

RETAIL ESTATES



Naamloze vennootschap,
openbare gereguleerde vastgoedvennootschap naar Belgisch recht,
met zetel te Industrielaan 6, 1740 Ternat (België),
RPR Brussel: 0434.797.847

‘In Retail We Trust’

PRACTICAL OPERATION FOR THE GENERAL MEETING OF **22 JULY 2019 AT 10:00 AM**

In accordance with article 536, §2 of the Companies Code, the shareholders will only be admitted to the General Meeting of 22 July 2019 and can 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 **8 July 2019** at 12 p.m. Belgian time (i.e. the "Registration Date"), and
- b) The Company must receive confirmation from shareholders at the latest on **16 July 2019** that they wish to participate in the General Meeting.

Registration

The holders of registered shares must be registered on **8 July 2019 at 12 p.m. Belgian time** in the register of registered shares for the number of shares with which they wish to participate in the General Meeting.

The holders of dematerialized shares must submit a certificate from their financial intermediary or recognized financial institution stating that on **8 July 2019** at 12 p.m. Belgian time they owned the number of shares with which they wish to participate in the General Meeting. The financial intermediary will provide for a registration certificate.

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

Confirmation of participation and power of attorney

In addition, the shareholders who wish to participate in the General Meeting must announce their participation in the General Meeting by **16 July 2019** as follows:

- The holders of registered shares: sent by ordinary letter to the registered office of the Company (attn. Retail Estates - Investor Relations, Industrielaan 6, 1740 Ternat), by fax (+32 (0) 2 581 09 42) or by e-mail mail (investorrelations@retailestates.com);
- The holders of dematerialized shares: by depositing the aforementioned registration certificate.

The shareholders can also be represented by a proxy holder, shareholder or not, by means of the proxy form drawn up by the Company, of which a type copy is available at the registered office of the Company or can be downloaded via the website of the Company ([www. .retailestates.com](http://www.retailestates.com)). This completed and signed power of attorney must arrive at the registered office of the Company no later than **16 July 2019**, by ordinary letter (attn. Retail Estates -

Investor Relations, Industrielaan 6, 1740 Ternat), fax (+32 (0) 2 581 09 42) or e-mail (investorrelations@retailestates.com).

The shareholders who wish to be represented must follow the aforementioned procedure for registration and confirmation of participation.

Amendment of the agenda

Shareholders who, either individually or collectively, represent 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 ordinary letter (Att: Retail Estates - Investor Relations, Industrielaan 6, 1740 Ternat, Belgium), fax (+32 (0)2 581 09 42) or e-mail (investorrelations@retailestates.com) and must be received by **Sunday 30 June 2019** (article 533ter of the Companies Code). More detailed information on the rights pursuant to article 533ter of the Company Code is put at the disposal of the shareholders on the Company's website (www.retailestates.com).

If the Company receives any requests to add items to the agenda and/or proposals for resolution, it will (i) add these proposals for resolution to the website as soon as possible upon receipt, and (ii) publish a revised agenda and revised power of attorney forms on its website no later than **Friday 5 July 2019**.

Written questions

Shareholders can (in accordance with article 540 of the Companies Code) exercise their right to ask questions. Written questions must arrive at the registered office of the Company no later than **16 July 2019**, via ordinary letter (with reference to Retail Estates - Investor Relations, Industrielaan 6, 1740 Ternat), fax (+32 (0) 2 581 09 42) or e-mail (investorrelations@retailestates.com).

More detailed information about the rights under Article 540 of the Companies Code will be made available to the shareholders on the Company's website (www.retailestates.com).

Provision of documents

Each shareholder may, on presentation of his certificate, receive a copy of the following documents free of charge as soon as the notice of convocation has been published:

- the documents that will be submitted to the General Meeting;
- the agenda of the General Meeting, which also contains a proposal of resolution or a comment from the Board of Directors; and
- the form that can be used for voting by proxy.

These documents, as well as the data that, in accordance with article 533bis, §2 of the Belgian Companies Code, must be made available, can be consulted on the website of the Company (www.retailestates.com).

For the Board of Directors

Jan De Nys
Managing director
02 / 568.10.20