RESULTS PRESENTATION

December 2019









Strong portfolio driving robust growth





6.5% growth compared to Dec 2018





5.9% growth compared to Dec 2018

4 NEPI ROCKCASTLE RESULTS PRESENTATION DECEMBER 2019

* Includes Romanian office portfolio held for sale

Strong portfolio driving robust growth» continued

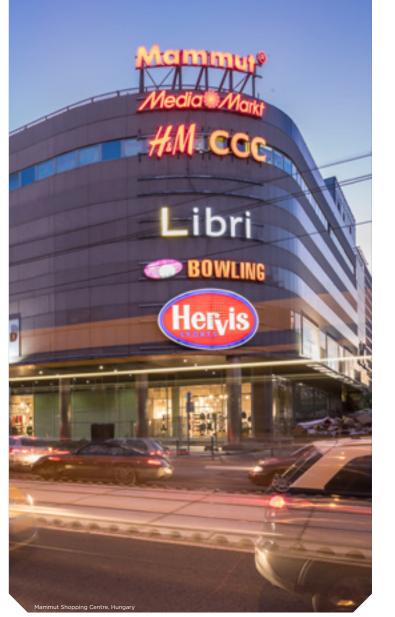


9.3% growth compared to 2018





* Including investment property held for sale and excluding immaterial impact from IFRS 16 ** Percentage of investment property



32% Prudent Ioan-to-value*

83% Unencumbered assets**



Main performance pillars

1 FLHELIOS

ALFA

ARI

Asset management

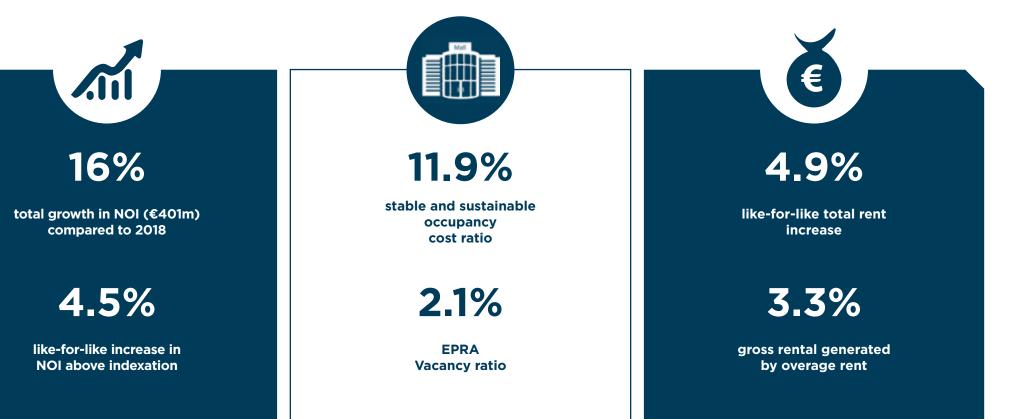
Developments

Robust net rental income growth

62%

LIKE-FOR-LIKE NET OPERATING INCOME ('NOI') GROWTH (BY COUNTRY)

Romania+6.3%Poland+5.2%Bulgaria+8.2%Slovakia+2.5%Hungary+9.9%Czech Republic+5.5%Serbia+9.7%	TOTAL	+6.2%
Poland+5.2%Bulgaria+8.2%Slovakia+2.5%Hungary+9.9%	Serbia	+9.7%
Poland +5.2% Bulgaria +8.2% Slovakia +2.5%	Czech Republic	+5.5%
Poland +5.2% Bulgaria +8.2%	Hungary	+9.9%
Poland +5.2%	Slovakia	+2.5%
	Bulgaria	+8.2%
Romania +6.3%	Poland	+5.2%
	Romania	+6.3%



Solid retail sales growth[^]

68% tenant sales increase (like-for-like) in 2019

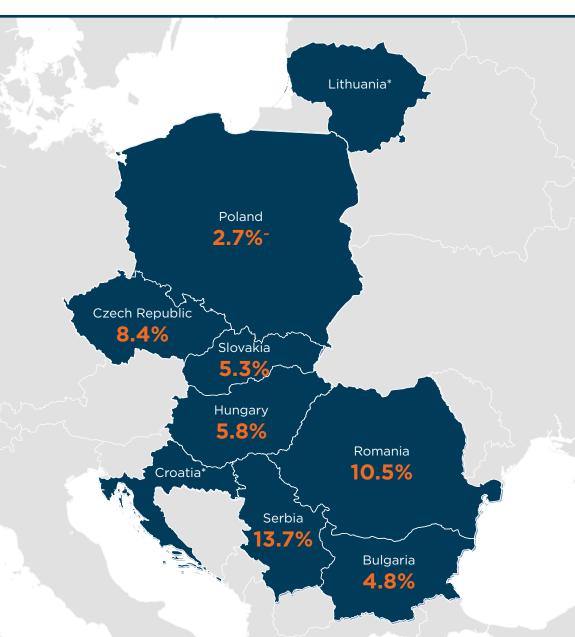
Performance driven by **14 asset management initiatives** carried out in 2018/2019 totaling **243,000m² GLA** (13% of total portfolio):

- Update tenant mix and commercial layout
- GLA optimisation
- Refurbishment of leisure areas
- Retailers partnerships across CEE portfolio

Best performing retail segments



^ Like-for-like excluding hypermarkets' sales, as they don't consistently report turnover data across portfolio.



* Arena Zagreb, Croatia was subject to redevelopment works and Ozas Shopping and Entertainment Centre, Lithuania was acquired in 2018, thus the increase in tenants sales could not have been computed on a like-for-like basis. Poland tenant sales were affected by Sunday ban policy (only one tranding Sunday per month); Karolinka Shopping Centre turnover decreased due to the replacement of Agata Meble with an entertainment operator, Helios Cinema.

