

**Dynex Energy S.A.**  
*Société Anonyme*  
75 Parc d'Activités, L-8308 Capellen  
Grand Duchy of Luxembourg  
R.C.S. LUXEMBOURG: B164435  
(the “**Company**”)

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**CONVENING NOTICE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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Dear Shareholders,

We are pleased to inform you that the annual general meeting of shareholders of the Company will be held on Monday 25 October 2021 at 11 a.m. (Luxembourg time) at the registered office (the “**Meeting**”), with the following agenda:

**AGENDA**

- Approval of the date of the annual general meeting of shareholders of the Company notwithstanding the statutory date;
- Presentation and approval of the report established by the board of directors of the Company concerning among other things the Company’s annual accounts as at 31<sup>st</sup> December 2020;
- Presentation and approval of the report established by the *Réviseur d’Entreprises Agréé* of the Company concerning the Company’s annual accounts as at 31<sup>st</sup> December 2020;
- Presentation and approval of the Company’s annual accounts as at 31<sup>st</sup> December 2020;
- Allocation of the result;
- Decision to be taken, in accordance with article 480-2 of the law of August 10, 1915 concerning commercial companies, as amended, on the continuation of the activities of the Company;
- Decision to be taken to waive the drawing up, by the board of directors of the Company, of a special report setting out the causes of that situation of loss and justifying its proposals;
- Full discharge of liability (*quitus*) to be granted to the members of the board of directors of the Company for the execution of their mandate for the financial year ended on 31<sup>st</sup> December 2020;
- Full discharge of liability (*quitus*) to be granted to the *Réviseur d’Entreprises Agréé* of the Company concerning the execution of his mandate for the audit of the Company’s annual as at 31<sup>st</sup> December 2020;
- Decision to not renew the mandate of the current members of the board of directors of the Company;
- Appointment of the following persons in replacement of the members of the board of directors of the Company for a duration of six years, be until the annual general meeting of the shareholders which will be held in 2027:
  - Mr Lodovico Bevilacqua, director,

- Mr Paolo Paganini, director
- Mr Alberto Agosta, director,
- Powers to be granted;
- Miscellaneous.

Pursuant to the articles of the Company, you are entitled to vote personally or by power of attorney.

If you wish to attend the Meeting in person, we would be grateful if you could notify your attendance by email to the following e-mail [corporatelux@tridenttrust.com](mailto:corporatelux@tridenttrust.com), 2 days before the Meeting. If you are unable to attend the Meeting in person, please complete, sign and return the attached power of attorney by e-mail to [corporatelux@tridenttrust.com](mailto:corporatelux@tridenttrust.com) and/or the original by post to the following address for the 22 October 2021 at the latest.

**Trident Trust (Luxembourg) S.A.**

**To the attention of Mrs Noémie Deblocq**

**75 Parc d'Activités**

**L-8308 Capellen**

**Grand Duchy of Luxembourg**

The shareholder's voting rights are determined based on the shares held on the record date. The record date is determined in accordance with the number of shares issued and outstanding at midnight (CET time) 2 days preceding the Meeting, be the 22 October 2021.

Please be informed that shareholders of the Company may inspect at the registered office of the Company or receive, upon request, a copy of the audited annual accounts of the Company for the financial year ended on 31 December 2020.

For and on behalf of **Dynex Energy SA.**

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## PROXY

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The undersigned:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Owner of \_\_\_\_\_ shares of **Dynex Energy S.A.** a public company (*société anonyme*) incorporated and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 75 Parc d'Activités, L-8308 Capellen, Grand Duchy of Luxembourg, registered with the Register of Commerce and Companies of Luxembourg, section B, under number 164435 (the "**Company**"),

hereby authorises and empowers, with full power of substitution,

Mr. /Mrs. \_\_\_\_\_ (the "**Proxyholder**"), or failing the chairman of the meeting,

To represent the undersigned at the general meeting of the shareholders of the Company, to be held on Monday 25 October 2021 at 11 a.m. for discussing of the following agenda:

The vote must be indicated with a cross (x) or blackened. The forms, in which the meaning of a vote is not mentioned, are void.

### AGENDA

- Approval of the date of the annual general meeting of shareholders of the Company notwithstanding the statutory date;

For   
Against   
Abstention

- Presentation and approval of the report established by the board of directors of the Company concerning among other things the Company's annual accounts as at 31<sup>st</sup> December 2020;

For   
Against   
Abstention

- Presentation and approval of the report established by the *Réviseur d'Entreprises Agréé* of the Company concerning the Company's annual accounts as at 31<sup>st</sup> December 2020;

For   
Against   
Abstention

- Presentation and approval of the Company's annual accounts as at 31<sup>st</sup> December 2020;

For   
Against

- Abstention
- Allocation of the result;
- For
- Against
- Abstention
- Decision to be taken, in accordance with article 480-2 of the law of August 10, 1915 concerning commercial companies, as amended, on the continuation of the activities of the Company;
- For
- Against
- Abstention
- Decision to be taken to waive the drawing up, by the board of directors of the Company, of a special report setting out the causes of that situation of loss and justifying its proposals;
- For
- Against
- Abstention
- Full discharge of liability (*quitus*) to be granted to the members of the board of directors of the Company for the execution of their mandate for the financial year ended on 31<sup>st</sup> December 2020;
- For
- Against
- Abstention
- Full discharge of liability (*quitus*) to be granted to the *Réviseur d'Entreprises Agréé* of the Company concerning the execution of his mandate for the audit of the Company's annual as at 31st December 2020;
- For
- Against
- Abstention
- Decision to not renew the mandate of the current members of the board of directors of the Company;
- For
- Against
- Abstention
- Appointment of the following persons in replacement of the members of the board of directors of the Company for a duration of six years, be until the annual general meeting of the shareholders which will be held in 2027;
- Lodovico Bevilacqua, director,
- For
- Against
- Abstention

- Mr Paolo Paganini, director;
  - For
  - Against
  - Abstention

- Mr Alberto Agosta, director;
  - For
  - Against
  - Abstention

- Powers to be granted;
  - For
  - Against
  - Abstention

- Miscellaneous.

The undersigned gives a general power to the above-mentioned representative to make any statement, cast all votes, sign all minutes of meetings and other documents, do everything which is lawful, necessary, or simply useful in view of the accomplishment and fulfilment of the present proxy.

The undersigned promises to indemnify the above representative in case of any claims, losses, costs, damages, or debts that the representative would incur while executing its obligations under this proxy (including costs related to this proxy).

The present proxy will remain in force if the Meeting, for whatsoever reason, is to be continued or postponed.

Any difficulty arising in relation to the present proxy will be solved by referring to the principles of Luxembourg law only. Luxembourg Courts are exclusively competent to settle any dispute arising in relation to the present proxy.

Given on \_\_\_\_\_ 2021.

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Represented by:  
Title: