Information Note 15/02/2026

INFORMATION NOTE ON THE OFFERING OF AN ISSUE OF SHARES BY BRONSGROEN CV

This document was drawn up by Bronsgroen cv.

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WARNING

THE INVESTOR RUNS THE RISK OF LOSING HIS INVESTMENT IN WHOLE OR IN PART AND/OR OF NOT OBTAINING THE EXPECTED RETURN.

THE SHARES OF BRONSGROEN CV INVESTMENT INSTRUMENTS ARE NOT LISTED: THE INVESTOR RUNS THE RISK OF ENCOUNTERING GREAT DIFFICULTY IN SELLING HIS POSITION TO A THIRD PARTY SHOULD HE WISH TO DO SO.

In the case of an offering of investment instruments to the public, the investors who have agreed to buy or subscribe to the investment instruments before the publication of the supplement have the right to withdraw their acceptance during two working days after the publication of that supplement, on condition that the new development, error or inaccuracy referred to in the first paragraph occurred before the definitive closing of the offering to the public and before the delivery of the investment instruments, whichever comes first. This period may be extended by the issuer or by the offeror. The final date for the right of withdrawal is stated in the supplement.

The most important supplements are:

- The risks
- The working capital
- Reasons for the offering

PART I — PRINCIPAL RISKS INHERENT IN THE ISSUER AND IN THE INVESTMENT INSTRUMENTS OFFERED, AND SPECIFIC TO THE ISSUE CONCERNED

Bronsgroen is a recognised cooperative company with a social purpose, a transparent structure and a great many small shareholders. The company subscribes to the social narrative of rational energy use and renewable energy. Bronsgroen cv invests in renewable energy projects and is an independent organisation. Bronsgroen is not part of a group and has no subsidiaries.

A. RISKS

Every investment in shares carries risks by definition. Potential investors are advised to consider the risks stated below carefully before they decide to invest in shares. The objective formulated in the articles of association, and the

nature of the activities that follow from it, bring a number of risks. The policy of Bronsgroen cv aims to control these risks as well as possible. That does not mean that they can be fully excluded. Bronsgroen makes a distinction between risk factors specific to the activities and the sector, and risk factors specific to the offering of shares.

Bronsgroen is convinced that the risks and uncertainties described below are by far the most important at present. Other risks and uncertainties of which Bronsgroen does not know the existence today, or of which it considers the impact limited, may also have an influence on the operational and financial situation, which in turn may negatively affect the value of the shares.

B. RISKS FOR THE SHAREHOLDER

1. Financial risks

The shareholders of Bronsgroen cv may be exposed to various financial risks:

1. Limited return: In a cooperative company the returns for shareholders are often limited, since the profit is usually redistributed among the members or reinvested in the company. This means that shareholders may not be able to expect high dividends or any dividends. Bronsgroen is also limited in its capacity to pay out dividends under articles 6:115 and 6:115 of the Belgian Code of Companies and Associations, in the sense that Bronsgroen may only distribute a return if the net assets of the company are positive, and it can meet its debts for at least 12 months.
2. Limited liquidity: Shares of cooperative companies are not traded on public exchanges, which limits the tradability and liquidity of the shares. Shareholders may find it difficult to sell their shares or to cash in their investment quickly.
3. Investment risk: The success of Bronsgroen cv depends on the performance of its projects and investments in renewable energy and energy efficiency. Shareholders may be exposed to the risk of poor investment decisions, project delays or failures, which may lead to a fall in the value of their shares.
4. Protection risk: The shares of Bronsgroen do not qualify for the guarantee of the Protection Fund for Deposits and Financial Instruments.
5. Operational risk: Shareholders may be exposed to operational risks such as technical failures, unforeseen costs and execution problems. These may lead to lower income and profit margins, which may affect the value of their shares.
6. Credit risk: If Bronsgroen cv takes on debt to finance projects, shareholders may be exposed to credit risks. If the company fails to meet its debt obligations, this may lead to financial problems and have a negative influence on the value of the shares.
7. Regulatory and policy risks: Changes in laws and regulations, such as subsidies, tax advantages or environmental standards, may affect the profitability of Bronsgroen cv. This in turn may have a negative impact on the value of the shares of shareholders.
8. Reputation risk: Scandals, environmental problems or poor performance may lead to reputational damage for Bronsgroen cv, which in turn may harm the confidence of members, partners and investors. This may have a negative influence on the value of the shares of shareholders.

