NEPI ROCKCASTLE

COMPANY PROFILE

November 2021

All figures are as at 30 September 2021 unless otherwise stated

Company overview

NEPI Rockcastle profile

- Active in 9 countries in CEE with robust economic outlook, above the European average
- Investments in high-quality commercial real estate with strong fundamentals and prospects
- Strong record of consistent growth, backed-up by prudent financial policy, since 2007
- Highly experienced management team, operating an integrated platform which includes internalised key functions such as asset management, leasing, investment and development, and finance
- Active management of properties providing investors with sustainable cash flows, with a history of distributing 90% - 100% of earnings

S&P Global Ratings
Fitch Ratings

BBB investment grade rating

Standard & Poor's: stable outlook
Fitch: positive outlook

EPRA BPR GOLD

EPRA BPR Gold Award

EPRA sBPR BRONZE

EPRA sBPR Bronze Award

SUSTAINALYTICS

Top 10 Sustainalytics rated companies

(low risk - 11.4/100)

MSCI

AA ESG rating leader

Leading commercial real estate company in CEE

98% of the properties are located in EU investment-grade countries

CEE countries where the Group operates^	
Population (m inhabitants)	**104**
Total GDP (€m)	**1 284 544**
Average GDP per country (€m)	**260 665**
GDP per capita (€)	**12 375**
Purchasing power per inhabitant (€)	**6 801**
Visits to Group's properties in 2019 (m)	**325**

^ Source: GfK, World Bank (2020)

Country	S&P Credit rating	Outlook	Weight in the portfolio (by property value)
Romania	BBB-	stable	35%
Poland	A-	stable	25%
Hungary	BBB	stable	10%
Slovakia	A+	stable	9%
Bulgaria	BBB	stable	8%
Croatia	BBB-	stable	5%
Czech Republic	AA-	stable	3%
Lithuania	A+	stable	3%
Serbia	BB+	stable	2%