Strong leasing activity

715 new leases signed in 2019*

- Completed development projects opened with over 93% letting.
- Over 5,400 retail tenants across the portfolio
- Large brands with multiple international locations account for 67% of tenants



* Excluding renewals of existing lease agreements and short-term leases

Successful delivery of developments



10 NEPI ROCKCASTLE RESULTS PRESENTATION DECEMBER 2019

Office disposals



Intense capital markets activity

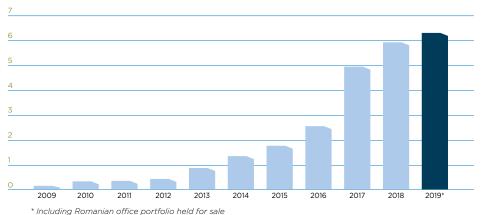


- Over €750 million active liability management
- €175 million new ESG linked revolving facility
- €575 million available unsecured revolving facilities
- Low cost of debt
- €161 million equity issue resulting from scrip dividend

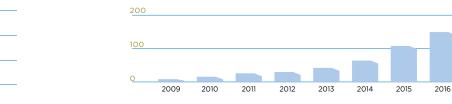


Consistent sound business fundamentals

BEST IN CLASS KEY INDICATORS



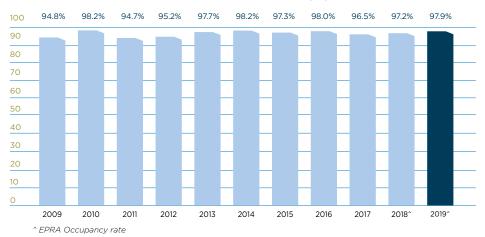
FAIR VALUE OF INVESTMENT PROPERTY (€bn)



500

400

300



OCCUPANCY RATE (%)

NET OPERATING INCOME (€m)

2017

2018

2019



megamat TEAR ZARA Rershka STATISTICS. - 11 11 11 2 2019 unboxed

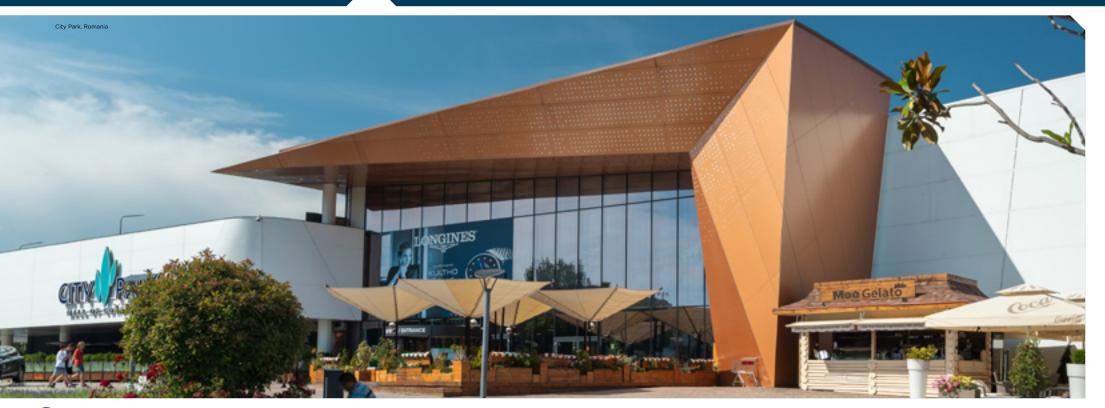
Strategic positioning

DOMINANT, HIGH-QUALITY PORTFOLIO

OPERATIONAL EXCELLENCE

PRUDENT FINANCIAL STRATEGY

LONG-TERM GROWTH

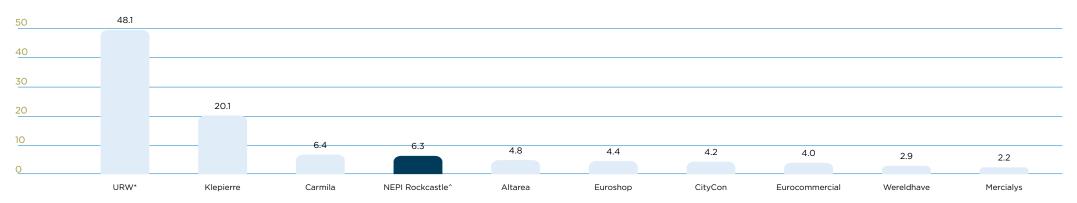


Dominant high-quality portfolio by scale and geographical diversification

NEPI Rockcastle is the largest CEE retail real estate company and top five in Continental Europe by GAV



CEE Retail Real Estate landscape by GAV (€bn)



Continental European Retail Real Estate landscape by GAV (€bn)

Source: NEPI Rockcastle information as at 31 December 2019. Peers company data are based on last reported financial statements.