2. Risks specific to the cooperative character of Bronsgroen

Investing in a cooperative company such as Bronsgroen cv differs in several ways from investing in an ordinary company:

1. Limited voting right: Every cooperator has only one vote at the general meeting, independent of the number of shares he or she holds. Every cooperator present may represent only one cooperator who is not present at the

general meeting. The general meeting may deliberate regardless of the number of cooperators present. The decisions are taken by simple majority of the votes validly cast. There is therefore no minimum number of attendees required, except in the cases in which an attendance quorum is required under the Belgian Code of Companies and Associations.

2. Limited possibilities for withdrawal of capital and resignation: Members must hold their shares for at least 5 years, and after the end of this period request a withdrawal of capital within 6 months after the end of this period. The board of directors may refuse a withdrawal of capital if it endangers the existence of the company. The member then holds his shares again for a 5-year period.

C. RISKS FOR THE ISSUER

These risks may affect the financial performance and stability of the Company, and potential investors must take them into account when they consider an investment in Bronsgroen.

1. Strategic risks

As a cooperative company in renewable energy, the following strategic risks apply specifically to Bronsgroen:

1. Regulatory and policy risks: Changes in government policy, subsidies or regulations related to renewable energy may have direct consequences for Bronsgroen. For example, a reduction of subsidies or incentive measures may lead to lower income and higher operating costs.
2. Technological innovation: Rapidly evolving technologies in the renewable energy sector, such as solar energy, wind energy and energy storage, may weaken the position of Bronsgroen if the company does not innovate in time and invest in new technologies.
3. Competition risk: New and existing players in the renewable energy sector may threaten the market position of Bronsgroen. Competition may lead to lower margins, price pressure or loss of market share.
4. Reputation risk: As a cooperative company, Bronsgroen depends on the support and the confidence of its members. Scandals, environmental problems or poor performance may lead to a damaged reputation and the loss of members or investors.

2. Operational risks

Operational risks are the risks that go together with the daily operation of an undertaking. In the case of Bronsgroen, which is engaged in the development, financing, construction and management of sustainable energy projects, there are some specific operating risks that must be taken into account:

1. Technological risk: Sustainable energy projects depend on technologies such as solar panels, wind turbines and energy-efficient systems. These technologies may become outdated or face technical problems, which may negatively affect the performance of the projects.
2. Installation and maintenance risk: The installation and maintenance of sustainable energy installations brings risks, such as delays in construction, unforeseen costs, or technical problems. If Bronsgroen fails to manage these challenges effectively, this may lead to extra costs and reduced efficiency of the projects.
3. Dependence on suppliers: Bronsgroen depends on suppliers for the delivery of the equipment and materials needed for the projects. Delays in delivery, price fluctuations or problems with the quality of the materials delivered may adversely affect the projects.
4. Weather conditions: Sustainable energy production is sensitive to weather conditions such as sunlight, wind and temperature. Variability in these conditions may lead to unpredictable energy yields and have an impact on the financial performance of the projects.

5. Regulatory and policy changes: Sustainable energy projects are subject to regulations and government policy. Changes in these regulations or in the policy may affect the economic feasibility of existing or future projects.
6. Environmental and permit risks: The development of sustainable energy projects requires the approval of various environmental and building permits. Delays or problems in obtaining these permits may hinder the progress of projects.
7. Personnel risk: The success of Bronsgroen depends on the expertise and the commitment of its personnel. The attraction and retention of qualified personnel is of crucial importance for the performance of the company. A shortage of qualified personnel or the loss of key personnel may have a negative influence on the operation and growth of Bronsgroen.
8. Health and safety risks: Sustainable energy projects and the related installations must comply with strict health and safety standards. Incidents in the field of health and safety may lead to delays, extra costs and reputational damage for Bronsgroen.
9. Financial risks: The financial stability of Bronsgroen may be affected by fluctuations in energy prices, interest rates and exchange rates. If the company fails to manage these risks effectively, this may lead to financial problems and have a negative impact on the value of the investments.
10. Cybersecurity and data protection risks: Bronsgroen depends on information technology for its operation and its communication with customers and partners. The company runs the risk of cyber attacks, data leaks and other IT-related problems that may harm the business activities and the reputation of the undertaking.
11. Legal and contractual risks: Bronsgroen may face legal disputes or conflicts related to contracts, intellectual property, labour relations and other business matters. These disputes may lead to financial losses, delays in projects and reputational damage.