NEPI Rockcastle at a glance

€5.8bn
Investment property value

2 million
m² of GLA

31.7%
Loan-to-value

96.0%
EPRA Occupancy rate

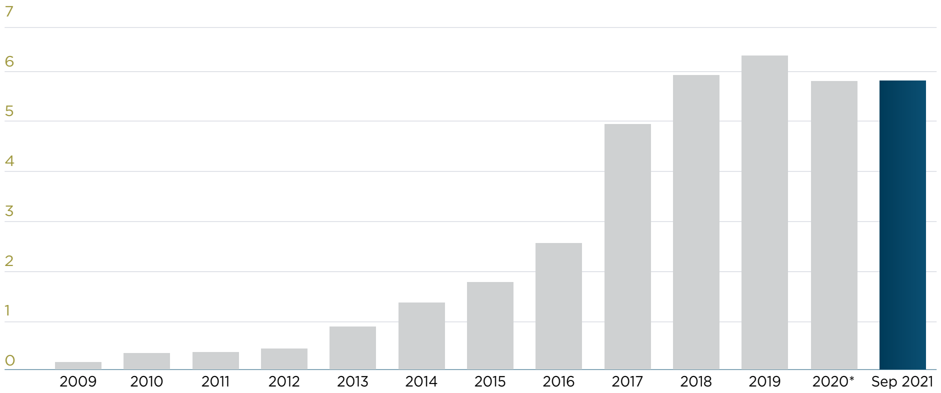
€6.44
EPRA NRV per share

6.3%
Dividend yield*

** Dividend yield computed based on the last 12 months distribution and end of November 2021 share price*

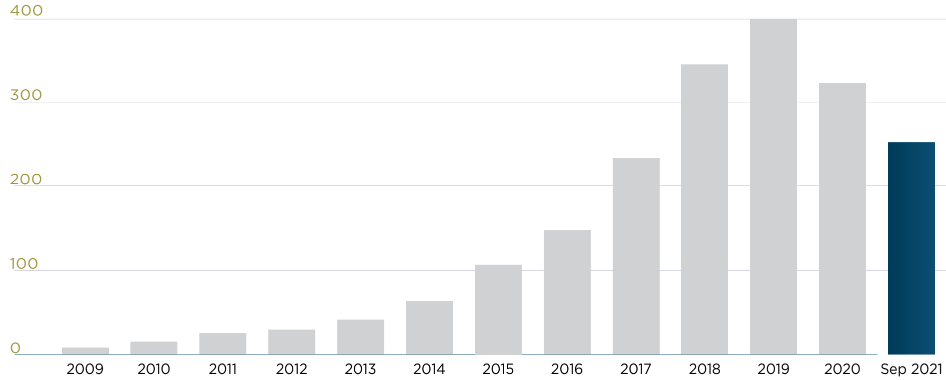
Strong record of consistent growth

Fair Value of Investment property (€bn)

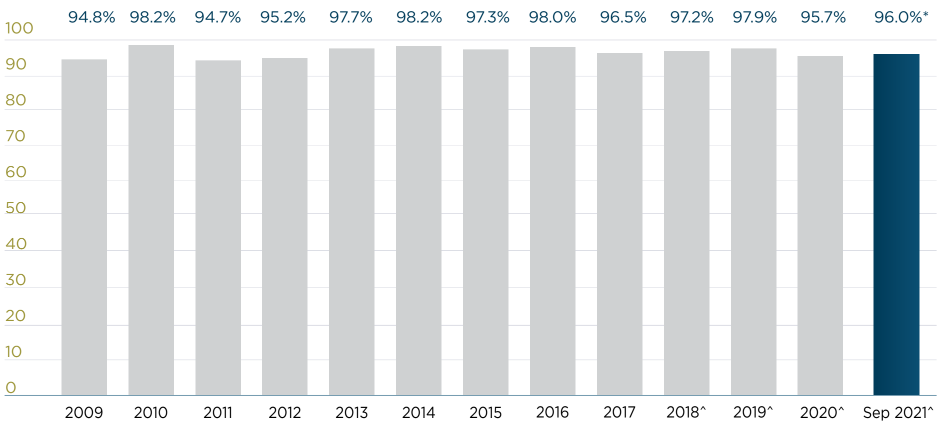


* The decrease in fair value of investment property in 2020 derives from €307m disposal of Romanian office portfolio and €345m devaluation generated by Covid-19 context. Investment property recorded a fair valuation gain of €25.5 million as at 30 June 2021, last revaluation date.

Net operating income (€m)

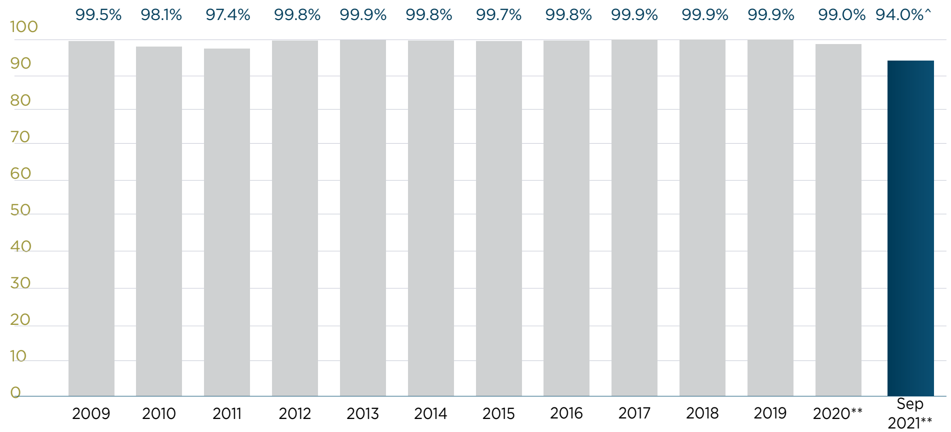


Occupancy rate (%)



