# Risk warnings

Significant risks associated with the Issuer and the offered investment instruments, and which are specific to the offer concerned.

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| **DISCLAIMER**: Please read this list with significant risks carefully. By clicking on the “I agree” button, you agree that you have accepted this list with significant risks. |

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| **1. Description of the risks specific to the offer concerned** | ***1. Investments in the form of a subordinated Convertible Loan***<br><br>An investment in the form of a subordinated Convertible Loan presents certain risks. Hereafter, several main risks are identified and listed. However, this list is not, and does not intend to be, exhaustive.<br><br><u>Risk of losing all or part of the investment or not obtaining the expected return:</u> By entering into a Convertible Loan with the Issuer, the Investors lend funds to the Issuer. The Issuer hereby undertakes to pay interest on an annual basis and to either repay the principal of this Convertible Loan on the maturity date, or have the Convertible Loan converted into shares. However, in case of insolvency or default of the Issuer, it is possible that the Investors can no longer recover the funds to which they would have been entitled to. Therefore, they run the risk of losing all or part of the investment and/or not obtaining the expected return.<br><br><u>The ability of the Issuer to repay can be limited:</u> The ability of the Issuer to repay the Convertible Loan will depend on the financial situation of the Issuer at the time of the requested repayment, and may be limited by law, by the conditions of its debts and by the agreements that the Issuer has entered into on or before that date, that could replace, supplement or change its existing or future debt position. The conditions of the Convertible Loan may or may not provide for a limitation for the Issuer to enter into additional debts. If, in the future, the Issuer does enter into additional debts, the risk of non-repayment of the Convertible Loan by the Issuer could be increased.<br><br><u>Subordinated unsecured Convertible Loan:</u> The obligations of the Issuer under the Convertible Loan will be subordinated to existing debts, as well as to future debts of the Issuer. This subordination only applies to the principal, and not to the interests. This increases the risk for the Investor of losing all or part of the investment. The Investors will only be repaid when all ordinary, non-subordinated creditors have been paid. Moreover, the Investors do not enjoy securities which would give any priority to the Investors with respect to other creditors. The repayment of the Convertible Loan will not be guaranteed by a third party.<br><br><u>Limited cases of early repayment:</u> Only in a limited number of cases as defined in the Convertible Loan (amongst which fraud, insolvency and failure to pay) the Investor will have the possibility to declare the Convertible Loans early repayable. Thus, the cases of early repayment do not include all cases in which the credit rating of the Issuer is downgraded. This increases the risk that other creditors are paid first and that the Investors will not recover their initial investment.<br><br><u>Repayment:</u> the Issuer shall in principle repay the Loans, including the accrued interest, at the latest on the maturity date. In case of an early repayment, no additional charges or fees are payable by the Issuer to the Investor. There is, hence, no termination fee, no re-investment fee or any other similar fee. In case of an early repayment of the Convertible Loan, it is possible that the Investor is not capable of re-investing the repaid funds in an alternative investment instrument with a return similar to the return of the initial Convertible Loan.<br><br><u>Inflation risk and interest risk:</u> The inflation risk relates to the future value of the investment. Due to inflation, the actual return of an investment will be reduced. The higher the inflation rate, the lower the actual return of the Convertible Loan. If the inflation rate is higher than or equal to the nominal proceeds of the Convertible Loan, the actual return will be equal to zero, or even be negative.<br><br><u>No negotiability:</u> The Investors cannot transfer the rights they obtained by virtue of the Convertible Loan to any third party. Their investment is, therefore, a non-negotiable, non-liquid investment.<br><br>***2. Main risks specific to the shares which are to be acquired through conversion of the Convertible Loan***<br><br><u>Risks associated with investing in shares:</u> An investment in shares of the Issuer presents, as is the case with any investment in shares, certain economic risks. When considering an investment decision, the Investors must be aware of the fact that they could lose all or part of their investment. In addition, the Issuers’s share price may be highly volatile and future sales of its shares could cause the market price of the Issuer’s shares to decline.<br><br><u>Risks associated with limited liquidity of the shares:</u> There is no secundary market on which the shares can be traded. However, because it is possible for a shareholder to sell shares in accordance with the procedure provided for in the articles of association of the Issuer, a relatively limited liquidity does exist.<br><br><u>Risks associated with future changes in dividend:</u> The Issuer cannot assure the Investor that it will declare or pay any dividends. The industry of the Issuer is volatile and the Issuer cannot predict with certainty the amount of cash, if any, that will be available for distribution as dividends in any period.<br><br>***3. Risks related to start-ups***<br><br>Investments in start-ups, while often presenting greater opportunities for growth, may entail larger risks than are customarily associated with investments in other companies. Start-ups may have more limited product lines, markets and financial resources, and may be dependent on a smaller management group. As a result, such companies may be more vulnerable to general economic trends and to specific changes in markets and technology. In addition, future growth may be dependent on additional financing, which may not be available on acceptable terms when required. |