* Unibail-Rodamco-Westfield portfolio value only includes European assets

** Unibail-Rodamco-Westfield portfolio value only includes CEE assets

*** Includes CEE and Turkish assets

^ Including Romanian office portfolio held for sale

16 NEPI ROCKCASTLE RESULTS PRESENTATION DECEMBER 2019

Dominant high-quality portfolio by scale and geographical diversification

97% of the properties are located in EU investment-grade countries

	where the Group op	erates			Lithuania	
Population (m inhabitants)			104.2			2
Visits to Group's properties (m)			325		Population (m inhabitants)	
Total GDP (€m)			368 413		Visits to Group's properties (m)	46.7
Average GDP per country (€m)		2	276 475		GDP (€m)	46 7
GDP per capita (€)			13 115		GDP per capita (€)	16 7
Purchasing power per inhabitant (€)			7 790		Purchasing power per inhabitant (€)	9 00
625-54				_ithuania		
Poland	1201			2%	Slovakia	
Population (m inhabitants)	38.0	24.2			Population (m inhabitants)	ļ
Visits to Group's properties (m)	71	1			Visits to Group's properties (m)	
GDP (€m)	514 745				GDP (€m)	93 5
GDP per capita (€)	14 622	<pre></pre>			GDP per capita (€)	18 1
Purchasing power per inhabitant (€)	7 228		Poland		Purchasing power per inhabitant (€)	8 7
	14		23%			2000
and the second s						
Czech Republic	15-29	- man			Hungary	
Population (m inhabitants)	10.6	Cruck Danuk II.			Population (m inhabitants)	
/isits to Group's properties (m)	22	Czech Republic			Visits to Group's properties (m)	
GDP (€m)	214 499	3%	Clovakia		GDP (€m)	136 8
GDP per capita (€)	20 513	a star	Slovakia	En la	GDP per capita (€)	14 5
Purchasing power per inhabitant (€)	9 492	and the second of	9%~~	Carl States	Purchasing power per inhabitant (€)	6 6
Croatia			Hungary 10%		Romania	
Population (m inhabitants)	4.1	The state of the s		Romania*	Population (m inhabitants)	1
/isits to Group's properties (m)	10	Croatia	and a	38%	Visits to Group's properties (m)	1
GDP (€m)	53 427	4%			GDP (€m)	210 5
GDP per capita (€)	13 074				GDP per capita (€)	10 8
Purchasing power per inhabitant (€)	7 397		Serbia	YC	Purchasing power per inhabitant (€)	5 C
	and the second second	< <800	3%	m		
The second s	La later		3/0		•	
Serbia	70			Bulgaria	Bulgaria	
Population (m inhabitants)	7.0	300		8%	Population (m inhabitants)	
lights to Chounda phone suting (un)		a price allow	the second se	Contraction of the second s	Visits to Group's properties (m)	
Visits to Group's properties (m)	and the second se	and the second second	1 53 5 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		222 (A.)	
Visits to Group's properties (m) GDP (€m) GDP per capita (€)	43 849 6 269	2. 11/2 P	The state	Bron S	GDP (€m) GDP per capita (€)	54 : 7 7

non-EU countries EU countries

» continued

pulation (m inhabitants)	7.0	
its to Group's properties (m)	18	ŵ.
P (€m)	54 218	ð
P per capita (€)	7 726	14
rchasing power per inhabitant (€)	4 489	1
PERFECTION AS STRUCTURE DATA DE LA CALCOLICA	1447 UAT	100

* including office portfolio held for sale

Dominant high-quality portfolio by scale and geographical diversification

» continued

PORTFOLIO AT 31 DECEMBER 2019^

	Number of properties	GLA '000m²	Valuation €m	Annualised Passing rent/ERV €m	EPRA Occupancy %
TOTAL PROPERTIES	70	2 394	6 307	431	
INCOME PRODUCING	61	2 103	6 077	414	97.9%
Retail	53	1 917	5 677	382	97.8%
Office*	6	159	383	30	99.6%
Industrial	2	27	17	2	95.5%
DEVELOPMENTS	3	279	221	16	
Under construction**	1	59	72	16	
Under permitting and pre-leasing***	2	220	94		
Land held for developments			55		
NON-CORE	6	12	9	1	

^ Excluding joint ventures, including Romanian office portfolio held for sale

* Includes Romanian office portfolio held for sale.

** Out of the five properties under construction, four are extensions or refurbishments of existing properties.

*** Out of the six properties under permitting and pre-leasing, four are extensions or refurbishments of existing properties.

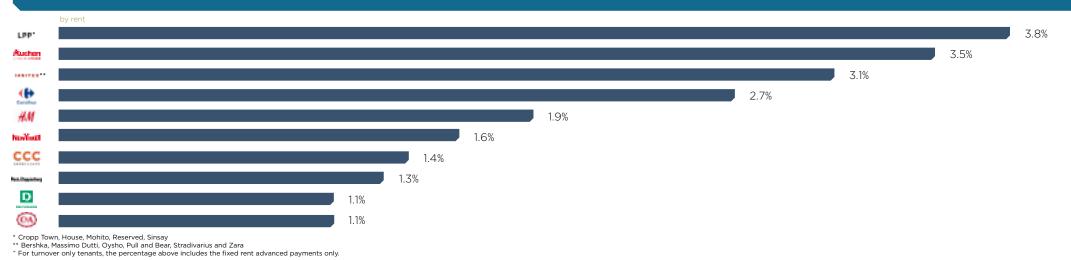
- 94% of the properties are less than 15 years old.
- 45% of shopping centres are located in capital cities.
- 97% of the portfolio is located in cities with catchment areas of over 150,000 inhabitants
- Comprehensive offering and tenant mix, driving rental growth.
- Headquarter driven, long-term relationships with key tenants.
- Active asset management initiatives to enhance the quality of the portfolio on 13%* of the GLA.