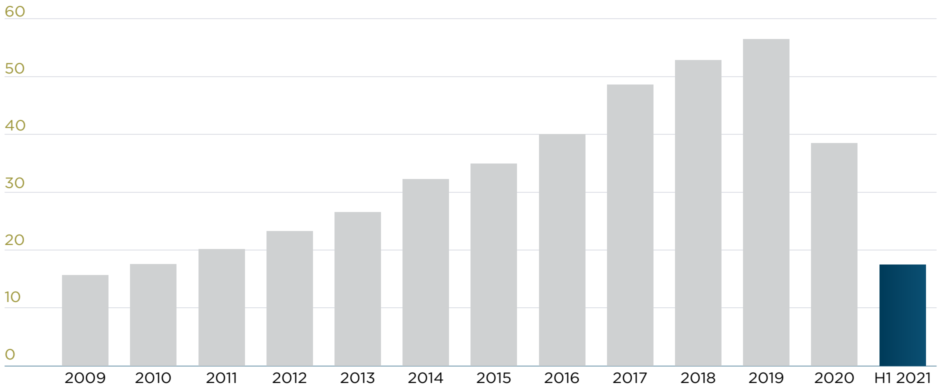
^ EPRA Occupancy rate
* Excluding Focus Mall Zielona Gora extension and refurbishment, substantially completed by the end of Q3 2021, but with significant fit-out works ongoing

Collection rate* (%)

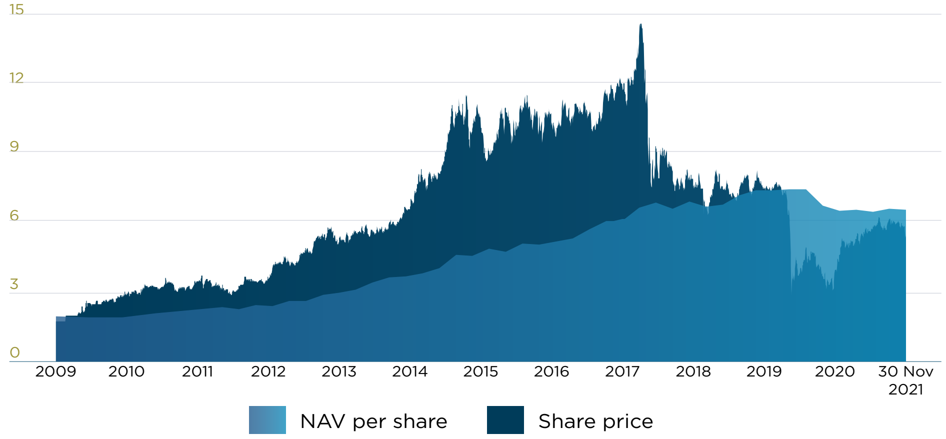


* Relative to reported gross rental and service charge income
** Gross rental and service charge income adjusted for concessions granted in the period
^ Collection rate as of end of October 2021

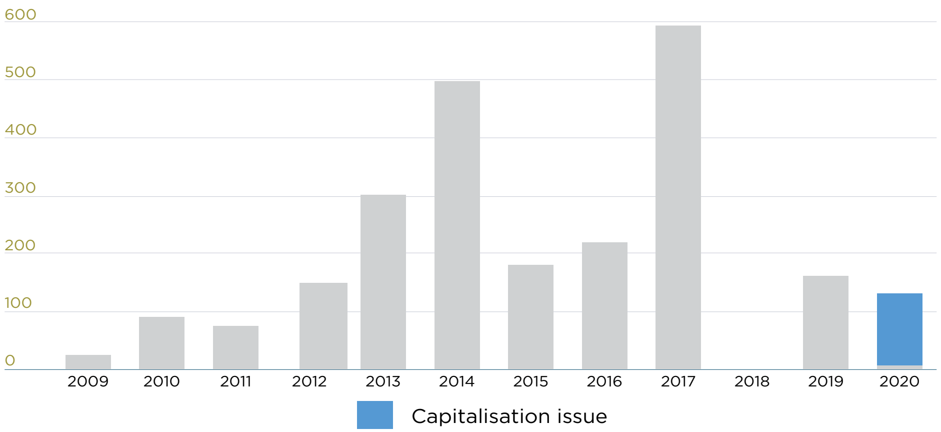
Distribution per share (€cents)



