

A horizontal bar with a blue gradient, transitioning from light blue on the left to dark blue, then orange, and finally red on the right.

smartphoto group NV

Annual General Meeting
of Shareholders

May 11, 2022

AGENDA

1. Discussion of the consolidated annual accounts concerning the 2021 financial year
2. Discussion of the annual report of the Board of Directors with respect to the statutory and consolidated annual accounts concerning the financial year closed on December 31, 2021
3. Discussion and approval of the remuneration report
4. Discussion of the reports of the Statutory Auditor with respect to the statutory and consolidated annual accounts concerning the financial year closed on December 31, 2021
5. Discussion and approval of the statutory annual accounts concerning the financial year closed on December 31, 2021, including the appropriation of the result, as proposed by the Board of Directors
6. Discharge of liability to the directors and the Statutory Auditor concerning the financial year closed on December 31, 2021
7. Miscellaneous

Agenda item 1

Discussion of the consolidated annual accounts concerning the 2021 financial year



smartphoto

- ❑ Innovative e-commerce company, active in 12 European countries
- ❑ B2C e-commerce
- ❑ The production activities are centralised in Wetteren:
 - Kwatrecht
 - Vantegem (additional production occupied since Q3 2020)
- ❑ Local teams in Hengelo, Pratteln and Malmö providing customer service and marketing assistance
- ❑ Fully hosted on the Google Cloud platform
- ❑ Strong focus on mobile
- ❑ More focus on the customer and an even more human smartphoto in this digital world



Belgium	smartphoto	Finland	smartphoto
	Spector	Denmark	smartphoto
Luxembourg	smartphoto	Switzerland	smartphoto
The Netherlands	smartphoto	Germany	smartphoto
France	smartphoto	Austria	smartphoto
Sweden	smartphoto	The United Kingdom	smartphoto
Norway	smartphoto	The European Union	smartphoto

smartphoto

Our mission

We help socially active young
mums and families
to create and give
high-quality, affordable,
personalised products through
smart and simple websites



SMART



SIMPLE



SMILE

Our values

Affordable products
High quality
Providing solutions

Easy to make
Fast service
Accessibility

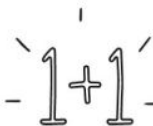
Fun to make
Fun to receive and share
Inspiring

smartphoto, an innovative e-commerce company

- ❑ Top 10 e-commerce in Belgium (across all sectors)
- ❑ Top 5 photo e-commerce in Europe
- ❑ 4 times in a row winner of the SafeShops Award
- ❑ 4 times winner of the BeCommerce Award in our category and in 2021 winner of the BeCommerce Advertising Award
- ❑ Over 1 million unique visitors per month, sometimes peaking at 2 million
- ❑ From prints to a full e-commerce website with currently over 500 different products
- ❑ Fully hosted on the Google Cloud platform: increasing scalability, handle the peaks throughout the year even more easily, and increasing the data security level



The largest range
of photo products



Super easy
to make



Fastest delivery
in Belgium



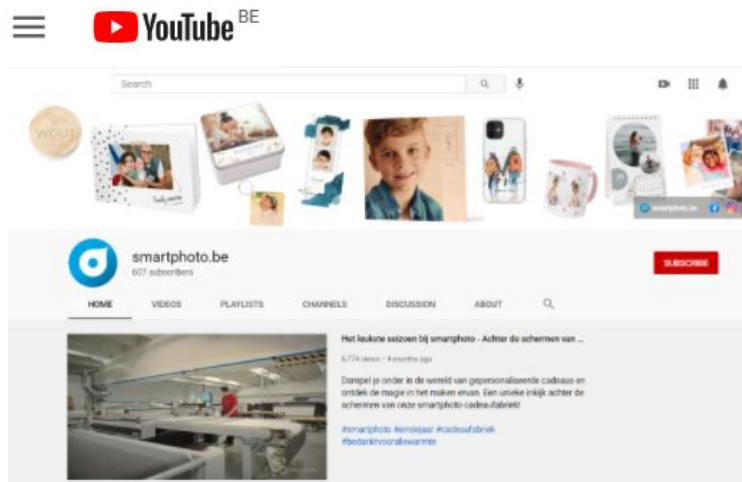
Made a typo?
Free reprints!!

Our pillars

- ❑ Increasing focus on **mobile**
- ❑ Increasing number of **personalised** products
 - ❑ With photo
 - ❑ With symbol, name or quote
 - ❑ Engraved
- ❑ Even **faster delivery**
 - ❑ Each product is unique, produced within **an average of 48 hours**
 - ❑ More than **2.7 million parcels a year**, on peak days up to 40,000 items
 - ❑ Fast **delivery** throughout Europe **within a few days** of production
 - ❑ Expansion of the number of products with superfast delivery **Ordered today, delivered tomorrow** → In 2021 already possible for 48 different products



Our contact with the customer via social media



- ❑ One of the market leaders in B2B e-commerce distribution in Europe
 - B2B 'e-commerce as a service' (EAAS) for international brands looking for growth
 - B2B sales to companies of personalised gift packages with chocolate, alcohol, fruit or flowers through websites such as Gift.be and GiftsforEurope.com
- ❑ The production activities are centralised in Ardoois
- ❑ Continuously looking for innovating gift ideas
- ❑ Strong focus on a personal approach



