

CONVENIENCE TRANSLATION

COIL NV/SA

Public limited liability company
Drukpersstraat 4,
1000 Brussels
RLE Brussels
CBE: 0448.204.633
(the **Company**)

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
HELD ON 30 APRIL 2026**

The following directors are present or represented:

- EMC Surface Technologies Limited, represented by Mr James Clarke, permanent representative;
- Mr Christopher Clarke; and
- CBP Holding SA, represented by Mr Patrick Chassagne, permanent representative.

Any powers of attorney shall remain attached to these minutes.

The meeting is opened at 16:00 by EMC Surface Technologies Limited, represented by Mr James Clarke, chairman, who appoints Christopher Clarke as secretary.

The chairman reports the following:

- (a) The meeting has the following agenda:
 - (i) Determination of the annual accounts and the consolidated annual accounts.
 - (ii) Drawing up of the annual report with regard to the annual and consolidated accounts.
 - (iii) Convocation of the general meeting of shareholders.
 - (iv) Waiver of convening formalities.
- (b) All directors are present or represented and have declared that they approve the manner of convocation used for this meeting.
- (c) The board is validly composed and competent to deliberate and decide on the agenda.

The members acknowledge that the chairman's statement is correct. The latter moves on to the agenda after the directors have made a statement in the context of article 7:96 of the Belgian Code of Companies and Associations.

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JC

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PC

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CC

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Prior declaration of the directors

All the directors declare that they have no interest of a patrimonial nature that directly or indirectly conflicts with any of the decisions or transactions that fall under the authority of the current board of directors.

After deliberation the following resolutions are taken unanimously by the board of directors:

First resolution

The chairman reads the draft annual accounts and consolidated annual accounts for the year closed on 31 December 2025. After verification of all the items, the board of directors unanimously adopts the final version of the annual accounts, including the proposed allocation of the result, and the final version of the consolidated annual accounts.

The annual accounts will be submitted to the shareholders for approval. The consolidated annual accounts, as approved by the board of directors, will be made available to the shareholders.

Second resolution

The board of directors proceeds with the drawing up of the annual report on the annual accounts and the annual report on the consolidated annual accounts, which will also be submitted to the shareholders. The text of these reports remains attached to these minutes.

Third resolution

The board of directors decides to convene the annual general meeting of shareholders on 3 June 2026 at 12:30 p.m. at the Company's operating headquarters in Roosveld 5, 3400 Landen.

This meeting will have the following agenda:

AGENDA

- 1. Shareholders' questions to the directors and to the statutory auditor in accordance with article 7:139 of the Belgian Code of Companies and Associations**
- 2. Reading of the reports of the board of directors and the statutory auditor with respect to the annual and consolidated accounts for the financial year closed on 31 December 2025 and presentation of the consolidated accounts with respect to the financial year closed on 31 December 2025**
- 3. Approval of the annual accounts for the financial year closed on 31 December 2025**

Proposed decision:

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The general meeting decides to approve the annual accounts for the financial year closed on 31 December 2025.

4. Decision on the allocation of the result

Proposed decision:

The result to be allocated is:

- Result carried forward: EUR -3,983,382.93
- Result of the financial year: EUR -4,001,812.11

Total result to be allocated: EUR -7,985,195.04

The general meeting decides to allocate the result as follows:

- Loss to be carried forward: EUR 7,985,195.04

5. Discharge to the directors for the performance of their mandate in the financial year closed on 31 December 2025

Proposed decision:

The general meeting decides to grant discharge to each of the directors, by specific and individual vote for each of them, for the performance of their mandate during the financial year closed on 31 December 2025.

6. Discharge to the statutory auditor for the actions taken in the context of his supervisory mandate for the financial year closed on 31 December 2025

Proposed decision:

The general meeting decides to grant discharge to the statutory auditor for the actions taken in the context of his supervisory mandate during the financial year closed on 31 December 2025.

7. Reappointment of the auditor

Proposed decision:

The general meeting decides to reappoint Forvis Mazars Bedrijfsrevisoren BV, with registered office at Bolwerklaan 21, box 8, 1210 Sint-Joost-ten-Node, represented by Sébastien Schueremans, certified auditor, as auditor of the Company for a period of 3 years. The mandate will end immediately after the annual general meeting that must decide on the approval of the annual accounts for the financial year closed on 31 December 2028.

The general meeting decides to set the annual remuneration of the auditor at EUR 70,000.

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8. Power of attorney for formalities

Proposed decision:

The general meeting decides to grant a special power of attorney to Florence Colpaert, Maxine Daems, Clément Defechereux and Viktor D'hooge, c/o Lydian, Havenlaan 86c, b113, 1000 Brussels, all acting individually and with the possibility of substitution, to perform all acts necessary or useful for the filing of the above decisions with a view to their publication in the Annexes to the Belgian State Gazette (including the signature of all publication forms and other documents).

Fourth resolution

Each of the directors declares that they waive the right to be convened as director at the aforementioned general meeting, as well as the right to receive the documents listed in the agenda of this general meeting.


Given that the agenda has been completed and that the participants have no more questions, the meeting is adjourned at 16:35, after the reading and the approval of these minutes.

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EMC Surface Technologies Limited
Represented by
James Clarke
Permanent representative

DocuSigned by:

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Christopher Clarke

DocuSigned by:

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CBP Holding SA
Represented by
Patrick Chassagne
Permanent representative