

BUILDING BLOCKS

FOR THE AREA DEVELOPER

Author Blue Gate Antwerp, G. van Zoeren

Date December 2012

WHAT IS THE BLUE GATE ANTWERP CHARTER?

The Blue Gate Antwerp Charter is a set of criteria, which a party must fulfil to be authorised to settle on the Blue Gate Antwerp site, or to be authorised to develop the site. In short this charter is applicable to anyone active on the Blue Gate Antwerp site. There are two versions: one for developers and one for end users.

Because eco-efficiency and use of water transport on the site are regarded as of the utmost importance for activities on this site, Blue Gate Antwerp nv has made a selection of criteria.

Blue Gate Antwerp nv has chosen existing criteria developed by the market, namely the BREEAM guidelines and the GRI guidelines. In addition it has established its own set of ambitions. This is the Blue Gate Antwerp Ambition Level. BREEAM and GRI are binding conditions. The Blue Gate Antwerp Ambition Level is negotiable in the dialogue phase of the PPP. The Blue Gate Antwerp Charter is part of the authorisation policy on the Blue Gate Antwerp site.

This charter and its conditions are part of the PPP charter to be signed by you and are therefore binding. They represent a result undertaking. A perpetual clause is applicable to the contents.

CONTENTS

The developer's charter is divided into five sections:

- BREEAM Communities – sustainable development of the site
- Energy positive development of the site
- Installation of Park management
- Compliance with minimum requirements of the Visual Quality Plan (VQP)
- High use of water mobility for the development of the site

The developer is expected to develop the site according to the guidelines of BREEAM Communities at the level 'very good'. There are three points of BREEAM where Blue Gate Antwerp should excel and stand out on the market. Area development involving the use of water transport is also regarded as desirable.



The aim of Blue Gate Antwerp is to profile itself as an energy-positive business park. This means that the developer guarantees that there is sufficient renewable energy generation for the provision of the site and for external distribution. In this way the businesses on the site will be CO2-neutral through the use of renewable energy generation on the site.

The Developer is also expected to set up a Park Management, in which all businesses will be required to participate.

Following BREEAM the VQP sets out an appropriate series of ambitions.

Finally the aim is to achieve active use of water related mobility for the development of the site.

The first three sections are described in the appendices followed by a list of definitions. Section 4 and 5 are excluded in this product since they are site-specific and not public in this stage.

APPENDIX 1

BREEAM COMMUNITIES GUIDELINES



BREEAM GUIDELINES

The developer is expected to develop the site and real estate sustainably in accordance with the BREEAM guidelines.

The Developer will comply with the following guidelines:

- At the site level (the conditions with which the development of the entire site must comply): BREEAM Communities
- At the site level: BREEAM post-construction site audit
- At the building level: (the conditions with which the development of a sustainable building must comply) BREEAM International Commercial.

To demonstrate that the developer has followed the guidelines, it delivers a report to BRE UK for approval. BRE UK has trained facilitators in each country and requires the developer to work with these facilitators, called assessors. The assessor is responsible for the report and for dialogue with BRE UK and helps the developer effectively to apply the guidelines. As a first activity the developer will therefore have to appoint an assessor.

In terms of the site the report must be provided by the facilitating assessor to BRE UK. Certification takes place based on this report. Certification at BREEAM Communities – Very Good level must be achieved. The certification can be obtained after the finalisation of the planning phase.

When 60% of the Blue Gate Antwerp site has been brought into use, a post-construction site audit must be requested by the facilitating assessor from BRE UK. A team of experts from BRE UK will then visit the site and inspect whether the plans have been carried out as presented in the BREEAM Communities report. The audit guarantees that the execution of the development took place according to the level of sustainable site development proposed in the planning phase. Certification at BREEAM Communities – Very Good level must be achieved for the effective implementation of the plan.