2021 annual results

Smartphoto group grows further in 2021

Dividend proposal

- ❑ Increase in **revenue** to 63 052K euro compared to 61 364K euro in the exceptionally strong year 2020 (+2.8%), and 51 466K euro in 2019 (+22.5%).
- ❑ The **REBITDA** amounts to 10 506K euro in 2021 compared to 11 860K euro in 2020 (-11.4%), and 8 790K euro in 2019 (+19.5%).
- ❑ Compound annual growth rate (**CAGR**) over the last 3 years of revenue is equal to 10.7%, and of the REBITDA is equal to 9.3%.
- ❑ **Net result** amounts to 5 500K euro in 2021 compared to 8 397K euro in 2020.
- ❑ Increase in **net cash** of 3 784K euro (+28.6%) from 13 229K euro in 2020 to 17 013K euro in 2021, and this notwithstanding the dividend payment, the further purchase of treasury shares and the acquisition of Frucon² NV (Nayan).
- ❑ Proposal to pay a **gross dividend** of 0.65 euro per share (or an increase of 8.3%).

2021 annual results

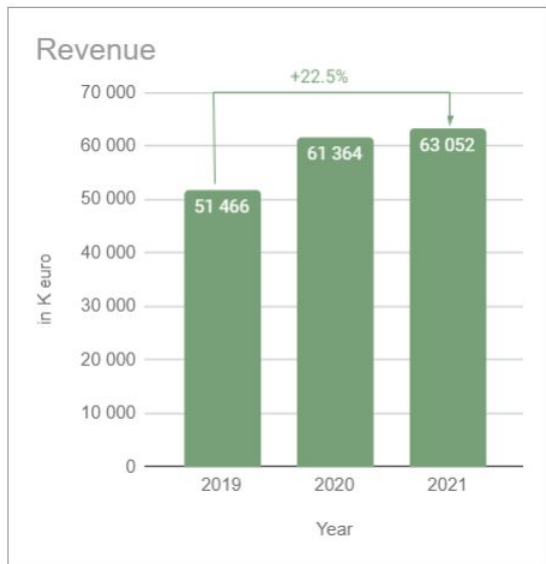
2021 consolidated key figures

	(in K euro)	2020	2021	Δ in % 2021
Revenue		61 364	63 052	2.8%
Profit/loss (-) from operating activities, before non-recurring items (REBIT)		8 343	7 433	-10.9%
Depreciation, amortisation, write-downs, impairment and provisions from operating activities		3 517	3 073	-12.6%
<i>Profit/loss (-) from operating activities, before non-recurring items, corrected for depreciation, amortisation, write-downs, impairment and provisions (REBITDA)</i>		11 860	10 506	-11.4%
Non-recurring items from operating activities			-317	
<i>Profit/loss (-) from operating activities, corrected for depreciation, amortisation, write-downs, impairment and provisions (EBITDA)</i>		11 860	10 189	-14.1%
Financial result		-477	-195	59.1%
Write-offs and provisions from financial result		138	128	-7.5%
Profit/loss (-) before taxes		7 865	6 921	-12.0%
<i>Profit/loss (-) before taxes, corrected for depreciation, amortisation, write-downs, impairment and provisions</i>		11 520	10 121	-12.1%
Income taxes expense (-)/income		532	-1 421	-367.2%
Deferred taxes		-1 218	666	154.7%
Profit/loss (-) for the period		8 397	5 500	-34.5%
Profit/loss (-) for the period, corrected for depreciation, amortisation, write-downs, impairment, provisions and deferred taxes		10 834	9 367	-13.6%
Profit/loss (-) for the period attributable to shareholders of the parent company		8 397	5 500	-34.5%

Evolution 2021 (delta with 2020)

EBITDA	-1 671
Depr., amort., write-downs and provisions	+ 444
Financial result	+ 282
Profit before taxes	- 944
Income tax expense (-)/income	- 1 953
Profit/loss (-) for the period	-1 468

Evolution revenue

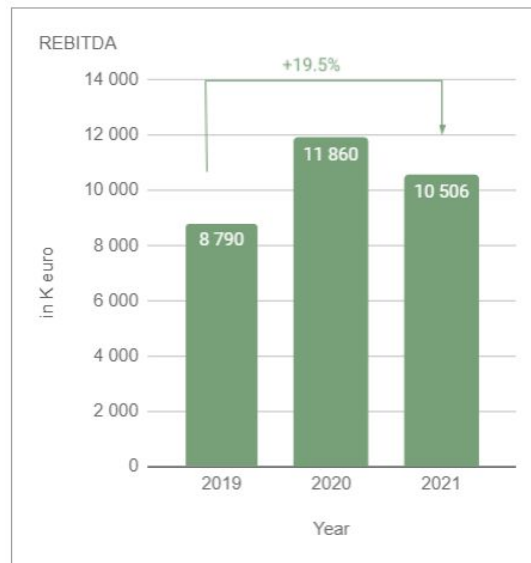


Increase in revenue in 2021 with 2.8% from 61 364K euro in 2020 till 63 052K euro in 2021.

Compared to 2019, as a reference without the influence of Corona, the group's revenue increased from 51 466K euro to 63 052K euro, an increase of 22.5%.

