

Internal procedure for reporting irregularities
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Aedifica pursues a business culture that is characterised by honesty and integrity, a sense of responsibility, strict ethics and compliance with the statutory rules and corporate governance standards that apply to it.

These statutory and ethical rules and standards are described further in Aedifica's corporate governance charter and code of conduct. All employees, managers and external service providers of Aedifica and its subsidiaries ('Aedifica Group') must adopt these rules and standards as their own and comply with these when performing their day-to-day responsibilities.

Aedifica encourages its collaborators to discuss irregularities with their supervisor (in relation to employees) or with another contact person. However, a collaborator may not feel comfortable reporting and discussing irregularities with his/her supervisor or a contact person.

Aedifica therefore additionally provides for an internal procedure for reporting actual or potential infringements of statutory rules, the corporate governance charter and the code of conduct when a reasonable suspicion of such an infringement exists.

Purpose of the internal procedure

The purpose of this procedure is to:

- encourage collaborators to report irregularities;
- protect collaborators who report irregularities in good faith from being prejudiced;
- treat all reports made under this procedure uniformly, discreetly and confidentially;
- investigate all reports of irregularities thoroughly, fairly and promptly, and to guarantee a fair investigation for all involved;
- take all reasonable measures to address irregularities if these have occurred or will occur; and
- take measures against anyone who prejudices a collaborator for making a report in good faith; which, for employees, means the disciplinary sanctions set out in the working regulations.

Scope

Every employee, member of the management committee or director of Aedifica Group, as well as every external service provider who works for Aedifica Group (referred to collectively, above and below, as 'collaborators') may report:

- (i) actual or potential infringements for which exists a reasonable suspicion, of the statutory rules (such as insider trading, accounting fraud, active or passive corruption, embezzlement, etc.) that Aedifica and its collaborators must observe; and/or
- (ii) actual or potential conduct of collaborators for which exists a reasonable suspicion that such conduct is contrary to the ethical standards that Aedifica stands for or that is contrary to Aedifica's corporate governance charter or code of conduct (hereafter together referred to as 'irregularities').

Reporting procedure

Irregularities can be reported to the compliance officer and/or the chairperson of the board of directors (hereafter together referred to as the 'complaints officer') in person or via the following email address: internal.notifications.irregularities@aedifica.be.

Each person making a report must disclose its identity. Anonymous reports will generally be disregarded, although Aedifica reserves the right to further investigate these reports.

The person making the report is requested to submit the following precise information and documents (insofar as in his/her possession):

- the facts evidencing the irregularity;
- the nature of the irregularity;
- the name and, where applicable, the position of the person who is accused of having committed an irregularity;
- the period to which the irregularity relates; and
- any proof of the irregularity and any other information that seems relevant to him/her.

The complaints officer investigates the report in a fully unbiased way. The complaints officer is entitled to interview people or witnesses or to engage the assistance of independent internal or external bodies to check certain information.

During the processing of the report, the complaints officer is obliged to observe confidentiality, both with regard to the management committee and the board of directors, unless protective measures have to be taken immediately (to prevent evidence from being destroyed), as well as with regard to third parties. The complaints officer is no longer bound to observe confidentiality in relation to the person making the report if this person personally breaches confidentiality contrary to this internal procedure.

After investigating the report, the complaints officer submits an opinion to the management committee and the board of directors (if the report relates to an employee or an external service provider), or to the audit committee or the nomination and remuneration committee (if the report relates to a member of the management committee or a director), if he/she has concluded that the report is either justified or manifestly unjustified. This opinion contains a detailed description of the complaints officer's findings and all evidence.

The investigation ends in all other cases. The complaints officer will notify the management committee and the board of directors (if the report relates to an employee or an external service provider), or the audit committee or the nomination and remuneration committee (if the report relates to a member of the management committee or a director) of the end of his/her investigation.

Consequences of the report and possible sanctions

If it transpires that the report is justified, Aedifica will do all that is reasonably possible to address and remedy the established irregularities. Aedifica will notify the person who has committed the irregularity of the measures that it intends to take as a result of the irregularity. Aedifica will inform the person making the report of the outcome of the investigation (namely the validity of the report and the measure to be taken) once it has heard the person who has committed the irregularity and decided on the measures to be taken.

If it transpires that the report is unjustified, Aedifica will inform the person about whom an irregularity has been reported of the unjustified nature of the report. Aedifica will inform the person making the report of the outcome of the investigation (namely the unjustified nature of the report) and the measures it is considering taking as a result of the manifestly unjustified report.

After the complaints officer has completed his/her investigation, Aedifica may adopt an appropriate sanction – in case of a manifestly unjustified report – in relation to the person making the report or – in case of a justified report – in relation to the person who has committed an irregularity (which, in case of employees, will be one of the disciplinary sanctions set out in the working regulations), notwithstanding the possibility for Aedifica and/or third parties to hold the person making the report or the person who committed the irregularity liable under civil or criminal law.

Position of the complaints officer in this internal procedure

The complaints officer must be able to perform his/her duties in a fully autonomous and independent manner without receiving instructions from others.