* Figures reffering to 2018 and 2019.
18 NEPI ROCKCASTLE RESULTS PRESENTATION DECEMBER 2019



Long-term partnering with differentiating retailers

SUSTAINABLE ANCHOR TENANT BASE^



SUSTAINABLE LONG-TERM LEASE DURATION

EXPIRY PROFILE AS AT 31 DECEMBER 2019 €m Year % of expiry 400 2020 8.4% 2021 18.4% 2022 12.0% 300 2023 14.2% 2024 17.2% 200 2025 12.6% 2026 4.0% 2027 2.3% 100 2028 2.1% >=2029 8.8% Total 100% 0 2020 2021 2022 2023 2024 2025 2026 2027 2028 2029+ Retail Office Industrial

Weigthed average remaining lease duration is 4 years

Delivering sustainable value

OPERATIONAL PERFORMANCE INDICATORS

Net Rental and Related Income (NOI)	€401m
NOI growth (like-for-like)	6.2%
Weighted average remaining lease term	4 years
Collection rate	99.9%
EPRA vacancy ratio	2.1%
Turnover/m ² increase (like-for-like)*	6.4%
Tenants turnover growth (like-for-like)*	6.8%
Occupancy cost ratio**	11.9%

* Like-for-like and exclude hypermarkets' sales, as they don't consistently report turnover data across portfolio. ** Base rent, service charge and marketing contribution, divided by tenant sales; on a total basis; excluding hypermarket sales, which if included would have a decreasing impact.

FINANCIAL PERFORMANCE INDICATORS

Loan-to-value (LTV)*	32%
Unencumbered assets (% of investment property)**	83%
Cost of debt	2.4%
Average remaining debt maturity	4.1 years
Long-term interest rate hedge coverage	100%
Distributable earnings per share (eurocents)	56.33
EPRA earnings per share (eurocents)^	55.79
EPRA NAV per share (euro)	7.32
EPRA net initial yield	6.65%
EPRA 'topped up' net initial yield	6.71%
EPRA Cost ratio (including direct vacancy costs)	8.1%
EPRA Cost ratio (excluding direct vacancy costs)	8.0%
* Interest bearing debt less less lisbilities (IEBC 10) less each divided by investment press	sty (in aludina)

 Interest bearing debt less lease liabilities (IFRS 16) less cash, divided by investment property (including investment property held for sale) less right of use assets (IFRS 16) plus, listed securities.
** Including investment property held for sale

^ Reconciliation of profit for the period to EPRA earnings and distributable earnings is presented in Appendix.



Prudent financial strategy

ROBUST BALANCE SHEET

32% Prudent LTV

Remaining weighted average debt term: **4.1 years**

Long-term interest rate risk fully hedged via caps and swaps; remaining weighted average hedge term: **4.6 years**

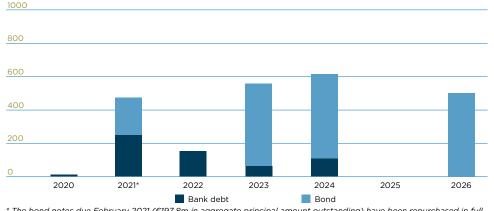


€575 million available committed unsecured revolving facilities at year end, plus cash and net listed securities portfolio

BBB stable Investment grade rating

Assigned by Standard & Poor's and Fitch.

DEBT MATURITY PROFILE AS AT 31 DECEMBER 2019 (€m)



* The bond notes due February 2021 (€197.8m in aggregate principal amount outstanding) have been repurchased in full in January 2020.

BOND COVENANTS OVERVIEW

The ratios calculated for all unsecured loans and bonds show significant headroom compared to the covenants.

	2019	2018	Threshold
Solvency ratio	37%	36%	<60%
Consolidated coverage ratio	6.58	7.38	>2
Unsecured ratio	290%	315%	>180%/150%

Key initiatives across the business

ACTIVE MANAGEMENT OF TENANT MIX AND RIGHT-SIZING

NEW RETAIL

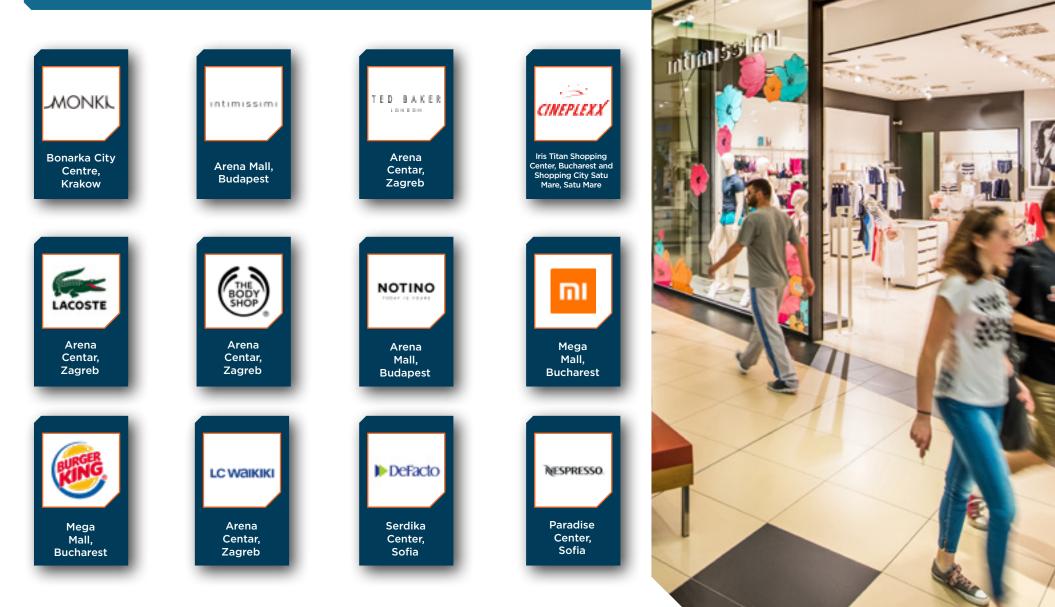
(RE)DEVELOPMENTS

SUSTAINABILITY FOCUS



Active management of tenant mix and right-sizing

Market entries



Active management of tenant mix and right-sizing » continued

Extending and refreshing the tenant mix



to 1,500m²

Adapting to new retail

Extending the partnership with Digital Native Brands

• 7 new openings



Click and Collect initiatives

 Pick-up points in 29% of the assets such as Promenada Mall Bucharest, Paradise Center Sofia, Serdika Center Sofia, Ozas Shopping and Entertainment Centre Vilnius.

