



Limited liability company
De Gerlachekaai 20, 2000 Antwerpen, Belgium
Enterprise number 0860.402.767,
registered within the jurisdiction of the Commercial Court of Antwerp

POWER OF ATTORNEY ORDINARY SHAREHOLDERS' MEETING¹
Of Thursday 16 May 2024

This proxy should be used by holders of European nominative shares and European dematerialised shares of Euronav NV (the "Company") who want to be represented by a proxy holder at the meeting and have not used the Lumi Connect platform to register (as stipulated in the convening notice – if you have registered via the Lumi Connect platform please use this platform to complete the electronic proxy form available on <https://www.lumiconnect.com/en/events>). The body corporates and the shareholders who wish to be represented are kindly requested to use this proxy form, drawn up by the Supervisory Board, or, as the case may be, issue their votes through a U.S. proxy card. Other proxy forms, with the exception of the electronic proxy form via the Lumi Connect platform, will not be accepted.

According to the applicable legal provisions and article 35 of the company's articles of association, every owner of a share may appoint one special proxyholder to represent him at the ordinary shareholders' meeting. The joint owners, usufructuaries and bare owners, the pledgees and the pledgors must respectively be represented by one and the same person.

This proxy does not constitute a proxy solicitation in the sense of articles 7:144 or 7:145¹ of the Belgian Code of Companies and Associations.

Each shareholder using this proxy form must ensure an original completed and signed form reaches Euroclear Belgium, for the attention of Issuer Services, Koning Albert II-laan 1, 1210 Brussel at the latest on the sixth calendar day prior to the meeting, i.e. on or before **Friday, 10 May 2024 at 5.00 p.m. Belgian time** at the latest (the "Notification Deadline") (and a copy by e-mail: ebe.issuer@euroclear.com (cc: shareholders@euronav.com) or by fax: +32 2 337 54 46).

Shareholders who wish to be represented by proxy must also register for the meeting, as described in the notice convening the ordinary shareholders' meeting.

The holders of dematerialised European Shares, who have not used the Lumi Connect platform to register (as stipulated in the convening notice), should request their financial institution (i) to issue a certificate stating the number of dematerialized shares registered in the name of the shareholder in its books on the Record Date, and (ii) to send it directly to Euroclear Belgium, attn. Issuer Services, 1 Boulevard du Roi Albert II, 1210 Brussels (Belgium) (e-mail: ebe.issuer@euroclear.com / fax: +32 2 337 54 46) at the latest by **Friday 10 May 2024, 5.00 pm (Belgian time)** (the "Notification Deadline"). The company shall determine the ownership of the shares at the Record Date on the basis of the certificate provided by the relevant financial institution to Euroclear Belgium.

The holders of U.S. Shares reflected directly in the U.S. Share Register may only participate to the shareholders' meeting if such holder's ownership of U.S. Shares is reflected in the U.S. Share Register on the Record Date. The company's U.S. transfer agent will provide the company directly or indirectly with a shareholder list at the Record Date that contains all of the registered holders of the company's U.S. Shares on the Record Date no later than on the Notification Deadline at 5.00 pm (Belgian time).

Should these shareholders nevertheless wish to use this power of attorney, they are strongly encouraged to contact the company timely to ensure the validity of the votes issued as well as the power of attorney.

The holders of U.S. Shares reflected indirectly in the U.S. Share Register, through CEDE & Co., the nominee holder of the U.S. Shares held for the beneficial owners through the DTCC system, may only participate to the shareholders' meeting if such holder's ownership of U.S. Shares is included in the information provided to the company through the broker, financial institution or other intermediary of such shareholders no later than on the Notification Deadline at 5.00 pm (Belgian time).

¹ Capitalized terms which are not defined in this Power of attorney form have the meaning set forth in the conditions of admission included in the convening notice.

Should these shareholders nevertheless wish to use this power of attorney, they are strongly encouraged to contact the company timely to ensure the validity of the votes issued as well as the power of attorney.

POWER OF ATTORNEY ORDINARY SHAREHOLDERS’ MEETING

of Thursday, May 16, 2024

The undersigned² _____

Residing at³ _____

Owner of:

- _____⁴ European Shares (registered shares)
- _____⁴ European Shares (dematerialised shares)
- _____⁴ U.S. Shares (reflected directly in the U.S. Share Register (not through DTCC))
- _____⁴ U.S. Shares (reflected indirectly in the U.S. Share Register (through DTCC))

at the Record Date of the Company,

hereby appoints as special attorney⁵:

- _____, residing at _____⁶
- Ms. Maxime Van der Weehe, Secretary General and/or Ms. Katrien Gillis, Legal Counsel⁷, choosing residence for this purpose at the registered address of the Company.

In order to represent him (her) at the ordinary shareholders’ meeting of aforementioned Company to be held on **Thursday, 16 May 2024 at 10.30 a.m. Belgian time** in 2000 Antwerp, Schaliënstraat 5, with the agenda mentioned hereafter, as well as at any other postponed or adjourned meeting with the same agenda; sign the attendance lists and all other deeds or minutes, if necessary, participate in any and all deliberations, vote on the various items on the agenda of aforementioned meeting according the voting instructions and other stipulations in this form, substitute and in general do everything he (she) deems necessary, provided the articles of association and applicable legal provisions are abided by, promising to ratify and approve everything done in his/her name.

² Name and first names of the shareholder. In case the shareholder is a legal entity, also the name(s) and function(s) of the representative(s).

³ Address or registered office of the shareholder.

⁴ Number and nature of the owned shares.

⁵ Please tick the appropriate box.

⁶ First name, name and address of the proxy holder. The absence of information regarding the proxy holder will be considered as a grant of power of attorney to Ms. Maxime Van der Weehe, Secretary General, and/or Ms. Katrien Gillis, Legal Counsel.

⁷ Ms. Maxime Van der Weehe, Secretary General, and/or Ms. Katrien Gillis, Legal Counsel, are employees of the Company and consequently have a potential conflict of interest as set out in article 7:143 Belgian Code of Companies and Associations. In event of a potential conflict of interest, this proxy holder shall only vote in execution of the proxy in accordance with the specific voting instructions included in this proxy. In the absence of specific voting instructions, the proxy holder shall be deemed to have received the specific instruction to vote against this item.

**Agenda of the ordinary shareholders' meeting
with proposed resolutions**

1 Report of the supervisory board and of the statutory auditor for the financial year closed on 31 December 2023

This agenda item does not require your vote.

2 Acknowledgment and approval of the remuneration report

Proposed decision:

The general meeting resolves as follows:

"The general meeting decides to approve the remuneration report."

Vote:

For / Against / Abstention

3 Approval of the annual accounts of the company for the financial year closed on 31 December 2023

Proposed decision:

The general meeting resolves as follows:

"The annual accounts for the financial year closed on 31 December 2023, prepared by the supervisory board, are approved."

Vote:

For / Against / Abstention

4 Allocation of the result for the financial year closed on 31 December 2023

Proposed decision:

The general meeting resolves as follows:

“The result to be allocated for the financial year 2023 amounts to USD 853,521,632.88. Together with the profit carried forward of USD 80,681,525.52 of the previous financial year, this results in a profit to be allocated of USD 934,203,158.40.

A full year gross dividend in the amount of USD 2.34 per share shall be distributed to all shareholders, consisting of interim dividends which were already paid for the first three quarters of the year 2023, of which USD 0.70 per share related to Q1 2023, USD 0.80 related to Q2 2023 and USD 0.57 per share related to Q3 2023, and a final ordinary dividend of USD 0.27 per share to be paid after the ordinary shareholders’ meeting. All decisions concerning the payment of the ordinary dividend, including the determination of the payment date as well as all other formalities, are delegated to the supervisory board.

As at 31 March 2024, this results in the following allocation of profits():*

<i>Reserves</i>	<i>USD 0</i>
<i>Dividends(**)</i>	<i>USD 470,764,044.93</i>
<i>Carried forward</i>	<i>USD 463,439,113.47</i>

() The total amount of dividends may vary depending on the number of treasury shares held by the company at the record date for the payment of the ordinary dividend. If the total amount of the ordinary dividend changes, the amount of profit carried forward will change accordingly.*

*(**) Taking into account the interim dividends for a total amount of USD 2.07 per share already paid during the financial year closed on 31 December 2023.”*

Vote:

For / Against / Abstention

5 Shareholder distribution of USD 4.30 per share out of the available share premium

Proposed decision:

The general meeting resolves as follows:

“The general meeting resolves to approve a shareholders distribution out of the available share premium (which has been made available following the decision of the extraordinary shareholders meeting on 10 November 2021) of USD 4.30 per share. All decisions concerning the payment of the share premium distribution, including the determination of the payment date as well as all other formalities, are delegated to the supervisory board. For the avoidance of doubt, treasury shares shall not be entitled to such shareholders distribution.”

Vote:

For / Against / Abstention

6 Discharge (release of liability) granted to the members of the supervisory board and to the statutory auditor, by means of separate voting, for the execution of their mandate in the course of the financial year 2023

6.1 Proposed decision:

The general meeting resolves as follows:

"Discharge is granted to the members of the supervisory board of the company: Ms. Grace Reksten Skaugen, Ms. Anita Odedra, Ms. Julie De Nul, Ms. Catharina Scheers, Mr. Ole Henrik Bjorge, Mr. Carl Trowell, Mr. John Fredriksen, Mr. Cato Stonex, Mr. Patrick De Brabandere, Mr. Marc Saverys, Mr. Patrick Molis, Mr Bjarte Bøe, Mr Steven Smith and Ms. Anne-Hélène Monsellato, all members of the supervisory board, for any liability arising from the execution of their mandate in the course of the financial year under revision.

Vote:

For / Against / Abstention

6.2 Proposed decision:

Discharge is granted to the auditor of the company: KPMG Bedrijfsrevisoren represented by Mr. Herwig Carmans (partner) for the period from 1 January 2023 until 17 May 2023 and BDO Bedrijfsrevisoren represented by Veerle Catry (partner) for the period from 17 May 2023 to 31 December 2023, for any liability arising from the execution of their respective mandates in the course of the financial year under revision."

