

Press release - Regulated information¹

Public offer for the subscription of a 6-year Green Retail Bond with a gross coupon of 4.625% for a minimum amount of €40 million and a maximum amount of €55 million, issued under the ATENOR EMTN programme (the "Bonds").

La Hulpe, 16 March 2022

ATENOR announces that from 21 March 2022 a 6-year green bond transaction (this series of bonds hereinafter referred to as the "**Series**") will be launched in the form of a public offer in Belgium, open to retail investors and, to a certain extent, qualified investors.

The net proceeds of the public offer, which should amount to €40 million in the event of the placement of the minimum amount and €55 million in the event of the placement of the maximum amount (excluding the costs and fees relating to the issue estimated at €100.000 borne by ATENOR), shall be exclusively allocated to financing, in whole or part, the sustainable and energy-efficient real estate projects that contribute to ATENOR's environmental goals. These projects meet certain eligibility criteria in accordance with its Green Finance Framework, published on its website (<https://www.atenor.eu/en/sustainability/green-finance-framework/>). These criteria include, but are not limited to: BREEAM minimum "Excellent", WELL Core and Shell; an energy performance level corresponding to the primary energy consumption of a maximum defined by country (included in the EPC, Energy Performance Certificate). ATENOR is offering investors the opportunity to participate in the sustainable financing of its eligible projects through the subscription of the Bonds. This is ATENOR's second Green Retail Bond issue.

As part of its sustainability policy and specifically, the green financing of its development projects, ATENOR is therefore continuing to diversify its sources of financing by addressing both retail and qualified investors via its EMTN programme.

For more information, please refer to section 7 of the base prospectus of the European Medium Term Notes (**EMTN**) programme (the "**Base Prospectus**") and the final terms relating to the public offering of the Bonds (the "**Final Terms**").

The offer price is 101.875% of the nominal value of the Bonds with a gross coupon of 4.625 % payable on 5 April of each year. The gross actuarial yield on the basis of the offer price will be 4.26% while the net actuarial yield (i.e. the gross yield minus the 30% withholding tax) will be 2.89%.

The Bonds shall be governed by Belgian law and shall be redeemed at 100% of their nominal value at maturity (excluding the sales and placement commission), on 5 April 2028.

The nominal value of the bonds is €1.000 and the minimum subscription amount is also €1.000.

DISCLAIMER

Bonds are unsecured debt instruments. An investment in the Bonds involves certain risks. By subscribing to the Bonds, investors lend money to the issuer who undertakes to pay interest on an annual basis and to reimburse the principal on the maturity date. In the event of the issuer's insolvency, bankruptcy or default, investors may not be able to recover the amounts to which they are entitled and risk losing all or part of their investment. Investing in the Bonds involves certain risks and may not be an appropriate investment for all investors. Each prospective investor should carefully consider whether it is appropriate for him or her to invest in the Bonds in light of his or her financial knowledge and experience and should, if necessary, obtain professional advice. The Bonds are intended for investors capable of assessing interest rates based on their knowledge and financial experience. Investors should read the Base Prospectus in full (and in particular the "Risk Factors" section on pages 16 to 32 of the Base Prospectus) before investing in the Bonds. Investors should note, in particular, that (i) the

¹ Within the meaning of the Royal Decree of 14 November 2007 on the obligations of issuers of financial instruments admitted to trading on a regulated market.

Bonds, issued as green bonds may not meet all investor expectations (including any green or sustainable performance targets) or may not meet future guidelines and/or regulatory or legal criteria and that failure to allocate proceeds to eligible green projects or to provide an allocation or impact report or to have a second party compliance notice does not constitute an event of default and that (ii) the maturity of the Bonds (i.e. 6 years) and the current Covid-19 could increase the impact of the identified risk factors on the Issuer and the Bonds.

The subscription period shall commence on 21 March 2022 (9 a.m.) and end on 24 March 2022 (5:30 p.m.) subject to early closing (see section 13 of the "Subscription and Sale" section of the Base Prospectus). All subscriptions that have been validly submitted by retail investors to the placement agents before the end of the minimum subscription period shall be taken into account when allocating the bonds, it being understood that in the event of oversubscription, a reduced allocation may apply. Retail investors are therefore encouraged to subscribe to bonds on the first business day of the subscription period before 5:30 p.m. Brussels time. In addition, if the subscription period remains open after 5:30 p.m., from that moment onwards, the Bonds may be allocated on a "first come, first served" basis. The first coupon date shall fall on 5 April 2023.

