

## AGENDA OF THE EXTRAORDINARY SHAREHOLDERS' MEETING

At the Shareholders' Meeting it turned out that the legal **quorum** for the **Extraordinary Shareholders' Meeting** had not been reached. Therefore the Board of Directors of GIMV NV (the "Company") invites you to take part in a new Extraordinary Shareholders' Meeting. This new Extraordinary Shareholders' Meeting is not subject to the aforementioned quorum and shall validly deliberate regardless of the number of shares present.

This new Extraordinary Shareholders' Meeting will be held on **Tuesday 14 August 2007 at 10 am** at the Company's registered office, Karel Oomsstraat 37, 2018 Antwerpen.

### AUTHORISATION GRANTED TO THE BOARD OF DIRECTORS TO PURCHASE OWN SHARES

**Proposed resolution:** authorisation granted to the Board of Directors, subject to the conditions set by law, for a period of eighteen (18) months as from 14 August 2007, taking into account the shares which have been acquired earlier by the Company and which it holds in portfolio, or those shares acquired by a subsidiary in accordance with article 631 of the Company Code, as well as those acquired by a person acting in his own name but for the account of the Company or of such subsidiary, with available means in accordance with article 617 of the Company Code, to acquire on or outside the stock exchange at the most ten percent (10%) of the Company's shares at a price per share within a price range equal to the share quotation of the last trading day prior to the date of redemption, decreased by twenty percent (20%) (minimum price) or increased with twenty percent (20%) (maximum price). This authorisation also applies to the acquisition on or outside the stock exchange of shares of the Company by one of its direct subsidiaries, within the meaning of article 627, first section of the Company Code. If the acquisition happens outside of the stock exchange, regardless whether this acquisition is made by the Company or by one of its direct subsidiaries, the Company will make an offer to all shareholders under the same conditions, in accordance with article 620, §1, 5° of the Company Code.

### GENERAL INFORMATION

**Amendment to the agenda in function of the postponed meeting**  
The Extraordinary Shareholders' Meeting which was planned to be held on the 27th June 2007 has been postponed to the 14th August 2007 due to the legal quorum which was not met. Therefore the reference to 27 June 2007 in the agenda item 1 needs to be replaced by a reference to 14th August 2007.

#### Formalities to be fulfilled

Each holder of securities in the Company can take part in the Extraordinary Shareholders' Meeting as follows:

a) **personally attending the meeting**

Each shareholder is entitled to personally attend the general meeting, subject to fulfilment of the following formalities:

- holders of registered shares and warrants have to inform the Company in writing no later than **Thursday 9 August 2007** of their intention to attend the meeting;
- holders of bearer shares must deposit their shares no later than **Thursday 9 August 2007** at a branch of KBC or at the registered office of the Company;

b) **voting by proxy**

Shareholders may also be represented by a proxy of their own free choice, who may or may not be a shareholder of the Company. In addition to fulfilling the above-mentioned formalities (see a) above) the shareholder must ensure that the Company receives the proxy form no later than **Thursday 9 August 2007**. A model proxy form is available from the registered office of the Company and on its website ([www.gimv.com](http://www.gimv.com)). This model is also sent out with the notice of meeting to registered shareholders and to the other shareholders who have fulfilled the aforementioned formalities (see a) above).

c) **voting by correspondence**

Finally, each shareholder has the right to vote by correspondence on the items on the agenda. The voting form should contain the shareholder's full and precise identity, the number of shares he participates with in the voting and the decision of the shareholder on each of the items on the agenda. The shareholder is allowed to clarify and motivate his decision. In order to be valid, the voting form must be sent to the Company by registered letter against acknowledgement of receipt no later than **donderdag 9 augustus 2007**. A model voting form is available from the registered office of the Company and on its website ([www.gimv.com](http://www.gimv.com)). This model is also sent out with the notice of meeting to registered shareholders and to the other shareholders who have fulfilled the aforementioned formalities (see a) above).

The Board of Directors

#### For more information please contact:

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