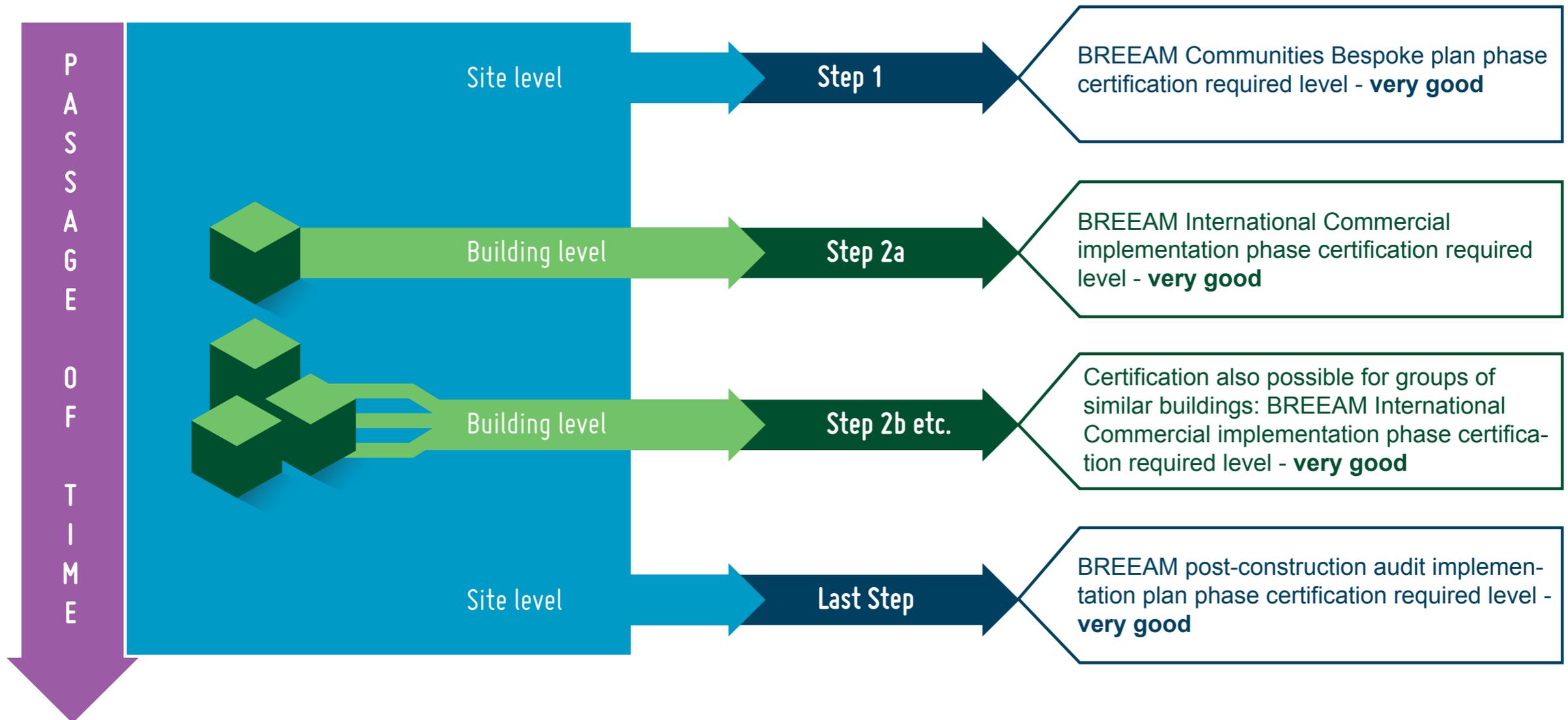
Who carries out the development?

The developer undertakes to develop the site sustainably. A part of this development includes construction on the site. In the event that the developer does not undertake the complete development of the building itself, but transfers the site under lease or concession or for development to third parties, it must include the obligation of compliance with the BREEAM guidelines as a condition of the transfer. The company that subsequently develops the site undertakes to develop the real estate sustainably in compliance with BREEAM International Commercial. The developer will only be able to obtain a certification for the entire site in this way. The building must achieve at least the third level: Very Good.

In addition to the site level, the BREEAM method also has the Building level. This method is called BREEAM International Commercial. This means demonstrating for each building or each cluster of similar buildings that the BREEAM guidelines have been followed. A report must be provided by the facilitating assessor to BRE UK. Certification at BREEAM International Commercial – Very Good level must be achieved.

A part of the BREEAM Communities process includes the installation of a Park Management. The participants in the Park Management are the businesses that will ultimately be established at Blue Gate Antwerp. To guarantee the success of the Park Management the developer must ensure that the participation of the businesses in the Park Management is stipulated in the contract with them.





The steps shown in blue are completed by the owner/developer of the site. The steps in green are completed by the developer or the parties developing a building on the Blue Gate Antwerp site, in the case of a delegated contract for development, or the arrangement of a lease or concession on land.

The BREEAM Communities criteria for the Flemish Region are given not added to the C2C BIZZ products, since these criteria are site specific.

APPENDIX 2

ENERGY



INTRO

Blue Gate Antwerp nv has set a sustainability ambition for its business park. The private party responsible for developing the site is expected to accept this ambition and interpret it innovatively. The aspects that are important in the development of the energy plan for Blue Gate Antwerp are given below.

ENERGY POSITIVE

A part of the ambition is to create an energy positive business park. This means that the energy requirements for the site are generated on the site itself using sustainable energy sources which can also supply the surrounding areas with sustainable energy.