The complaints officer treats each report with the utmost discretion.

If the complaints officer feels that he/she cannot handle a particular report, either because of being directly or indirectly involved in the report or on other reasonable grounds, he/she must notify the chairperson of the board of directors of this fact immediately (if the report has been made to the compliance officer) or to the compliance officer (if the report has been made to the chairperson of the board of directors). In the first instance, the chairperson of the board of directors acts as the complaints officer. In the second case, the compliance officer acts as the complaints officer. The chairperson of the board of directors or the compliance officer may also appoint an ad hoc complaints officer if that would be opportune for whatever reason.

Guarantees for the person making the report

Unless the person making the report has expressly stated that he/she does not wish to be contacted or the complaints officer believes on reasonable grounds that this would detract from protecting the confidentiality of the investigation, the person making the report will be kept advised of the further progress with his/her report as follows:

- confirmation of receipt of the report, stating the next steps; and
- notice of the outcome of the investigation into the reported irregularity.

The reported irregularity will be handled with the greatest possible confidentiality (with respect for the identity of the person making the report and the person whose alleged irregularity has been reported).

During and after the handling of the report, the complaints officer may not reveal the identity of the person making the report, or disclose information that would make it possible to trace his/her identity, unless this is absolutely necessary for the purpose of the investigation and/or to remedy the irregularity and, in any event, not without the prior approval of the person making the report. The person making the report is also expected to keep the submission and handling of his/her report strictly confidential and not to distribute any information in this regard.

Aedifica will moreover ensure that a person who has reported an irregularity in good faith is not prejudiced in any way as a result of or in connection with such a report. For example, no claims under civil, criminal or disciplinary law can be instituted and no professional sanctions can be imposed because of this report. The person making the report is also deemed not to have breached any agreement or infringed any restriction on disclosing or communicating information imposed by a statutory or administrative-law provision, and cannot be held liable in any way for communicating this information. The fact that the report may turn out to be unjustified after the alleged irregularity has been investigated is irrelevant in this regard.

However, the above protection is not guaranteed if the person makes a report in bad faith (i.e. intentionally makes false statements; personally participates in the irregularity; makes manifestly unjustified reports or makes such a report frivolously or with malicious intent).

Guarantees for the person reported to have committed the irregularity

The complaints officer will inform the person who is reported to have committed the irregularity about the existence of a report at the appropriate time. The complaints officer specifically shares the following information:

- the alleged facts;
- the internal or external services to which the details of the report, or the result of the investigation, could be communicated; and
- how the person can exercise his/her rights.

However, Aedifica reserves the right to postpone this notice in exceptional circumstances and/or in the interests of the investigation (e.g. if this could lead to the necessary evidence being manipulated and/or destroyed).

Personal data processing and the rights of the involved persons

Submitting, handling and investigating reports for the purpose of this internal procedure involves processing the personal data of those involved. AEDIFICA NV (Avenue Louise/Louizalaan 331-333, 1050 Brussels) is the controller for the processing of the personal data that is exchanged for the purpose of this internal procedure.

Personal data that is exchanged for the purposes of this internal procedure is used for investigating the report, with a view to taking any measures or imposing sanctions after a report, as well as with a view to legally protecting the interests of Aedifica or third parties.

The legal basis of personal data processing for the purpose of this internal procedure is based on Aedifica's statutory obligation to provide appropriate internal procedures for reporting actual or potential infringements of the rules referred to in section 45 of the Belgian Act of 2 August 2002 on the supervision of the financial sector and financial services and/or Aedifica's justified interest in being able to legally protect its interests and those of its employees, and to enforce compliance with ethical standards, the corporate governance charter and the code of conduct.

Aedifica may forward personal data to external advisers, competent authorities and supervisory bodies.

If a report appears to be unjustified, Aedifica will delete the personal data within a reasonable period. If a report appears to be justified or manifestly unjustified, Aedifica will retain the personal data for as long as necessary with a view to taking measures or imposing sanctions or with a view to its defence in court.

People whose data is processed for the purposes of reporting an irregularity are entitled to access their personal data. They may arrange for the personal data to be corrected, ask for it to be deleted, or limit its processing.

They can even oppose the processing of their personal data on the basis of justified mandatory grounds.

The exercise of the above rights may be subject to conditions. However, these rights do not imply any entitlement to access the personal data of other people.

People whose data is processed for the purposes of reporting an irregularity are also entitled to file a complaint with the supervisory authority (in Belgium: the Data Protection Authority (contact(at)apd-gba.be)).

Register of received reports

The compliance officer keeps a report of each irregularity report received, stating *inter alia* whether action was taken on the report, the motives for deciding whether or not to take action on the report and, where applicable, what action was taken on the report.

The identity of the person making the report is anonymised in the register if and when the register has to be made public (e.g. at the request of the Financial Services and Markets Authority (FSMA) or for the purpose of an internal or external audit).

The register of reports can only be accessed by the compliance officer or the chairperson of the board of directors.