CAGR over the last 3 years → 10.7%

Evolution REBITDA



Decrease of the REBITDA in 2021 with 11.4% from 11 860K euro in 2020 till 10 506K euro in 2021.

Compared to 2019, the REBITDA increased with 19.5%.

CAGR over the last 3 years → 9.3%

Evolution revenue and REBITDA

in K euro		2019	H1 2020	H2 2020	2020	H1 2021	H2 2021	2021
Revenue		51 466	21 167	40 197	61 364	21 060	41 992	63 052
	% growth	10.6%	11.5%	23.8%	19.2%	-0.5%	4.5%	2.8%
REBITDA		8 790	2 699	9 161	11 860	965	9 541	10 506
	% of revenue	17.1%	12.8%	22.8%	19.3%	4.6%	22.7%	16.7%

First half-year

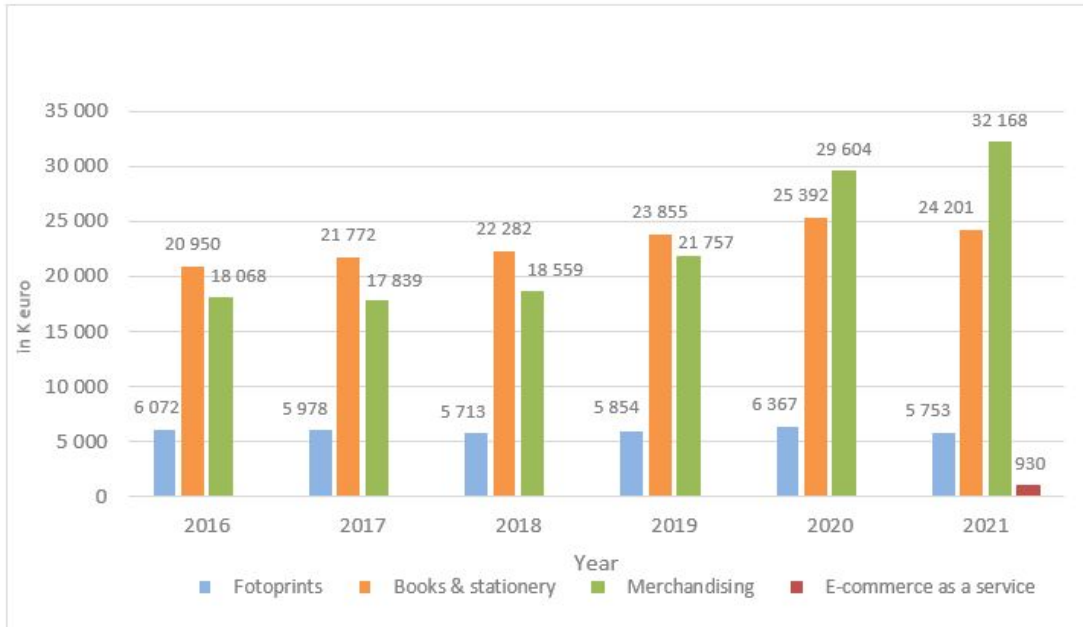
- the traditionally lower volumes over the first 6 months, combined with
- the higher fixed costs due to the opening of the new factory and the expansion of the teams to support growth
→ put pressure on profitability.

Second half-year

- improvements in production and
- the partial recharge of increasing labour and material costs
→ ensured better profitability.

The REBITDA over the second half of 2021, including naYan's activities for the month of December 2021, evolved positively by 380K euro compared to the second half of 2020.

Information about products and services



Investing in innovative and mobile solutions

- by making our websites accessible from all kinds of devices where the display of the site adapts to any type of screen (smartphone, tablet, laptop, PC, mac)

An example of this is our 'Mobile first' editor for gifts

- In product development

→ Over 500 different products available on our website, which is fully hosted on the Google Cloud platform:

- increasing scalability
- increasing data security level

Financial result

(in K euro)	2020	2021
Financial expenses from interest-bearing financial liabilities	-105	-97
Financial expenses from lease liabilities	-65	-54
Net gain/loss (-) on realisation of other receivables and non-current financial assets	-32	-33
Net exchange gains/losses (-)	-275	8
Other financial income/expenses (-)		-20
Net financial expenses	-477	-195

Change in financial result + 282
 from -477K euro to -195 K euro
 mainly due to:

- Positive impact of the exchange gains/losses (-) + 283
- Decreasing financial expenses from interest-bearing financial liabilities + 8
- Decreasing financial expenses from lease liabilities + 11
- Other - 20

The net exchange rate profits amount to 8K euro in 2021 and mainly consists of:

- The positive impact of the translation differences related to the CHF, NOK, SEK and USD + 8

Income taxes

(in K euro)	2020	2021
Current taxes expense (-)/income		
Taxes on the result for the financial year	-665	-768
Adjustments to taxes for preceding periods	-21	13
	-686	-755
Deferred taxes		
Originating and reversal of temporary differences	1 218	-666
	1 218	-666
Income taxes expense (-)/income recognised in the statement of profit or loss	532	-1 421

Current tax expense (-) /income - 755

Deferred taxes - 666

consisting of:

