

Montea Press Release

Regulated information
22/05/2024 – 07:00 a.m.

Conditions concerning the optional dividend

29 coupons no. 26 for one new share



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Conditions concerning the optional dividend

€ 3.74 gross dividend per share for the period 1/1/2023 - 31/12/2023

On 21 May 2024, the sole director of Montea decided to offer once again an optional dividend to the shareholders.

The sole director of Montea decided to offer again an optional dividend to the shareholders, offering the option to (1) either contribute the receivable arising from the dividend in respect of the 2023 financial year to the capital of the Company in exchange for new shares, (2) receive the dividend in cash, or (3) opt for a combination of both foregoing options.

The contribution in kind in the context of the optional dividend, and the associated capital increase, will result in a retention of funds within the Company and strengthen its equity position. Montea will use these funds to further successfully roll-out its planned investment program.

The gross dividend of € 3.74 per share is represented by coupon no. 26 to which 20,196,060¹ shares are entitled. The new shares will share in the result as of 1 January 2024 (with coupon no. 27 attached).

The shareholders may choose between:

- **Contributing the net dividend rights to Montea's capital in exchange for new shares:** subscription to one new share in exchange for the contribution of 29 coupons no. 26 (each representing a net dividend of € 2.618 per coupon) representing shares of the same form. This results in an **overall issue price of € 75.922 per new share** (i.e. 29 coupons no. 26 x € 2.618).

The issue price of the new shares is calculated based on the average closing price of the Company during 5 trading days preceding (and including) 21 May 2024, being € 85.86. As the new shares are entitled to dividends as from 1 January 2024, the gross dividend of € 3.74 for the financial year 2023 is subsequently being deducted, resulting in an adjusted average closing price of € 82.12. The final issue price of € 75.922 represents a discount of 7.55% compared to the adjusted average closing price and a discount of 6.91% compared to the closing price of the share on 21 May 2024 minus the gross dividend.

- **Payment of the dividend in cash:** coupon no. 26 entitles to a gross dividend of € 3.74, amounting to a net dividend of € 2.618 in cash per share after deduction of 30% withholding taxes.²
- **A combination of both previous options:** a combination of a contribution in kind of net-dividend rights in exchange for new shares and a payment of the dividend in cash.

Shareholders that want to contribute their dividend rights to the Company's capital (in whole or in part) in exchange for new shares, must submit their choice during the option period (from Wednesday 29 May 2024 to Tuesday 11

¹ In total, there are 20,196,060 Montea shares which share in the result of financial year 2023. Although there are 20,269,887 on the date of this press release, the dividend rights attached to the 73,827 own shares held by the Company lapse pursuant to article 7:217, §3 of the Code of Companies and Associations.

² For more information on the tax treatment of the Company's dividends, reference is made to the information memorandum.

June 2024) to either the Company (registered shares), or to the financial institution with whom they hold their securities account (dematerialized shares). Shareholders who have not submitted their choice by the end of the option period will receive the dividend automatically and exclusively in cash.

More information about the terms of the optional dividend is available in the **information memorandum** that can be consulted [here](#) in the course of 22 May 2024. Shareholders are invited to read this information memorandum. Any decision to acquire new shares in the context of the optional dividend must be based on the information provided in the information memorandum.

The actual dividend payment will take place on Friday 14 June 2024. Montea will request Euronext Brussels and Euronext Paris to list the new shares, with coupon no. 27 attached, as from 14 June 2024.

The financial services for this transaction are provided by Euroclear Belgium.

The agenda for the optional dividend is provided below:

Tuesday 21/05/2024	Ordinary general meeting of shareholders
Wednesday 22/05/2024	Publication of information memorandum
Friday 24/05/2024	Ex-date dividend 2023
Monday 27/05/2024	Record date dividend 2023
Wednesday 29/05/2024 to Tuesday 11/06/2024	Option period
Wednesday 12/06/2024 (after closing of the stock exchange)	Announcement of the result of the optional dividend Enactment deed capital increase
Friday 14/06/2024	Listing new shares on Euronext Brussels and Euronext Paris Payment of the dividend

DECLARATION IN APPLICATION OF ARTICLE 37 OF THE RREC ACT

Pursuant to article 37 of the RREC Act, transactions planned by the Company must be notified to the FSMA, and the relevant information must be made public, if certain persons falling within the scope of article 37 §1 of the RREC Act, act directly or indirectly as counterparties to such transactions or derive any financial advantage from them.

Pursuant to article 37, §1 of the RECC Act, it is hereby announced that following persons falling within the scope of article 37, §1 act as counterparty in the planned transaction or derive any financial advantage from it:

- Montea Management NV, having its registered office at 9320 Erembodegem, Industrielaan 27, company number 0882.872.026 (Register of Legal Entities Ghent, Division Dendermonde), as sole director of the Company;
- Mr. Dirk De Pauw, as director of the sole director;
- Mr. Jo De Wolf, as director of the sole director and effective leader;
- Mr. Peter Snoeck, as director of the sole director;
- Mr. Jimmy Gysels, as effective leader;
- Mr. Koen Van Gerven, as director of the sole director;
- Eljarah BV, represented by Mrs Els Vervaecke, as member of the executive management;
- The reference shareholder: Family De Pauw.

The proposed transaction is in the interest of the Company and is in line with the normal course of the Company's business strategy.

The issue price of the new shares has been calculated as the average closing price of the Company during 5 trading days preceding (and including) 21 May 2024. A discount is subsequently applied and the outcome of this amount is rounded off to two decimal places. In other words, the planned transaction will be carried out under normal market conditions, as required by article 37, §3 of the RREC Act.

ABOUT MONTEA "SPACE FOR GROWTH"

Montea NV is a listed real estate company under Belgian law (GVV/SIR) that specializes in logistics property in Belgium, the Netherlands, France, and Germany. The company is a leading player in this market. Montea offers its clients the space they need to grow, providing versatile and innovative property solutions, allowing Montea to create value for its shareholders. At March 31, 2024 the property portfolio comprises a total lettable area of 1,909,834 m², spread across 96 locations. Montea NV has been listed on Euronext Brussels (MONT) and Euronext Paris (MONTP) since the end of 2006.

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MORE INFO

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