



## **F.B.D. HOLDINGS PLC**

### **PROXY VOTING – IMPORTANT INFORMATION**

Following the migration of the Company's shares from the CREST system to the system operated by Euroclear Bank SA/NV (the "EB System") on 15 March 2021, the process for appointing a proxy and/or voting in connection with the Resolutions to be proposed at the 2021 Annual General Meeting (the "Meeting") will now depend on the manner in which you hold your shares.

- 1. If you are a certificated shareholder, the manner in which you exercise your vote is unchanged, please refer to the Form of Proxy for instructions.**
2. If you hold your interests in the Company's shares through a participant account in the Euroclear Bank System ("EB Participants") by (i) sending electronic voting instructions to Euroclear Bank via SWIFT or through EasyWay Corporate Actions; or (ii) sending a proxy voting instruction to Euroclear Bank to appoint a third party (other than Euroclear Nominees Limited (i.e. the nominee of Euroclear Bank) ("Euroclear Nominees") or the chairman of the Meeting) to attend and vote at the Meeting.
3. If you hold your interests in the Company's shares as CREST Depository Instruments ("CDIs") in the CREST system ("CDI Holders") by (i) sending electronic voting instructions to Euroclear Bank via Broadridge Financial Solutions Limited ("Broadridge"); or (ii) appointing a proxy via the Broadridge Global Proxy Voting Service.

Persons who hold their interests in the shares of the Company as Belgian law rights through the EB System or as CDIs should consult with their stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxies and voting instructions for the Meeting through the respective systems. For voting services offered by custodians holding Irish corporate securities directly with Euroclear Bank, please contact your custodian.

#### **Further Information for EB Participants**

EB Participants can submit proxy appointments (including voting instructions) electronically in the manner described in the document issued by Euroclear Bank in February 2021 and entitled "Euroclear Bank as issuer CSD for Irish corporate securities" (the "Euroclear Bank Service Description").

Euroclear Bank will, wherever practical, aim to have a voting instruction deadline of one (1) hour prior to the Company's proxy appointment deadline, which, in the case of the Meeting, would be a deadline of 10.00 am on 10 May 2021. Voting instructions cannot be changed or cancelled after Euroclear Bank's voting deadline.

EB Participants are strongly encouraged to familiarise themselves with the new arrangements with Euroclear Bank, including the new voting deadlines and procedures.

For voting services offered by custodians holding Irish corporate securities directly with Euroclear Bank, please contact your custodian.

#### **Further Information for CDI Holders**

CDI Holders should consult with their stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxy votes for the Meeting through the respective systems.

Euroclear UK & Ireland Limited ("EUI"), the operator of CREST, has arranged for voting instructions relating to the

CDIs held in CREST to be received via a third-party service provider, Broadridge Financial Solutions Limited.

Further details on this service are set out on the "All you need to know about SRD II" in Euroclear UK & Ireland webpage (see section CREST International Service – Proxy voting).

Broadridge's voting deadline will be earlier than Euroclear Bank's voting instruction deadline as set out above and is expected to be the close of business on 6 May 2021. Voting instructions cannot be changed or cancelled after Broadridge's voting deadline.

CDI Holders are strongly encouraged to familiarise themselves with the new arrangements with Broadridge, including the new voting deadlines and procedures and to take, as soon as possible, any further actions required by Broadridge before they can avail of this voting service.