



Unofficial English translation - Please sign original Dutch version

Biotalys NV

Buchtenstraat 11, 9051 Ghent

RPR 0508.931.185 (Ghent)

(the “Company”)

VOTE BY POWER OF ATTORNEY

ANNUAL SHAREHOLDERS MEETING DATED 29 MAY 2026

This is an unofficial English translation, for information purposes only. Please only sign and return the original Dutch version.

Dutch version to be delivered to Biotalys NV at the latest on **23 May 2026 at midnight (24.00 h Belgian Time)**:

per mail at: Biotalys NV, Buchtenstraat 11, 9051 Ghent (Belgium) attention,
Chairman of the Board of Directors

or per e-mail to: corporate@biotalys.com

The Undersigned,

Family Name	
First Name	
Address	
or (for legal entities),	
Name	
Legal entity type	
Address	
Legal Entities Registration number/VAT/similar	
Represented by (name, first name and capacity)	

Owner of the following number of securities issued by the Company:

Number of registered shares	
Number of dematerialised shares	
Number of registered subscription rights ¹	

Hereby appoints the following person as proxy-holder, with right of substitution²:

Mr. Carlo Boutton, Chief Executive Officer of the Company, or

Mr/Mrs (name and first name)
(Address).....
.....³

To represent it/him/her at the annual shareholders meeting of Biotalys NV, which will be held on **29 May 2026 as from 10.00h (Belgian Time)** (and any other meeting which would be held later with the same agenda) with the following agenda:

AGENDA

1. Communication of the consolidated financial statements and reports on the consolidated financial statements

Communication of and discussion on (i) the consolidated financial statements, (ii) the annual report of the Board on the consolidated financial statements and (iii) the report of the statutory auditor on the consolidated financial statements, for the financial year ended on December 31, 2025.

As this concerns only a communication, acknowledgement and discussion, there is no proposed resolution in respect of this agenda item.

¹ Only applicable to holders of subscription rights issued under the long term incentive plans of the Company for its and its subsidiary's personnel. The Company has not issued any other subscription rights.

²Please complete. The absence of a specific instruction shall be considered as the appointment of Mr. Carlo Boutton as proxy-holder. Mr. Carlo Boutton is an employee of the Company. In such capacity, the proxy-holder has a potential conflict of interest as set out in article 7:143 of the Code of Companies and Associations. In case of a potential conflict of interest, the proxy-holder will only vote in execution of this proxy in accordance with the specific voting instructions set out in this proxy. In absence of a specific voting instruction, the proxy-holder will be supposed to have received the specific voting instruction to vote in favour. The Undersigned acknowledges that the proxy-holder might be in a situation of conflict of interest within the framework of the powers granted to it under this power of attorney for this reason. The Undersigned hereby irrevocably waives any and all rights it may have under Article 1.886 of the new Civil Code, including the right to invoke the nullity on the grounds of a conflict of interest of any acts performed by the proxy-holder in the name and on behalf of the Undersigned by virtue of the powers granted under this power of attorney.

³ If a designated proxy-holder is appointed, the above procedure of article 7:143 of the Code of Companies and Associations is applicable. In case of a potential conflict of interest the proxy-holder will only vote in execution of this proxy in accordance with the specific voting instructions set out in this proxy. In absence of a specific voting instruction, the proxy-holder will be supposed to have received the specific voting instruction to vote in favour

2. Communication of the reports on the statutory financial statements

Communication of and discussion on the annual report of the Board and the report of the statutory auditor on the statutory financial statements, for the financial year ended on December 31, 2025.

As this concerns only a communication, acknowledgement and discussion, there is no proposed resolution in respect of this agenda item.

3. Communication and approval of the statutory financial statements - Allocation of the result

Communication and approval of the statutory financial statements for the financial year ended on December 31, 2025 and approval of the proposed allocation of the result i.e. carry forward of a loss of EUR 15,120,823.16 for the financial year to the following financial year.

Proposed resolution: the shareholders meeting decides to approve the statutory financial statements for the financial year ended on December 31, 2025, and to approve the proposed allocation of the result i.e. carry forward of a loss of 15,120,823.16 for the financial year to the following financial year.

