

UNOFFICIAL TRANSLATION

NV BEKAERT SA

Limited company at 8550 Zwevegem (Belgium)
Bekaertstraat 2

BTW BE 0405.388.536 RPR Kortrijk

NOTICE OF SPECIAL GENERAL MEETING OF SHAREHOLDERS

The shareholders, the holders of debentures and the holders of subscription rights are requested to attend the Special General Meeting of Shareholders to be held on **Wednesday 15 April 2009 at 11.30 a.m.** at the offices of the Company, Otegemstraat 83, 8550 Zwevegem.

AGENDA

Single agenda item: Grant of rights to third parties in accordance with Article 556 of the Companies Code

Proposed resolution: the general meeting resolves, in accordance with Article 556 of the Companies Code, to grant the rights stipulated for the benefit of third parties in the document referred to below, that affect the assets of the Company or that give rise to a debt or an obligation of the Company, and the exercise of which is dependent on the launch of a public take-over bid for the Company's shares or on a change in the control of the Company:

Joint Venture Agreement Project Andina between (i) NV Bekaert SA, (ii) Satifer LLC, Juan Daniel Kohn Topfer, David Camilo Kohn Parker, Jonathan Warren Kohn Parker, Tomas Otto Kohn Topfer (collectively, the "Kohn Members") and (iii) Bekaert Ideal, S.L., 18 December 2008.

EXPLANATION

The above-referenced joint venture agreement entitles the Kohn Members to transfer their shareholding in the joint venture to NV Bekaert SA in case of a change of control of NV Bekaert SA, whereby the value of the shareholding is determined in accordance with a contractual formula that aims to ensure a transfer at an arm's length price.

CONDITIONS OF ADMISSION

In order to be admitted to this Special General Meeting the shareholders, the holders of debentures and the holders of subscription rights are requested to comply with Articles 31 and 32 of the Articles of Association.

The owners of bearer or non-material securities wishing to attend the Special General Meeting are requested to deposit their bearer securities or a certificate attesting the unavailability of their non-material securities at least three full bank working days prior to the date of the meeting, i.e. no later than Tuesday 7 April 2009, at the offices of the Company, President Kennedypark 18, 8500 Kortrijk, or with one of the following banking institutions:

- in Belgium, with ING Belgium, Bank Degroof, Fortis Bank, KBC Bank, Dexia Bank;
- in France, with Société Générale;
- in The Netherlands, with ABN AMRO Bank;
- in Switzerland, with UBS.

The owners of registered securities wishing to attend the Special General Meeting must notify the Company thereof at least three full bank working days prior to the date of the meeting, i.e. no later than Tuesday 7 April 2009.

The power of attorney forms are available to the shareholders at the offices of the Company, President Kennedypark 18, 8500 Kortrijk, and at the above-mentioned banking institutions, as well as on the website of the Company www.bekaert.com/investors/corporategovernance. The signed powers of attorney must be deposited at one of the locations indicated in the preceding sentence no later than Tuesday 7 April 2009.

Nederlands/français: www.bekaert.com/investors/corporategovernance

The Board of Directors