



CHARTER « MANAGERS' TRANSACTIONS »

1. INTRODUCTION

Pursuant to Article 19 of Regulation (UE) n° 596/2014 of 16 April 2014 on market abuse (« **Market Abuse Regulation** »), persons discharging managerial responsibilities, as well as persons closely associated with them, must notify AKKA TECHNOLOGIES (the "**Company**") and the Financial Services and Markets Authority ("**FSMA**") of every transactions conducted on their own account relating to the shares or debt instruments of the Company or to derivatives or other financial instruments linked thereto.

2. PERSONS BOUND BY NOTIFICATION OBLIGATIONS

Persons discharging managerial responsibilities, as well as persons closely associated with them, must notify their transactions.

2.1 Persons discharging managerial responsibilities

Pursuant to Article 3 of Market Abuse Regulation, a person discharging managerial responsibilities means a person who is:

- (a) a member of the administrative, management or supervisory board of the Company; or
- (b) a senior executive who is not a member of the bodies referred to in point (a), who has regular access to inside information relating directly or indirectly to the Company and power to take managerial decisions affecting the future developments and business prospects of the Company.

2.2 Persons closely associated with them

Persons closely associated with them (Articles 19 and 3.1(26) of Market Abuse Regulation) are:

- (a) a spouse, or a partner considered to be equivalent to a spouse in accordance with national law;
- (b) a dependent child, in accordance with national law;
- (c) a relative who has shared the same household for at least one year on the date of the transaction concerned; or



- (d) a legal person, trust or partnership, the managerial responsibilities of which are discharged by a person discharging managerial responsibilities or by a person referred to in point (a), (b) or (c), which is directly or indirectly controlled by such a person, which is set up for the benefit of such a person, or the economic interests of which are substantially equivalent to those of such a person;

2.3 List of relevant persons

Pursuant to Article 19.5 of Market Abuse Regulation, the Company shall draw up a list of all persons discharging managerial responsibilities and persons closely associated with them.

AKKA TECHNOLOGIES shall notify the person discharging managerial responsibilities of their obligations under this Article in writing.

Persons discharging managerial responsibilities shall notify the persons closely associated with them of their obligations under this charter in writing and shall keep a copy of this notification.

3. NOTIFIABLE TRANSACTIONS

Persons discharging managerial responsibilities, as well as persons closely associated with them, must notify every transaction conducted on their own account relating to the shares or debt instruments of the Company or to derivatives or other financial instruments linked thereto.

Transactions that must be notified shall include the following (non-exhaustive list):

- Acquisition, disposal, short sale, subscription or exchange;
- Acceptance or exercise of a stock-option, including of a stock option granted to managers or employees as part of their remuneration package, and the disposal of shares stemming from the exercise of a stock-option;
- Entering into or exercise of equity swaps;
- Transactions in or related to derivatives, including cash-settled transaction;
- Entering into a contract for difference on a financial instrument of the concerned issuer or on emission allowances or auction products based thereon;
- Acquisition, disposal or exercise of rights, including put and call options, and warrants;
- Subscription to a capital increase or debt instrument issuance;
- Transactions in derivatives and financial instruments linked to a debt instrument of the concerned issuer, including credit default swaps;
- Conditional transactions upon the occurrence of the conditions and actual execution of the transactions;
- Automatic or non-automatic conversion of a financial instrument into another financial instrument, including the exchange of convertible bonds to shares;

- Gifts and donations made or received, and inheritance received;
- Transactions executed by a third party under an individual portfolio or asset management mandate on behalf or for the benefit of a person discharging managerial responsibilities or a person closely associated with such a person;
- Borrowing or lending of shares or debt instruments of the issuer or derivatives or other financial instruments linked thereto;
- Pledging or lending of financial instruments by or on behalf of a person discharging managerial responsibilities or a person closely associated with such a person;
- Transactions made under a life insurance policy where the policyholder is a person discharging managerial responsibilities or a person closely associated with such a person and where the investment risk is borne by the policyholder who has the power or discretion to make investment decisions or to execute transactions regarding specific instruments for that life insurance policy.

