ATEB LISTED EURONEXT

ANNUAL RESULTS 2021[1]

Regulated information

La Hulpe, 10 March 2022

YEAR RESULT: € 38.07 M (+58%)

Despite the persistence of the health crisis in 2021, ATENOR has experienced a remarkable year with a significant increase in profits that were highly diversified both in geographical and functional terms.

GROSS DIVIDEND* : € 2.54 PER SHARE (+5%) - YIELD OF 4.9%

Based on its results, ATENOR is maintaining its attractive dividend policy with regular increases.

** Subject to the approval of the General Assembly on 22.04.2022*

VALUE CREATION CYCLE

In 2021, ATENOR invested in 5 projects for a total amount of 270.45 million Euro representing a total surface area to be developed of 215,000 m². Several major sales transactions for a total surface area of 135,000 m² have generated 317.10 million Euro corresponding to the sum of the cash received and the reduction of the bank debt.

In addition, applications for 299,000 m² of building/renovation works (up 59%) were filed, with permits received for 223,000 m² (up 180%).

DEVELOPMENT PORTFOLIO: 32 PROJECTS TOTALING SOME 1,300,000 M²

ATENOR's active presence (local teams) in 10 countries provides a particular type of diversification, which is a source of resilience and opportunities. The portfolio currently contains 1,300,000m², of which 54% of office space and 40% of residential (the equivalent of about 6,000 units under development).

ATENOR, ACTING FOR SUSTAINABILITY

A pioneer and committed player in sustainable urban development, ATENOR applies an ambitious and consistent ESG sustainability policy, not only at corporate level, but also for its projects and financing.
For example, ATENOR is carbon neutral certified, the projects it has developed are at least Breeam Excellent and Well Gold. In March 2021, ATENOR issued the first Green Retail Bond on the Brussels stock exchange.

STÉPHAN SONNEVILLE SA, CEO COMMENTS :

" The improved results confirm ATENOR's economic resilience and the validity of its business model, which is based on the quality of the projects in the portfolio and hard-working teams. ATENOR's firm commitment to consistent sustainability, through its think tank ArchiLab, as well as the growth of the various indicators of the value creation cycle in 2021, underlie, subject to the macro-economic consequences related to the current tragic events in Ukraine, the continued favourable outlook. "

* * *

[1] *ATENOR has chosen French as its official language. Consequently, only the French version text is authentic. The version in English is translation of the French version.*

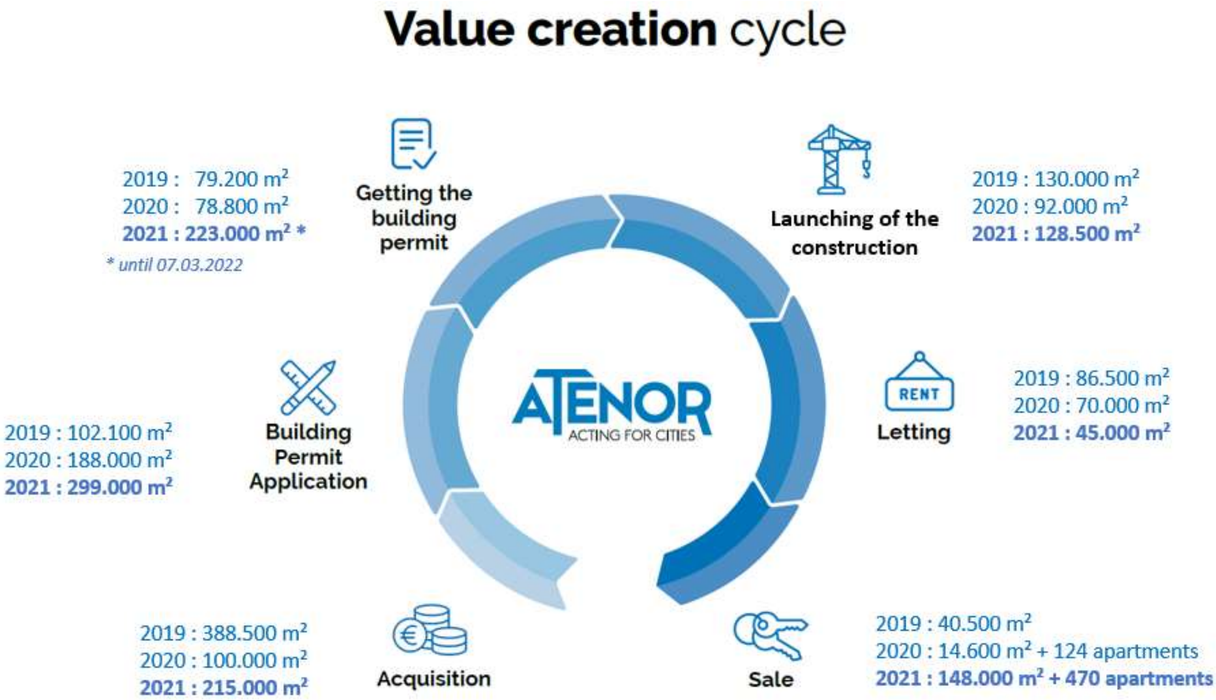
Projects in portfolio

Following the latest transactions of 2021, the portfolio totals 32 projects in 10 countries for a surface area of approximately 1,300,000 m².
All the acquisitions were made within the framework of our European growth strategy, paying particular attention to placing these projects in an indisputable logic of sustainability and certification.

To facilitate the understanding of our activities and track their evolution, we provide relevant comments on the year's activities in accordance with the main stages of the value creation cycle in our core business.

A. Activity level overview

The figures below represent gross surface area in m², for the year 2021.



Acquisitions**:** ATENOR continued to implement its international growth plan in 2021.
The amount invested, 270.45 million Euro, corresponds to the cumulative acquisition costs of 5 new projects: Bakerstreet II and Lake11 in Budapest, Rue Victor Hugo in Paris, Cloche d'Or in Luxembourg and Fleet House in London, plus the increase of the stake in CCN to 50%. These investments represent a total gross floor area of 215,000 m² and support the profit outlook.
These acquisitions are also in line with our intention (second phase of the growth plan) to establish ATENOR as a reference player in the 10 markets in which we are active.

Building/renovation permit applications: The rate of permit applications submitted, which is significantly higher than in 2020 (+59%), reflects the high level of activity of the teams despite the pandemic-related difficulties still prevailing in 2021.
The weighted average time per square meter for obtaining permits is around 15 months, a significant improvement on previous years.

Getting building/renovation permits: Obtaining building/renovation permits is an essential step in the value creation cycle for ATENOR as an urban developer and as an expert in adapting the urban fabric to changing demand. As an expected consequence of the international growth in business, ATENOR recorded a strong increase in the authorized surface area in 2021 (+180%) to an additional 223,000 m², thus paving the way for excellent profits to be realized over the following two to three years.
In Brussels, the development permit for the REALEX project will have to be reapplied for, without handicapping – apart from postponing it by 18 months – the agreement reached with the OIB concerning the purchase of the new European Union Conference Centre.

