

Acceptance form for registered shares

Capitalized terms used but not expressly defined in this acceptance form have the meaning attributed thereto in the prospectus.

This Acceptance Form must be drawn up in two originals: one for the Shareholder and one which the Shareholder must timely deliver to Resilux NV, for the attention of Mr Peter Mommerency, with a copy per e-mail to Peter.Mommerency@resilux.com.

ACCEPTANCE FORM FOR THE MANDATORY PUBLIC TAKEOVER BID IN CASH BY QUVADEC NV ON ALL SHARES ISSUED BY RESILUX NV THAT ARE NOT ALREADY OWNED BY QUVADEC NV
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I, undersigned (*name and surname or company name*): _____

residing at / with registered address at (*full address*): _____

declare, after having had the opportunity to review the prospectus that was published by Quvadece NV in the framework of the mandatory public takeover bid in cash on all Shares issued by Resilux NV, that:

- (i) I accept the terms and conditions of the Offer as described in the Prospectus;
- (ii) I accept to transfer the below Shares that are registered in my name in the share register of Resilux NV and of which I have full ownership, to the Bidder in accordance with the terms, conditions and acceptance procedure described in the Prospectus, at a Bid Price in cash of EUR 235 per Share;
- (iii) I acknowledge that all declarations, warranties and obligations deemed to be made or entered into by me in relation to the transfer of my Shares, are included in this Acceptance Form;
- (iv) I hereby request to transfer the below Shares to the Bidder and therefore authorize each director of Resilux NV as well as Mr Peter Mommerency, acting individually and with right of substitution, to register and to sign the transfer of the below Shares to the Bidder in the share register of Resilux NV on my behalf, and to take all other useful actions in relation hereto.

Shares		
Number	Form	Annexes
_____	Registered shares	Proof of registration in the share register of Resilux NV that I have received in the framework of the Bid.

I hereby request to credit my bank account with number _____ held at (*name bank*) _____ on the Payment Date, for an amount equal to the Bid Price multiplied by the abovementioned number of Shares.

I acknowledge and confirm that:

- (i) in order to be valid, this Acceptance Form must be submitted in accordance with the acceptance procedure described in the Prospectus, at the latest on the last day of the Acceptance Period (as may be extended) before 4 p.m. Belgian time;
- (ii) (a) if the Shares are owned by two or more persons, the Acceptance Form must be executed by all of these persons jointly, (b) if the Shares are encumbered with usufruct, the Acceptance Form must be executed by the usufructuary and the bare owner jointly, (c) if the Shares have been pledged, the Acceptance Form must be executed by the pledgor and the pledgee jointly, whereby the pledgee is deemed to irrevocably and unconditionally waive the pledge and release the Shares, and (d) if the Shares are encumbered in any other manner or are subject to any other claim, security or interest, the Acceptance Form must be executed by the owner and all of these beneficiaries jointly, whereby such beneficiaries are deemed to irrevocably and unconditionally waive any and all such claim, security or interest; and
- (iii) the Bidder shall bear the tax on stock market transactions; the Centralizing Agent shall not charge me any commission, fees or any other costs under the Bid.

I also declare that I have received all information necessary to be able to make an informed decision on the Bid, that I am aware of the risks it entails and that I have inquired about the taxes I could owe in the framework of the transfer of my Shares to the Bidder, and which, if need be, I shall bear in full.

Done in two originals at (*place*) _____

On (*date*) _____

The Shareholder

(*signature*)

(*Name and surname or company name, name, surname and title*)