Focus on leisure and entertainment

 Newly opened developments with significant GLA dedicated to leisure: Promenada Sibiu, Solaris Shopping Centre Opole, Shopping City Targu Mures.

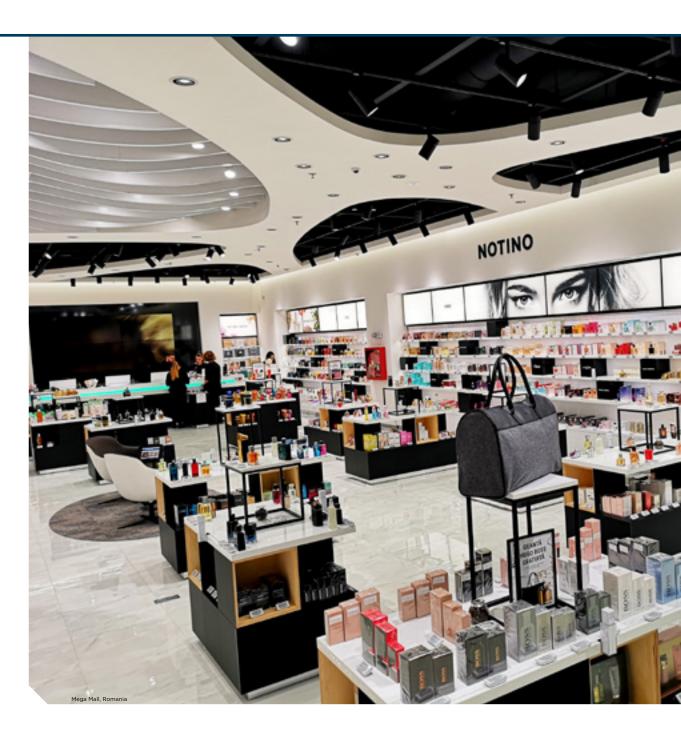
Results of Asset Management Initiatives*

- Footfall increase: 32% (from 12%)
- Tenants' Turnover increase: >10%

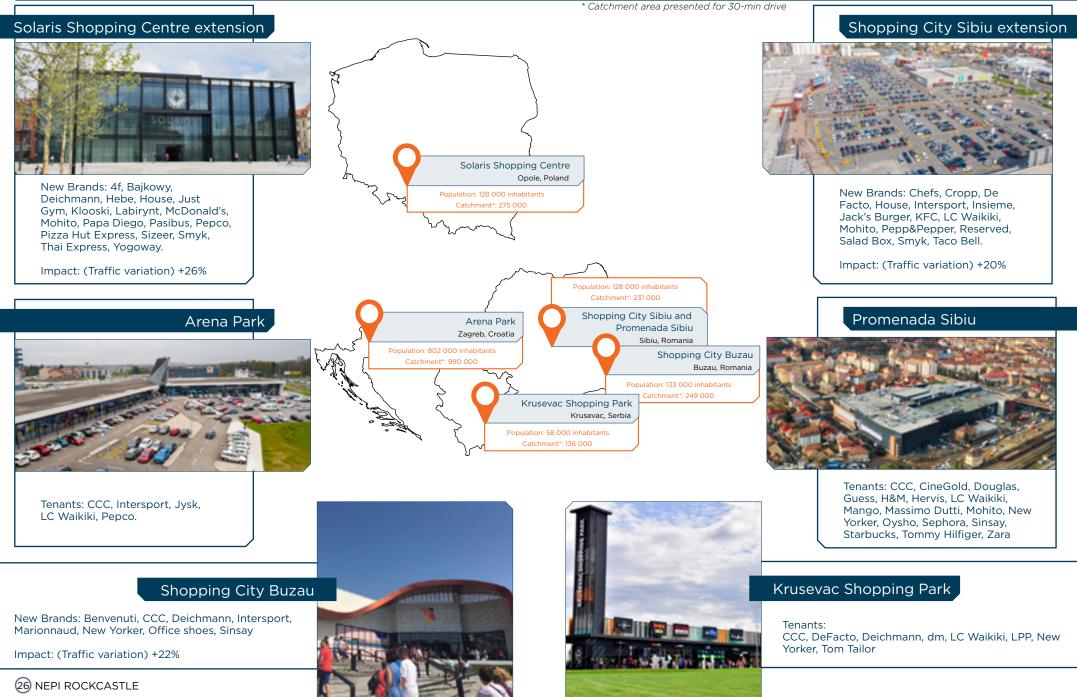
Digital Marketing tools

 CRM to Coordinate marketing communications in an omnichannel environment

* Including refurbishments and extensions, excluding developments



(Re)developments



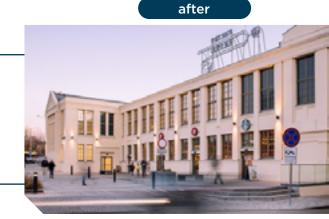
(Re)developments » continued

before



Focus Mall Zielona Gora - redevelopment and extension (ongoing)

Old wool factory rebuilt - with new parking, restaurants and cafes located at the ground floor



Ozas Shopping and Entertainment Centre - redevelopment and extension (ongoing)

• Conversion of unused coridor and unfriendly entrance into entertainment area



Enriching retail experience



Environmental, Social and Governance focus



Over 50% of the Group's assets have "Very good" or "Excellent" **BREEAM certifications**, confirming they are resource-efficient. The Company's goal is to have the entire portfolio green-certified by the end of 2022.

