

Internal Reporting Procedure for Information on Breaches (Speak Up Policy)

Scope of application

Aedifica Group

Valid from

03/01/2018

Last update

13/02/2023

Version 2.0

Aedifica is committed to creating 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, code of conduct and internal policies. All Personnel of Aedifica and its subsidiaries must adopt these rules and standards as their own and comply with these when performing their day-to-day responsibilities.

In spite of this commitment, you may one day observe conduct that concerns you, or that seems to violate the law or our internal rules. If you observe or suspect such misconduct, you are strongly encouraged to Speak Up. By doing so, you give Aedifica the opportunity to deal with the issue. Remaining silent about possible misconduct may worsen a situation and undermine trust.

Aedifica truly values the help of its Personnel who identify and Speak Up about potential concerns that need to be addressed. Speaking Up is encouraged and Personnel who Speak Up are protected. You will not undergo any negative consequence for raising concerns in good faith about suspected misconduct, and we do not tolerate any form of retaliation against you for Speaking Up. After all: Speaking Up is essential for us to sustain our reputation, success and ability to operate – both now and in the future.

As a general guideline, you are encouraged to discuss Breaches with your supervisor, an HR representative or the Executive Committee. However, you may not feel comfortable Reporting and discussing Information on Breaches with your supervisor, HR representative or the Executive Committee.

Therefore, Aedifica additionally provides for an Internal Reporting Procedure for Reporting Information on Breaches or "Speak Up Policy".

This Procedure was last updated on 13 February 2023 and shall remain applicable for an indefinite duration.

Aedifica reserves the right to unilaterally amend or revoke this Procedure.

Members of the Personnel may consult this procedure on the website and on the intranet of Aedifica or request the latest version of this Procedure from the Complaints Officer at any time.

1. Purpose of the Internal Reporting Procedure

The purpose of this Procedure is to:

- encourage the Reporting of Information on Breaches;
- protect Reporting Persons who Report Information on Breaches in good faith against Retaliation;
- treat all Reports made under this Procedure uniformly, discreetly and confidentially;
- investigate all Reports of Information on Breaches thoroughly, fairly and promptly, and to guarantee a fair investigation for all involved;
- take all reasonable measures to address (Information on) Breaches if these have occurred or will occur; and
- take measures (including disciplinary sanctions) against anyone who Retaliates against a Reporting Person who Reports Information on Breaches in good faith, .

This Procedure is governed by Belgian law.

2. Definitions

- **Act:** Belgian act of 28 November 2022 on the protection of persons who report breaches of Union or national law observed within a private sector legal entity and its implementing decrees;
- **Aedifica:** Aedifica SA/NV, public regulated real estate company incorporated under the laws of Belgium, and its subsidiaries;
- **Anonymous Report:** a Report of which no one, not even the Complaints Officer, knows the identity of the author;
- **Breach(es):** any act or omission that
 - (a) is unlawful and relates to the areas falling within the material scope of the Act in the following areas:
 - (i) public procurement;
 - (ii) financial services, products and markets, and prevention of money laundering and terrorist financing;
 - (iii) product safety and compliance;
 - (iv) transport safety;
 - (v) protection of the environment;
 - (vi) radiation protection and nuclear safety;
 - (vii) food and animal feed safety, animal health and welfare;
 - (viii) public health;
 - (ix) consumer protection;
 - (x) protection of privacy and personal data and security of network and information systems;
 - (xi) tax fraud;
 - (xii) social fraud;
 - (xiii) Breaches affecting the financial interests of the European Union;
 - (xiv) Breaches related to the EU internal market, including Breaches on EU competition and state aid rules as well as Breaches relating to the internal market in relation to acts which breach the rules of corporate tax or to