Construction: We are adopting a differentiated policy of launching constructions as soon as authorizations are obtained. The excellent performance of the residential market and the recovery in several countries of office take-up after the sharp slowdown in 2020 have led us to launch several construction sites for an additional surface area of 128,500 m². As at 31 December 2021, 25% of the portfolio was under construction, of which more than 35% was already leased or sold in the form of pre-letting or pre-sales contracts.

And even as raw materials are increasingly scarce and expensive, ATENOR is able to handle the situation either contractually by containing its construction costs, or commercially by making up for these increases on the real estate markets.

Locations: Given the marked general slow-down in office space take-up in 2020, we had based our forecasts solely on investment activity. During the third quarter, a revival of take-up was seen in a number of countries. Several of our projects benefited from this, generating an additional margin on pre-sold projects. In any case, the move to home working appears to have peaked, with demand once again rising for new, highly **sustainable** office spaces that can accommodate a post-COVID/COVID-safe way of working: the New – in some cases Hybrid – Way of Working (**NWOW**). In most cases, obsolete buildings cannot meet this demand.

Disposals: Wishing to give priority to the rotation of invested capital, ATENOR concluded several major transactions in 2021 for a total of 317.10 million Euro. This amount corresponds to the sum of cash received and the reduction of dedicated bank debt with regard to the Vaci Greens F, HBC, Buzz and Dacia 1 projects alone.

The average gross margin generated by these four disposals is around €785/m² over the entire duration of their development, well above the minimum average gross margin used in the financial model (€ 400/m²).

All these transactions have had a significant combined effect in terms of earnings, cash flow and debt reduction. We are also seeing record residential sales, both in Western and Central Europe. Flat sales amounted to 470 units. However, the flats sold in Hungary and Romania will only contribute to the results when they are delivered, in line with IFRS 15.

*An ambitious and consistent **sustainability policy** based on ESG criteria and implemented from a practical standpoint by ArchiLab, ATENOR's Think Tank.*

The 4 axes of ATENOR's sustainability policy are included in the 2021 Sustainability Report:

- Economic resilience
- Environmental contribution
- Social impact
- Extended governance.

This sustainability policy was set up within Archilab, ATENOR's think tank, which ensures it is implemented and remains consistent. In particular, it covers **ESG** criteria, which have become an imperative in the financial world.

As a real estate developer, our environmental contribution is validated by the certifications that exist in the business. Of these, we favor Breeam for offices and energy performance for residential properties. We will ensure that, from 2023, all our projects are "Taxonomy aligned".

Through its urban positioning, ATENOR is fully committed to Sustainable Development Goal 11 and ensures that it has a positive social impact in the cities where it is active.

Finally, in matters of corporate governance, good practices applicable to listed companies are extended to all aspects of the group's management.

B. Management Report

ATENOR ended the 2021 financial year with a net consolidated result of 38.07 million Euro, compared to 24.13 million Euro in 2020.

The Board of Directors will propose a gross dividend of € 2.54 per share to the General Assembly, an increase of 5% compared to the previous year.

Table of key consolidated figures (in thousands of €) - Audited accounts

Results	***31.12.2021***	***31.12.2020***
Net consolidated result (group share)	38,069	24,129
Profit per share (in Euro)[1]	5.66	4.00
Number of shares	7,038,845	7,038,845
of which own shares	313,427	313,427
Balance sheet	***31.12.2021***	***31.12.2020***
Total assets	1,229,814	1,058,442
Cash position at the end of the period	92,116	67,887
Net indebtedness (-)	-742,427	-589,539
Total of consolidated equity	301,043	261,212

[1] Taking into account the weighted average number of shares held during the year (see page 7, Earnings per share). The result per share amounts to € 5.41 if we consider the total number of shares of 7,038,845.

Revenue from ordinary activities and consolidated result

Revenue from ordinary activities amounted to 174,12 million Euro on 31 December 2021.

They mainly consist of (a) revenues from the sale of the buildings Vaci Greens E and F in Budapest (€ 94.77M), (b) revenues from the sale of apartments in residential projects (City Dox and La Sucrerie) for a total of 44.85 million Euro, (c) the revenue earned from the sales in future state of completion of the Buzz (Leudelange), Twit and Au Fil des Grands Prés projects (offices) for a total of € 22.75M), as well as (d) lease revenues on the University Business Center II (Warsaw), Nysdam (La Hulpe) and Vaci Greens F (before sale), Arena Business Campus (Budapest), Cloche d'Or (Renault in Luxembourg) buildings totalling 6.05 million Euro.

The other operating revenue (€ 23.21 M) mainly includes the remaining fit out works for the European Commission in the building The One (€ 4.02M), the usufruct royalty (partly retroceded to Immo Beaulieu SA) of the Beaulieu building (€ 6.76M) as well as the reinvoicing of service charges and miscellaneous costs of the leased buildings (€ 4.46M). The disposals of the stakes in Victoriei (Dacia building) and NGY (Hermes Business Campus building) in Bucharest (€ 4.50M) as well as the 3.39 million Euro in proceeds from the tax consolidation round out "other operating revenue".

The operating result amounted to 64.16 million Euro, compared with 40.18 million Euro in 2020. This is mainly influenced by the sale of the Vaci Greens E and F buildings (€ 41.74 M), by the sale of the various apartments in residential projects as mentioned above (total of € 6.74 M), the results of the progress of the pre-sold Buzz, Twist and Au Fil des Grands Prés buildings (€ 8.59 M), the net result of the usufruct receivables on the Beaulieu building (€ 3.58 M) as well as the rental revenue, net of charges, from mainly the UBC II, Nysdam and Arena Business Campus buildings (total of € 3.51 M).

The **net financial result** was -11.90 million Euro, compared with -9.89 million Euro in 2020. The increase of net financial charges(€ 4,13 M compared to 2020) is mainly due to the increase of the Group's average net debt (€ +151 M compared to 2020). These financial expenses are favourably influenced by the rise in activations (IAS 23 ; € +2.12 M compared to 2020) relating to the developments in progress.

Income taxes: The amount for this item amounts to 11.88 million Euro (compared with 5.15 million Euro in 2020). This item includes both statutory tax and the deferred tax assets and liabilities linked to the progress of the sale of the aforementioned projects and mainly related to the Vaci Greens, City Dox, Buzz and Au Fil des Grands Prés projects (total of 11.22 million Euro).

Taking the preceding factors into account, the group **net result** of the financial year was 38.07 million Euro compared with 24.13 million Euro in 2020.

Consolidated balance sheet

Consolidated shareholder equity was 301.04 million Euro compared with 261.21 million at 31 December 2020, an increase of 24.45% of the total balance up by 171 million euros compared to 31 December 2020.

At 31 December 2021, net consolidated financial indebtedness was 742.43 million Euro, compared with a net consolidated indebtedness of 589.54 million Euro as at 31 December 2020. Three transactions marked the financial year: (a) the issue, in March 2021, of a Green Bond for a total of 100 million Euro, (b) the partial financing of the acquisition of the Cloche d'Or project (68 million Euro) and (c) the sale of the Romanian subsidiary NGY (HBC project), whereby its financing was removed from the consolidation scope (79.50 million Euro).