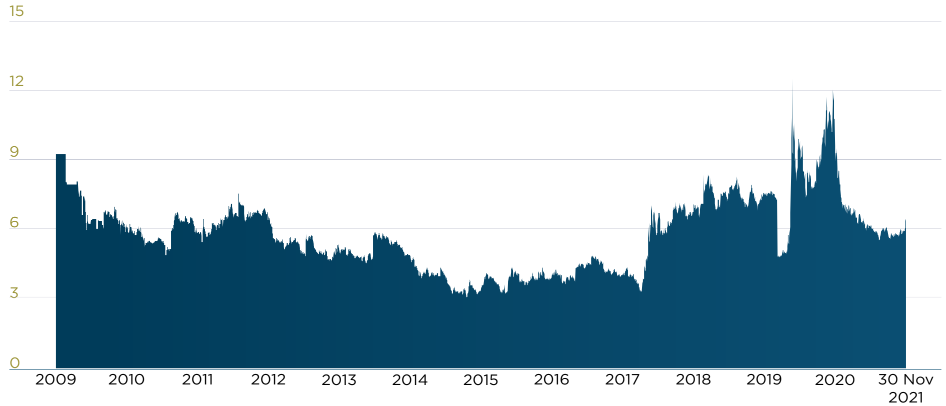
Share price vs. NAV (€)



Equity raised (€m)



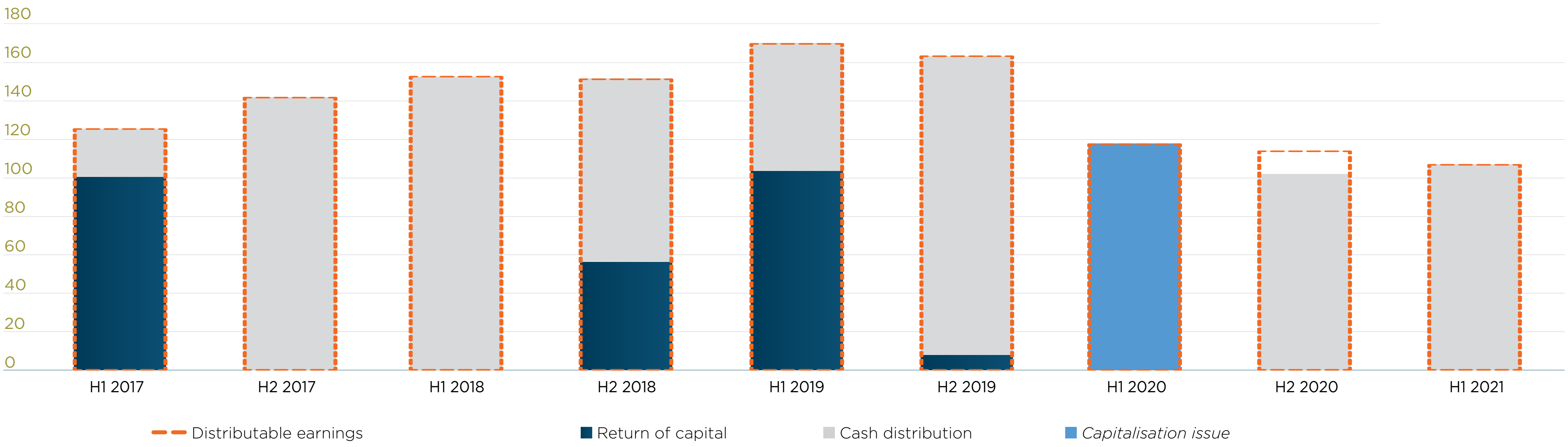
Dividend yield (%)