Deferred tax assets

→ increase + 57

→ Change with regard to provisions for pension plans - 93

→ use - 670

Deferred tax liabilities

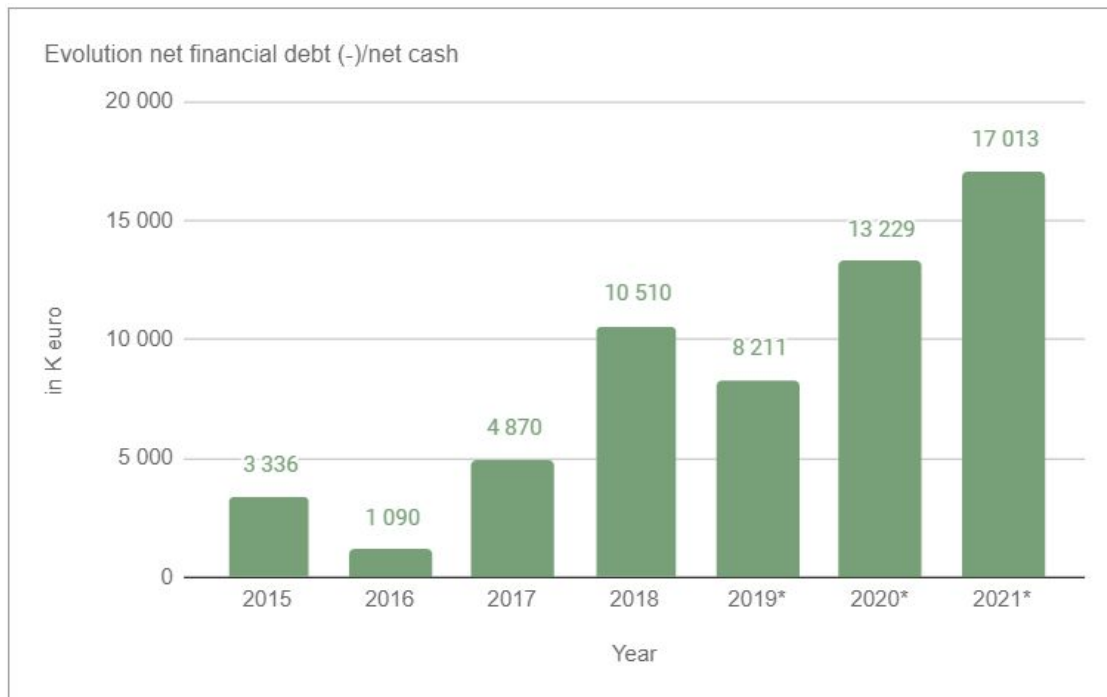
→ use + 40

Key figures statement of financial position

	(in K euro)	2020	2021	Δ in % 2021
Total assets		71 095	82 566	16.1%
Gross financial debt (-)		-4 717	-3 800	19.4%
Net financial debt (-)/Net cash		13 229	17 013	28.6%
Total equity		45 477	48 939	7.6%
Solvency ratio		64.0%	59.3%	-7.3%
Current ratio		122.7%	130.8%	6.6%



Evolution net financial debt (-)/net cash



* As of 2019 is IFRS 16 is applicable and lease liabilities are included in the current and non-current liabilities

Evolution from a cash surplus of 13 229K euro to 17 013K euro + 3 784

This increase is the result of:

- Realised 'free cash flow' from regular activities, in particular in the second half of the year
- The acquisition of naYan, including the acquired cash (3 529K euro)
- Compensated by:
 - Investments in property, plant and equipment and intangible assets of 3 316K euro
 - Dividend payment to the shareholders for 2 249K euro
 - Purchase of treasury shares for 399K euro

Assets

ASSETS	(in K euro)	2020	2021
<u>Non-current assets</u>			
Property, plant and equipment		16 552	17 031
Right-of-use assets		1 395	954
Goodwill		16 151	16 606
Intangible assets		2 803	3 136
Other financial assets			
Trade and other receivables		74	386
Deferred tax assets		11 057	10 341
Total non-current assets		48 032	48 455
<u>Current assets</u>			
Inventories		2 481	4 030
Trade and other receivables		2 613	9 248
Other financial assets		3	3
Cash and cash equivalents		17 946	20 812
Current tax assets		20	18
Total current assets		23 063	34 112
TOTAL ASSETS		71 095	82 566

Non current assets

Increase in **property, plant and equipment** + 479

- Investments + 2 020
 - Production machinery and furnishing buildings
 - Renovations of the building in Kwatrecht (Wetteren)
 - Acquisitions through business combinations
- Depreciations of the period - 1 523
- Disposals and decommissioning - 27

Decrease of **right-of-use assets** - 441

- Investments + 72
- Acquisitions through business combinations + 157
- Depreciations of the period - 695
- Other + 25

Increase of the **goodwill** + 455

- Consideration transferred +4 659
- Net identifiable assets and liabilities - 4 205

Increase of the **intangible assets** + 333

- Investments, mainly in migration of the web platform towards 'mobile first' and the cloud, modernising underlying management tools, the transformation of the website in terms of UX to a 'shop-in-shop'-concept, and the development of new production software. + 1 296

Of this amount, 681K euro is generated internally.

- Acquisitions through business combinations + 93
- Depreciations of the period - 1 055

Net decrease of **deferred tax assets** - 716

Acquisition naYan dd. December 2, 2021

	(in K euro) At acquisition date
Consideration in shares smartphoto group	509
Consideration settled in cash	4 150
Consideration transferred	4 659
Net identifiable assets and liabilities	-4 205
Goodwill	455

The consideration transferred regarding the acquisition = 4 659K euro.