- arrangements the purpose of which is to obtain a tax advantage that defeats the object or purpose of the applicable corporate tax law;
- (b) defeat the object or the purpose of the rules falling within the material scope of the Act, or;
 - (c) actual or potential conduct of Personnel 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, code of conduct or internal policies;
- **Competent Authority:** the authority that is competent to act as external reporting channel for a certain Breach;
 - **Complaints Officer:** the Compliance Officer or the Chairperson of the Board of Directors, depending on the Breach. Breaches are reported to the Compliance Officer. If the Information on Breaches concerns the Compliance Officer, the Reporting Person can Report to the Chairperson of the Board of Directors;
 - **External Report(ing):** the oral or written communication of Information on Breaches to the Competent Authority;
 - **Facilitator:** a natural person who assists a Reporting Person in the Reporting process, and whose assistance should be confidential;
 - **Feedback:** the provision to the Reporting Person of information on the action envisaged or taken as Follow-up and the grounds for such Follow-up;
 - **Follow-up:** any action taken by the Complaints Officer or any Competent Authority, to assess the accuracy of the allegations made in the Report and, where relevant, to address the Reported Breach, including actions such as an internal enquiry, an investigation, a prosecution, an action for recovery of funds, or the closure of the Procedure;
 - **Information on Breaches:** information, including reasonable suspicions, about actual or potential Breaches, which occurred or are very likely to occur, as well as about attempts to conceal such Breaches;
 - **Internal Report(ing):** the oral or written communication of Information on Breaches within Aedifica;
 - **Other Protected Persons:** the following persons, provided that they had reasonable grounds to believe that the protective measures are applicable to the Reporting Person:
 - o Facilitators;
 - o Third persons connected with Reporting Persons who could suffer Retaliation in a work-related context;
 - o Legal entities owned by Reporting Persons or to which Reporting Persons are connected in a work-related context
 - **Personnel:** employees of Aedifica, as well as independent service providers of Aedifica (such as e.g. directors, members of the Executive Committee and consultants);
 - **Person Concerned:** a natural or legal person who is referred to in the Report as a person to whom the Breach is attributed or with whom that person is associated;
 - **Procedure:** this Internal Reporting Procedure;
 - **Public Disclosure:** the making available in the public domain of Information on Breaches;
 - **Report or to Report:** the oral or written communication of Information on Breaches;
 - **Reporting Person:** a person who Reports Information on Breaches;
 - **Retaliation, to Retaliate or Retaliatory measures:** any direct or indirect act or omission which is prompted by Internal or External Reporting, and which causes or may cause unjustified detriment to the Reporting Person or Other Protected Persons.

3. Scope

Personnel may Report Information on Breaches.

This Procedure does not apply to Reports for which a specific reporting channel or statutory procedure is in place.

This Internal Reporting Procedure applies to Personnel that Reports Information on Breaches, also outside a work-related context. The protective measures as set out under title 9 of this Internal Reporting Procedure also apply to Other Protected Persons.

Every member of the Personnel is expected to read and understand this Internal Reporting Procedure and abide by it.

Do not use this Procedure:

- To report events presenting an immediate threat to life or property. If you need emergency assistance, please contact your local authorities or call your country's emergency phone number.
- For any grievances you may have in relation to your terms of employment.
- To settle personal disputes.
- To make a Report merely based on hearsay or rumour without having gathered a minimum of adequate facts/data to substantiate the Report.
- To make accusations which you know are false. Doing so may lead to disciplinary measures.

Examples of concerns that can be raised using this Speak Up Policy are:

<ul style="list-style-type: none">- Fraud- Human rights violations- Discrimination or harassment- Violations of competition laws and rules- Money laundering or violations of sanction laws- Inadequate financial or non-financial recordkeeping- Bribery- Conflicts of interest	<ul style="list-style-type: none">- Environmental, health and safety issues- Improper use of company resources- Insider trading- Disclosure of confidential information- Violations of any of our (other) policies- Retaliation against anyone for speaking up in good faith
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4. Internal Reporting channel

Information on Breaches can be Reported directly to the Complaints Officer in the way described hereafter.

Reporting Person can report Information on Breaches in writing to: internal.notifications.irregularities@aedifica.eu.

Reporting Person can also request a meeting with the Complaints Officer via internal.notifications.irregularities@aedifica.eu. A meeting will then be scheduled within a reasonable term. The meeting can be recorded with the prior consent of the Reporting Person. The Report Recipient shall draw up a complete and detailed record of the meeting in writing. The Reporting Person may check, correct and sign for approval the written record.

