

Public regulated real estate company according to Belgian law, limited liability company

RETAIL ESTATES

Registered office: Industrielaan 6, B-1740 Ternat (Belgium)

Commercial Court Brussels (Dutch section)

VAT: BE 0434 797 847

Company number: 0434.797.847

IN RETAIL WE TRUST

**PRACTICAL OPERATION FOR THE ANNUAL GENERAL SHAREHOLDERS' MEETING
OF 19 JULY 2021 (including information about the live broadcast)**

Please note that all the dates and hours indicated below are final deadlines, and that these will not be extended due to a weekend, a public holiday or any other reason.

Shareholders will only be admitted to the General Meeting and can only exercise their voting rights if the following two conditions are fulfilled:

- a) The Company must receive proof from the shareholders that they held the number of shares with which they wish to participate in the General Meeting on **Monday 5 July 2021 at 24h Belgian time** (i.e. the "**Registration Date**"), and
- b) The Company must receive confirmation from the shareholders at the latest on **Tuesday 13 July 2021** that they wish to participate in the General Meeting.

Holders of bonds issued by the Company may participate in the General Meeting in an advisory capacity. They must, *mutatis mutandis*, fulfill the same participation formalities as the shareholders.

Approval proposals on the agenda

The proposals on the agenda can be adopted with a simple majority of the votes cast at the meeting, regardless of the number of securities present or represented.

Registration

The registration procedure is as follows:

Holders of registered shares only need to register the number of shares with which they intend to attend the General Meeting in the Company's share register on the Registration Date. If holders of registered shares want to attend the General Meeting with less shares than registered in the Company's share register, they can communicate this in the confirmation referred to below.

Holders of dematerialised shares need to present a certificate from an authorised account holder or settlement institution which confirms that on the Registration Date they owned the number of shares with which they want to attend the General Meeting.

Only individuals who are shareholders on the Registration Date have the right to attend and to vote at the General Meeting, regardless of the number of shares held by the shareholder on the day of the General Meeting.

Confirmation of participation

In addition, the shareholders who wish to participate in the General Meeting must announce their participation in the General Meeting by **Tuesday 13 July 2021** as follows:

- Holders of registered shares: by post sent to the Company's registered office (to the attention of Retail Estates – Investor Relations, Industrielaan 6, 1740 Ternat) or by e-mail (investorrelations@retailestates.com).
- Holders of dematerialised shares: by presentation of the above-mentioned registration certificate at the Company's registered office (Industrielaan 6, 1740 Ternat, Belgium) or by e-mail (investorrelations@retailestates.com).

Exercise of voting rights

a. Remote voting by letter

Shareholders may vote remotely prior to the General Meeting by letter using the voting form prepared by the Company, which is available at the Company's registered office or can be downloaded from the Company's website (www.retailestates.com). Shareholders are requested to follow the instructions set out on the voting form. The completed and validly signed voting form should be received by ordinary mail at the registered office of the Company (Retail Estates NV - Investor Relations, Industrielaan 6, 1740 Ternat) or by e-mail (investorrelations@retailestates.com) at the latest on **Tuesday 13 July 2021**. Shareholders who wish to vote remotely by letter must comply with the registration and confirmation procedure mentioned above.

b. Voting by proxy

Shareholders can also be represented by a proxy, whether or not another shareholder, by means of the power of attorney form as drawn up by the Company. This form can be obtained at the Company's registered office or can be downloaded from the Company's website (www.retailestates.com). The power of attorney form needs to be completed and signed, is to be sent to the Company's registered office by regular mail (Att: Retail Estates - Investor Relations, Industrielaan 6, 1740 Ternat, Belgium) or e-mail (investorrelations@retailestates.com) and must be received by **Tuesday 13 July 2021**. Any shareholder may only appoint one proxy, without prejudice to the derogations provided for in the Belgian Companies and Associations Code.

Shareholders who wish to be represented shall follow the aforementioned procedure for registration and confirmation of participation. When appointing a proxy, each shareholder shall take into account the rules on conflicts of interest and keeping a register.

c. Shareholders participating in person

In view of the measures imposed by the government to limit the spread of the coronavirus, the board of directors recommends that shareholders do not attend the General Meeting in person. The Company shall only grant physical access to the General Meeting as far as this is permitted at that time by the then applicable government measures, general recommendations of government bodies and generally if this is justified from a health and safety point of view. Depending on the evolution of the health situation and the applicable measures during the coming weeks, the Company reserves the right to change the modalities of participation by means of an announcement in the form of a press release and via its website (www.retailestates.com).

d. Identification and powers of representation

In order to physically attend the General Meeting, the shareholders or proxy holders have to demonstrate their identity at the latest immediately before the start of the General Meeting and the representatives of legal entities have to present documents which confirm their identity and their representative authority. In the absence thereof the participation to the General Meeting can be refused.