Dividend policy

- H1 2021 dividend declared for 100% of the distributable earnings, settled in cash
- Distribution policy: 90% or more of distributable earnings, consistent throughout the years

Distribution declared (€m)



Shareholding overview

- Shareholders' structure consisting of a large base of **institutional** shareholders and **individual** investors
- Independently managed with **access to property expertise** from strategic shareholders
- The largest shareholders have **low gearing** and significant investment capacity
- Free Float of 67.1%
- NEPI Rockcastle is part of the JSE Top 40, All Share, SA Listed Property and Capped Property Indexes

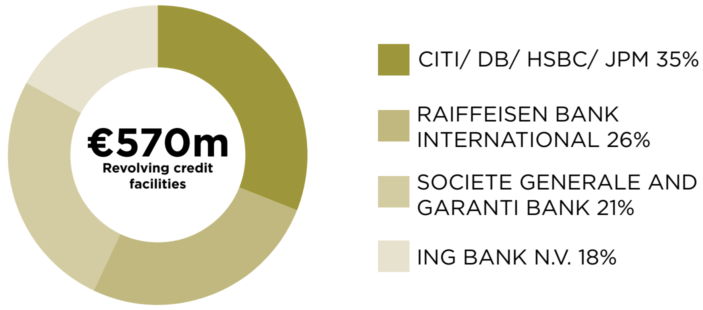
Shareholders as of 26 October 2021	**Shareholding (%)**	**Comments***
Fortress REIT	22	• JSE listed REIT owning a significant portfolio of logistics and retail focused properties • main investments as at Jun 2021 include investment property of R27.9 bn (€1.6 bn) • Loan-to-value as at Jun 2021: 36.7% • common directors: Steven Brown
Public Investment Corporation	11	• PIC is one of the largest investment managers in Africa • assets under management of R2.3tn (€135 bn) as at Mar 2021 • key sectors of focus are economic, environmental and social infrastructure; energy; small and medium enterprise; and priority sectors that create higher numbers of jobs, such as agriculture, tourism, manufacturing and mining
State Street Bank and Trust Company (Custodian)	5	
>10,000 public shareholders	62	• includes various institutional investors
Total	**100**	