Information on Breaches can also be reported to the local HR responsible who will notify such reporting to the Complaints Officer. In such case the local HR responsible will assist the Complaints Officer in handling the Report according to the procedure described hereafter.

5. Internal Reporting Procedure

The Reporting Person must disclose its identity. Anonymous Reports will generally be disregarded, although Aedifica reserves the right to further investigate these Reports.

The Reporting Person is requested to submit sufficient information in the Reported Breach. The Report must include at least the following precise information and documents (insofar as in his/her possession):

- the facts evidencing the Breach;
- the nature of the Breach;
- the name and, where applicable, the position of the Person Concerned;
- the period to which the Breach relates; and
- any proof of the Breach and any other information that seems relevant to him/her.

The Complaints Officer shall receive the Report and treat the Report impartially and confidentially, in accordance with title 8 of this Procedure.

The Complaints Officer will confirm the receipt of the Report within seven (7) days of the receipt of the Report to the Reporting Person in writing.

The Complaints Officer shall Follow-up on the Report in an unbiased, impartial, confidential and discreet manner, and in full autonomy and independence.

The Complaints Officer shall assess:

- the proper use of this Procedure; and
- the accuracy of the Reported Information on Breaches.

The Complaints Officer shall ensure the necessary communication with the Reporting Person and may request additional information as necessary from the Reporting Person.

The Complaints Officer shall take the appropriate actions and measures in relation to the Report and the Reported Breaches. Such actions and measures may include, without limitation, internal inquiries, investigations, prosecutions, actions for recovery and the closure of the Procedure. 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.

After the Follow-up of the Report, the Complaints Officer submits an opinion to the Executive Committee and the Board of Directors (if the Report relates to Personnel), 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 well-founded or unfounded. This opinion contains a detailed description of the Complaints Officer's findings and all evidence.

The Complaints Officer shall provide Feedback to the Reporting Person in writing within three (3) months following the receipt confirmation of the Report on:

- the taken or planned actions and measures; and
- the main reasons for such actions and measures.

The Follow-up ends in all other cases. The Complaints Officer will notify the Executive Committee and the Board of Directors (if the Report relates to an employee or an external service provider), or the Audit and Risk Committee or the Nomination and Remuneration Committee (if the Report relates to a member of the Executive Committee or a Director) of the end of his/her investigation.

6. External Reporting

Personnel is encouraged to make an Internal Report on Information on Breaches. Internal Reporting allows Aedifica to respond swiftly and appropriately.

However, Personnel can also make an External Report on Information on Breaches, for example if the Internal Reporting has not led to an adequate response or if the Reporting Person feels that an External Report is more appropriate. Personnel can report externally to the competent authorities designated by the Belgian Royal Decree of 22 January 2023 designating the competent authorities for the implementation of the Belgian Act of 28 November 2022 on the protection of reporters of breaches of Union or national law established within a legal entity in the private sector ("Royal Decree of 22 January 2023") (as amended from time to time).

External reporting to the Belgian Financial Services and Market Authority ("FSMA") – for breaches or potential breaches of the law it supervises within the scope of its legal mission – can be done at the following address:

Website	https://www.fsma.be/en/faq/whistleblowers-point-contact
Online platform	https://www.fsma.be/en/whistleblowing
Address	Rue du Congrès/Congresstraat 12-14 1000 Brussels
Phone	+32(0)2 220 52 11

Other competent authorities that may receive external notifications as part of their competences are the following (as listed in the Royal Decree of 22 January 2023):

- the Federal Public Service Economy, SMEs, Self-Employed and Energy;
- the Federal Public Service Finance;
- the Federal Public Service of Public Health, Food Chain Safety and Environment;
- the Federal Public Service Mobility and Transport;
- the Federal Public Service Employment, Labour and Social Dialogue;
- the Programme Government Service Social Integration, Poverty Reduction, Social Economy and Metropolitan Policy
- the Federal Agency for Nuclear Control;
- the Federal Agency for Medicines and Health Products;
- the Federal Agency for the Safety of the Food Chain;
- the Belgian Competition Authority;
- the Data Protection Authority;
- the Financial Services and Markets Authority;
- the National Bank of Belgium;
- the College of Supervision of Auditors;

- the authorities reported in Article 85 of the Law of 18 September 2017 on the prevention of money laundering and the financing of terrorism and on restricting the use of cash;
- the National Committee for the Security of Drinking Water Supply and Distribution;
- the Belgian Institute for Postal Services and Telecommunications;
- the National Institute for Sickness and Disability Insurance;
- the National Institute for Social Insurance of the Self-Employed;
- the National Employment Service
- the National Social Security Office;
- the Social Intelligence and Investigation Service;
- the Autonomous Anti-Fraud Coordination Service (CAF);
- the Shipping Inspectorate.