3. Financial risks

Bronsgroen cv faces various financial risks related to the development, construction, management and operation of sustainable energy projects. Potential financial risks for Bronsgroen include:

1. Project risks: Sustainable energy projects may face technical problems, delays, cost overruns or unforeseen challenges that may lead to higher costs or lower yields than originally expected.
2. Market and price risks: The income of Bronsgroen depends on the market prices for electricity, which may fluctuate because of changes in supply and demand, regulations, competition and other factors. Such fluctuations may affect the yields and the profitability of the projects.
3. Interest rate risk: If Bronsgroen uses loans or other forms of debt financing to finance its projects, changes in the interest rates may affect the interest charges and the financial position of the Company.
4. Credit risk: There is a risk that counterparties, such as energy offtakers or suppliers, do not meet their financial obligations, which may lead to losses for Bronsgroen.
5. Regulatory risk: Changes in laws and regulations, such as adjustments in subsidy schemes, taxes or environmental rules, may affect the costs and yields of sustainable energy projects and have a negative impact on the financial results of Bronsgroen.
6. Liquidity risk: Since the shares of Bronsgroen are not listed on a regulated market, it may be difficult for shareholders to sell their shares. This may limit the access to capital for the Company and affect its capacity to invest in new projects.
7. Currency risk: If Bronsgroen is active internationally or does business with foreign partners, exchange rate fluctuations may have an influence on the costs and yields of the projects.

PART II — INFORMATION ABOUT THE ISSUER AND THE OFFEROR OF THE INVESTMENT INSTRUMENTS

A. IDENTITY OF THE ISSUER

1. Registered office, legal form

Bronsgroen cv, Theresiastraat 29 in 3500 Hasselt

Recognised cooperative company with a social purpose (cv)

Company number 0844.930.673

Belgium

www.bronsgroen.be

2. Activities

Bronsgroen cv is a cooperative company with limited liability and a social purpose, active in the sustainable energy sector. The principal activities of Bronsgroen are directed at the development, financing, construction and management of sustainable energy projects. These projects may consist of:

1. Solar energy: Bronsgroen develops and installs solar panels on the roofs of private as well as commercial buildings, and also on public infrastructure. The energy generated is consumed locally, stored or fed back into the grid.
2. Wind energy: The Company is involved in the development, construction and operation of wind turbines. This may be onshore as well as offshore, depending on the location and the conditions.
3. Energy storage: Bronsgroen examines and implements energy storage systems, such as batteries and other technologies, to manage energy more efficiently and to guarantee that renewable energy is available when necessary.
4. Energy efficiency: The Company may be involved in projects directed at increasing the energy efficiency of buildings and infrastructure, such as insulation, smart meters and low-energy lighting.
5. Awareness and education: Bronsgroen organises events, workshops and other initiatives to create awareness about the importance of sustainable energy and to transfer knowledge and skills to private persons as well as to professionals in the sector.
6. Partnerships and collaborations: The Company works together with local authorities, companies, organisations and other stakeholders to have a positive impact on the energy transition and to promote the change to a more sustainable energy system.

Bronsgroen cv takes part in sustainable energy projects in various ways. Some of the principal approaches are explained below:

1. Project development: Bronsgroen initiates and develops projects in the field of sustainable energy. This includes the identification of suitable locations, the technical and financial feasibility studies, the obtaining of the necessary permits and the drawing up of project plans.
2. Financing: The Company works together with private investors, financial institutions and government bodies to obtain the necessary financing for sustainable energy projects. This may take the form of a participation in the capital of third-party companies, direct investments, loans, subsidies or other financial instruments.

3. Construction and installation: Bronsgroen coordinates and supervises the construction and installation of sustainable energy facilities, such as solar panels and wind turbines. This includes the selection and contracting of specialised contractors, the safeguarding of quality and safety standards and the supervision of the execution of the project.
4. Management and operation: After the completion of a project, Bronsgroen takes care of the management and the operation of the sustainable energy facilities. This includes the maintenance, the monitoring and the optimisation of the energy production, and also the sale or distribution of the energy generated to end users or to the energy grid.
5. Collaborations and partnerships: Bronsgroen works closely together with other companies, organisations and authorities in the sustainable energy sector. This may vary from joint project development and knowledge exchange to the sharing of resources and the execution of joint marketing and communication efforts.
6. Community engagement: As a cooperative company, Bronsgroen aims at the involvement of the local community in the projects. This may be done, for example, by offering local residents the possibility to invest in the projects, the the organising of information meetings and the involvement of the community in decision-making about project development.

By taking part in projects in these ways, Bronsgroen contributes to the energy transition and promotes the development of a more sustainable and more resilient energy system.