Based on research it is clear that the future resilience of an energy plan for Blue Gate Antwerp is characterised by a mix of energy sources.



AMBITION

Basic approach

The ambition of Blue Gate Antwerp nv focuses on four elements to achieve its sustainability ambition:

- Reducing demand
- Reuse of waste flows (heat cascading)
- Apply sustainable sources
- Close cycles

The application of these principles is not limited solely to the Blue Gate Antwerp site. Providing or acquiring waste flows or sustainable energy to/from the surrounding area is a part of this thinking, which fits with the ambition to work with continuous cycles.

Options, guarantees and conditions for energy supply to third parties

The requirements for supplying energy to third parties comprise:

- Description of the heat requirements
- The supply guarantees required from the provider
- Price indication of maximum euro/kwh to be charged (in accordance with market review)

Characteristics of the energy distribution system: SMART GRID

The developer is expected to provide a smart grid which reflects the latest developments in this field and which can maximise the basic principles as formulated above.



APPENDIX 3

THE PARK MANAGEMENT



MEMBERS OF THE PARK MANAGEMENT

The participants in the Park Management are the public partners of Blue Gate Antwerp, the developer and the businesses established at Blue Gate Antwerp. To guarantee the success of Park Management the developer must ensure that the participation of the businesses in Park Management is stipulated in the contract with them.

The chairman or a person delegated by him is the contact for the community and interest groups who require a contact for the site.

The developer undertakes to establish the Park Management. If several developers are responsible for the development of the Blue Gate Antwerp business park, they will be considered jointly responsible for establishing the Park Management for the entire site.

DUTIES OF THE PARK MANAGEMENT

The participants in the Park Management are jointly responsible for ensuring the site's sustainability and its emphasis on the use of water transport. They are expected actively to seek synergy. The members are expected to participate in the park management consultation and make a contribution in the form of activity that results in greater sustainability and synergy on the site.

The Park Management will initiate a number of more conventional activities such as security, childcare, sports facilities, waste collection point (office waste), reporting and information or sharing multi-storey car parks.

The Blue Gate Antwerp Park Management is expected to go a step further and seek to actively orchestrate the harnessing of all resources, for instance: sharing storage facilities, materials bank (closing or continuing chains jointly), sharing machines, sharing knowledge, sharing knowledge development, sharing personnel and delivering residual flows.

FEATURES OF THE PARK MANAGEMENT

To ensure the Park Management of Blue Gate Antwerp operates well it must have a minimum number of features:

- Appointing a chairman who also represents the Park Management externally.
- Organising biannual meetings of members
- Monitoring the sustainability ambitions of the businesses
- Organising joint catering facilities that provide the catering for own personnel for lunch and/or dinner. The individual buildings will not have this facility.
- Willingness to participate in orchestrating the harnessing of resources on the site.
- The Park Management will draw up a vision and an annual plan each year.

The sustainability ambitions for the site are included in the vision. The annual plan implements the ambitions formulated in the vision.



APPENDIX 6

DEFINITIONS



DEFINITIONS

The Blue Gate Antwerp Charter includes a number of terms that may be unfamiliar to you or could be interpreted in several ways. For this reason an overview is given below of the various terms and their meaning as used in this agreement. In all cases the terms as defined below are applicable to the entire document.

Blue Gate Antwerp Business Park:

the project site (as defined in the brownfield covenant) comprises the planning area without the petroleum cluster. The project site is approximately 73ha in size and includes properties of the city of Antwerp, Waterwegen en Zeekanaal NV and the Flemish Region. The site of the former railway yard was recently added to the project site by means of an agreement between Flanders and Waterwegen en Zeekanaal NV. The Leigracht is not part of the project site.

Management and use phase:

issuing plots of land, setting up the park management structure with the users/operators of the site, submission of permit applications by operators and commencement of operations and development of the site.

Blue Gate Antwerp nv:

the public limited company that develops the Blue Gate Antwerp site.

BREEAM:

stands for Building Research Establishment - Environmental Assessment Method and is a quality label for sustainable construction, comprising guidelines.

BREEAM Communities:

the quality label of BRE UK for sustainable development of an area.

BRE UK:

the British institution responsible for the management and evaluation of the BREEAM guidelines.

Eco-effectiveness:

the continuation of the materials cycle. Solid and non-solid substances, water and energy are regarded as materials.



End user:

company that takes land in concession or lease on the Blue Gate Antwerp business park and is active as a business on the site.

GRI:

stands for Global Reporting Initiative. This is a non-profit organisation that aims to define uniform measureable guidelines at a global level, which make transparency and comparability possible. GRI has developed guidelines for writing an annual sustainability report.