The Federal Coordinator coordinates the external report and can be contacted at the following address:

Website	https://www.federaalombudsman.be/en/filing-a-complaint
Email	contact@federalombudsman.be
Address	Leuvenseweg 48 bus 6 / Rue de Louvain 48 letter box 6 1000 Brussels Belgium
Phone	+32(0)800 99 961

7. Consequences of the Report and possible sanctions

If it transpires that the Report is well-founded, Aedifica will do all that is reasonably possible to address and remedy the established Breaches. Aedifica will notify the Person Concerned of the measures that it intends to take as a result of the Breach. Aedifica will inform the Reporting Person of the outcome of the investigation (namely the validity of the Report and the measure to be taken) once it has heard the Person Concerned and decided on the measures to be taken.

If it transpires that the Report is unfounded, Aedifica will inform the Person Concerned of the unfounded nature of the Report. Aedifica will inform the Reporting Person of the outcome of the investigation (namely the unfounded nature of the Report) and the measures it is considering to take as a result of the unfounded Report.

Personnel who does not adhere to this Procedure and obstructs or tries to obstruct Reports, takes Retaliatory measures, institutes unnecessary or abusive Procedures against Protected Persons or unlawfully discloses the identity of Protected Persons can be subjected to the disciplinary sanctions or the remedies following the agreement with the concerned member of the Personnel.

Personnel who deliberately Report false information can be subjected to the disciplinary sanctions or the remedies following the agreement with the concerned member of the Personnel, notwithstanding the possibility for Aedifica and/or third parties to hold the Reporting Person or the Person Concerned liable under civil or criminal law.

All consequences will be taken in accordance with the confidentiality obligations as set out in title 8.

8. Position of the Complaints Officer in this Internal Reporting 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 confidentially and with the utmost discretion.

The Complaints Officer shall treat the identity and all information from which the identity of the Protected Persons can be deducted confidentially and shall not disclose this to any other persons without the explicit consent of the Protected Person concerned, unless when permitted by law.

The same confidentiality shall be respected towards the identity of the Person Concerned.

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). In that case, the Chairperson of the Board of Directors acts as the Complaints Officer. The Chairperson of the Board of Directors may also appoint an ad hoc Complaints Officer if that would be opportune for whatever reason. The Chairperson of the Board of Directors or the ad hoc Complaints Officer will adhere to the same obligations and Procedure as the Compliance Officer in this Internal reporting Procedure.

9. Guarantees for the Protected Persons

The Protected Person shall benefit from a protection against Retaliation, as well as threats and attempts of Retaliation. This is e.g. suspension, dismissal, demotion or refusal of promotion, modification of the workplace, salary reduction, negative evaluation, disciplinary measures, intimidation, harassment, etc.

The following Protected Persons may benefit from the protection and support measures mentioned in this Procedure:

- Reporting Persons who:
 - o Had reasonable grounds to believe that the Information on Breaches Reported was true at the time of Reporting and that such information fell within the scope of this Procedure and the Act; and
 - o Made a Report in accordance with this Procedure and the Act.
- The Other Protected Persons.

Personnel shall at all times refrain from any Retaliation towards Protected Persons. Any violation of this obligation by Personnel may give rise to the disciplinary sanctions or the remedies following the agreement with the concerned member of the Personnel.

A Protected Person who believes (s)he is being subjected to Retaliation, may:

- submit a reasoned complaint to the Complaints Officer, who will investigate and take appropriate action on the complaint;
- submit a reasoned complaint to the Federal Coordinator (see title 6 for contact details), who will follow the extrajudicial protection Procedure provided by the Act; or
- start legal proceedings.