Already paid as per end of December 2021:

- Consideration settled in shares for 509K euro
- Consideration settled in cash for 2 650K euro

Remaining balance to be paid in cash: 1 500K euro payable in tranches of 750K euro on September 30, 2022 and 750K euro on September 30, 2023.

This business combination is accounted for in the consolidated figures as from the acquisition date in accordance with IFRS 3 and is hereby reported on the basis of provisional amounts for several items relating to the opening statement of the financial position, which can possibly have an impact on the equity at the acquisition date and the goodwill included in the initial recognition.

The measurement period within which the provisional amounts can be retroactively adjusted, if applicable, ends at the date when complete information about the facts and circumstances will be available, and shall not exceed one year from the acquisition date.

Assets

ASSETS	(in K euro)	2020	2021
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TOTAL ASSETS		71 095	82 566

Current assets

Inventories

+ 1 549

- Acquisition naYan
- Temporary increase of inventories to guarantee security of supply

Increase of the trade and other receivables

+ 6 635

- Increase trade receivables + 3 112
mainly related to the acquisition of naYan
- Increase other receivables + 3 295
mainly related to the acquisition of naYan, of which a receivable on the seller of naYan of 1 108K euro related to an indemnification, as stated in the sale-purchase agreement, where the seller has committed to indemnify and compensate the buyer for the amount due related to pending VAT regularisations in the period prior to the acquisition date.
- Increase in accruals + 228

Increase in cash and cash equivalents + 2 866

EQUITY AND LIABILITIES	(in K euro)	2020	2021
<u>Total equity</u>			
Capital		41 381	41 381
Reserves and retained earnings/accumulated loss (-)		-1 765	1 615
Revaluation surplus		6 956	6 956
Treasury shares (-)		-3 360	-3 379
Currency translation adjustments		2 265	2 366
Shareholder's equity		45 477	48 939
Total equity		45 477	48 939
<u>Non-current liabilities</u>			
Interest-bearing financial liabilities		2 836	2 363
Lease liabilities		767	514
Trade and other payables			750
Employee benefit liabilities		1 015	584
Provisions			1 133
Deferred tax liabilities		2 199	2 205
Total non-current liabilities		6 818	7 550
<u>Current liabilities</u>			
Interest-bearing financial liabilities		470	473
Lease liabilities		643	449
Trade and other payables		14 823	20 996
Employee benefit liabilities		2 418	2 926
Current tax liabilities		447	1 233
Total current liabilities		18 800	26 077
TOTAL EQUITY AND LIABILITIES		71 095	82 566

Total equity

Strengthening of the equity from
45 477K euro to 48 939K euro

+ 3 462

- Net profit of the period + 5 500
- Dividend over 2020 - 2 249
- Transfer of treasury shares following the acquisition of naYan + 509
- Purchase of treasury shares (13 321 shares) - 399
- Movement in currency translation adjustments + 101

Equity and liabilities

EQUITY AND LIABILITIES	(in K euro)	2020	2021
<u>Total equity</u>			
Capital		41 381	41 381
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TOTAL EQUITY AND LIABILITIES		71 095	82 566

Current and non-current liabilities + 8 009

Decrease in interest-bearing financial liabilities - 471

- Repayments in 2021 - 471

Decrease in lease liabilities - 447

- Lease liabilities entered into in 2021 + 255

- Repayments in 2021 - 702

Increase in trade and other liabilities + 6 924

Other liabilities include an amount of €750K long-term and €750K short-term, being the outstanding balance of the purchase price relating to the acquisition of naYan

Increase employee benefit liabilities + 77

- Decrease in pension obligations - 431

- Increase in other employee benefit liabilities + 508

Increase in deferred tax liabilities + 6

- Recognition of taxable temporary differences - 21

- Tax effect on translation differences + 27

Increase in current tax liabilities + 786

Statement of non-financial information - Sustainability report (ESG)

Art. 3:6 §4 of the Belgian Companies and Associations Code is **not applicable** to smartphoto group → the threshold of 500 employees was not exceeded.

Apart from that, smartphoto group **voluntarily** drew up this sustainability report because it is convinced that in this way it is contributing to increasing the collective commitment regarding sustainability

Terms of reference

- An action plan has been developed within the Voka Charter for Sustainable Entrepreneurship
- The basis of this plan is the model of the **United Nations Sustainable Development Goals** (SDGs).

Sustainability at smartphoto

From the analysis of the topics with a substantial influence on smartphoto's activities, **6 objectives** were retained within the **three domains**:

- People and well-being
- Environment
- Waste and resource management



2021 achievements

People and well-being

- Supporting career development of employees
- Offering a training package to employees
- Improving awareness amongst employees about the importance of sustainable food
- Improve work-life balance
- Modernising the company's infrastructure



- Promoting safe and secure working environments for all workers
- Improving awareness relating to climate change
- Encouraging to adopt sustainable practises and to integrate sustainability information
- Promoting decent work for all
- Ensuring healthy lives and promote well-being at all ages

Environment

- Electrifying the company car fleet
- Offering the possibility to charge electric cars
- Feasibility study of renewable energy
- Reducing amount of shipped air
- Stop the use of harmful cleaning products in office
- Increasing involvement with environment and society



