



Charter of the Strategy & Investment Committee

as established by the Board of Directors on

4 April 2019



PREAMBLE

The present Charter has been adopted by the SES Board of Directors as a complement to the Company's and the Group's legal and regulatory obligations, its articles of incorporation and its internal regulations.

I. PURPOSE

The purpose of the Strategy & Investment Committee (SIC) is to provide support to the Board and to Management on strategic matters and to provide a conduit for regular exchange of information between Management and the Board.

II. FUNCTIONS

The SIC is an informal, advisory body of the Board of Directors. It does not have decision-making authority and, for the avoidance of doubt, the Board retains full responsibility for approving the corporate strategy of the company, as well as its investments and divestments, as developed, prepared and executed by Management.

The SIC will perform the following functions:

- 1) Support Management in planning, preparing and implementing the corporate strategy and the Strategic Plan for approval by the Board;
- 2) Support Management in the preparation of any investment or divestment decision for approval by the Board;
- 3) Discuss and review important industry and company developments as presented by Management; and
- 4) Review with Management the implementation of strategic and investment decisions approved by the Board.

III. REGULAR EVALUATION

The Board and the SIC shall perform a regular review and evaluation of the performance of the SIC to ensure that it is providing added value in the overall operations of the business and in accordance with internationally recognised principles of good corporate governance. The Board can decide to abolish the SIC at any time.

IV. COMPOSITION

The SIC is a committee of elected Board members. It is composed of five members designated by the Board.



V. MEETINGS

The SIC will meet on a regular basis, in principle at least once a month, and meetings will be scheduled at the request of the CEO. At the end of each meeting, the date and time of the next regular meeting will be fixed. The SIC may only deliberate validly if at least three (3) of its members are present or represented. Any member of the SIC may participate in any meeting of the SIC by conference call or other means of communication.

In addition to the five SIC members, the CEO will attend. Other members of Management will be invited to attend subject to the agenda topics to be discussed.

VI. REPORTS

The CEO will provide a written summary of the deliberations of the SIC to committee members for review following each meeting. The SIC will provide a brief written report to the Board as to its activities and its recommendations prior to each Board meeting. When presenting any recommendation to the Board, the SIC will provide the background and supporting information as may be necessary to support the Board in making informed decisions.

VII. CONFLICT OF INTEREST

Any member of the SIC, who has a direct or indirect financial interest contrary to the Company's interest in a matter discussed at the SIC, must inform the Chairman of the Board and in the case where the Chairman of the Board faces a potential or actual conflict of interest, he or she will advise a Vice-Chairperson of the Board. A member of the SIC is also to be considered as having an opposed interest subject to the conflict of interest regime if such member of the SIC is a director, manager or adviser of an entity which has an opposed interest. Such member of the SIC may not participate in that portion of the discussion.

VIII. CONFIDENTIALITY

Unless otherwise provided for by law, the Directors, the Secretary of the Board, the members of the Executive Committee and all other persons who attend the meetings of the Board and of its Committees must observe the confidentiality of its deliberations and votes, except with regard to reporting obligations as provided for by applicable law and regulations. Furthermore, such persons may not render public any confidential information.