Environmental, Social and Governance Awards

Silver Prize awarded after the first year of EPRA membership SUSTAINALYTICS

ESG Risk rated as Low

ESG rating **"leader"** among 86 companies in the real estate management & services industry

MSCI 💮

AA

In-house expertise in key functions

Property, retail and asset
management63%Developments and expansion16%Financing, tax, reporting, audit and
controls, corporate governance12%Legal, risk and compliance and human
resources9%

Management split by area of competence



More than

75%

of management have property related competency, knowledge and experience (property, retail, asset and development).

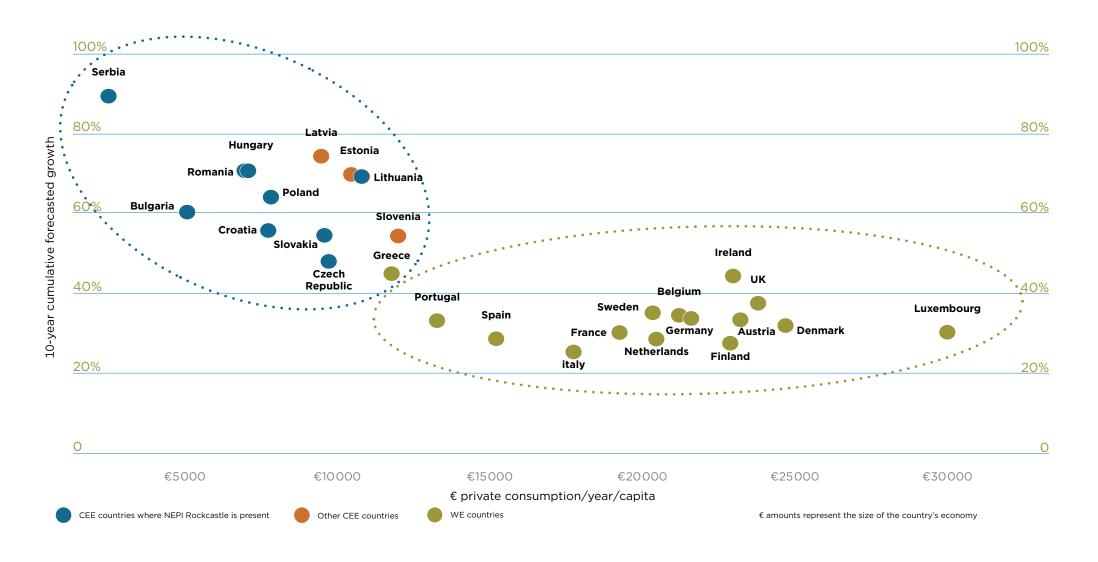
• Teams structured by core business competencies

- Strong property knowledge across the business
- Adequate allocation of resources in line with operating model



Macroeconomic fundamentals and prospects

CEE private consumption growth well above WE average



Source: Thomson Reuters (2020)

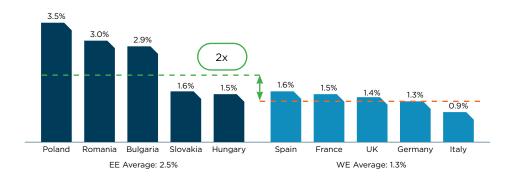
Macroeconomic fundamentals and prospects

» continued

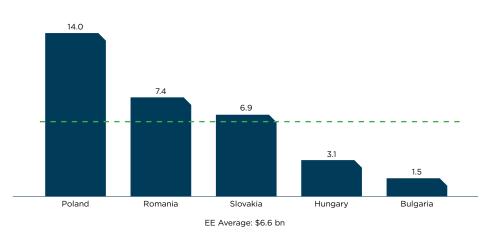
Continued strong market outlook

Expectation of increased disposable income across CEE compared to Western Europe - coupled with substantial FDI investment and GDP projections.

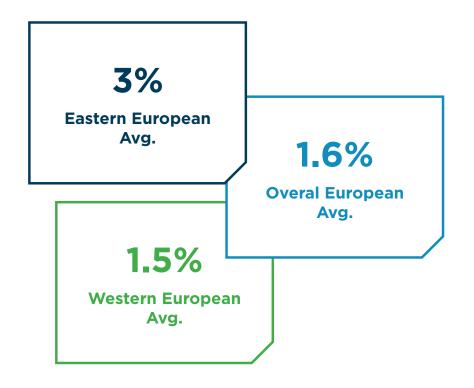
2020E - 2024E Real Personal Disposable Income (%CAGR)



2019 Foreign Direct Investment (\$bn)



2019 - 2024E Average Real GDP Growth



Source: EIU, OECD, Oxford Ecnomics

Way forward



Promenada Mall, Romania

Focus on value creation

Purpose

Create modern communities and shape people's lifestyle

Vision

ECS7

DECSA

Be the leading property investment and development Group in CEE, with dominant position in key geographies and a strong brand standing for excellence, sustainability and innovation.

Values

Excellence, Teamwork & Communication, Integrity, Innovation and Learning

Earnings guidance

Strategy

Maintain dominant CEE position

Diversify the business through enhanced pipeline

Generate value from existing properties

Prudent financial profile

Increased ESG Focus

6 0% expected growth in distribution per share in 2020

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37 NEPI ROCKCASTLE RESULTS PRESE

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Development pipeline: opportunity for long-term growth

Focus on sustainable long-term growth through development of retail and/or mixed-use properties

Leasing commitment

• Main anchors secured early in the process for all developments.

Reinforcing dominance

• Extensions projects underway to reinforce dominance of our shopping centres.