Green energy: also called green power:

The definition in the Decree of 8 May 2009, the Energy Decree, is used. Article 1.1.3. 58° of the Energy Decree defines green power as “electricity that is produced from renewable sources.”

Article 1.1.3. 65° of the Energy Decree defines “renewable energy sources” as: “renewable non-fossil and non-nuclear energy sources, e.g. wind, solar, aerothermal, geothermal, hydrothermal energy and energy from the oceans, hydropower, biomass, landfill gas, gas from sewage treatment plants and biogas”.

Instruments:

contractual agreements between players, binding standards, award and selection criteria.

Park Management:

The Park Management has the duty of establishing and maintaining the process of moving towards sustainable area development and coordinating the on-going development and realisation of the sustainability ambition during the use of the site. A project organisation is established for this with sufficient time, people and resources available to realise the sustainability ambition. In addition the project organisation is given responsibility for safeguarding the sustainability ambition.

A management system is active via the park management for the benefit of the integral realisation of the sustainable aspects of the area development. This includes information from the management system based on decision-making in relation to the sustainability ambition.



Planning phase:

the designation of the private partner developer, the conclusion of the lease and construction contracts and the conclusion of the PPP agreement, drafting the “Blue Gate Antwerp Charter” and, if applicable, the preparation of planning regulations or planning implementation plans.

Implementation phase:

the demolition of the existing buildings, soil sanitation, site preparation of the business park, laying the road infrastructure and the public space with green corridor by the developer;

Guidelines:

a list of the assessment criteria

Result undertaking:

absolute undertaking, legally enforceable

Synergy:

the situation where two or more cooperating or combined functions or resources is greater than the sum of the effects that each of the functions or resources could generate alone.

Start-ups:

start-up companies. A start-up company is a new business. A company is considered a start-up if it complies with the following description:

Start-up companies are independent companies that do not belong to one of the other two types of companies (partner companies or affiliated companies).



A company is independent if:

- it does not hold 25 % or more of another company, no more than 25% of its shares are held by a company, a public institution or several affiliated companies or public institutions together, barring a few exceptions as described in the EU definition under 2003/361/EC of the EU Commission of 6 May 2003 concerning the definition of small, medium and micro enterprises [Official Journal L 124 of 20.5.2003].
- it does not draw up consolidated accounts, is not included in the accounts of an enterprise that draws up consolidated accounts and is not an affiliated enterprise.

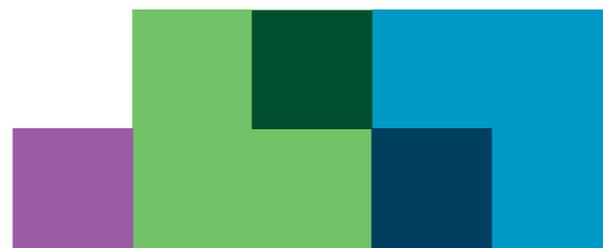
Even if the threshold of 25 % is reached or exceeded, a company may still be designated as independent if it belongs to certain categories of investors, such as public investors, so-called “business angels”.

Partner enterprises are enterprises that enter into significant financial partnerships with other businesses without one enterprise exercising direct or indirect effective control over the other. Partner enterprises are not independent and are not affiliated companies either.

An enterprise is a “partner” of another enterprise if:

- it has a participation of more than 25% and less than 50% of the latter enterprise;
- the other enterprise has a participation of at least 25%, but less than 50 % of the enterprise involved;
- the enterprise involved does not draw up consolidated accounts in which the other enterprise is included through consolidation and it is not included through consolidation in the accounts of that other enterprise or of an enterprise affiliated to that other enterprise.

Affiliated enterprises are enterprises that are part of a group, through direct or indirect control of the majority of the capital or the voting rights (also via agreements or in some cases via natural persons who are shareholders), or through the potential of exerting a dominant influence on an enterprise. This therefore relates to less common cases that are quite distinct in general from the previous two types. To avoid problems in interpretation for enterprises, the European Commission has defined this type of enterprise by adopting the conditions of article 1 of Directive 83/349/EEC of the EU Council on consolidated annual accounts, which has been in force for years. In general, an enterprise therefore knows immediately that it is affiliated, as it already has to draw up consolidated annual accounts pursuant to this directive or is included through consolidation in the accounts of another enterprise that is obliged to draw up such consolidated accounts.



Award Committee:

a board of members formed into a committee responsible for awarding the developer and end user admission to the Blue Gate Antwerp Business Park.

Water related character:

the active use of waterways for the transportation of people and goods.

Author

Blue Gate Antwerp

D'Herbouvillekaai 25
2020 Antwerpen, België

Funding



C2C BIZZ has received European Regional Development Funding through INTERREG IV B.