Consolidated indebtedness consists, on the one hand, of a long-term debt of 478.76 million Euro and, on the other hand, of a short-term debt of 355.96 million Euro. Available cash was 92.12 million Euro compared with 67.89 million Euro at end 2020.

The "buildings held for sale" classified under "**Inventories (Stock)**" represent the real estate projects in the portfolio and in the course of development. This item amounted 932.99 million Euro, an increase of 157.28 million Euro in comparison with 31 December 2020 (€ 775.71 M).

This net variation results primarily

(a) land acquisitions in Cloche d'Or (Renault, Luxembourg), Paris (rue Victor Hugo) and Budapest (Bakerstreet II and Lake City) for a total of 237.99 million Euro,
(b) from the continuation of the works and studies of the Arena Business Campus, Roseville (Budapest), Com'Unity and U'Man (Bezons/Paris), @Expo, UP-site Bucharest, City Dox and Realex (Brussels) projects and many other projects under development, for a total of 114.76 million Euro and
(c) from the sale of apartments in the City Dox project and the sale of Dacia, HBC and Vaci Greens F office buildings which reduce the stock by 192 million Euro.

Financing policy

ATENOR has actively pursued its financial policy aimed at diversifying its sources of financing, in particular through an initial bond issue meeting the ambitious criteria of a transition to sustainable financing conditions (Green Retail Bond issue in the amount of 100 million Euro on 19 March 2021). ATENOR is calling on capital markets and institutional investors as well as on the banking market. Staggering maturities reduces refinancing risks when market conditions are unfavorable. The flexibility of project financing both before permits are obtained and during the construction and marketing phases aims to optimize financing costs by allowing the use of project revenues. In 2021, the weighted average interest rate of ATENOR's consolidated debt was 2.40%, compared to 2.30% in 2020.

ATENOR has a short, medium and long-term CP/MTN (commercial paper) line of 200 million Euro, fully used by 31.12.2021. ATENOR intends to continue to use it while favoring long terms (from two years) instead of terms of less than twelve months.

The use of the EMTN line (150 million Euro) was 73.60 million Euro at 31 December 2021. ATENOR will also continue to use it within the context of its Green Finance Framework (GFF) and continue with the greening of its debt. It is willing to review the proposals (reverse inquiries) of qualified investors for maturities corresponding to the European development of its project portfolio.

Own shares

Treasury shares acquired in the first half of the financial year were immediately sold for partial payment of the directors' fees in the form of company shares.

On 31 December 2021, ATENOR LONG TERM GROWTH SA held 150,000 ATENOR shares.

The number of ATENOR shares held on that same date by the subsidiary Atenor Group Investments was 163,427 (unchanged situation from December 2020).

These shares aim to serve the share option plans (2017 to 2021) allocated to ATENOR staff and some of its service providers.

Dividend policy and proposed dividend

The Board of Directors will propose, to the General Meeting of 22 April 2022, the payment (for the financial year 2021) of a gross dividend of 2.54 Euro per share (up 5% compared to 2020), i.e. a net dividend after withholding tax (30%) of 1.778 Euro per share.
Subject to the approval of the Ordinary General Assembly, the dividend will be paid out from 28 April 2022.

- Ex date 26 April 2022
- Record date 27 April 2022
- Payment date 28 April 2022

Prospects for the year 2022

We have actively worked on our project portfolio over the past two years. The result is that projects have effectively matured in the value-creation cycle, as illustrated by the increase in the amount of land with permits applied for and approved.

Notwithstanding the possibility of new pandemic waves or renewed political tensions, the real estate world is showing sustained demand for sustainable buildings, both commercial (office) and residential. The financial sector is actively seeking investments with high ESG criteria. With its urban, international and sustainable positioning in the real estate development sector, ATENOR is in the right place, at the right time.

This positioning will underpin further growth, subject to the macro-economic consequences of the current tragic events in Ukraine.
At this stage, the conflict is not having a direct impact on our activities. For the sake of clarity, ATENOR has no business relations with Russian or Ukrainian companies or entrepreneurs.
The situation in Ukraine increased the pre-existing tensions existing before the conflict for certain construction materials or labour.

Financial Calendar

– Ordinary General Assembly 2021	22 April 2022
– Dividend payment (subject to the approval of the General Assembly)	28 April 2022
– Intermediate declaration for first quarter 2022	18 May 2022
– Half-yearly results 2022	2 September 2022
– Intermediate declaration for third quarter 2022	17 November 2022
– General Assembly 2022	28 April 2023

Contacts and Information

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C. Summary Financial Statements

Consolidated statement of comprehensive income

	Notes	In thousands of EUR 2021	2020
Operating revenue		**174.118**	**131.989**
Turnover		168.068	115.230
Property rental income		6.050	16.759
Other operating income		**23.214**	**48.540**
Gain (loss) on disposals of financial assets		4.505	19.283
Other operating income		18.703	29.261
Gain (loss) on disposals of non-financial assets		6	-4
Operating expenses (-)		**-133.169**	**-140.353**
Raw materials and consumables used (-)		-361.163	-235.837
Changes in inventories of finished goods and work in progress		314.708	184.695
Employee expenses (-)		-4.776	-3.021
Depreciation and amortization (-)		-788	-619
Impairments (-)		-204	-246
Other operating expenses (-)		-80.946	-85.325
RESULT FROM OPERATING ACTIVITIES - EBIT		***64.163***	***40.176***
Financial expenses (-)		**-13.478**	**-11.438**
Financial income		**1.576**	**1.554**
Share of profit (loss) from investments consolidated by the equity method		**-2.480**	**-1.180**
PROFIT (LOSS) BEFORE TAX		***49.781***	***29.112***
Income tax expense (income) (-)	7	**-11.880**	**-5.148**
PROFIT (LOSS) AFTER TAX		***37.901***	***23.964***
Post-tax profit (loss) of discontinued operations		**0**	**0**
PROFIT (LOSS) OF THE PERIOD		*37.901*	*23.964*
Non controlling interests		-168	-165
Group profit (loss)		***38.069***	***24.129***

EARNINGS PER SHARE	EUR 2021	2020
Total number of issued shares	**7.038.845**	**7.038.845**
of which own shares	**313.427**	**313.427**
Weighted average number of shares (excluding own shares)	**6.724.981**	**6.029.226**
Basic earnings per share	**5,66**	**4,00**
Diluted earnings per share	**5,66**	**4,00**
Proposal of gross dividend per share	**2,54**	**2,42**

Other elements of the overall profit and losses	Notes	In thousands of EUR 2021	2020
Group share result		***38.069***	***24.129***
Items not to be reclassified to profit or loss in subsequent periods :			
Employee benefits		-168	-198
Items to be reclassified to profit or loss in subsequent periods :			
Translation adjusments		18.705	-12.132
Cash flow hedge	13	183	-16
Overall total results of the group		***56.789***	***11.783***
Overall profits and losses of the period attributable to third parties		***-168***	***-165***