Furthermore, provided that the Reporting Person has reasonable grounds to believe that the Report was necessary to reveal Breaches:

- they will not be subject to any civil, criminal, or administrative legal action or disciplinary sanctions because of the Report;
- they will not be held liable for reporting Information on Breaches in accordance this Procedure; and
- the Report will not be considered a violation of any legal or conventional limitation to the disclosure of information.

The Protected Persons are also entitled to impartial information and advice, technical, psychological and other assistance, as well as in certain cases legal and financial assistance.

More information on and assistance relating to the protection and support measures can be obtained from the Federal Institute for Human Rights.

Website	https://federaalinstituutmensenrechten.be/nl
Address	Leuvenseweg 48 1000 Brussels Belgium
E-mail address	info@firm-ifdh.be

10. Guarantees for the Person Concerned

The Complaints Officer will inform the Person Concerned about the existence of a Report at the appropriate time. The Complaints Officer specifically shares the following information, subject to the confidentiality obligation (see title 8):

- 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 Concerned 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).

11. Processing of personal data

Submitting, handling and investigating Reports for the purpose of this Internal Reporting Procedure involves processing the personal data of those involved. AEDIFICA NV/SA (Belliardstraat 40, bus 11, 1040 Etterbeek / Rue Belliard 40, boîte 11, 1040 Etterbeek) is the controller for the processing of the personal data that is exchanged for the purpose of this Internal Reporting Procedure.

The personal data involves the data mentioned under title 5 ("Internal Reporting Procedure"). It concerns identification of the persons involved, such as the name, position, email address of the Reporting Person, written Reports, records and voice recordings and the description of the facts, nature, period and proof of the Breach and other relevant facts. The personal data can also contain criminal convictions and offences.

Personal data that is exchanged for the purposes of receiving and following up on Reports and public disclosures of Breaches in order to verify the accuracy of the allegations made and to Follow-up on the reported Breach if necessary, including through measures such as internal preliminary

investigations, inquiries, complaints, recovery of funds, and alike proceedings with a view of legally protecting the interests of Aedifica, its Personnel or third parties, etc.).

The legal basis of personal data processing for the purpose of this Internal Reporting Procedure is based on:

- **Aedifica's legal obligation:** to provide appropriate Internal Reporting Procedures in light of the Act, Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of Union law¹ and to enforce compliance with ethical standards, the corporate governance charter² and the code of conduct³;
- **Aedifica's obligation to carry out and exercise specific rights of persons involved in the field of employment, social security, and social protection law:** this is in line with the obligation set out in the Act;
- **Explicit consent:** the consent can be expressed by e.g. explicitly consenting to the recording of a voice by the Reporting Persons. Persons have the right to withdraw their consent for the future at all times.

Aedifica may forward personal data to processors (to provide service for our Internal Reporting channel), external advisers, auditors and investigators, competent authorities and supervisory bodies and insurers.

Personal data that is clearly irrelevant for the handling of a Report will not be collected or, if accidentally collected, deleted immediately. If a Report appears to be unfounded, Aedifica will delete the personal data within a reasonable period (e.g. taking into account potential sanction against the Reporting Person of a manifestly unfounded Report (see title 7)). If a Report appears to be founded, 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. The storage period will not exceed the expiry of the limitation period for the Reported Breach.

People whose data is processed for the purposes of Reporting a Breach 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. They can request the portability of their personal data.

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 a Breach are also entitled to file a complaint with the supervisory authority (in Belgium: the Data Protection Authority (contact@apd-gba.be)).

12. Register of received Reports

¹ OJ L 305/17, 26 November 2019.

² Art. 3:6, §2 Belgian Code of Companies and Associations and Royal Decree of 12 May 2019 designating the corporate governance code to be observed by listed companies.

³ Art. 17, §6 of the Belgian Act of 12 May 2014 on regulated real estate companies.

The Compliance Officer keeps a register of each 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 Reporting Person is anonymised in the register if and when the register has to be made public (e.g. at the request of the 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.

This register shall be kept during the professional relationship between the Reporting Person and Aedifica.