** Based on last reported financial statements*

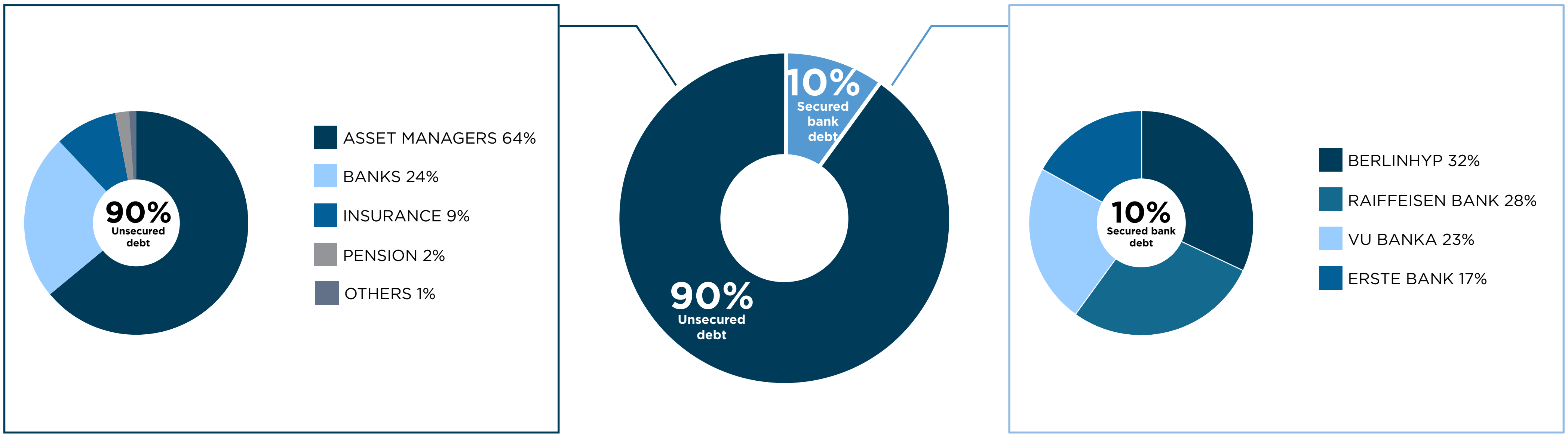
Debtholders overview

as of September 2021

- €2 billion bonds raised from European investors, including large asset managers, banks, pension and insurance companies, international financial institutions
- €0.9 billion bank loans and revolving credit facilities obtained from reputable European or international banks, out of which €0.6 billion of revolving credit facilities are undrawn



Debt breakdown



Strategic positioning and key strengths

VALUE-ENHANCING AND LONG-TERM SUSTAINABILITY

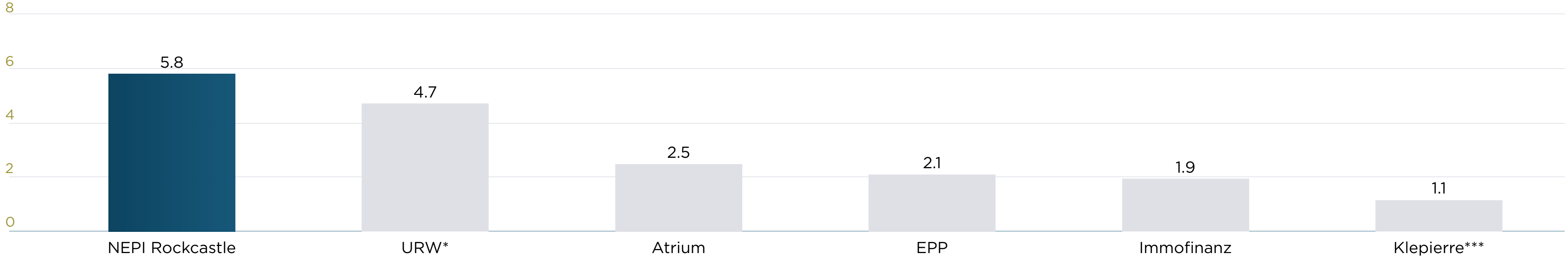
- SCALE
- HIGH-QUALITY PORTFOLIO, DOMINANT PROPERTIES
- CEE GEOGRAPHIES WITH POSITIVE PROSPECTS
- OPERATIONAL OPTIMISATION AND ESG FOCUS
- PRUDENT FINANCIAL STRATEGY

Largest listed company in CEE retail real estate

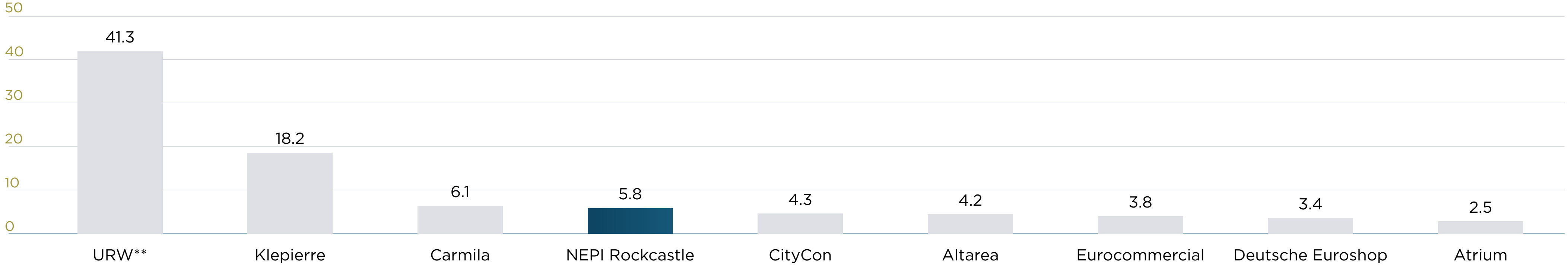
	NEPI Rockcastle	URW^	Klepierre^	Immofinanz	Atrium^	EPP^^
EPRA Net Initial Yield*	6.75%	5.10%	7.10%	5.70%	5.40%	6.91%

