



Unofficial English translation - Please sign original Dutch version

Biotallys NV

Buchtenstraat 11, 9051 Ghent

RPR 0508.931.185 (Ghent)

(the “Company”)

VOTE BY POWER OF ATTORNEY

SPECIAL SHAREHOLDERS MEETING DATED 21 AUGUST 2023

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 Biotallys NV at the latest on **16 August 2023 at midnight (24.00 h Belgian Time)**:

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

or per e-mail to: corporate@biotallys.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)	
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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. Douglas Minder, Chief Financial Officer of the Company, or
- Mr/Mrs (name and first name)
(Address).....³

To represent it/him/her at the special shareholders meeting of Biotalys NV, which will be held on Monday 21 August 2023 as from 10.00 am (Belgian Time) with the following agenda (and any other meeting which would be held later with the same agenda):

Sole Agenda Item : nomination of a director

The Board, taking into account the recommendation of the Nomination and Remuneration Committee, recommends to the shareholders to nominate Agri Investment Fund (abbreviated A.I.F.), a limited liability company with registered office at 3000 Leuven, Diestsevest 32/5B (RPR 0893.885.781), permanently represented by Mr. Patrik Haesen, as director of the Company for a period starting immediately after the approval of this proposal and ending immediately after the ordinary general meeting of the Company to be held in 2027. The mandate will be non-remunerated.

Further information on Agri Investment Fund and Mr. Patrik Haesen can be found in the explanatory note to the Shareholders Meeting available on the website of the Company (www.biotalys.com).

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. Douglas Minder as proxy-holder. .Mr. Douglas Minder 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 favor. 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 1.8§6 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 favor

Proposed resolution: The Special General Shareholders Meeting approves the nomination of Agri Investment Fund (abbreviated A.I.F.), a limited liability company with registered office at 3000 Leuven, Diestsevest 32/5B (RPR 0893.885.781), permanently represented by Mr. Patrik Haesen, as director of the Company for a period starting immediately after the approval of this proposal and ending immediately after the ordinary general meeting of the Company to be held in 2027. The mandate will be non-remunerated.

Voting instruction:

FOR <input type="checkbox"/>	AGAINST <input type="checkbox"/>	ABSTENTION <input type="checkbox"/>
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In order to:

- participate in all deliberations and vote on behalf of the undersigned on the propositions mentioned in the agenda, 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 special 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 favor 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 **7 August 2023** 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)**:

- o the Undersigned votes for the amended or new resolution
- o the Undersigned votes against the amended or new resolution
- o the Undersigned abstains from the vote on the amended or new resolution
- o 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 2023

Signature(s):.....