C. Summary Financial Statements (continued)

Consolidated statement of the financial position

ASSETS

	Notes	31.12.2021	31.12.2020
		In thousands of EUR	
NON-CURRENT ASSETS		**163.092**	**127.368**
Property, plant and equipment		4.480	3.517
Intangible assets		25	37
Investments consolidated by the equity method		78.729	64.180
Deferred tax assets		3.267	5.070
Other non-current financial assets		56.986	49.061
Non-current trade and other receivables		19.605	5.503
CURRENT ASSETS		**1.066.722**	**931.074**
Inventories	9	932.994	775.706
Other current financial assets	4	1.523	37.751
Current tax receivables		3.755	1.751
Current trade and other receivables		24.770	79.052
Current loans payments		25	15
Cash and cash equivalents	4	90.881	30.713
Other current assets		12.774	6.086
TOTAL ASSETS		**1.229.814**	**1.058.442**

LIABILITIES AND EQUITY

	Notes	31.12.2021	31.12.2020
		In thousands of EUR	
TOTAL EQUITY		**301.043**	**261.212**
Group shareholders' equity		**298.563**	**258.564**
Issued capital		133.621	133.621
Reserves		180.015	140.016
Treasury shares (-)		-15.073	-15.073
Non controlling interests		**2.480**	**2.648**
Non-current liabilities		**510.036**	**482.617**
Non-current interest bearing borrowings	5	478.580	433.001
Non-current provisions		9.526	10.903
Pension obligation		1.094	902
Derivatives	13	184	367
Deferred tax liabilities		594	702
Current trade and other payables		18.791	33.959
Other non-current liabilities		1.267	2.783
Current liabilities		**418.735**	**314.613**
Current interest bearing debts	5	355.963	224.425
Current provisions		4.512	338
Current tax payables		6.995	3.499
Current trade and other payables		42.563	74.097
Other current liabilities		8.702	12.254
TOTAL EQUITY AND LIABILITIES		**1.229.814**	**1.058.442**

C. Summary Financial Statements (continued)

Consolidated cash flow statement (indirect method)

	Notes	31.12.2021	31.12.2020
		In thousands of EUR	
Operating activities			
- Group share result		38.069	24.129
- Result of non controlling interests		-168	-165
- Result of Equity method Cies		2.480	1.180
- Interest charges		11.617	9.794
- Interest incomes		-1.569	-302
- Income tax expense	7	10.013	8.219
- *Result for the year*		*60.442*	*42.855*
- Depreciation		788	619
- Amortisation and impairment		204	246
- Translation adjustments		-299	5.264
- Provisions		-551	5.245
- Deferred taxes	7	1.867	-3.071
- (Profit)/Loss on disposal of fixed assets		-4.511	-19.279
- SOP / IAS 19		0	-1.177
- *Adjustments for non cash items*		*-2.502*	*-12.153*
- Variation of inventories		-320.830	-184.954
- Variation of trade and other amounts receivables		80.562	20.082
- Variation of trade payables		8.199	8.287
- Variation of amounts payable regarding wage taxes		384	-71
- Variation of other receivables and payables		-34.913	28.518
- *Net variation on working capital*		*-266.598*	*-128.138*
- Interests received		1.569	302
- Income tax paid		-8.524	-7.911
- Income tax received		230	0
Cash from operating activities (+/-)		**-215.383**	**-105.045**
Investment activities			
- Acquisitions of intangible and tangible fixed assets		-656	-759
- Acquisitions of financial investments		-46.898	-5.684
- New loans		-8.005	-36.566
- *Subtotal of acquired investments*		*-55.559*	*-43.009*
- Disposals of intangible and tangible fixed assets		6	5
- Disposals of financial investments		71.752	0
- Reimbursement of loans		85	0
- *Subtotal of disinvestments*		*71.843*	*5*
Cash from investment activities (+/-)		**16.284**	**-43.004**
Financial activities			
- Increase in capital			76.006
- New borrowings		309.743	216.483
- Repayment of borrowings		-54.900	-98.144
- Interests paid		-8.904	-9.191
- Dividends paid to company's shareholders	6	-16.272	-12.284
- Directors' entitlements		-410	-256
Cash from financial activities (+/-)		**229.257**	**172.614**
Net cash variation		**30.158**	**24.565**
- Cash and cash equivalent at the beginning of the year		67.887	45.447
- Net variation in cash and cash equivalent		30.158	24.565
- Effect of exchange rate changes		-5.929	-2.125
- Cash and cash equivalent at end of the year	4	92.116	67.887

C. Summary Financial Statements (continued)

Consolidated statement of changes in equity

	Notes	Issued capital	Share issue premium	Hedging reserves	Own shares	Consolidated reserves	IAS 19R reserves	Cumulative translation adjusments	Minority interests	Total Equity
2020										
Balance as of 01.01.2020		***57.631***		***-351***	***-15.073***	***162.795***	***-643***	***-20.108***	***2.797***	***187.048***
Profit/loss of the period		-		-	-	24.129	-	-	-165	23.964
Other elements of the overall results [1]		-		-16	-	-	-198	-12.132	-	-12.346
Total comprehensive income		***-***		***-16***	***-***	***24.129***	***-198***	***-12.132***	***-165***	***11.618***
Capital increase		14.408	61.582	-	-	-	-	-	-	75.990
Paid dividends	6	-		-	-	-12.284	-	-	-	-12.284
Own shares		-		-	-	-	-	-	-	-
Share based payment / Valuation		-		-	-	-1.176	-	-	-	-1.176
Others		-		-	-	-	-	-	16	16
Balance as of 31.12.2020		***72.039***	***61.582***	***-367***	***-15.073***	***173.464***	***-841***	***-32.240***	***2.648***	***261.212***
2021										
Balance as of 01.01.2021		***72.039***	***61.582***	***-367***	***-15.073***	***173.464***	***-841***	***-32.240***	***2.648***	***261.212***
Profit/loss of the period		-		-	-	38.069	-	-	-168	37.901
Other elements of the overall results [1]		-		183	-	-	-168	18.705	-	18.720
Résultat global total		***-***		***183***	***-***	***38.069***	***-168***	***18.705***	***-168***	***56.621***
Capital increase		-	-	-	-	-	-	-	-	-
Paid dividends	6	-	-	-	-	-16.272	-	-	-	-16.272
Own shares		-	-	-	-	-	-	-	-	-
Share based payment / Valuation	11	-	-	-	-	-	-	-	-	-
Others		-	-	-	-	(518)	-	-	-	-518
Balance as of 31.12.2021		***72.039***	***61.582***	***-184***	***-15.073***	***194.743***	***-1.009***	***-13.535***	***2.480***	***301.043***

[1] The Group detains Hungarian, Romanian and Polish subsidiaries that opted for the local currency as their operating currency in each of the countries. The positive conversion differences recorded for the period in equity are explained by the exit from the scope of 2 Romanian entities and the disposal of the Hungarian Vaci Greens F project (+21.25 million Euro) offset by the devaluation of the HUF and RON during the year (-2.54 million Euro).