Voting instruction:

FOR <input type="checkbox"/>	AGAINST <input type="checkbox"/>	ABSTENTION <input type="checkbox"/>
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4. Communication of and approval of the remuneration report

Communication of and approval of the remuneration report, included in the annual reports of the Board, for the financial year ended on December 31, 2025.

Proposed resolution: the shareholders meeting decides to approve the remuneration report, as included in the annual reports of the Board, for the financial year ended on December 31, 2025.

Voting instruction:

FOR <input type="checkbox"/>	AGAINST <input type="checkbox"/>	ABSTENTION <input type="checkbox"/>
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5. Communication of and approval of the remuneration policy in accordance with article 7:89/1 of the BCCA

The Company is required to propose the remuneration policy and to submit such policy to the approval of the general shareholders' meeting at least every four years. The current

remuneration policy has been in place since 2022 and was applicable to the accounting years 2022 to 2025. A new policy is proposed for approval for the accounting years 2026 to 2029.

Proposed resolution: the general shareholders meeting decides to approve the new remuneration policy.

Voting instruction:

FOR <input type="checkbox"/>	AGAINST <input type="checkbox"/>	ABSTENTION <input type="checkbox"/>
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6. Communication of the ‘Report of non-compliance to the shareholders meeting for the year ended 31 December 2025’ by the auditor and the granting of discharge to the directors

Communication and discussion of the ‘Report of non-compliance to the shareholders meeting for the year ended 31 December 2025’ by the auditor and the granting of discharge to the directors

Proposed resolution: The Shareholders Meeting having taken note of the ‘Report of non-compliance to the shareholders meeting for the year ended 31 December 2025’ by the auditor, resolves to grant discharge to the directors (and, where applicable, to their permanent representative) who were and/or are in office during the current financial year, for the breach of Article 3:74, first indent, of the Belgian Code of Companies and Associations (“BCCA”) due to the failure to provide the auditor in good time with the necessary documents for the preparation of the detailed written report of the auditor referred to in Article 3: 74, first indent and Article 3:75 of the BCCA, and for the breach of Article 7:147 of the BCCA and Article 28 of the Company’s Articles of Association due to the failure to convene the annual general meeting on the date and at the time specified in Article 28 of the Articles of Association.

Voting instruction

NAME	FOR	AGAINST	ABSTENTION
Michiel M. van Lookeren Campagne	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Simon Moroney	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Toni Bucci	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Patrick Van Beneden	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Pieter Bevernage	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
A.I.F. BV (permanently represented by Patrik Haesen)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Laura Meyer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kevin Helash	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

7. Discharge from liability to the directors

Proposed resolution: the shareholders meeting decides to grant discharge from liability to the directors (and, where applicable, to their permanent representative) who were in office during the financial year ended on December 31, 2025, for the exercise of their mandate during said financial year.

Voting instruction:

NAME	FOR	AGAINST	ABSTENTION
Michiel M. van Lookeren Campagne	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Simon Moroney	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Toni Bucci	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Patrick Van Beneden	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Pieter Bevernage	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
A.I.F. BV (permanently	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

represented by Patrik Haesen			
Kevin Helash	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Laura Meyer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Johan Cardoen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Markus Heldt	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

8. Discharge from liability to the statutory auditor

Proposed resolution: the shareholders meeting decides to grant discharge from liability to the statutory auditor i.e. Deloitte Bedrijfsrevisoren BV, with registered office Gateway Building, Luchthaven Brussel Nationaal 1 J, 1930 Zaventem represented by Mr. Pieter-Jan Van Durme, for the exercise of his mandate during the financial year ended on December 31, 2025.

Voting instruction:

FOR <input type="checkbox"/>	AGAINST <input type="checkbox"/>	ABSTENTION <input type="checkbox"/>
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9. Re-appointment of Michiel van Lookeren Campagne as non-executive independent director of the Company

The term of office of Mr. Michiel van Lookeren Campagne current mandate comes to an end at the general shareholders meeting.