4. MINIMUM THRESHOLD

According to Article 19.8 of Market Abuse Regulation and to FSMA regulation, the obligation of notification applies to any subsequent transaction once a total amount of EUR 5,000 has been reached within a calendar year. The threshold of EUR 5,000 shall be calculated by adding without netting all transactions referred to this Article made by the persons discharging managerial responsibilities as well as persons closely associated with them.

5. PROCEDURE FOR DECLARING TRANSACTIONS

Persons subject to the reporting obligation transmit their declarations to the FSMA and to the Company within **three working days from the date of the transaction**.

Notifiable persons notify their transactions to the Company and the FSMA exclusively electronically via an online notification application "eMT" which is available on the FSMA website from the online platform. secure FiMiS at the following address:

<https://portal-fimis.fsma.be/en/Account/HomePublic>

Notifiable persons may mandate another person to notify their transactions but remain themselves legally responsible for complying with their notification obligations and for the content of the notification.



As soon as a notification is sent, the Company will be able to see it on its own account. The Company will then have to confirm the notification with respect to the FSMA. After confirmation of the notification by the Company, it will be published on the FSMA website.

The declaration is not subject to review by the FSMA before being published. It is established under the sole responsibility of the declarant. It may nevertheless be subject to a posteriori audit by the FSMA.

The summary statement of the executives' transactions is presented to the general meeting of shareholders through the management report. The identity of the related persons is not mentioned in the summary statement.

6. APPLICABLE SANCTIONS

Failure to comply with the reporting requirement is likely to undermine the protection of investors and the proper functioning of the market. In this respect, both the French Financial Market Authority (AMF) and the FSMA are competent to impose sanctions on managers.

Thus, pursuant to French law, Article L. 621-15 of the Monetary and Financial Code, the AMF Sanctions Committee may, after an adversarial procedure, impose a financial penalty on any person breach of obligations resulting from European regulations falling within its field of competence. This fine may be up to € 100,000,000 or, if profits have been made, up to ten times the amount of the said profits.

Pursuant to Articles L. 465-1 et seq. of the French Monetary and Financial Code, criminal penalties (five years imprisonment, fine up to € 100,000,000 or ten times the profit made) are incurred if the non-compliance with the reporting obligation relates to insider trading (transactions resulting from the exploitation of privileged information, as defined in Article 7 of the Market Abuse Regulation).

AND,

Under Belgian law and more specifically Article 36 (2) (4) of the Act of 2 August 2002 on the supervision of the financial sector and the financial sectors, the FSMA sanctions commission may, after a contradictory procedure, impose a fine against any person for breach of obligations arising out of the Market Abuse Regulation falling within its field of competence. This fine can be up to 500,000 € for a natural person and up to 1,000,000 € for a legal person or, if profits have been made, up to three times the amount of said profits.

Pursuant to Article 40 (6) of the Law of 2 August 2002 on the supervision of the financial sector and the financial sectors, criminal sanctions are incurred if the non-compliance with the reporting obligation concerns insiders (operations resulting from the exploitation of privileged information, as defined in Article 7 of the Market Abuse Regulation): imprisonment from three months to four years, fine up to € 10,000; the author may also be ordered to pay up to three times the amount of the patrimonial advantage derived directly or indirectly from the offense.



ANNEX 1

<p style="text-align: center;">ENGAGEMENT LETTER</p> <p style="text-align: center;">CHARTER « MANAGERS' TRANSACTIONS »</p>
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I, the undersigned,

(surname, first name and position)

have read the “Managers’ transactions” Charter V 09.11.2020 ENG, which informs me of the obligations incumbent upon any person person discharging managerial responsibilities within AKKA TECHNOLOGIES and of the penalties incurred in the event of the breach of these rules.

I undertake to respect its terms.

I have been informed that my name is on the List of all person discharging managerial responsibilities and that this list will be sent to the FSMA at their request and will be kept for five years after its establishment or updating.

Signed in, on

(Signature)