The bonds issued by ATENOR are intended to be listed on Euronext Brussels. The expected admission date is 5 April 2022.

Investors are required to inform themselves of the fees that financial intermediaries may charge them.

Belfius Bank, KBC Bank and Degroof Petercam Bank are acting as placement agents for the issue and placement of the Bonds.

To subscribe to the Bonds or for further information, investors may contact Belfius Bank (Tel. 02/222.12.01 or web link (www.belfius.be/obligation-atenor-2022)), KBC Bank (www.kbc.be/fr/bonds/atenor2022) or Degroof Petercam (<https://www.degroofpetercam.com/fr-be/atenor-2022>).

The Base Prospectus and the Final Terms are available on the websites of ATENOR (<https://www.atenor.eu/en/investors/financial-communication/emtn/>), Belfius (www.belfius.be/obligation-atenor-2022), KBC (www.kbc.be/fr/bonds/atenor2022) and Banque Degroof Petercam (<https://www.degroofpetercam.com/fr-be/atenor-2022>). The Base Prospectus is also available on the FSMA website (www.fsma.be).

Hard copies of the Base Prospectus and the Final Terms are also available free of charge at ATENOR's registered office, located at avenue Reine Astrid 92, 1310 La Hulpe, Belgium.

Complaint Department

If you have a complaint to make, you may first contact your branch, your financial advisor or the Complaints Management Department at Belfius Bank, Place Charles Rogier 11, 1210 Brussels, or by email: claims@belfius.be, or the Complaints Management Department at KBC, Brusselsesteenweg 100, 3000 Louvain, Tel. 0800 62 084, email klachten@kbc.be.

If you are not satisfied with the reply, please contact Belfius Bank N.V. - S.A., Negotiation claims (RT 15/14), Place Charles Rogier 11, 1210 Brussels, or by email: negotiationclaims@belfius.be.

If you do not immediately find a solution after having contacted the aforementioned services, you can contact the Ombudsman in Financial Conflicts, North Gate II, Boulevard du Roi Albert II, 8 to 1000 Brussels (www.ombudsfin.be).

Financial calendar:

- Ordinary Shareholders' Meeting 2021	22 April 2022
- Dividend payment (subject to approval by the shareholders)	28 April 2022
- Interim statement for the first quarter 2022	18 May 2022
- 2022 interim results	2 September 2022
- Interim statement for the third quarter 2022	17 November 2022
- Ordinary Shareholders' Meeting 2022	28 April 2023

ATENOR is a urban property development company with European expertise listed on the Euronext Brussels market. Its mission is to provide, through its urban and architectural approach, adequate solutions to the new requirements imposed by changes in urban and professional life. In this context, ATENOR invests in major real estate projects that meet strict criteria in terms of location, economic efficiency and respect for the environment.

Reuters: ATE0.BR - Bloomberg: ATEB BB

For further information, please contact Stéphan Sonnevile SA, Managing Director
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Disclaimer:

The press release may not be used for, or in connection with, and does not constitute an offer to sell or an invitation to subscribe for or purchase the Bonds in any country in which such offer or invitation may be unlawful. In some countries the distribution of this press release and the offer or sale of the Bonds may be limited by legal or regulatory provisions.

Persons who may come into possession of this press release or Bonds must obtain information about and comply with such restrictions relating to the dissemination of the Base Prospectus and the offer and sale of the Bonds.

In addition, no action has been taken by ATENOR or the placement agents to permit an offer to the public of the Bonds or a distribution of this press release in any country (other than Belgium) where an action for such purposes is required. Similarly, no Bond may be offered or sold, directly or indirectly, and neither the Base Prospectus nor any advertisement or other promotional material may be distributed or published in any country except in circumstances which will cause them to comply with any applicable laws and regulations.

In particular, the Bonds have not been and will not be registered under the U.S. Securities Act of 1933 (the "**Securities Act**") and may not be offered or sold in the United States or to or for the account or benefit of United States persons ("**U.S. persons**") (as defined in the Securities Act) except in the context of transactions exempt from registration or for which no registration is required under the Securities Act. Please refer to the "Subscription and Sale" section of the Base Prospectus for a more detailed description of the restrictions on the sale and distribution of the Bonds.