com

Resolution to approve the remuneration policy of KBC Group NV, details of which are made available as a separate document at www.kbc.com

Voor	228.159.999	68,19%
Tegen	106.454.007	31,81%
Onthouding	215	
Total amount of votes received	334.614.221	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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Voorstel tot het verlenen van kwijting aan de bestuurders van KBC Groep NV voor de vervulling van hun mandaat over het boekjaar 2025

Proposition de donner décharge aux administrateurs de KBC Groupe SA pour leur mandat exercé pendant l'exercice 2025

Resolution to grant discharge to the directors of KBC Group NV for the performance of their duties during financial year 2025

Voor	311.715.184	93,43%
Tegen	21.910.726	6,57%
Onthouding	988.311	
Total amount of votes received	334.614.221	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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Voorstel tot het verlenen van kwijting aan de commissaris van KBC Groep NV voor de vervulling van zijn mandaat over het boekjaar 2025

Proposition de donner décharge au commissaire de KBC Groupe SA pour son mandat exercé pendant l'exercice 2025

Resolution to grant discharge to the statutory auditor of KBC Group NV for the performance of its duties during financial year 2025

Voor	326.654.537	97,91%
Tegen	6.971.572	2,09%
Onthouding	988.312	
Total amount of votes received	334.614.421	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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10.1

Voorstel tot benoeming van mevrouw Elisa Vlerick als bestuurder, voor een periode van vier jaar, d.i. tot na afloop van de jaarvergadering van 2030, in vervanging van de heer Philippe Vlerick, wiens mandaat afloopt na de Jaarvergadering

Proposition de nommer madame Elisa Vlerick en tant qu'administrateur pour une période de quatre ans, c'est-à-dire jusqu'à l'issue de l'Assemblée générale annuelle de 2030, en remplacement de monsieur Philippe Vlerick, dont le mandat expire après l'Assemblée générale annuelle

Resolution to appoint Mrs Elisa Vlerick as director, for a period of four years, i.e. until the close of the annual general meeting in 2030, in replacement of Mr Philippe Vlerick, whose mandate expires after the annual general meeting

Voor	213.217.528	63,74%
Tegen	121.289.521	36,26%
Onthouding	107.372	
Total amount of votes received	334.614.421	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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10.2

Voorstel tot herbenoeming als bestuurder van mevrouw Alicia Reyes Revuelta als bestuurder, voor een periode van vier jaar, d.i. tot na afloop van de jaarvergadering van 2030

Proposition de renommer madame Alicia Reyes Revuelta en tant qu'administrateur pour une période de quatre ans, c'est-à-dire jusqu'à l'issue de l'Assemblée générale annuelle de 2030

Resolution to re-appoint Mrs Alicia Reyes Revuelta as director, for a period of four years, i.e. until the close of the annual general meeting in 2030

Voor	289.024.735	86,38%
Tegen	45.589.592	13,62%
Onthouding	94	
Total amount of votes received	334.614.421	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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10.3

Voorstel tot herbenoeming als bestuurder van mevrouw Christine Van Rijsseghem als bestuurder, voor een periode van vier jaar, d.i. tot na afloop van de jaarvergadering van 2030

Proposition de renommer madame Christine Van Rijsseghem en tant qu'administrateur pour une période de quatre ans, c'est-à-dire jusqu'à l'issue de l'Assemblée générale annuelle de 2030

Resolution to re-appoint Mrs Christine Van Rijsseghem as director, for a period of four years, i.e. until the close of the annual general meeting in 2030

Voor	264.175.759	78,98%
Tegen	70.319.759	21,02%
Onthouding	118.903	
Total amount of votes received	334.614.421	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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Voorstel om de Raad van Bestuur van KBC Groep NV te machtigen, voor een periode van vier jaar te rekenen vanaf de bekendmaking van dit besluit, om maximaal 10% van de aandelen van KBC Groep NV te verwerven op Euronext Brussels of op een andere gereguleerde markt

Proposition d'autoriser le Conseil d'administration de KBC Groupe SA, pour une période de quatre ans à compter de la date de publication de cette décision, à acquérir jusqu'à 10% des actions KBC Groupe SA sur Euronext Bruxelles ou un autre marché réglementé

Resolution to grant the Board of Directors of KBC Group NV authorisation for a period of four years from the date of publication of this resolution, to acquire up to 10% of the shares of KBC Group NV on Euronext Brussels or other regulated market

Voor	328.095.059	98,07%
Tegen	6.461.016	1,93%
Onthouding	58.346	
Total amount of votes received	334.614.421	
Total issued shares	417.662.783	
Percentage total issued shares	80,12%	



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