Bronsgroen cv generates income from various sources related to the development, construction, management and operation of sustainable energy projects. The income model of Bronsgroen may consist of the following components:

1. Energy sales: Bronsgroen sells the electricity generated by the solar energy and wind energy projects to end users, energy suppliers or the electricity grid. The income from energy sales depends on the production capacity and the market prices for electricity.
2. Government support and subsidies: The Company may generate income from government support and subsidies intended to stimulate sustainable energy projects, such as green power certificates, investment subsidies or other forms of financial support.
3. Services and consultancy: Bronsgroen may generate income by offering services and consultancy in the field of sustainable energy, such as technical expertise, project management, and the giving of training courses and workshops.
4. Management and operation fees: For the management and operation of the energy facilities, Bronsgroen may receive a fee from the project owners or other stakeholders. This may be a fixed amount or a percentage of the yields from energy sales.
5. Shareholder contributions and investments: As a cooperative company, Bronsgroen obtains financing from its shareholders through the issue of shares. In exchange, the shareholders may receive dividends, if the Company is profitable and decides to pay out dividends.

The income model of Bronsgroen is directed at the creation of a stable and sustainable income stream, which allows the Company to continue to invest in new projects, to expand its activities and to create value for its shareholders and the wider community.

3. Members with more than 5% of the capital

No member holds more than 5% of the capital.

4. Transactions with interested persons

In financial year 2021 Bronsgroen, as lender, concluded a subordinated loan agreement with borrower Windvision Windfarm Dilsen-Stokkem NV, with KBO registration number 0750.640.537. This loan runs for 20 years and has an

amount of € 50,000, and is repaid annually.

5. The board

Since the General Meeting of May 2024, the board of Bronsgroen consists of 5 persons:

- Guido Nuttin, Genk
- Dries Vleugels, Alken
- Pascal Vandendriessche, Lanaken
- Serge Cornet, Maasmechelen
- Wouter Hermans, Hoeselt

6. Remuneration of the board

The board members receive no remuneration for their mandate. No remuneration has been paid out to the board.

7. Convictions of interested persons

None of the interested persons mentioned have convictions.

8. Conflicts of interest

There are no conflicts of interest between the issuer and the persons mentioned in the preceding points 3, 4 or 5.

9. Statutory auditor

No statutory auditor has been appointed by the issuer.

B. FINANCIAL INFORMATION ABOUT THE ISSUER

1. Audit

The annual accounts for financial year 2023 (see annex) have not been audited by a statutory auditor, nor have they been subjected to an independent review.

2. Working capital

Bronsgroen cv declares that in its judgement the working capital is sufficient to meet its needs for the next twelve months.

3. Overview of the equity and the debt

The company has no debts.

The balance sheet on 31 December 2023 amounted to 670,892 euro.

4. Significant change in the financial or trading position since the end of the last financial year of the previous annual accounts

Since the last annual accounts of 2023, the following changes have occurred in the financial position:

- Approximately 120,000 euro has been raised in the meantime through the issue of shares

PART III — INFORMATION ABOUT THE INVESTMENT INSTRUMENTS OFFERED

A. DESCRIPTION OF THE OFFERING

This information note concerns shares issued by Bronsgroen cv.

1. Maximum amount

The total number of shares amounts to a maximum of € 5,000,000.

2. Conditions

The minimum subscription amount is 1 share of € 125. Every member may acquire a maximum of 200 shares of € 125 or € 25,000. No member holds more than 5% of the capital. Every member can join independently; acceptance by the board of directors is not required. The entry is only complete when the full share is paid up into the account of Bronsgroen.

3. Total price

The total price amounts to a maximum of € 5,000,000.

4. Timetable

This information note describes the issue of shares up to and including 14/02/2027.

5. Costs

There are no costs connected to entering, nor to exiting the offering.

B. REASON FOR THE OFFERING

1. Description of the intended use of the amounts collected

Bronsgroen cv is a cooperative company that focuses on the production of renewable energy, such as solar energy and wind energy, and on the promotion of energy efficiency. The amounts collected are used to invest in new projects for the production of renewable energy and the development of energy-efficient technologies.

The investments of Bronsgroen cv are directed at stimulating the transition to a sustainable, low-carbon society. By investing in large-scale projects for renewable energy generation, such as solar panels on the roofs of buildings and wind turbines on land and at sea, Bronsgroen wants to contribute to the reduction of greenhouse gas emissions.

In addition, Bronsgroen also invests in projects for energy efficiency. This includes, for example, the replacement of outdated equipment and systems with low-energy alternatives, the insulation of buildings and the promotion of behavioural change among consumers to reduce their energy consumption.

The yields of the investments are used to support the cooperative and its activities, such as the maintenance of the existing infrastructure and the development of new projects for renewable energy. In addition, the yields may also be used to pay out dividends to the members of the cooperative, who in this way can benefit financially from the sustainable investments of Bronsgroen cv.