- Increasing the share of renewable energy
- Improving the energy efficiency
- Promoting safe and secure working environments for all workers
- Improving global resource efficiency in consumption and production
- Achieving the sustainable management and efficient use of natural resources
- Achieving an environmentally sound management of chemicals and all wastes
- Reducing emissions to air, water and soil
- Improving awareness relating to climate change

Waste and resource management

- Increasing the use of FSC certified packaging material
- Reducing the CO² footprint in transport
- Setting goals for energy, water and waste reduction



- Improving global resource efficiency in consumption and production
- Reducing emissions to air, water and soil
- Achieving the sustainable management and efficient use of natural resources
- Reducing waste generation through prevention, reduction, recycling and reuse

2022 action plan

People and well-being

Investigating for a health programme for employees



- Promoting mental health and well-being
- Ensuring healthy lives and promote well-being at all ages

Environment

Increasing the sustainability awareness with 2-monthly workshops

Implementing bicycle lease plans for all employees

Installing a new bicycle shed

Saving on electricity and gas consumption with 5%

Installing solar panels



- Encouraging to adopt sustainable practises and to integrate sustainability information
- Reducing emissions to air, water and soil
- Ensuring healthy lives and promote well-being at all ages
- Improving global resource efficiency in consumption and production
- Increasing the share of renewable energy
- Improving awareness relating to climate change

Waste and resource management

Shipping CO² neutral for 60% of our packages

Reducing paper waste with 5%

Sharing of ideas relating recycling

Analysing silver recovery and chemical waste from the silver halide process



- Reducing emissions to air, water and soil
- Reducing waste generation through prevention, reduction, recycling and reuse
- Improving global resource efficiency in consumption and production
- Sharing knowledge, expertise, technology and financial resources relating to sustainable development

Partnership

Demanding ethical business practices from our suppliers

Cooperating with a good cause- entering into partnerships



- Encouraging and promoting effective public, public-private and civil society partnerships
- Promoting decent work for all
- Improving awareness relating to climate change

Outlook 2022

In 2022 we will continue to focus on growth, both for the activities of smartphoto and for naYan.

For **smartphoto** this will be further contributed to by:

- the expansion of the product range
- the implementation of price increases
- Improving the conversion, supported by a fully mobile-friendly website

For **naYan** the focus will be on:

- growth by gaining new customers for its EAAS model
- optimising the underlying processes and structures

Agenda item 1

Discussion of the consolidated annual accounts concerning the 2021 financial year

Questioning

Agenda item 2

Discussion of the annual report of the Board of Directors with respect to the statutory and consolidated annual accounts concerning the financial year closed on December 31, 2021

Annual report of the Board of Directors with respect to the statutory annual accounts

→ disclosed in the statutory annual accounts

Annual report of the Board of Directors with respect to the consolidated annual accounts

→ disclosed in the 2021 annual report (from page 23 to 58)



Agenda item 3

Discussion and approval of the

remuneration report

→ disclosed in the 2021 annual report (from page 43 to 45)

❑ Remuneration non-executive directors in 2021

Non-executive directors	→ each a fixed remuneration of 12,500 euro per year
Chairman of the BoD	→ additional fixed remuneration of 12,500 euro per year
Members of the Audit Committee	→ additional fixed remuneration of 2,500 euro per year
⇒ Total for 2021 = 95,000 euro	

❑ Remuneration of the executive director in 2021

The **total remuneration** for the executive director the 2021 financial year amounts to **512K euro** and includes:

- The fixed remuneration component for 385K euro
- A non-recurring remuneration component for 125K euro, which comprises a one-off success fee for the realisation of the acquisition of naYan
- The other remuneration components for 2K euro

No variable remuneration was granted for 2021 as the targets were not achieved.

No guarantees or loans have been provided by smartphoto group NV or related companies to the executive director

□ Remuneration of the executive director in 2021 (continuation)

Deviations from the 2020 Code

The executive director's remuneration is a deviation from principle 7.8 of the 2020 Code, which stipulates that the variable part of the executive director's remuneration package is linked to the overall performance of the Company and individual performances. Notwithstanding the fact that the variable remuneration of the executive director is in principle linked to the overall performance of the Company, it is the individual performance of the executive director that underlies the achievement of these overall goals. After all, this is the merit of the managing director who is in charge of the daily management.

Contrary to principle 7.9 of the 2020 Code, no minimum threshold has been set for shares that should be held. The Board of Directors is of the opinion that, despite the deviations from this principle of the 2020 Code, the interests of the executive director are sufficiently aligned with the objectives of sustainable value creation of the Company.

The executive director holds, through Acortis BV, represented by its permanent representative Mr Stef De corte, 5,250 shares of the Company.

Severance payments

There is an agreement between Mr Stef De corte and the Company that - only upon termination at the request of the Company - provides for a financial compensation of 12 months.

