

**REPORT OF THE BOARD OF DIRECTORS OF 6 JUNE 2024 TO THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS OF COLRUYT GROUP NV OF
8 OCTOBER 2024**

Authorisation to repurchase treasury shares

In accordance with article 13 of the articles of association of Colruyt Group NV (hereinafter the "Company") and within the legal provisions of the Companies and Associations Code (hereinafter the "CAC"), the Board of Directors requests the renewal of the authorisation to purchase shares issued by the Company in compliance with article 7:215 of the CAC.

The Board of Directors proposes to set the maximum limit of treasury shares to be repurchased at a maximum of 20% of the total number of shares issued. A total of 127.348.890 Colruyt shares have been issued. The authorisation will thus be limited to the acquisition of a maximum of 25.469.778 treasury shares on behalf of the Company and/or on behalf of the subsidiaries directly controlled by it as defined in article 1:14 §2 1°, 2° and 4° of the CAC.

The Board of Directors proposes to set the purchase price per share at a minimum of EUR 10 and a maximum of EUR 100, to the extent that these prices are in accordance with article 13 of the Company's Articles of Association. Article 13 A.1 stipulates that an acquisition may be made for a minimum payment equal to half the amount of the average stock exchange price in the thirty days preceding the decision, and for a maximum payment of double the said average.

In accordance with article 7:215 §1 par. 2 of the CAC, the authorisation to be granted by this Extraordinary General Meeting of Shareholders is valid for a period of five years commencing on 8 October 2024, date on which the meeting will decide on this proposal. It replaces the authorisation granted at the Extraordinary General Meeting of Shareholders of 10 October 2019, which was due to expire on 10 October 2024.

The Board of Directors is of the opinion that having the capability to repurchase treasury shares is in the interest of both the shareholders and the Company. This *inter alia* offers the possibility to respond to opportunities that may arise in the stock exchange price performance of the Company's share.

The Board of Directors also asks to be granted permission to use this authorisation at all times, if required repetitively, and is entitled to freely choose the time of cancellation. It is hereby also authorised to amend the numbers of shares in the articles of association and to have the resultant amendment to the articles of association recorded by a notary.

The proposed authorisation shall be voted on by the shareholders with due observance of the attendance and majority requirements as prescribed for an amendment to the articles of association in article 7:153 par. 2 and 4 of the CAC. This means that the shareholders present or represented must represent at least half of the capital and that at least three fourths of the votes cast must be in favour of the amendment to the articles of association.

Taking all this into account, the Board of Directors requests to be granted authorisation to repurchase treasury shares on behalf of the Company, as outlined above.

Halle, 6 June 2024

On behalf of the Board of Directors,

Kriya One BV
Permanently represented by
Jef Colruyt
Director

Korys Business Services III NV
Permanently represented by
Wim Colruyt
Director