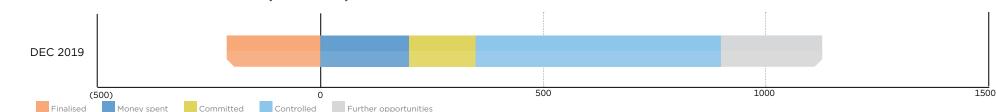
Prudent project management

- Sound track record in managing development risk and maintaining discipline in investment criteria;
- Construction costs are committed to in a phased manner following the achievement of the pre-leasing targets and are limited to the internal sources of financing;
- Majority of works done by package contracting, with limited use of general contractors, allows flexibility to change non-performing suppliers and enables high degree of cash flow management.

E11 bn development pipeline



Envisage diversification of the portfolio through mixed-use and residential projects.



DEVELOPMENTS AND EXTENSIONS PIPELINE (€ MILLION)

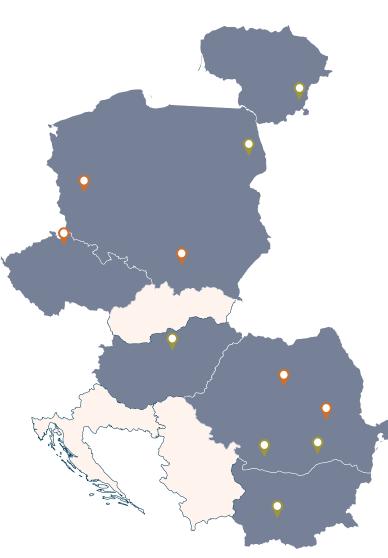
Committed: projects currently under construction

Controlled: projects where the land is controlled, but not yet under construction Capitalised interest and fair value not included

38 NEPI ROCKCASTLE RESULTS PRESENTATION DECEMBER 2019

Development pipeline: opportunity for long-term growth» continued

CASH BASIS



	Country	Туре	Category	Target opening date	Ownership	GLA of existing property	GLA of development	Cost to date	Total cost
					%	m²	m²	€m	€m
Developments under constr	ruction					174 000	59 000	65	218
Focus Mall Zielona Gora	Poland	Mall	Extension and Refurbishment	Q4 2020	100	29 300	15 600	25	74
Shopping City Targu Mures	Romania	Mall	Development	Q2 2020	100	-	39 800	40	68
Bonarka City Center	Poland	Mall	Refurbishment	Q3/Q4 2021	100	74 400	3 600	-	58
Shopping City Buzau	Romania	Mall	Refurbishment	Q2 2020	100	23 700	-	-	11*
Forum Liberec Shopping Centre	Czech Republic	Mall	Refurbishment	Q2 2020	100	46 600	-	-	7*
Developments under permi		e-leasin Mall/	-			203 800	219 650	134	676
Developments under permi	tting and pr	e-leasing	g			203 800	219 650	134	676
Promenada Mall	Romania	Mall/ Office	Extension	Q2 2022	100	39 400	62 300	33	189
Promenada Plovdiv	Bulgaria	Mall	Development	Q3 2021	100	-	58 300	24	141
Arena Mall	Hungary	Mall	Extension	Q4 2022	100	65 800	25 900	3	141
Promenada Craiova	Romania	Mall	Development	Q3 2021	100	-	56 500	24	115
Alfa Centrum Bialystok	Poland	Mall	Refurbishment	Q2 2022	100	36 900	1 200	-	21
Ozas Shopping and Entertainment Centre	Lithuania	Mall	Extension and Refurbishment	Q2 2022	100	61 700	15 450	-	19
Land held for future develop extensions	oments and							50	50
Further opportunities									235
TOTAL DEVELOPMENTS							278 650	199	1 129

Notes:

Amounts included in this schedule are estimates and may vary according to permitting, pre-leasing and actual physical configuration of the finished developments.

Total cost includes development and land cost.

Cost to date does not include capitalised interest or fair value adjustments.

* Forum Liberec Shopping Centre and Shopping City Buzau are existing projects subject to ongoing refurbishments. The costs incurred by 31 December 2019 related to the refurbishments of the properties were already capitalised on the existing property in use, subject to fair valuation at year-end. The total cost shown in the table represent the remaining cost to complete the project.

Developments under construction» continued



Developments under construction





Developments under permitting and pre-leasing



Туре	extension
Lettable area property in use	39 400m ²
Estimated new lettable area (retail)	31 600m ²
Estimated new lettable area (office)	30 700m ²
Target opening	Q2 2022



Туре	development
Estimated lettable area	56 500m ²
Target opening	Q3 2021



Туре	development
Estimated lettable area	58 300m²
Target opening	Q3 2021



Туре	refurbisment
Lettable area property in use	36 900m ²
Estimated new lettable area	1 200m ²
Target opening	Q2 2022



Туре	extension
Lettable area property in use	65 800m ²
Estimated new lettable area	25 900m²
Target opening	Q4 2022



Туре	refurbisment and extension
Lettable area property in use	61 700m ²
Estimated new lettable area	15 450m²
Target opening	Q2 2022

Conclusions

- Achievements:
 - » Earnings growth above guidance
 - » Solid NOI and Turnover growth, with low Occupancy Cost Ratios and high collection rate
 - » Successful expansion, re-designing and re-tenanting
 - » Strong balance sheet and investment grade rating
- Focus on:
 - » Asset management
 - » Selective development and acquisition pipeline
 - » Financial profile
 - » ESG improvement
 - » Streamline operations
- Best placed, ahead of peers in our region and sector
- Critical mass, platform, skill and geographic diversity
- Guidance

