

TINC

PARTNERSHIP LIMITED BY SHARES
Karel Oomsstraat 37
2018 Antwerp
RPR Antwerpen: 0894.555.972

Convocation of General Shareholders Meeting

The statutory manager has the pleasure to invite all shareholders of TINC Comm.VA. (the "Company") to attend the Annual General Meeting to be held on **Wednesday 19 October 2016** at 10.00h in RE:flex Berchem, Greenhouse Antwerp, Uitbreidingstraat 66, 2600 Berchem.

The shareholders and/or representatives can register on the date of the general meeting as from 9.30h.

AGENDA

This annual general meeting is convened to discuss and resolve on the following agenda:

- 1. Presentation and discussion of the statutory and consolidated annual report of the statutory manager on the extended financial year closed on 30 June 2016**

This agenda item requires no resolution by the general shareholders meeting since it concerns a presentation.

- 2. Presentation and discussion of the reports of the statutory auditor regarding the statutory and the consolidated annual accounts on the extended financial year ended on 30 June 2016.**

This agenda item requires no resolution by the general shareholders meeting since it concerns a presentation.

- 3. Approval of the statutory annual accounts of the financial year ended on 30 June 2016 and appropriation of profit**

Proposed resolution:

The general meeting of shareholders approves the statutory annual accounts of the financial year from 1 January 2015 till 30 June 2016, including the proposed appropriation of profit, the distribution of a gross dividend of 0,4675 euro per share, including the interim dividend of 0,12 euro of 30 September 2015

- 4. Presentation and approval of the remuneration report**

Proposed resolution:

The general meeting of shareholders approves the remuneration report as incorporated in the annual report of the statutory manager on the financial year ended on 30 June 2016.

5. Presentation of the consolidated annual accounts on the extended financial year ended on 30 June 2016

This agenda item requires no resolution by the general shareholders meeting since it concerns a presentation.

6. Discharge to the statutory manager for the extended financial year ended on 30 June 2016

Proposed resolution:

The general meeting of shareholders discharges the statutory manager of the Company for the performance of its mandate during the extended financial year ended on 30 June 2016.

7. Discharge to the auditor for the extended financial year ended on 30 June 2016

Proposed resolution:

The general meeting of shareholders discharges the statutory auditor of the Company, Ernst & Young Bedrijfsrevisoren BCVBA, represented by mr. Ömer Turna for the performance of his duties during the extended financial year ended on 30 June 2016.

8. Remuneration of the statutory manager

Proposed resolution:

The general meeting of shareholders takes notice of and approves the remuneration of the statutory manager determined in accordance with the articles of association and amounting to € 375.870 for the past extended financial year.

PARTICIPATION TO THE GENERAL SHAREHOLDERS MEETING

a) Participation in person – requirements for admission

In accordance with article 536, §2 Code of Companies and article 23 of the articles of association of the Company the shareholders who wish to participate in person to the general shareholders meeting need to comply with two requirements in order to be admitted :

1) Registration

The Company must be able to determine that you are the holder of the number of shares for which you want to participate and vote on the general meeting of shareholders on **Wednesday 5 October 2016** at 24.00h CET (“registration date”) on the basis of

- Registration of such shares in your name in the share register of the Company prior to expiry of the registration date; or
- Registration of such shares in the accounts of a certified account holder or clearing and settlement institution, prior to expiry of the registration date.

Please note that persons who are a shareholder on the registration date, are entitled to attend and vote at the general meeting of shareholders.

2) Notification of attendance

In addition the shareholders need to notify the Company of their intention to attend the general shareholders meeting:

- The holders of registered shares shall see to it that a written confirmation of their intention to attend the general shareholders meeting is received by the Company at the latest on **Thursday 13 October 2016**. This notification can be delivered to the Company by mail (Karel Oomsstraat 37, 2018 Antwerpen, België, to the attention of Investor Relations), fax (+32 3 290 21 05) or email (investor.relations@tincinvest.com). A template notification of attendance letter is available at the registered office and on the website (www.tincinvest.com/generalmeeting) of the Company.
- The holders of dematerialised shares shall file a certificate, issued by their financial institution, certified account holder or clearing and settlement institution certifying the number of dematerialised shares for which the shareholder wants to participate on the securities account on the registration date; the filing of the certificate shall be made at the latest on **Thursday 13 October 2016** in any branch of Belfius Bank or on the registered office of the Company (Karel Oomsstraat 37, 2018 Antwerpen, Belgium, to the attention of Investor Relations).

b) Representation by proxy holder

Shareholders can also be represented by a proxy holder of their choice, who may or may not be a shareholder of the Company, on the basis of a written proxy. Shareholders shall, with respect to a particular general meeting, only appoint one representative, unless Belgian legislation allows otherwise. A proxy holder may hold a power of attorney of more than one shareholder.