Vote:

For / Against / Abstention

7 Remuneration of the members of the supervisory board

Proposed decision:

The general meeting resolves as follows:

"For the execution of his/her mandate, every member of the supervisory board receives a gross fixed annual remuneration of EUR 60,000. The chairman receives a gross fixed annual remuneration of EUR 160,000. Each member of the supervisory board, including the chairman, shall receive an attendance fee of EUR 10,000 for each board meeting attended. The aggregate annual amount of the attendance fee shall not exceed EUR 40,000.

Every member of the audit and risk committee receives a gross fixed annual remuneration of EUR 20,000. The chairman of the audit and risk committee receives a gross fixed annual remuneration of EUR 40,000. Each member of the audit and risk committee, including the chairman, shall receive an attendance fee of EUR 5,000 for each committee meeting attended. The aggregate annual amount of the attendance fee shall not exceed EUR 20,000.

Every member of the remuneration committee, the corporate governance and nomination committee and the sustainability committee (who is also a member of the supervisory board) receives a gross fixed annual remuneration of EUR 5,000. The chairman of each of these committees receives a gross fixed annual remuneration of EUR 7,500. Each member of these committees, including the chairman, shall receive an attendance fee of EUR 5,000 for each committee meeting attended. The aggregate annual amount of the attendance fee shall not exceed EUR 20,000."

Vote:

For / Against / Abstention

8 Remuneration of the statutory auditor

Proposed decision:

The general meeting resolves as follows:

“For the financial year ending 31 December 2024, the total amount of the remuneration for the statutory auditor is fixed at EUR 975.000 for the audit of the statutory and consolidated accounts, which includes the audit on financial reporting.”

Vote:

For / Against / Abstention

9 Proxy Crossroad Bank for Enterprises, counters for enterprises, registers of the enterprise court, administrative agencies and fiscal administrations Proposed decision:

Proposed decision:

“The general meeting decides to grant authority to Ms. Maxime Van der Weehe, Ms. Katrien Gillis and Ms. Kjelle Verheyden to act alone with power to substitute, to fulfil all necessary formalities with the Crossroad Bank for Enterprises, counters for enterprises, registers of the enterprise courts, administrative agencies and fiscal administrations with respect to the decisions taken at the present meeting.”

Vote:

For / Against / Abstention

10 Miscellaneous

• •
•

The proxy holder will vote on behalf of the undersigned in accordance with the voting instructions given. In the absence of voting instructions given to the proxy holder in respect of the various items on the agenda, or in the event that, for whatever reason, there is a lack of clarity in the voting instructions given or if there should be a vote on decisions to be taken by the general shareholders' meeting on the agenda of the meeting in compliance with the Belgian Code of Companies and Associations, the proxy holder shall always vote on a proposed resolution as recommended by the supervisory board.

The proxy holder declares being informed of the fact that, after the publication of the convening notice, one or more shareholders who together hold at least 3% of the Company's share capital may have new items placed on the agenda of the ordinary shareholders' meeting of the Company or new proposed resolutions relating to the items included or to be included on the agenda. The Company shall announce an amended agenda no later than 30 April 2024, if it has validly received new items or proposed resolutions to be included in the agenda of the ordinary shareholders' meeting. In this case, the Company shall provide the shareholders with a new proxy form containing these new items or proposed resolutions, and the following rules shall apply:

- (a) if this power of attorney was validly notified to the Company prior to the publication of the amended agenda for the meeting, this power of attorney shall remain valid with respect to the items on the agenda of the meeting originally specified in the convening notice;
- (b) if the Company has published an amended agenda containing one or more **new proposals for decision** on items originally included on the agenda, the law requires the proxy holder to deviate, during the meeting, from any voting instructions originally given by the principal, if, in the proxy holder's opinion, the implementation of such instructions could damage the interest of the principal. The proxy holder shall notify the principal thereof; and
- (c) if the Company has announced an amended agenda containing new items, the law requires that this power of attorney states whether the proxy holder is authorised to vote on these new items or whether it must abstain.

Taking into account the indications given in point (c) above:⁸

- authorises the proxy holder to vote on the new items to be included on the agenda of the meeting;
- instructs the proxy holder to abstain from voting on the new items to be included on the agenda of the meeting.

This proxy form shall also serve as notification within the meaning of article 7:134,§2, lid 3 of the Belgian Code of Companies and Associations for the ordinary shareholders' meeting of the Company of 16 May 2024.

Drawn up at _____, on _____ 2024

The signature should be preceded by the handwritten mention "Good for proxy".⁹

[Signature]

⁸ Please tick the appropriate box. If the principal has not ticked any of these boxes above or if he has ticked both, the proxy holder will have to abstain from voting on the new items to be included on the agenda of the meeting.
⁹ Bodies corporate need to mention the full name and title of the signatory/-ies.