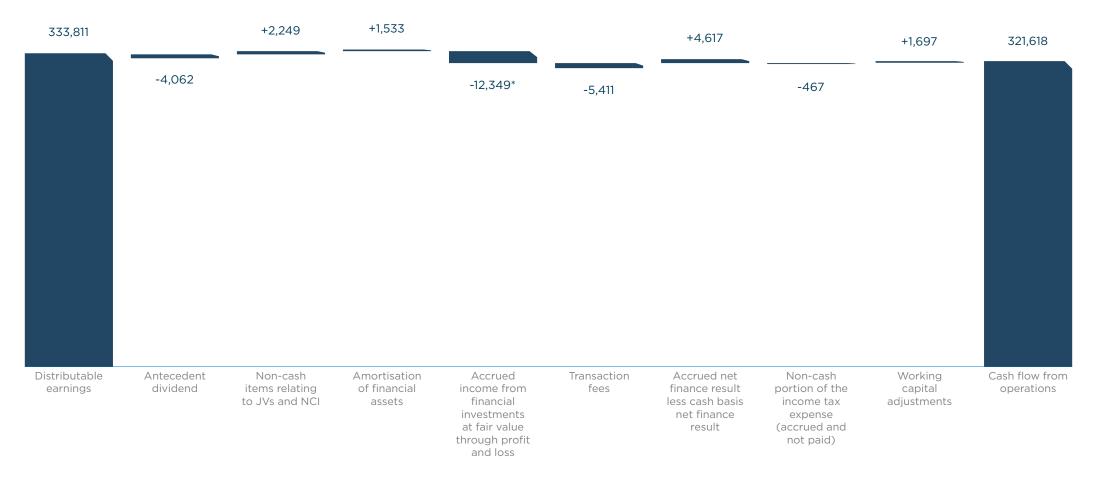




Reconciliation of profit for the period to EPRA Earnings and distributable earnings

	5	amounts in a
EPRA Earnings	Dec 2019	Dec 2018
Earnings in IFRS Consolidated Statement of Comprehensive Income	416 235	221 855
Fair value adjustments of investment property for controlled subsidiaries	(134 709)	(108 411)
Fair value and net result on sale of financial investments at fair value through profit or loss	(11 091)	152 047
Gain on acquisition of subsidiaries	(446)	(6 933)
Profit on disposal of assets held for sale	(123)	
Profit on disposal of joint ventures	(3 588)	
Impairment of goodwill	5 956	
Fair value adjustment of derivatives and losses of extinguishment of financial instruments	23 743	1 432
Transaction fees	5 411	6 079
Deferred tax expense for controlled subsidiaries	31 370	45 320
Adjustments above in respect of joint ventures	(2 272)	(2 455
Non-controlling interests	137	(236
EPRA Earnings (interim)	168 077	164 104
EPRA Earnings (final)	162 545	144 600
EPRA Earnings	330 623	308 704
Basic number of shares for interim distribuition	585 838 887	577 800 73
Basic number of shares for final distribution	599 797 201	577 800 734
EPRA Earnings per Share (EPS interim)	28.69	28.40
EPRA Earnings per Share (EPS final)	27.10	25.03
EPRA Earnings per Share (EPS)	55.79	53.4
Company specific adjustments:		
Amortisation of financial assets	(1 533)	(2 291
Reverse foreign exchange loss	907	92
Add back realised foreign exchange loss	(37)	(913
Reverse income from financial investments at fair value through profit or loss	(12 560)	(29 132
Accrued income from financial investments at fair value through profit or loss	12 349	28 12
Antecedent dividend	4 062	
Distributable Earnings (Interim)	170 031	153 04
Distributable Earnings (final)	163 780	152 37
Distributable Earnings	333 811	305 41
Distributable Earnings per Share (interim)	29.02	26.4
Distributable Earnings per Share (final)	27.31	26.3
Distributable Earnings per Share	56.33	52.80

From distributable earnings to cash flow from operating activities



* Dividends from financial investments are recognised on IFRS when the company's right to receive payment is established and the amount of the dividend can be measured reliably. For distribuition purposes, whose computation is in line with the Best Practice Recommendations of the South African REIT Association, the dividends recognised under IFRS are reversed and an adjustment matching the income to the period for which the investment is held is made under "accrued dividend for financial investments". For cash purposes, the dividends from financial investments are recognised in "Cash flow used in investing activities" under the line "Income from financial investments at fair value through profit

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or loss".

EPRA Earnings: Profit after tax attributable to the equity holders of the Group, excluding non-controlling interest, fair value adjustments of investment property, profits or losses on investment property disposals and related tax adjustment for losses on disposals, gains on acquisition of subsidiaries, acquisition costs, fair value and net result on sale of financial investments at fair value through profit or loss and deferred tax expense.

EPRA Earnings Per Share: EPRA Earnings divided by the number of shares outstanding at the period or year-end.

EPRA Net Assets (EPRA NAV): Net assets per the statement of financial position, excluding the goodwill, deferred taxation net balance and mark-to-market of interest rate derivatives.

EPRA NAV Per Share: EPRA NAV divided by the number of shares outstanding at the period or year-end.

EPRA Vacancy Rate: Vacancy rate computed based on estimated rental value of vacant space compared to the estimated rental value of the entire property.

EPRA Topp-up Yield: EPRA Net Initial Yield adjusted in respect of the annualised rent free at the balance sheet date.

EPRA Cost ratio: The purpose of the EPRA cost ratio is to reflect the relevant overhead and operating costs of the business. It is calculated by expressing the sum of property expenses (net of service charge recoveries and third-party asset management fees) and administration expenses (excluding exceptional items) as a percentage of gross rental income.

NEPI Rockcastle plc is a commercial property investor and developer, listed on the Main Board of the Johannesburg Stock Exchange Limited (JSE), Euronext Amsterdam and A2X.

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