SELECTIVE NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS ON 31.12.2021

Note 1. Corporate information

The consolidated financial statements of the Group as at 31 December 2021 including the annual report including all financial statements and attached notes were adopted by the Board of Directors on 8 March 2022.

Note 2. Principal accounting methods

1. Basis for preparation

The consolidated financial statements as at 31 December 2021 were drawn up in accordance with the IFRS standards as adopted in the European Union.

2. Principes de consolidation et principes comptables significatifs

The consolidated financial statements as at 31 December 2021 were drawn up in accordance with the IFRS standards as adopted in the European Union.

Comment on Covid-19

The Covid-19 pandemic has not had any influence on the evaluation rules.
As regards to the prospects and estimates of future impacts, please refer to the comments in the management report (above).

Standards and interpretations applicable for the annual period beginning on or after 01.01.2021 in the European Union

- Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS *16 Interest Rate Benchmark Reform* – Phase 2
- Amendment to IFRS 16 *Leases: COVID-19-Related Rent Concessions* (applicable for annual periods beginning on or after 1 June 2020)
- Amendments to IFRS 4 *Insurance Contracts* – Extension of the Temporary Exemption from Applying IFRS 9 to 1 January 2023 (applicable for annual periods beginning on or after 1 January 2021)

These amendments and new interpretations have no significant impact on the presentation, disclosure requirements or the consolidated financial performance and / or situation of ATENOR

Standards and interpretations published, but not yet applicable for the annual period beginning on 01.01.2021

- Amendment to IFRS 16 Leases: *COVID-19-Related Rent Concessions beyond 30 June 2021* (applicable for annual periods beginning on or after 1 April 2021)
- Amendments to IAS 16 Property, Plant and Equipment: *Proceeds before Intended Use* (applicable for annual periods beginning on or after 1 January 2022)
- Amendments to IAS 37 *Provisions, Contingent Liabilities and Contingent Assets*: Onerous Contracts — Cost of Fulfilling a Contract (applicable for annual periods beginning on or after 1 January 2022)
- Amendments to IFRS 3 *Business Combinations: Reference to the Conceptual Framework* (applicable for annual periods beginning on or after 1 January 2022)
- *Annual Improvements to IFRS Standards 2018–2020* (applicable for annual periods beginning on or after 1 January 2022)
- IFRS 17 *Insurance Contracts* (applicable for annual periods beginning on or after 1 January 2023)
- Amendments to IAS 1 *Presentation of Financial Statements: Classification of Liabilities as Current or Non-current* (applicable for annual periods beginning on or after 1 January 2023, but not yet endorsed in the EU)
- Amendments to IAS 1 *Presentation of Financial Statements* and IFRS Practice Statement 2: Disclosure of Accounting Policies (applicable for annual periods beginning on or after 1 January 2023, but not yet endorsed in the EU)
- Amendments to IAS 8 *Accounting policies, Changes in Accounting Estimates and Errors*: Definition of Accounting Estimates (applicable for annual periods beginning on or after 1 January 2023, but not yet endorsed in the EU)
- Amendments to IAS 12 *Income Taxes*: Deferred Tax related to Assets and Liabilities arising from a Single Transaction (applicable for annual periods beginning on or after 1 January 2023, but not yet endorsed in the EU)

ATENOR did not apply early adoption of these new or amended standards and interpretations.

Note 3. Seasonal information

The life cycle of the real estate projects of ATENOR can be summarised in three major phases: the land purchase phase, the project development and construction phase, and the marketing and sales phase. The length and process of these phases are neither similar nor comparable from one project to another.
Follow-up and compliance with the planning of each of these projects are assured by the implementation of a regular communication system. Internal control is provided by:

- an executive committee that meets monthly for each of the projects and which is formalised by minutes.

As soon as a project reaches the construction phase, a monthly progress meeting is held with:

- the external specialists to ensure that the agreed deadlines are complied with and
- the General Contractor in charge of construction.

This communication system allows Atenor to determine, monitor and resolve all potential operational risks well upfront.

Note 4. Other current financial assets, cash and cash equivalents

	In thousands of EUR	
	31.12.2021	**31.12.2020**
Short-term deposits	1.235	37.174
Bank balances	90.880	30.711
Cash at hand	1	2
Cash and cahs equivalents	**92.116**	**67.887**

Read pages 5 and 9 – comments relating to the main items of the consolidated balance sheet

Note 5. Financial Liabilities

In thousands of EUR	**Current**	**Non-current**				
2021	**Up to 1 year**	**1-5 years**	**More than 5 years**	**Total**	**Fair value (*)**	**Valuation**
Derivatives	-	**184**		**184**	**184**	level 2
Financial liabilities						
Finance lease debts (IFRS 16)	377	1.148	93	**1.618**	1.611	level 3
Credit institutions	137.586	112.192		**249.778**	229.863	level 3
Bond isssue	20.000	214.786	75.000	**309.786**	314.815	levels 1 & 3
Other loans	198.000	70.361	5.000	**273.361**	274.007	levels 1 & 3
Total financial liabilities according to their maturity	**355.963**	**398.487**	**80.093**	**834.543**	**820.296**	
Other financial liabilities						
Trade payables	26.459			**26.459**	26.459	level 3
Other payables	14.609	18.791		**33.400**	33.400	level 3
Other financial liabilities		1.267		**1.267**	1.267	level 3
Total amount of other liabilities according to their maturity	**41.068**	**20.058**		**61.126**	**61.126**	

	Current	**Non-current**				
2020	**Up to 1 year**	**1-5 years**	**More than 5 years**	**Total**	**Fair value**	**Valuation**
Derivatives	-	**367**	-	**367**	**367**	level 2
Financial liabilities						
Finance lease debts (IFRS 16)	193	530	67	**790**	788	
Credit institutions	70.582	137.086		**207.668**	207.715	level 3
Bond isssue		144.842	**65.000**	**209.842**	213.164	levels 1 & 3
Other loans	153.650	84.976	500	**239.126**	240.096	levels 1 & 3
Total financial liabilities according to their maturity	**224.425**	**367.434**	**65.567**	**657.426**	**661.763**	
Other financial liabilities						
Trade payables	33.501			**33.501**	33.501	level 3
Other payables	28.083	33.959		**62.042**	62.042	level 3
Other financial liabilities		2.783		**2.783**	2.783	level 3
Total amount of other liabilities according to their maturity	**61.585**	**36.742**		**98.327**	**98.327**	

See the comment on page 5 on the consolidated balance and the increase of the indebtedness.

Levels of fair value hierarchy

The Group measures the fair value of its financial liabilities using a fair value hierarchy. A financial instrument is classified within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement.

- Level 1 : Quoted prices on active markets
  For instruments quoted on an active market, the fair value corresponds to the quotation on the closure date.
- Level 2 : (Direct or indirect) observable data, other than quoted prices
  Derivatives are valued, if necessary, by a financial institution on the basis of market parameters.
- Level 3 : Non observable market data
  Depending on their maturity, “Financial liabilities” are valued on a discounted cash flow basis or at amortised cost based on the effective interest rate, justified by conventions and amounts borrowed.

