

Acceptance form for Registered Shares

To be completed and sent to the Paying Agent Bank (BNP Paribas Fortis SA/NV) at the following email address cfc-m-ecm@bnpparibasfortis.com, no later than 5 p.m. CET on the last day of the Acceptance Period (16 September 2022) or, as the case may be, of any subsequent Acceptance Period or such later date as may be announced in the event of an extension

ACCEPTANCE FORM FOR REGISTERED SHARES ONLY

Acceptance form for the reopening of the public takeover bid in cash possibly followed as the case may be by a Squeeze-out by Alexandrite Monnet Belgian Bidco SA *sicaf* institutionnelle de droit belge investissant en biens immobiliers on all the Shares issued by Befimmo SA

I, the undersigned:

Legal entity:

Name:	
Address of the registered office:	
Validly represented by:	1) Name: Title: 2) Name: Title:

Natural person:

Full name:	
Domicile:	

Declare, after having had the possibility to read the Prospectus, that:

- (i) I accept the terms and conditions of the Bid as described in the Prospectus;
- (ii) I hereby agree to transfer the Shares identified in this Acceptance Form, and which I fully own, to the Bidder, in accordance with the terms and conditions of the Prospectus for a price consisting of a payment in cash of €47.50.
- (iii) I transfer the Shares in agreement with the acceptance procedure described in the Prospectus;
and

- (iv) I acknowledge that all representations, warranties and undertakings deemed to be made or given by me under the Prospectus are incorporated in this Acceptance Form with respect to the transfer of my Shares.

SHARES		
Number	Form	Instructions
<p>_____</p> <p>(or in words: _____)</p>	Registered shares	<p>The following documents are attached to this Acceptance Form:</p> <p>Proof of registration of my registered shares in the Target's share register; and</p> <p><i>For natural persons:</i> a copy of my identity card or passport including a specimen signature;</p> <p><i>For legal entities:</i> a certified copy of the articles of association of the Shareholders, proof of authority to represent the Shareholder from the persons who have signed this Acceptance Form, if applicable a power of attorney, and a copy of the identity card or passport including a specimen signature of the person(s) authorized to represent the Shareholder who has (have) signed this Acceptance Form.</p> <p>I hereby request that (i) these Shares be transferred to the Bidder, (ii) the transfer of these Shares be duly recorded in the share register of Befimmo and, for this purpose, I authorize (a) each director of Befimmo and the Bidder, each acting individually and with right of substitution, or (b) two members of the Executive Committee of Befimmo, acting jointly, to sign the share register of Befimmo in my name and on my behalf, and to do all things necessary or useful for this purpose.</p>

I hereby request that on the Settlement Date, the Bid Price of the transferred Shares be credited to my account:

Name of the bank:	
IBAN:	
BIC/SWIFT:	

Shareholders holding both registered Shares and dematerialised Shares are explicitly requested to fill in two separate Acceptance Forms: (i) a form for the registered Shares that will be submitted to Paying Agent Bank and (ii) a form for the dematerialised Shares that will be submitted to the financial intermediary where the dematerialised Shares are held.

I am aware that:

- (i) to be valid, this Acceptance Form must be submitted, in accordance with the applicable acceptance procedure as set out in the Prospectus (section 5.7.1), no later than 5 p.m. CET on the last day of the Acceptance Period (16 September 2022) or, as the case may be, of any subsequent Acceptance Period or such later date as may be announced in the event of an extension;
- (ii) I am duly authorised to transfer my Shares and all authorisations, formalities or procedures required for this purpose have been duly and successfully obtained, accepted, completed and/or executed;
- (iii) (a) in the event Shares are owned by two or more persons, the Acceptance Form must be executed jointly by all such persons; (b) in the event Shares are subject to usufruct (“*vruchtgebruik*” / “*usufruit*”), the Acceptance Form must be executed jointly by the beneficial owner (“*vruchtgebruiker*” / “*usufruitier*”) and the bare owner (“*naakte eigenaar*” / “*nu-propriétaire*”); (c) in the event Shares are pledged, the Acceptance Form must be executed jointly by the pledgor and the pledgee, with the pledgee explicitly confirming the irrevocable and unconditional release of the relevant Shares from the pledge; (d) in the event the Shares are encumbered in any other manner or are subject to any charge, claim, security interest or interest, all beneficiaries of such encumbrance, charge, claim, security interest or interest must jointly execute the Acceptance Form and all such beneficiaries must irrevocably and unconditionally waive any and all such encumbrance, charge, claim, security interest or interest relating to such Shares;
- (iv) I will not bear any costs, fees and commissions in case (a) of depositing the Acceptance Form directly with the Paying Agent Bank and (b) I have an account with the aforementioned Paying Agent Bank;
- (v) I will bear all costs that would be charged by a financial intermediary other than the Paying Agent Bank; and
- (vi) I may still withdraw my acceptance of the Bid made during the Acceptance Period (or any subsequent Acceptance Period) during such Acceptance Period. Befimmo will inform me of the procedure to be followed to withdraw my acceptance. This notification of withdrawal must be made no later than by 5.00 p.m. CET on the date of closing of the Acceptance Period (or any subsequent Acceptance Period) or, as the case may be, on the date specified in the relevant notification and/or press release.

I acknowledge to have received all information to make an informed decision as to whether or not to tender my Shares to the Bid. I am fully aware of the legality of the Bid and the risks related to it. I have inquired about the taxes I could owe in the framework of the transfer of my Shares to the Bidder, which I will exclusively bear, to the sole exception of the tax on stock market transactions, which will be borne by the Bidder.

Unless otherwise specified, terms used in this Acceptance Form shall have the same meaning as in the Prospectus.

Made in two originals (place) at _____

On (date) _____ 2022

For the Shareholder:

(signature)

(name, first name, company name)

For the Paying Agent Bank / other financial intermediary:

(signature)

(financial intermediary)