2. Details of the financing of the investment or of the project that the offering intends to realise

Bronsgroen cv is currently raising capital for the following planned projects:

Wind turbine projects in Genk: Development and installation of wind turbines in Genk to generate green energy.

Solar panel projects: Installation of solar panels on the roofs of public and private buildings in various municipalities in the province of Limburg.

3. Other sources of financing for the realisation of the intended investment or the intended project.

Bronsgroen does not currently foresee the use of other sources of financing for the realisation of the intended projects.

Nevertheless, Bronsgroen cv may use various sources of financing to realise our projects, among them banks and European REScoop funds. It is described below how these sources of financing may be used:

Bank financing:

- a) Project financing: Bronsgroen cv may approach banks for project financing, in which the bank grants a loan specifically for the development and realisation of a given project. In this, the risks and returns of the project are assessed, and also the viability and the impact on the environment and the community.
- b) Credit facilities: The cooperative may also use credit facilities with banks, such as credit lines or bridging credits, to cover temporary liquidity needs and to safeguard the continuity of the projects.
- c) Financial guarantees: Banks may offer financial guarantees to Bronsgroen cv, for example in the form of sureties or guarantees for the performance of contractual obligations. This may help the cooperative to attract additional financing and to lower risks.

European REScoop funds:

- a) REScoop.eu is a network of cooperatives from all over Europe that focus on renewable energy and energy efficiency. Rescoop.eu set up the REScoop MECISE project (Mobilizing European Citizens to Invest in Sustainable Energy) to support cooperatives such as Bronsgroen cv in the financing of their projects.
- b) The REScoop MECISE project offers financing and technical support to cooperatives that meet the criteria. Bronsgroen cv may call on this fund to raise extra capital for their projects. This may take the form of loans, investments or guarantees.
- c) Moreover, membership of Rescoop.eu may give Bronsgroen cv access to a network of like-minded cooperatives, with which they can share knowledge and experience and explore possibilities for collaboration.

PART IV — INFORMATION ABOUT THE INVESTMENT INSTRUMENTS OFFERED

A. CHARACTERISTICS OF THE INVESTMENT INSTRUMENTS WHOSE ISSUE IS REQUESTED FOR TRADING

1. Nature and category of the investment instruments

These are shares; there is only one type of share. These are registered shares, which must be paid up. We offer shares by instalment. These shares are only paid up when the last instalment has been paid.

2. Currency, denomination and, where applicable, nominal value

One share amounts to € 125. A maximum of 200 shares may be purchased per cooperator.

3. Maturity date and, where applicable, repayment arrangements

Cooperators must hold subscribed shares for at least 5 years, counted from the 1st of January of the calendar year following the date of subscription. After the end of this period, the members have the possibility, during the 1st semester of the calendar year, to withdraw capital from the company in the form of a number of the shares that were held during the minimum period. For this purpose he submits a written request to the board of directors. The board of directors assesses this request and decides on the withdrawal of one or more shares. The capital that was not withdrawn after the end of this semester is held again for a period of at least 5 years.

The members may withdraw from the company provided that the board of directors agrees to this and provided that they meet the conditions stated below:

- a) Every member may only resign from the sixth year after joining, or from the sixth year after the last subscription to extra shares, and this only during the first six months of the financial year.
- b) The board of directors may refuse this resignation if the member has obligations towards the company and if it would result in the liquidation of the company or endanger its existence. The member who has resigned has the right to a payment of the value of his share as it appears from the annual accounts of the financial year preceding the year in which the resignation is given.

In the case of death, bankruptcy, manifest insolvency or a declaration of incapacity of a member, his heirs, creditors or legal representatives receive the value of his shares in accordance with the provisions stated above.

4. Rank of the investment instruments in the capital structure of the issuer in the event of insolvency

There is only one type of share, there is no rank.

5. Possible restrictions on the free transfer of the investment instruments

Every member may acquire a maximum of 200 shares of € 125 or € 25,000. No member holds more than 5% of the capital.

6. Annual interest rate and the way in which the applicable interest rate is determined if the interest rate is not fixed

No annual interest rate has been determined.

7. Dividend policy

No dividend policy has been determined.

8. Dates on which the interest or the dividend is paid out

The dividend is determined by the General Meeting on the second Saturday in May. After this, the chosen dividend is paid out to the cooperators.

PART V — ALL OTHER IMPORTANT INFORMATION ADDRESSED ORALLY OR IN WRITING TO ONE OR MORE INVESTORS

Our information note, supplements, annual accounts and articles of association are available on our website www.bronsgroen.be.

ANNEXES

- Annual accounts 2022 and 2023
- Articles of association Bronsgroen cv