The fair value of trade and other payables is considered to be equal to the respective carrying amount of these instruments due to their short-term maturity.
At 31 December 2021, the interest rate applied is 2.40%. It corresponds to the weighted average rate for the Group's financing.

In thousands of EUR

FINANCIAL DEBTS	Current	Non-current	Total
	Up to 1 year	More than 1 year	
Movements on financial liabilities			
On 31.12.2020	**224.425**	**433.001**	**657.426**
Movements of the period			
- New loans	78.250	231.166	309.416
- Reimbursement of loans	-54.720		-54.720
- Lease liabilities (FRS 16)	69	1.021	1.090
- Exits from the consolidation scope	-1.838	-76.921	-78.759
- Variations from foreign currency exchange	2	-60	-58
- Short-term/long-term transfer	109.706	-109.706	0
- Others	69	79	148
On 31.12.2021	**355.963**	**478.580**	**834.543**

Please see the comment on page 5 on the consolidated balance and the increase in indebtedness.

The net increase in financial debt, to the amount of € 177,11 M is mainly explained by:

- New borrowings (€+309,42 M), namely two bond issues of the "Green" type, for € 25 M and € 75 M respectively (characteristics set out below), the loans taken out for the acquisition or development of the Cloche d'Or (€ 68 M), City Dox (€ 18 M) and Twist (€ 6.67 M) projects, two corporate financings totalling € 30 M as well as the increase in the CP/(E)-MTN outstandings, to the value of € 86.75 M ;
- The disposal of NGY Properties Investment SRL (HBC project) together with its bank financing with DPB (€ -78.76 M)
- The yearly repayments (€ -54,46 M) of which € 52.65 M from MTN which became due.

The indebtedness policy, the financial risks and the interest rate risk will be detailed in note 20 of the 2021 annual financial report.

Main characteristics of the new bond issues in 2021 :

N° 1 – 2021 - 2025

- Retail bond issue of the "Green Retail Bond" type - tranche 1
- Amount: €25,000,000
- Gross annual interest of 3.00%
- Gross actuarial yield: 2.57%
- Issue date: 19.03.2021
- Maturity date: 19.03.2025
- Issue price: 101.625%
- Nominal minimum subscription amount: € 1,000
- Bond listed on Euronext Brussels
- ISIN code: BE0002776574
- Coordinator: Banque Belfius
- Co-leaders: Belfius and KBC

N° 2 – 2021 - 2027

- Retail bond issue of the "Green Retail Bond" type - tranche 2
- Amount: €75,000,000
- Gross annual interest of 3.50%
- Gross actuarial yield: 3.15 %
- Issue date: 19.03.2021
- Maturity date: 19.03.2027
- Issue price: 101.875%

- Nominal minimum subscription amount: €1,000
- Bond listed on Euronext Brussels
- ISIN code: BE0002775568
- Coordinator: Banque Belfius
- Co-leaders: Belfius and KBC

FINANCIAL DEBTS

		Nominal value (in EUR)
Bonds		
Retail bond - tranche 1 at 2.875%	05.04.2018 to 05.04.2022	20.000.000
Retail bond - tranche 2 at 3.50%	05.04.2018 to 05.04.2024	30.000.000
Retail bond - tranche 1 at 3%	08.05.2019 to 08.05.2023	20.000.000
Retail bond - tranche 2 at 3.50%	08.05.2019 to 08.05.2025	40.000.000
Retail bond - tranche 1 at 3.25%	23.10.2020 to 23.10.2024	35.000.000
Retail bond - tranche 2 at 3.875%	23.10.2020 to 23.10.2026	65.000.000
Green bond - tranche 1 at 3.00%	19.03.2021 to 19.03.2025	25.000.000
Green bond - tranche 2 at 3.50%	19.03.2021 to 19.03.2027	75.000.000
Total Bond issues		**310.000.000**
Via Credit institutions		
Atenor Group Participations		9.000.000
Atenor Long Term Growth		6.940.000
Atenor	Corporate	30.714.286
Projets	Nysdam (via Hexaten)	13.000.000
	City Dox (via Immmobilière de la Petite Île)	18.000.000
	Realex (via Leaselex)	50.000.000
	Realex (via Immo Silex)	10.000.000
	Beaulieu (via Atenor)	18.900.000
	Twist (via Atenor Luxembourg)	6.665.700
	Renault (via Cloche d'Or development)	68.000.000
	Lakeside (via Haverhill)	18.700.000
Total financial debts via credit institutions		**249.919.986**
Other loans		
CP	2022	151.250.000
MTN	2022	28.750.000
	2023	14.500.000
	2025	5.000.000
	2026	500.000
EMTN	2022	18.000.000
	2023	30.000.000
	2024	8.100.000
	2025	10.000.000
	2026	2.500.000
Green EMTN - tranche 1 - 3,40%	2027	1.100.000
Green EMTN - tranche 2 - 3,40%	2027	3.900.000
Total other payables		**273.600.000**
Leases liabilities (IFRS 16)		
Atenor Luxembourg		846.389
Atenor France		385.020
Atenor Deutschland		174.705
Atenor Hungary		212.164
Total leases liabilities		**1.618.278**
TOTAL FINANCIAL DEBTS		**835.138.264**

Note 6. Paid Dividends

In thousands of EUR

	2021	2020
Dividends on ordinary shares declared and paid during the period:	16.272	12.284

Note 7. Income taxes

In thousands of EUR

I. Income tax expense / Income - current and deferred	2021	2020
Income tax expense / Income - current		
Current period tax expense	-10.839	-7.716
Adjustments to tax expense/income of prior periods	826	-503
Total current tax expense, net	**-10.013**	**-8.219**
Income tax expense / Income - Deferred		
Related to the current period	-223	3.534
Related to tax losses	-1.644	-463
Total deferred tax expense	**-1.867**	**3.071**
Total current and deferred tax expense	**-11.880**	**-5.148**