As at June 2021
^ EPRA NIY for CEE portfolio; Kleppiere EPRA NIY includes CEE and Turkish assets
^^ Not an EPRA measure

CEE Retail Real Estate landscape by GAV (€bn)



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



** Unibail-Rodamco-Westfield portfolio value only includes CEE assets*
*** Unibail-Rodamco-Westfield portfolio value only includes European assets*
**** Includes CEE and Turkish assets*

Source: NEPI Rockcastle information as at 30 June 2021. Peers company data are based on last reported financial statements.

High quality dominant retail assets with large catchment areas

Portfolio at 30 September 2021

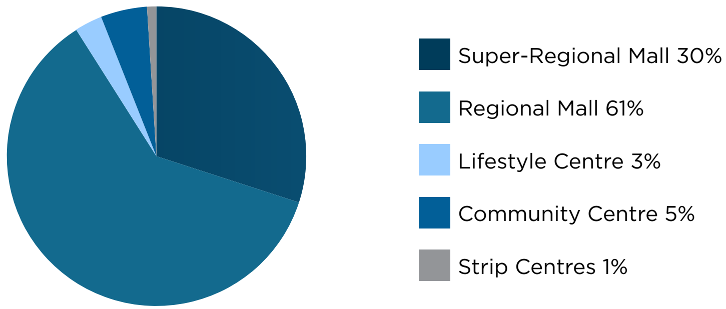
	Number of properties	GLA '000m²	Gross Build Area (GBA) '000m²	Valuation €m	Annualised Passing rent/ERV* €m
TOTAL PROPERTIES	**61**	**2 193**	**59**	**5 768**	**391**
INCOME-PRODUCING	**56**	**2 014**	**-**	**5 602**	**391**
Retail	52	1 946	-	5 514	384
Office	2	41	-	71	5
Industrial	2	27	-	17	2
DEVELOPMENTS	**3**	**177**	**59**	**164**	**-**
Under construction**	1	4	28	4	-
Under permitting and pre-leasing***	2	173	31	112	
Land bank^				48	
NON-CORE	**2**	**2**	**-**	**2**	**-**

** Passing rent as at 30 June 2021*
*** The property under construction is a refurbishment of an existing property*
**** Out of the four properties under permitting and pre-leasing, one is an extension of existing property*
^ Excluding land associated to joint ventures and including land held for development associated to the Serbian properties held for sale of €2.6 million

- Modern, high-quality assets (over 96% of the properties are less than 15 years old)
- Located in densely populated areas with good demographics (66% of the shopping centres located in capital or primary cities)
- 99% of the portfolio is located in cities with catchment areas of over 150,000 inhabitants
- Group-level managed, long-term relationships with key tenants

Portfolio classification breakdown

By market value



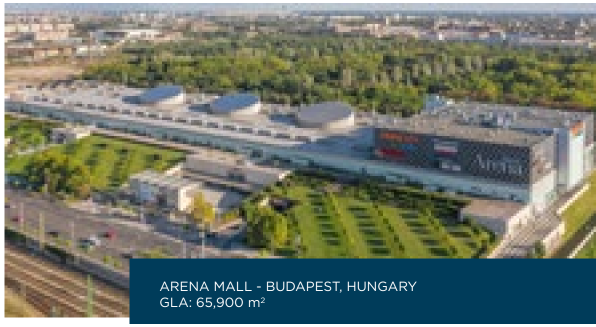
High quality dominant retail assets with large catchment areas » continued