Amendment of the agenda

Shareholders who, either individually or collectively, represent at least 3% of the Company's share capital shall have the right to put items on the agenda of the General Meeting and to submit proposals for resolution (with regard to items included or to be included in the agenda). Any requests to that effect are to be submitted to the Company by regular mail (Att: Retail Estates - Investor Relations, Industrielaan 6, 1740 Ternat, Belgium), or e-mail (investorrelations@retailestates.com) and must be received by **Sunday 27 June 2021** (article 7:130 of the Belgian Companies and Associations Code).

If the Company receives any requests to add items to the agenda and/or proposals for resolution, it will publish these proposals for resolution and (ii) a revised agenda and a revised power of attorney and voting form no later than **Sunday 4 July 2021**.

Any powers of attorney and voting forms received by the Company prior to the publication of the revised agenda continue to apply for the items already included in the agenda.

Written questions

Securityholders can exercise their right to ask questions pursuant to article 7:139 of the Belgian Companies and Associations Code. Written questions must be received at the Company's registered office by regular mail (Att: Retail Estates - Investor Relations, Industrielaan 6, 1740 Ternat, Belgium) or by e-mail (investorrelations@retailestates.com) by **Tuesday 13 July 2021**.

Provision of documents

Upon presentation of their certificate (in case of dematerialised securities), each security holder can obtain a free copy of the following documents at the Company's registered office once the invitation for the General Meeting has been published:

- the documents to be presented to the General Meeting;
- the agenda of the General Meeting, which also includes proposals for resolution or comments from the Company's Board of Directors;
- the form to be used for voting by letter; and
- the form to be used for voting by proxy.

These documents as well as the data made available pursuant to article 7:129 of the Belgian Companies and Associations Code can be consulted on the Company's website (www.retailestates.com).

Live broadcast

The General Meeting will be broadcasted live in order to give the security holders the opportunity to follow the General Meeting remotely.

This live broadcast is not an electronic means of communication that enables security holders to remotely participate in the meeting within the scope of Article 7:137 of the Belgian Companies and Associations Code, but merely an additional tool made available by the Company to the security holders.

The security holders can only follow the meeting via the live broadcast, but cannot intervene, ask questions or vote.

To enable Shareholders to participate in this General Meeting in the best possible conditions, the General Meeting will be broadcast live via Microsoft Teams. To this end, it is sufficient for you to communicate your e-mail address to us of by Tuesday 13 July 2021 at the latest (investorrelations@retailestates.com) and to follow the link that will be sent to you by Retail Estates at the e-mail address you have provided. This will enable you to follow the live broadcast of the General Meeting remotely.

Data protection

The Company is the data controller for the processing of personal data that it receives from shareholders and proxy holders or collects about them in relation to the General Meeting.

These data will be processed for the purpose of organising and conducting the General Meeting. The Company processes the data on the basis of (i) its legal obligations (e.g. the Companies and Associations Code, accounting obligations, anti-money laundering legislation, etc.) or (ii) its legitimate interests, inter alia to enable the Company to effectively organise and conduct the General Meeting.

The data include amongst others identification data, number of shares in the Company, proxies and voting instructions of shareholders and proxy holders. The data will not be processed longer than necessary for the purposes for which they were collected.

The Company's privacy policy, available at www.retailestates.com/en/privacy, applies in all other respects. All information on your rights as a data subject, complaints, contact details, etc. can be consulted via this link. For more information or complaints about the processing of personal data by or on behalf of the Company, the Company can be contacted by regular mail at the following address: Industrielaan 6, 1740 Ternat, or online via the internet form in the privacy policy accessible via the following link: www.retailestates.com/en/privacy.

The Company may take photographs and make film recordings during the General Meeting for the purpose of the live broadcast, commercial purposes or to support future events, provided you have given your consent, and only to show the general atmosphere of the meeting.

Practical information

The shareholders who wish to have more information about the procedures concerning the participation in the General Meeting, may contact the Company (T +32 2 568 10 20 or investorrelations@retailestates.com).

On behalf of the Board of Directors

Jan De Nys,
Managing director
T +32 2 568 10 20