Taking into account and in accordance with the recommendation and advice of the Nomination and Remuneration Committee, the Board of Directors recommends the re-appointment of Mr. Michiel van Lookeren Campagne, as a non-executive independent director of the Company for an additional term of four years starting immediately after the Shareholders Meeting and which will terminate immediately after the ordinary general meeting to be held in 2030 deciding on the financial statements of the Company for the fiscal year 2029. Mr. Michiel van Lookeren Campagne meets, and has declared to meet, the independence criteria of Article 7:87 of the Belgian Code on Companies and Associations and provision 3.5 of the Belgian Corporate Governance Code 2020. Mr. Michiel van Lookeren Campagne has expressly declared that he does not maintain any

relationship with the Company or any major shareholder that would compromise his independence, and the Board of Directors hereby expressly declares that it has no indication of any element that could call into question Mr. Michiel van Lookeren Campagne's independence within the meaning of Article 7:87 of the Belgian Code on Companies and Associations.

Proposed resolution: On the proposal of the Board of Directors, in accordance with the recommendation and advice of the Nomination and Remuneration Committee, the general meeting resolves (a) to reappoint Mr. Michiel van Lookeren Campagne, Rua Casal da Boa Vista 16, 2665-312 Milharado, Portugal as a non-executive independent director of the Company, for a term of four years starting immediately after this shareholders meeting and which will terminate immediately after the ordinary general meeting to be held in 2030 deciding on the financial statements of the Company for the fiscal year 2029, and (b) to confirm his mandate in his capacity as an independent member of the Board of Directors in that (i) Mr. Michiel van Lookeren Campagne meets, and has declared to meet, the independence criteria of Article 7:87 of the Belgian Code on Companies and Associations and provision 3.5 of the Belgian Corporate Governance Code 2020, (ii) Mr. Michiel van Lookeren Campagne has expressly declared that he does not maintain any relationship with the Company or any major shareholder that would compromise his independence, and (iii) the Board of Directors has expressly stated that it has no indication of any element that could call Mr. Michiel van Lookeren Campagne's independence within the meaning of Article 7:87 of the Belgian Code on Companies and Associations, into question. The general meeting resolves that the mandate of Mr. Michiel van Lookeren Campagne be remunerated as provided for non-executive independent members of the Board of Directors in the Company's remuneration policy and as approved by the general meeting from time to time.

Voting instruction:

FOR	AGAINST	ABSTENTION
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

This power of attorney is granted to the proxy-holder in order for the proxy-holder to:

- participate in all deliberations and vote on behalf of the Undersigned on the propositions mentioned in the agenda as contained herein, and to modify or reject these;
- sign the attendance list, the minutes of the meeting and all annexes attached thereto;
- in general, to vote on decisions to be taken by the general shareholders meeting during the meeting subject to compliance with the Code of Companies and Associations and to do all what is necessary or useful to execute this proxy, with a promise of ratification.

The proxy-holder will vote on behalf of the undersigned in accordance with the voting instructions given above. In case of absence of voting instructions given to the proxy holder with regard to the respective agenda items or if, for whatever reason, there is a lack of clarity with regard to the voting instructions given or if there should be a vote on decisions to be taken by the general meeting during the meeting, subject to compliance with the Code of Companies and

Associations, the proxy holder will always vote in favour of the proposed resolution, possibly as amended. In case of amendments to the agenda and proposed additional resolutions as provided in article 7:130 of the Code of Companies and Associations, the Company will publish an amended agenda with, as the case may be, additional agenda items and additional draft resolutions by 14 May 2026 at the latest.

In addition, the Company shall make amended forms available for votes by proxy. Votes by proxy that reach the Company prior to the publication of an amended agenda remain valid for the agenda items to which the proxies apply, subject, however, to applicable law and the further clarifications set out on the proxy forms. In case of amendments to a proposed resolution or a new proposed resolution (insofar as legally possible during the special general shareholders' meeting) **(please tick the appropriate box)**:

- the Undersigned votes for the amended or new resolution
- the Undersigned votes against the amended or new resolution
- the Undersigned abstains from the vote on the amended or new resolution
- the following person is appointed as special proxy holder, with power of substitution, to vote in the name of the Undersigned on the amended or new resolution:

Mr./Mrs.

Absence of instructions to the proxy holder shall be tantamount to an instruction to vote for the amended or new resolution, proposed by the Board of Directors.

Done at, on 2026.

Signature(s):.....