Please read the comment on page 4

Note 8. Segment reporting

In thousands of EUR	31.12.2021 Western Europe	31.12.2021 Central Europe	31.12.2021 Total	31.12.2020 Western Europe	31.12.2020 Central Europe	31.12.2020 Total
Operating revenue	**74.675**	**99.443**	**174.118**	**68.922**	**63.067**	**131.989**
Turnover	72.917	95.151	168.068	67.556	47.674	115.230
Property rental income	1.758	4.292	6.050	1.366	15.393	16.759
Other operating income	**20.090**	**3.124**	**23.214**	**42.104**	**6.436**	**48.540**
Gain (loss) on disposals of financial assets	4.505		4.505	19.283		19.283
Other operating income	15.579	3.124	18.703	22.825	6.436	29.261
Gain (loss) on disposals of non-financial assets	6		6	-4		-4
Operating expenses (-)	**-74.932**	**-58.237**	**-133.169**	**-91.280**	**-49.073**	**-140.353**
Raw materials and consumables used (-)	-269.662	-91.501	-361.163	-138.167	-97.670	-235.837
Changes in inventories of finished goods and work in progress	260.788	53.920	314.708	98.318	86.377	184.695
Employee expenses (-)	-3.912	-864	-4.776	-2.351	-670	-3.021
Depreciation and amortization (-)	-573	-215	-788	-420	-199	-619
Impairments (-)	-256	52	-204	-125	-121	-246
Other operating expenses (-)	-61.317	-19.629	-80.946	-48.535	-36.790	-85.325
RESULT FROM OPERATING ACTIVITIES - EBIT	**19.833**	**44.330**	**64.163**	**19.746**	**20.430**	**40.176**
Financial expenses (-)	**-15.673**	**2.195**	**-13.478**	**-11.352**	**-86**	**-11.438**
Financial income	**1.576**		**1.576**	**1.553**	**1**	**1.554**
Share of profit (loss) from investments consolidated by the equity method	**-2.480**		**-2.480**	**-1.180**		**-1.180**
PROFIT (LOSS) BEFORE TAX	**3.256**	**46.525**	**49.781**	**8.767**	**20.345**	**29.112**
Income tax expense (income) (-)	**-8.014**	**-3.866**	**-11.880**	**-3.633**	**-1.515**	**-5.148**
PROFIT (LOSS) AFTER TAX	**-4.758**	**42.659**	**37.901**	**5.134**	**18.830**	**23.964**
Post-tax profit (loss) of discontinued operations						
PROFIT (LOSS) OF THE PERIOD	-4.758	42.659	37.901	5.134	18.830	23.964
Intercompany elimination	2.837	-2.837	0	2.557	-2.557	0
CONSOLIDATED RESULT	**-1.921**	**39.822**	**37.901**	**7.691**	**16.273**	**23.964**
Overall profits and losses of the period attributable to third parties	-168		-168	-165		-165
Group share result	**-1.753**	**39.822**	**38.069**	**7.856**	**16.273**	**24.129**

Segment information is prepared, both for internal reporting and external disclosure, on a single sector of activity, i.e. real-estate development projects (office and residential buildings, the retail activity being accessory to the first two mentioned). This activity is presented, managed and monitored on a project-by-project basis. The various project committees, the Executive Committee and the Board of Directors are responsible for monitoring the various projects and assessing their performances.
However, based on the location of the projects, two geographical segments are henceforth identifiable: on the one hand there is Western Europe, covering Belgium, the Grand Duchy of Luxembourg, the Netherlands, France, Germany, Portugal and the United Kingdom, and, on the other hand, there is Central Europe, covering Poland, Hungary and Romania.
Taken at 31 December 2021, this segmentation highlights the contribution to the consolidated result of the projects in Central Europe.
The ATENOR activity report provides more detailed information about the results and purchases and sales during the period reviewed.

In thousands of EUR	31.12.2021 Western Europe	31.12.2021 Central Europe	31.12.2021 Total	31.12.2020 Western Europe	31.12.2020 Central Europe	31.12.2020 Total
ASSETS						
NON-CURRENT ASSETS	**162.664**	**428**	**163.092**	**126.853**	**515**	**127.368**
Property, plant and equipment	4.128	352	4.480	3.009	508	3.517
Intangible assets	21	4	25	31	6	37
Investments consolidated by the equity method	78.729		78.729	64.180		64.180
Deferred tax assets	3.267		3.267	5.070		5.070
Other non-current financial assets	56.914	72	56.986	49.060	1	49.061
Non-current trade and other receivables	19.605		19.605	5.503		5.503
CURRENT ASSETS	**788.665**	**278.057**	**1.066.722**	**532.704**	**398.370**	**931.074**
Inventories	674.026	258.968	932.994	412.380	363.326	775.706
Other current financial assets	1.523		1.523	37.751		37.751
Current tax receivables	3.551	204	3.755	1.691	60	1.751
Current trade and other receivables	19.088	5.682	24.770	63.967	15.085	79.052
Current loans payments	25		25	15		15
Cash and cash equivalents	80.759	10.122	90.881	15.533	15.180	30.713
Other current assets	9.693	3.081	12.774	1.367	4.719	6.086
TOTAL ASSETS	**951.329**	**278.485**	**1.229.814**	**659.557**	**398.885**	**1.058.442**

In thousands of EUR	31.12.2021 Western Europe	31.12.2021 Central Europe	31.12.2021 Total	31.12.2020 Western Europe	31.12.2020 Central Europe	31.12.2020 Total
LIABILITIES AND EQUITY						
TOTAL EQUITY	**309.152**	**-8.109**	**301.043**	**252.506**	**8.706**	**261.212**
Group shareholders' equity	**306.672**	**-8.109**	**298.563**	**249.858**	**8.706**	**258.564**
Issued capital	133.621		133.621	133.621		133.621
Reserves	188.124	-8.109	180.015	131.310	8.706	140.016
Treasury shares (-)	-15.073		-15.073	-15.073		-15.073
Non controlling interest	**2.480**		2.480	**2.648**		2.648
Non-current liabilities	**476.249**	**33.787**	**510.036**	**374.566**	**108.051**	**482.617**
Non-current interest bearing borrowings	460.962	17.618	478.580	337.318	95.683	433.001
Non-current provisions	4.795	4.731	9.526	1.906	8.997	10.903
Pension obligation	1.094		1.094	902		902
Derivatives		184	184		367	367
Deferred tax liabilities	594		594	531	171	702
Non-current trade and other payables	8.775	10.016	18.791	33.909	50	33.959
Other non-current liabilities	29	1.238	1.267		2.783	2.783
Current liabilities	**165.928**	**252.807**	**418.735**	**32.485**	**282.128**	**314.613**
Current interest bearing debts	354.811	1.152	355.963	221.439	2.986	224.425
Current provisions	2.135	2.377	4.512	338		338
Deferred tax liabilities	4.193	2.802	6.995	1.779	1.720	3.499
Current trade and other payables	32.467	10.096	42.563	35.001	39.096	74.097
Other current liabilities	8.164	538	8.702	8.642	3.612	12.254
Intercompany elimination / not allocated	-235.842	235.842		-234.714	234.714	
TOTAL EQUITIES AND LIABILITIES	**951.329**	**278.485**	**1.229.814**	**659.557**	**398.885**	**1.058.442**

Note 9. Inventories

	In thousands of EUR	
	2021	2020
Buildings intended for sale, beginning balance	**775.706**	**608.025**
Activated costs	404.663	259.301
Disposals of the year	-90.262	-78.652
IFRS 15 transition		
Exits from the consolidation scope	-159.971	
Entries in the consolidation scope		
Reclassifications from/to the "Inventories"		51
Borrowing costs (IAS 23)	6.429	4.306
Foreign currency exchange increase (decrease)	-3.604	-17.199
Write-offs (recorded)	-343	
Write-offs (written back)	375	-125
Movements during the year	**157.287**	**167.682**
Buildings intended for sale, ending balance	**932.994**	**775.706**
Accounting value of inventories mortgaged (limited to granded loans)	203.123	190.240

Please see comments on page 5.

Note 10. Property, plant and equipment

This item mainly includes the interior developments made to the leased buildings and the rights of use recognised by application of IFRS 16.

