

VOTING FORM / POWER OF ATTORNEY
FOR THE EXTRAORDINARY GENERAL MEETING OF MATERIALISE NV
ON 3 JUNE 2025

The undersigned (the “**Undersigned**”):

Residing at

ID or Passport number:

Email Address:

Holding shares issued by Materialise, a company limited by shares, having its registered office at Technologielaan 15, 3001 Leuven and company number 0441.131.254 (the “**Company**”),

ONLY COMPLETE IF YOU PROVIDE A PROXY

Appoints as its special proxyholder (the “**Proxyholder**”), entitled to act alone, and with power of substitution:

.....

To represent him/her at the Extraordinary General Meeting of Shareholders of the Company, which will be held on June 3, 2025 at 14:00 CET at the offices of notary public Stijn Raes (Kortrijksesteenweg 1147, 9051 Ghent), and which will decide upon the following agenda described below, as well as at any other meeting with the same agenda.

The Proxyholder is entitled to, in the name and for the account of the Undersigned:

- signing the list of attendees and all deeds and minutes,
- participate to all deliberations, speak and ask questions;
- vote or abstain from voting on the items on the agenda of the abovementioned meeting as set out below; and
- in general, perform all useful or necessary actions in order to participate in the abovementioned meeting and perform this power of attorney.

AGENDA EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS WITH PROPOSED RESOLUTIONS

1. Consideration and discussion of the special report of the Board of Directors in accordance with Article 7:199 of the Belgian Companies and Associations Code with respect to the proposed renewal of the authorisation to the Board of Directors to increase the share capital in the context of the authorised capital.

NO VOTING

2. Renewal of the authorisation to the Board of Directors to increase the capital in the context of the authorised capital.

Proposed resolution: The extraordinary general shareholders' meeting resolves to renew the authorisation to the Board of Directors to increase the share capital on one or more occasions, during a period of five (5) years from the publication of this authorisation in the Annexes to the Belgian Official Gazette, with an aggregate amount of maximum 100% of the current amount of the share capital of the Company, and this in accordance with the terms and conditions as set out in the special report of the Board of Directors prepared in accordance with Article 7:199 of the Belgian Companies and Associations Code, as referred to in agenda item 1 of this extraordinary general shareholders' meeting. In addition, the extraordinary general shareholders' meeting resolves, to the extent necessary and applicable, to grant a special authorisation to the Board of Directors, in the event of a public takeover bid on securities issued by the Company, to increase the share capital in any form, including a capital increase in which the preferential subscription right of the shareholders is restricted or cancelled, under the conditions set forth in Article 7:202 of the Belgian Companies and Associations Code, for a period of three (3) years as from the date of the extraordinary general shareholders' meeting deciding on this authorisation. Consequently, the extraordinary general shareholders' meeting resolves to amend letter a) and c) of Article 6 of the articles of association of the Company and to replace it with the following text (whereby the date between square brackets will be the date on which the extraordinary general shareholders' meeting will approve the resolution):

"ARTICLE 6: AUTHORISED CAPITAL

a) *By decision of the general meeting of shareholders of 3 June 2025, which will enter into force on the day of publication of the decision in the Annexes to the Belgian Official Gazette, the Board of Directors was granted the authority to increase the share capital in one or more rounds up to a maximum total amount equal to eight million nine hundred and seventy-four thousand one hundred euros and ninety-eight cents (8.974.100,98 EUR).*

The Board of Directors may only exercise the powers granted to it for a period of five (5) years from the publication of this authorisation in the Annexes to the Belgian Official Gazette.

This authorisation may be renewed in accordance with the applicable legal conditions.

The Board of Directors has not yet exercised the authority granted to it.

(...)

c) *As far as needed and applicable, in the event of a public takeover bid for securities issued by the company, the Board of Directors shall also have a specific authorisation to increase the capital in any form whatsoever, including a capital increase in which the shareholders' preferential subscription right is restricted or suspended, under the conditions provided for in Article 7:202 of the Belgian Companies and Associations Code.*

This authorisation is granted for a period of three (3) years, starting from the extraordinary general meeting of shareholders held on 3 June 2025.

This authorisation may be renewed for the same period by a decision of the general meeting made in accordance with the rules set for the amendment of the articles of association.

The capital increases decided upon in the context of this authorisation shall be imputed to the remaining part of the authorised capital as referred to in paragraph (a)."

VOTING

FOR / AGAINST / ABSTAIN*

If no choice is made, the Proxyholder will vote for the proposed resolution.

3. Amendment of letter a) of article 25 of the Articles of Association regarding the date of the annual general meeting

Proposed resolution:The extraordinary general shareholders' meeting resolves to amend Article 25 of the articles of association.

“ARTICLE 25: ORDINARY, SPECIAL, AND EXTRAORDINARY GENERAL MEETING

The ordinary general meeting of shareholders, known as the annual meeting, must be convened each year on the Third Tuesday of June at ten (10.00) a.m. If that day is a public holiday, the meeting will take place on the next working day (excluding Saturday) at the same time.”

VOTING

FOR / AGAINST / ABSTAIN*

If no choice is made, the Proxyholder will vote for the proposed resolution.

4. Powers

Proposed resolution: The general meeting grants powers to Stijn Raes, Felix Theus, Lina Galvis and Maja Frederix, each with power to act alone and with power of substitution and without prejudice to other delegations of power to the extent applicable, for any filings and publication formalities in relation to the above resolutions

VOTING

FOR / AGAINST / ABSTAIN*

If no choice is made, the Proxyholder will vote for the proposed resolution.

ONLY RELEVANT IF YOU ARE A PROXYHOLDER

If items on the agenda are changed or new items are added to the agenda, the Proxyholder shall:

- Be entitled to vote on such items as he/she deems appropriate; or
- Abstain from voting on such item.*

* *Strike if not applicable*

Done on (date) 2025, in(location)

Undersigned

(The signature must be preceded by “good for power of attorney”).

* *Strike if not applicable*