



Comments on the Remuneration Report and the Remuneration Policy

by the Chairman of the Remuneration Committee

Ladies and Gentlemen, Dear Shareholders,

1 Remuneration Report for Financial Year 2024

It is my pleasure to address you today on behalf of the Remuneration Committee and to present the remuneration report for the 2024 financial year. As you are aware, this report has been drawn up based on the remuneration policy approved by the general meeting of 9 June 2021, with a large majority of 95.8% of the votes. The report transparently reflects the remuneration of the Directors and the members of the Executive Committee, in line with the strategic, operational and sustainability objectives pursued by SIPEF as part of its long-term vision for balanced growth.

To determine these remunerations in a responsible and market-aligned manner, the Remuneration Committee compares their level and composition annually with prevailing practices in comparable listed companies with operational activities. Based on these benchmarking studies, the Committee submits adjustment proposals to the Board of Directors where necessary.

For the members of the Executive Committee, this primarily concerns the fixed remuneration; the variable component is mainly determined by the Group's performance as well as that of the individual committee members.

In November 2023, the Board of Directors, upon the Committee's recommendation, decided to adjust the fixed remuneration for 2024 – including that of the Managing Director – solely in accordance with the contractual health index. This decision followed a market comparison, which showed that the fixed remunerations are generally in line with the market average.

2024 was further marked by several significant changes in the composition of the Executive Committee, with the total number of members being reduced from six to four:

- Bart Cambré joined as Chief Financial Officer on 1 January 2024, succeeding Johan Nelis.
- Charles Dewulf stepped down from the Executive Committee on 1 April to assume leadership at our subsidiary in Côte d'Ivoire, Plantations J. Elgin SA.

- François Van Hoydonck ended his mandate as Managing Director on 1 September and continued as a non-executive Director.
- Petra Meekers, already Chief Operating Officer for Asia-Pacific, assumed the mandate of Managing Director on 1 September 2024.

The impact of these transitions is discussed in detail in the report.

As for the Directors' remuneration: based on a benchmarking study of similar companies, it was established that our Directors' remuneration was below the market average. Consequently, the fixed remuneration was adjusted as from 1 January 2024. These adjustments are submitted for your ratification today. The remuneration of the members and chairs of the Audit and Remuneration Committees remained unchanged, as they were found to be in line with market practice.

Apart from the appointment of Petra Meekers, no major changes took place within the Board of Directors that impacted the total remuneration package.

The report also provides an overview of the option plans that have been granted annually since 2011, including details of the individual remuneration of each member of the Executive Committee.

Ladies and Gentlemen, I thank you for your continued engagement with our company and invite you to raise any questions you may have regarding this report.

2 New Remuneration Policy as from 1 January 2025

Ladies and Gentlemen,

As you are aware, our remuneration policy must be resubmitted to the General Meeting for approval at least every four years. The current policy, which expires on 31 December 2024, was approved in 2021.

Upon the proposal of the Remuneration Committee, the Board of Directors has drawn up a revised remuneration policy, which we confidently submit to you today for approval.

This revised policy builds on the existing framework but places a stronger emphasis on sustainability, long-term value creation and transparency. The most significant change is the explicit integration of ESG criteria in the assessment of variable remuneration for executive management.

The key elements of the updated remuneration policy are as follows:

- The revised remuneration policy places greater emphasis on sustainability and long-term value creation by explicitly linking the remuneration of executive management to ESG objectives.
- The variable remuneration of the members of the Executive Committee (including the Managing Director) will be linked for 20% to ESG-based non-financial KPIs.
- The inclusion of ESG KPIs in the non-financial performance criteria is aligned with the Belgian Companies and Associations Code and the CSRD. It also reinforces SIPEF's balanced growth strategy.

- The ESG KPIs will be determined annually by the Board of Directors upon proposal of the Remuneration Committee. This approach ensures that the ESG objectives remain dynamic, relevant and aligned with the evolving sustainability strategy of the Company, while maintaining oversight and accountability at the highest governance level.
- 80% of the short-term variable remuneration (STI) remains linked to the financial objective of SIPEF's consolidated recurring result before tax, group share.

The Board of Directors, upon recommendation of the Remuneration Committee, has established ESG KPIs in the areas of food safety and quality, greenhouse gas emissions intensity and methane capture, occupational health and safety, and governance and policies.

The 80% financial – 20% non-financial (ESG) ratio seeks to achieve a balanced approach to the performance criteria applicable to the variable remuneration of the Executive Committee. This structure gives meaningful weight to ESG KPIs and underlines SIPEF's commitment to sustainable and responsible entrepreneurship.

The principle that no variable remuneration will be granted to the members of the Executive Committee in the event that the Group incurs a loss in a given financial year remains fully applicable.

We believe that these reforms strike the right balance between financial performance and sustainable value creation, further strengthening our commitments to our Shareholders, employees and wider stakeholders.

Subject to the approval of this Ordinary General Meeting, this revised remuneration policy will apply for the period from 2025 to 2028 inclusive.

Ladies and Gentlemen, I sincerely thank you for your attention and trust, and I am of course available to answer any questions you may have.