Remuneration of the executive director in 2021 (continuation)

Other information corresponding to Article 3.6, §3 of the Belgian Companies and Associations Code

Evolution of the remuneration	2017	2018	2019	2020	2021
Yearly remuneration non-executive directors ⁽¹⁾	0%	0%	0%	0%	0%
Executive director ⁽²⁾	-8.1%	2.2%	2.2%	12.0%	-3.8%
Changes in the performance of the Company ⁽³⁾	44.5%	5.3%	27.2%	34.9%	-14.1%
Changes in the average remuneration of the other employees ⁽⁴⁾	-2.1%	0.4%	4.7%	-3,1%	5.0%
Ratio between the highest and lowest remuneration ⁽⁵⁾	9.8%	10.2%	10.3%	10.2%	10.2%

⁽¹⁾ The evolution of the annual remuneration of the non-executive directors is calculated by dividing the annual remuneration for a non-executive director for the financial year by the annual remuneration for the previous financial year.

⁽²⁾ The evolution of the annual remuneration of the executive director is calculated by dividing the annual remuneration (fixed and variable) for the executive director for the financial year by the annual remuneration for the previous financial year.

⁽³⁾ The change in performance of the Company is calculated by dividing the EBITDA for the financial year by the EBITDA for the previous financial year.

⁽⁴⁾ Changes in average remuneration (expressed as full time equivalents) of the other employees.

⁽⁵⁾ Ratio between the fixed remuneration of the executive director and the lowest remuneration (in full time equivalents) of the other employees.

Agenda item 4

Discussion of the reports of the Statutory Auditor with respect to the statutory and consolidated annual accounts concerning the financial year closed on December 31, 2021

The report of the Statutory Auditor with respect to the **statutory annual accounts**

→ disclosed in the statutory annual accounts

The report of the Statutory Auditor with respect to the **consolidated annual accounts**

→ disclosed in the **2021 annual report** (pages 77 to 87)



Agenda item 5

Discussion and approval of the statutory annual accounts concerning the financial year closed on December 31, 2021, including the appropriation of the result, as proposed by the Board of Directors



STATUTAIRE
JAARREKENING 2021

Discussion of the statutory annual accounts as at 31.12.2021

ASSETS (in euro)	2020	2021
FIXED ASSETS	70 403 956	74 808 033
Intangible fixed assets	12 509 852	11 101 571
Tangible fixed assets	392 346	554 755
Land and buildings	309 943	456 409
Property, plant and equipment	82 403	98 346
Financial fixed assets	57 501 758	63 151 707
Affiliated companies	57 483 758	63 133 707
Participating interest	44 683 758	49 333 707
Amounts receivable	12 800 000	13 800 000
Other financial assets	18 000	18 000
Amounts receivable and cash guarantees	18 000	18 000

EVOLUTION FIXED ASSETS (in K euro) + 4 404

Decrease of the intangible fixed assets - 1 408

mainly due to:

- Investments + 1 293
- Depreciations of the period - 2 701

Increase of the tangible fixed assets +162

mainly due to:

- Investments + 253
- Depreciations of the period - 91

Increase of the financial fixed assets + 5 650

mainly due to:

- Investments in affiliated companies +4 650
following the acquisition of naYan
- Increase in the amounts receivable
affiliated companies via the transfer from
other receivables +1 000

Discussion of the statutory annual accounts as at 31.12.2021

ASSETS (in euro)	2020	2021
Amounts receivable within one year	3 128 524	4 380 617
Trade debtors	2 053 081	2 123 406
Other amounts receivable	1 075 443	2 257 211
Current investments	3 313 498	3 382 460
Own shares	3 310 301	3 379 263
Other investments and deposits	3 197	3 197
Cash at bank and in hand	13 910 244	8 432 874
Deferred charges and accrued income	180 811	83 842
TOTAL ASSETS	90 937 033	91 087 826

EVOLUTION CURRENT ASSETS (in K euro) - 4 253

mainly due to:

- Increase of the **trade debtors and other amounts receivable** + 1 252
- Increase of the **own shares** + 69
 - Evolution of the number of own shares from 193 133 to 190 028 (- 3 105 shares)
 - 13 321 shares purchased based on the share repurchase programme with start date September 17, 2020
 - 16 426 shares were transferred relating the acquisition of naYan
- Decrease in **cash at bank and in hand** - 5 477
- Decrease in **deferred charges and accrued income** - 97

Discussion of the statutory annual accounts as at 31.12.2021

EQUITY AND LIABILITIES (in euro)	2020	2021
EQUITY	66 056 143	68 183 594
Capital	41 381 403	41 381 403
Issued capital	41 381 403	41 381 403
Reserves	10 319 213	10 348 416
Reserves not available	7 448 441	7 517 404
Legal reserve	4 138 140	4 138 141
Purchase of own shares	3 310 301	3 379 263
Untaxed reserves	2 870 772	2 831 012
Accumulated profits/losses (-)	14 355 527	16 453 775

EVOLUTION IN EQUITY (in K euro)

Increase in equity + 2 127

- Increase in accumulated profit
 - Profit of the period + 4 588
 - Transfer to other reserves - 2 421
 - Proposed dividend of 0.65 euro per share entitled to dividend - 69
- Increase in the reserves
 - Increase in the reserves which are not available + 69
 - Decrease in the untaxed reserves - 40

