

Notice of an Ordinary General Meeting and Extraordinary General Meeting to be held on 19 May 2020

The **annual Ordinary General Meeting of Econocom Group** will be held on 19 May 2020 to approve the financial statements for the financial year which ended on 31 December 2019.

The agenda includes a proposal to appoint Econocom International BV as director (to replace Jean-Louis Bouchard), a proposal to renew the appointments of Ms. Adeline Challon-Kemoun and of Ms. Marie-Christine Levet as independent directors, and a proposal to renew the appointment of Mr. Jean-Philippe Roesch as director. The directors would be appointed for a four-year term, ending immediately after the Ordinary General Assembly of 2024.

The agenda also includes a proposal to authorise the grant of free shares of the company as part of an incentive plan in favour of Group's executives and to allow the company to derogate from the rules of the Code on Companies and Associations regarding variable remuneration of executive directors and other existing executive officers of the company.

The **Extraordinary General Meeting** will follow the annual Ordinary General Meeting on 19 May 2020.

The agenda includes a proposal to renew the authorization to purchase treasury shares and to renew the authorized capital. It is also proposed to cancel 24,500,000 treasury shares of the Company.

Finally, it is proposed to the Extraordinary General Meeting to amend the Company's articles of association, mainly to bring them in line with the new Code of Companies and Associations applicable to the Company. On this occasion, it is proposed to introduce the double voting right for registered shares held for more than two years.

It is important to stress that no proposal will be made to the Extraordinary General Meeting to proceed with a reimbursement of the issue premium, as the board of directors has decided to withdraw its initial proposal in that respect. Reference is made to the separate press release issued by the Company on 17 April 2020. References to the intended reimbursement of issue premium as set out in the Company's 2019 annual report on pages 12, 124, 142 and in the Annex to the consolidated financial statements on page 228, are therefore no longer relevant.

All information and documents in relation to the Ordinary General Meeting and the Extraordinary General Meeting are available on the Econocom Group website (<https://finance.econocom.com>).

In view of the Covid-19 pandemic and the measures and recommendations taken by the public authorities in Europe and Belgium, the general meetings will be organised by videoconference or teleconference.

In addition, in accordance with the articles of Royal Decree No. 4 of April 9, 2020 on various provisions relating to co-ownership and corporate and associations law in the context of the Covid-19 pandemic, shareholders are requested not to attend the meetings in person, but to exercise their voting rights exclusively (i) by voting by correspondence prior to the meetings, or (ii) by giving a proxy prior to the meetings to a person designated by the Board of Directors, in accordance with the rules set forth in this notice.

Security holders who have completed the necessary formalities for participating in the Meetings will be notified of the precise procedures for holding the Meetings in due course.

ABOUT ECONOCOM

Econocom designs, finances and facilitates digital transformation for large companies and public organisations. With 40 years' experience and the only market player with 360° expertise covering project financing, equipment distribution and digital services. The group is present in eighteen countries, with over 10,000 employees and 2,927 million euros in revenue. Econocom is listed on Euronext in Brussels, on the BEL Mid and Family Business indices.

FOR FURTHER INFORMATION

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