For the appointment of a proxy holder, shareholders shall use a template proxy form which is available on the website of the Company (www.tincinvest.com/generalmeeting). The proxy form must be signed by the shareholder (or, in case of a legal entity, by its legal representative(s)), where appropriate electronically in accordance with Belgian legislation, and shall, at the latest on **Thursday 13 October 2016**, be delivered at the registered office of the Company (Karel Oomsstraat 37, 2018 Antwerpen, Belgium, to the attention of Investor Relations) or sent by fax (+32 3 290 21 05) or email (investor.relations@tincinvest.com). Shareholders who want to be represented, shall comply with the admission requirements outlined above.

c) Voting by mail

In accordance with article 25 of the articles of association of the Company, any shareholder is authorised to participate by mail to the voting on the agenda items by means of a voting form, provided by the Company. The voting form is available at the registered office and on the website (www.tincinvest.com/generalmeeting) of the Company. The shareholder shall see to it that the signed voting form is received by the Company at the latest on **Thursday 13 October 2016**. Voting forms shall be sent to the Company by registered mail (Karel Oomsstraat 37, 2018 Antwerpen,

Belgium, to the attention of Investor Relations). Shareholders who wish to participate to the general meeting by voting form shall also comply with the admission requirements outlined above.

RIGHT TO AMEND THE AGENDA AND INTRODUCE PROPOSALS FOR RESOLUTIONS

One or more shareholders holding jointly at least 3% of the share capital, have the right to add items to the agenda of the general shareholders meeting and to introduce proposals for resolution. The requests thereto shall at the latest on **Tuesday 27 September 2016** be received by the Company by mail at its registered office (Karel Oomsstraat 37, 2018 Antwerp, Belgium, to the attention of Investor Relations) or by email (investor.relations@tincinvest.com). Upon receipt of the new items on the agenda and proposals for resolution, the Company will, at the latest on 4 October 2016 publish the revised agenda and additional proposals for resolution and make an adapted proxy and voting form available on its website (www.tincinvest.com/generalmeeting).

Shareholders who file a request shall prove to hold the required number of shares. More detailed information on the right to amend the agenda and introduce proposals for resolution can be found on the website : www.tincinvest.com/generalmeeting.

RIGHT TO WRITTEN ENQUIRIES

Shareholders who meet with the admission requirements, have the right to make enquiries in writing to the statutory manager of the Company regarding its annual report and the items on the agenda and to the statutory auditor regarding his report. In addition the shareholders have the right to ask questions during the general shareholders meeting.

Written enquiries need to be received by the Company at the latest on **Thursday 13 October 2016** by mail at the registered office (Karel Oomsstraat 37, 2018 Antwerpen, Belgium, to the attention of Investor Relations) or by email (investor.relations@tincinvest.com).

More detailed information on the right to written enquiries can be found on the website : www.tincinvest.com/generalmeeting.

AVAILABLE DOCUMENTS

The Company makes the following information available on its website (www.tincinvest.com/generalmeeting) as from 19 September 2016:

- This convocation
- The total number of shares and voting rights
- The documents to be submitted to the general shareholders meeting as mentioned in the agenda
- Notification of attendance form
- Proxy form
- Form for voting by mail
- Further information on the right to amend the agenda and to written enquiries
- The adapted agenda (if any)
- The proposals for resolution (if any)

The shareholders are entitled to, prior to the general shareholders meeting, take notice and obtain, for free, a copy of these documents at the registered office of the Company.

MORE INFORMATION

Shareholders who wish to obtain more information on the general shareholders meeting can find this on the website: www.tincinvest.com/generalmeeting or can contact Investor Relations (Karel Oomsstraat 37, 2018 Antwerp, tel +32 3 290 21 73, investor.relations@tincinvest.com).

On behalf of the board of directors of TINC Manager NV, statutory manager of TINC Comm.VA