Discussion of the statutory annual accounts as at 31.12.2021

EQUITY AND LIABILITIES (in euro)	2020	2021
AMOUNTS PAYABLE	24 880 890	22 904 232
Amounts payable after more than one year	1 740 097	2 141 658
Financial debts	1 740 097	1 391 658
Financial debts	1 576 314	1 260 774
Other debts	163 783	130 884
Other debts		750 000
Amounts payable within one year	23 002 275	20 619 540
Current portion of amounts payable after more than one year falling due within one year	312 991	315 539
Trade debts	8 682 073	8 080 407
Suppliers	8 682 073	8 080 407
Taxes, remuneration and social security	1 753 447	1 861 447
Taxes	847 019	881 627
Remuneration and social security	906 428	979 820
Other amounts payable	12 253 764	10 362 147
Accruals and deferred income	138 518	143 034
TOTAL LIABILITIES	90 937 033	91 087 826

EVOLUTION IN AMOUNTS PAYABLE (in K euro)

- Decrease of the **amounts payable** - 1 977
mainly due to:
- Decrease of the **financial debts** - 348
 - Increase of the **other debts** + 1 500
→ amount outstanding of the purchase price relating the acquisition of naYan
 - Decrease debts related to the **suppliers** - 602
 - Increase in **taxes, remuneration and social security** + 108
 - Decrease **other amounts payable** related to affiliated companies - 2 642
 - Increase in **accruals and deferred income** + 5

Discussion of the statutory annual accounts as at 31.12.2021

(in euro)	2020	2021
Operating income	36 347 746	35 936 910
Turnover	35 391 764	34 774 945
Produced fixed assets	404 112	596 737
Other operating income	551 870	565 228
Operating charges	-34 251 565	-35 049 317
Goods for resale, raw materials and consumables	-17 807 750	-17 157 515
Purchases	-17 807 750	-17 157 515
Services and other goods	-8 170 156	-9 019 746
Remuneration, social security and pensions	-5 131 035	-5 634 190
Amortisations of and other amounts written down on formation expenses, intangible and tangible fixed assets	-2 650 945	-2 791 805
Amounts written down on stocks, contracts in progress and trade debtors: additions(-)/write-backs	-31 575	66 933
Other operating charges	-460 104	-512 994
Operating profit/loss (-)	2 096 181	887 593

PROFIT AND LOSS ACCOUNT (in K euro)

Activities of smartphoto group NV

- commercial activities to external customers
- providing support services with regard to management, marketing and ICT

Evolution 2021

Operating income	- 411
Operating charges	+ 798
Operating profit	- 1 209 (- 57.7%)

Discussion of the statutory annual accounts as at 31.12.2021

(in euro)	2020	2021
Financial income	8 358 782	10 552 937
Recurring financial income	3 148 582	3 961 188
Income from financial fixed assets	2 320 714	3 230 834
Income from current assets	818 306	713 967
Other financial income	9 562	16 387
Non-recurring financial income	5 210 200	6 591 749
Financial charges	-5 642 264	-6 785 807
Recurring financial charges	-432 064	-314 079
Debt charges	-125 419	-122 098
contracts in progress and trade debtors: additions (-)/write-backs	-271 383	1 221 786
Other financial charges	-35 262	-1 413 767
Non-recurring financial charges	-5 210 200	-6 471 728
Profit/Loss(-) for the period before taxes	4 812 699	4 654 723

PROFIT AND LOSS ACCOUNT (in K euro)

Evolution financial result + 1 051
mainly due to:

- Increase in income from financial fixed assets + 910
- Increase in income from current assets - 104
- Increase in other financial income + 7
- Increase in non-recurring financial income + 1 382
- Decrease in debt charges + 3
- Decrease in amounts written down on current assets + 1 493
- Increase in other financial charges - 1 379
- Increase in non-recurring financial charges - 1 262

Evolution Profit for the period - 158

Discussion of the statutory annual accounts as at 31.12.2021

(in euro)	2020	2021
Income taxes on the result	-211 447	-106 718
Taxes	-211 447	-120 496
Adjustments of income taxes and write-back of tax provisions		13 778
Profit/Loss(-) of the period	4 601 252	4 548 005
Transfer from untaxed reserves	39 868	39 760
Profit/Loss(-) of the period available for appropriation	4 641 120	4 587 765

PROFIT AND LOSS ACCOUNT (in K euro)

Evolution taxes	+ 105
Evolution profit of the period available for appropriation	- 53

Discussion of the statutory annual accounts as at 31.12.2021

(in euro)	2019	2020
Profit/Loss(-) to be appropriated	18 025 444	18 943 292
Profit/Loss (-) of the period available for appropriation	4 641 120	4 587 765
Profit/Loss (-) of the preceding period brought forward	13 384 324	14 355 527
Appropriations to equity	1 420 627	68 963
to other reserves		68 963
Profit/Loss(-) to be carried forward	14 355 527	16 453 775
Profit to be distributed	2 249 290	2 420 554
Compensation for contributions	2 249 290	2 420 554

APPROPRIATION ACCOUNT (in euro)

Profit of the period available for appropriation	4 587 765
Profit of the preceding period brought forward	14 355 527
Appropriations to equity	68 963
Compensation for contributions	- 2 420 554
Proposal of the Board of Directors to a dividend payment of 0.65 euro per share (3 941 950 shares - 218 021 own shares = 3 727 929 shares entitled to dividend as per March 25, 2022)	
Profit to be carried forward	16 453 775

Agenda item 6

Discharge of liability to the directors and the Statutory Auditor concerning the financial year closed on December 31, 2021



Agenda item 7

Miscellaneous

