

MERCIALYS

Responsible lobbying Charter

This charter applies to Mercialys, all its subsidiaries, its executives, and its employees.

Lobbying is understood as any influence action initiated by a representative of the Group's interests with a public official, either directly or through third parties, aimed at guiding a public decision concerning either Mercialys directly or the sector in which the Company operates, with the goal of defending or promoting its interests. These activities include participation in consultations, direct communication with public officials about information or technical elements regarding the impact of a legislative or regulatory decision, whether in force or under consideration, or to encourage reflection on the need for legislation on a subject, or the formulation of recommendations on specific policies.

Lobbying at the level of a shopping center involves taking influence actions with local public decision-makers (notably elected officials, directors, or chiefs of staff of large municipalities, urban areas, departments, regions, etc.) to promote the specific interests of the shopping center. This can include defending expansion projects, modifying urban planning, promoting local initiatives beneficial to commerce, or collaborating on sustainable development projects. This local lobbying aims to demonstrate and/or strengthen the shopping center's positive contribution to the local economy, while respecting the expectations and needs of residents and local authorities.

Principles applicable within the Mercialys Group

Mercialys applies a general principle of political neutrality and is committed at the highest level to supporting the promotion of transparency and integrity regarding responsible lobbying. Influence activities are carried out without granting any material advantage or compensation, except, if necessary, for proportionate hospitality. Mercialys strictly prohibits any form of corruption, both active and passive.

Mercialys is committed to basing its arguments on verifiable data, rigorous analyses, and objective facts, without distorting reality to serve its interests. The Company is committed, as part of its lobbying activities, to integrating social and environmental concerns.

The Company claims consistency between its positions and its overall Corporate Social Responsibility (CSR) policy, as described in the Universal Registration Document. This policy includes, as one of its three fundamental pillars, respect for stakeholders. In this regard, Mercialys structures its dialogue with public officials based on technical elements or objective feedback from its tenants or visitors, in order to inform its interlocutors without seeking to obtain information or decisions by exerting pressure on them or other stakeholders. Furthermore, by incorporating responsible lobbying principles, Mercialys ensures that its influence activities align with the transparency requirements demanded by the Corporate Sustainability Reporting Directive (CSRD), enhancing the credibility of published information and contributing to constructive dialogue with its stakeholders while supporting a transition toward a more sustainable economy.

In particular, Mercialys is committed to taking positions consistent with the objectives of the Paris Agreement and supporting public policies that promote the reduction of greenhouse gas emissions.

This commitment must contribute to enhancing the sustainability and resilience of Mercialys's activities and protect the Company from risks that could harm its development and reputation.

Organization within Mercialys

Lobbying activities are under the responsibility of the Director of Operations and External Relations, who ensures that the influence strategy is implemented without generating conflicts of interest. The Director of Operations and External Relations, along with any employees he may call upon, conducts this activity in a strictly professional context and never for personal reasons.

These actions are carried out in permanent compliance with the ethical principles set out in the Code of Ethics, such as the prevention of corruption and conflicts of interest, adhering notably to principles of integrity, transparency, and fairness in accessing information, which is communicated in an objective and verifiable manner.

In general, Mercialys, a signatory of the United Nations Global Compact, is strongly committed to a socially responsible approach that includes respect for human rights principles, international labor standards, the environment, and the fight against corruption. It is committed to making progress in each of these areas every year. Lobbying activities are naturally integrated into these approaches.

In cases where Mercialys uses external lobbyists at the local and/or national level, all the provisions of this Charter will apply to them.

Furthermore, Mercialys must formally ensure that the appointed firms:

- comply with all the requirements set out by regulations on public transparency;
- provide detailed reports of all actions taken on its behalf.

No action is undertaken in any capacity to obtain information or decisions by illegal means.

Additionally, the company is a member or partner of various professional organizations or entities related to its field of activity, which themselves engage in lobbying activities. These associations communicate messages officially and contribute to the transparency of the positions that Mercialys adheres to.

Mercialys's Commitments

Actions taken within the framework of lobbying are recorded in compliance with legal and regulatory provisions and are subject to monitoring to ensure any necessary registrations are made in the directory held by the French High Authority for the Transparency of Public Life (HATVP), in accordance with the following provisions:

- Law No. 2013-907 of October 11, 2013, regarding the transparency of public life: <https://www.legifrance.gouv.fr/affichTexte.do?cidTexte=JORFTEXT000028056315>
- Law No. 2016-1691 of December 9, 2016, regarding transparency, the fight against corruption, and the modernization of economic life, notably its Article 25 concerning the declaration of lobbying activities with French public officials in the digital directory of the High Authority for the Transparency of Public Life (HATVP): <https://www.legifrance.gouv.fr/eli/loi/2016/12/9/2016-1691/jo/texte>
- Decree of May 9, 2017, concerning the digital directory of lobbyists amending Article 18 of Law No. 2013-907 of October 11, 2013, regarding the transparency of public life: <https://www.legifrance.gouv.fr/eli/decret/2017/5/9/ECFM1706418D/jo/texte>

As such, the Company, being registered in the directory maintained by the HATVP, submits an annual activity report, which can be consulted on the authority's website.

Dialogue and consultation with local elected officials may be conducted through economic, social, environmental, and societal partnership charters. Such agreements are systematically subject to validation by the Group's Ethics Department

Mercialys, a listed company, ensures the dissemination of reliable, clear, and transparent information.

Internal Control and Evaluation

Mercialys has implemented an internal system to monitor its lobbying activities to ensure they comply with this Charter. Thus, an annual evaluation of the Company's lobbying practices is carried out by the Risk Prevention Committee.

Training and Awareness

Lobbying practices may directly or indirectly involve many employees. Therefore, mandatory training, which includes aspects of responsible lobbying, is provided annually to all Company employees.

Sanctions

In case of non-compliance with the provisions of this charter, the employer reserves the right to apply appropriate measures (information, prevention...), and depending on the situation, a sanction proportionate to the nature of the facts observed, as defined by the internal regulations.