The investments over the year total 1.74 million Euro including 1.09 million Euro in rights of use following the leases signed for the offices of our subsidiaries in Luxembourg and Germany. Depreciation over this period came to 773,000 Euro. No loss of value was booked.

Note 11. . Stock option plans for employees and other payments based on shares

On 4 March 2021, ATENOR issued a stock option plan (SOP 2021) for the subsidiary named Atenor Long Term Growth (ALTG). The options issued on this subsidiary benefit the members of the Executive Committee, personnel and some ATENOR service providers.

This SOP 2021 may be exercised during the three following periods: from 8 March to 29 March 2024, from 10 March to 31 March 2025 and from 10 March to 31 March 2026 after each publication of the annual results.

It may be recalled that the Board, on 29 August 2018, decided to acquire 150,000 securities via the subsidiary Atenor Long Term Growth SA with a view to putting in place, from 2019 onwards, the aforementioned new share option plan.

Note 12. Related Parties

	In thousands of EUR	
Participations	**2021**	**2020**
VICTOR ESTATES	926	1.007
VICTOR PROPERTIES	40	48
VICTOR BARA	4.312	4.351
VICTOR SPAAK	7.718	7.783
IMMOANGE	719	933
MARKIZAAT	10.183	10.104
CCN DEVELOPPEMENT	50.113	35.694
DE MOLENS	125	23
TEN BRINKE MYBOND VERHEESKADE	4.386	4.309
LAAKHAVEN VERHEESKADE II	207	78
LANKELZ FONCIER		-150
Total	**78.729**	**64.180**

-

In thousands of EUR

Investments	2021	2020
At the end of the preceding period	64.180	59.676
Share in result	-2.480	-1.180
Acquisitions, price adjustments and restructuring	16.098	4.524
Disposals		
Capital increase		1.160
Loss of value		
Reclassification to other items	931	
At the end of the period	**78.729**	**64.180**

In thousands of EUR

2020 key figures from financial statements	Sums due to related parties	Sums due to the group from related parties
- IMMOANGE share of the group : 50%	-	1.125
- VICTOR ESTATES share of the group : 50%	-	5.259
- VICTOR PROPERTIES share of the group : 50%	-	289
- VICTOR BARA share of the group : 50%	-	2.242
- VICTOR SPAAK share of the group : 50%	-	3.981
- MARKIZAAT share of the group : 50%	-	-
- CCN DEVELOPMENT share of the group : 50%	-	6.426
- DE MOLENS share of the group : 50%	-	1.219
- TEN BRINKE MYBOND VERHEESKADE share of the group : 50%	-	7.895
- LAAKHAVEN VERHEESKADE II share of the group : 50%	-	14.674
- LANKELZ FONCIER share of the group : 50%	-	13.633

Within the framework of the Victor project, the (50/50) joint-venture with BPI has led to the consolidation by the equity method of the companies Immoange, Victor Properties, Victor Estates, Victor Spaak and Victor Bara.
In 2019, ATENOR acquired 50% of the shares of the company Markizaat (ex Dossche Immo), holder of a plot and buildings in Deinze (De Molens project). In May 2020, ATENOR took a 50% share in the establishment of the De Molens company, which will develop the project of the same name.
ATENOR continued its establishment in the Netherlands by participating at 50% in the constitution of the company Laakhaven Verheeskade II in December 2020. These two companies will develop neighbouring projects in the district of Laakhaven (The Hague).
In addition, ATENOR has subscribed up to 50% to the constitution of Lankelz Foncier SARL which has taken over the assets and liabilities of Althea Fund Compartiment IV. This company will develop the Perspectiv' (formerly Lankelz) project in Luxembourg. The negative value of this stake at the end of the financial year (-0.93 million Euro) was transferred to the non-current provisions.
It should be recalled that, in 2019, ATENOR entered into a partnership (33%) with AGRE and AXA through CCN Development as part of the CCN Brussels project. In 2021, this stake was increased to 50% (+15.78 million Euro).

No other important change occurred concerning the related parties. Updated information regarding other related parties will be noted in the financial annual report.

Note 13. Derivatives

ATENOR does not use derivative instruments for trading purposes.

In the context of its € 22 M of finance contracted in February 2019 via its Polish subsidiary, Haverhill Investments, ATENOR simultaneously concluded a rate hedging contract that covers 71% of the loan. The fair value of this financial instrument qualified as "cash flow hedge" (change of 0.18 million Euro) is booked directly in equity.

See the table on page 8

Note 14. Own shares

Movements in own and treasury shares	Amount (in thousands of EUR)	Number of own shares
On 01.01.2021 (average price : € 48.09 per share)	15.073	313.427
Movements during the period:		
- acquisitions	104	1.834
- sales	-104	-1.834
On 31.12.2021 (average price : € 48.09 per share)	**15.073**	**313.427**

These shares aim to serve the share options plans (2017 to 2021) allocated to ATENOR staff and some of its service providers. The shares acquired during the first half of the year were immediately transferred for partial payment of the directors' fees in the form of company shares.

Note 15. Principal risks and uncertainties

The real estate sector generally takes a certain amount of time to know the effect of an economic recovery. Even if significant public funds are being mobilized to revive the economy following the exit from the Coronavirus pandemic, the visibility of this way out of the crisis is still uncertain. The current slowdown in the real estate sector could last for several more months. We remain attentive to the possible consequences of this development, however confident in the resilience of the portfolio due to its diversification.

The Board of Directors is attentive to the analysis and management of the various risks and uncertainties which ATENOR and its subsidiaries are confronted with.

On 31 December 2021, ATENOR was not confronted with any litigation.

Note 16. Event after the closing date

On 8 March 2022, ATENOR issued a stock option plan (SOP 2022) for the subsidiary named Atenor Long Term Growth (ALTG).

The options issued on this subsidiary benefit the members of the Executive Committee, personnel and some ATENOR service providers.

This SOP 2022 may be exercised during the three following periods: from10 March to 31 March 2025, from 10 March to 31 March 2026 and from 10 March to 31 March 2027.

No other important event occurring since 31 December 2021 is to be noted.

D. Statement by the Management

Stéphan SONNEVILLE SA, CEO and President of the Executive Committee and the Members of the Executive Committee, including Mr Sidney D. BENS, CFO, acting in the name of and on behalf of ATENOR SA attest that to the best of their knowledge,

- The summary financial statements at 31 December 2021 were prepared in conformity with IFRS standards and provide a true and fair view of the assets, of the financial situation and of the profits of ATENOR and of the enterprises included in the consolidation;[2]
- The financial annual report contains a true reflection of the major events and of the principal transactions between related parties occurring during the financial year and of their impact on the summary financial statements as well as a description of the main risks and uncertainties.
- continuity accounting principles are applied.

E. External audit

The Statutory Auditor, EY Réviseurs d’Entreprises SRL represented by Mr Carlo-Sébastien D'Addario, confirmed that it does not have any reservations concerning to the accounting information included in this press release and that it corresponds with the financial statements as approved by the Board of Directors.

[2] Affiliated companies of ATENOR in the sense of article 1.20 of Code on companies and associations