37,400m² **Average size per asset**

- Locations with no or limited competition
- Purchasing power* in NEPI Rockcastle's catchment areas generally exceeding the national average
- Superior access, visibility and footfall
- Comprehensive offering and tenant mix, driving rental growth
- Extension options to deter future competition
- Destination of choice for international retailers entering respective markets
- Active asset rotation initiatives to upgrade the quality of the portfolio


BONARKA CITY CENTER - KRAKOW, POLAND
GLA: 74,900 m^2


PARADISE CENTER - SOFIA, BULGARIA
GLA: 80,600 m^2


ARENA MALL - BUDAPEST, HUNGARY
GLA: 65,900 m^2


ARENA CENTAR AND RETAIL PARK - ZAGREB, CROATIA
GLA: 75,300 m^2


MEGA MALL - BUCHAREST, ROMANIA
GLA: 75,900 m^2


CITY PARK - CONSTANTA, ROMANIA
GLA: 51,900 m^2

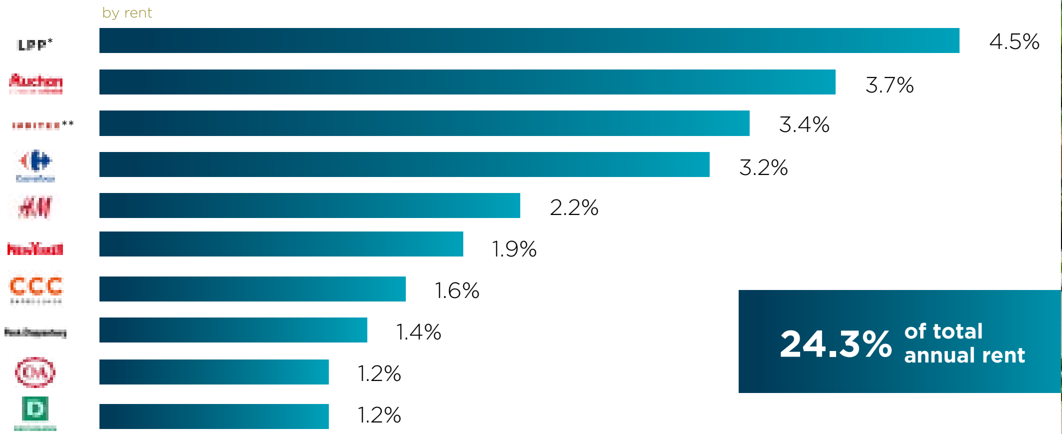

MAMMUT SHOPPING CENTER - BUDAPEST, HUNGARY
GLA: 56,100 m^2


PROMENADA MALL - BUCHAREST, ROMANIA
GLA: 39,400 m^2

* Source: Gfk

Well balanced mix of must-have retailers with favourable triple net leases

Sustainable anchor tenant base as at 30 June 2021, with limited exposure to concentration risk



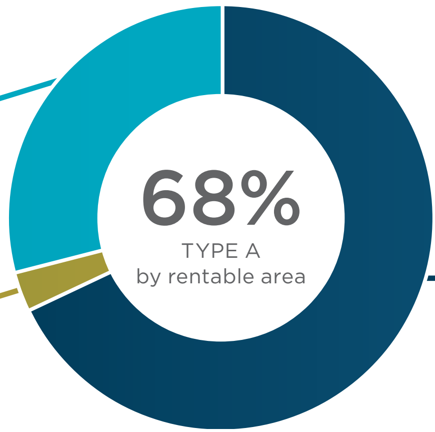
* Cropp Town, House, Mohito, Reserved, Sinsay
** Bershka, Massimo Dutti, Oysho, Pull and Bear, Stradivarius and Zara
^ For turnover only tenants, the percentage above includes the fixed rent advance payments only.

Approximately 66% of the rental income from fashion tenants, groceries and services.

Tenant profile as at 30 June 2021

Type C - 29%
Other tenants

Type B - 3%
Smaller international and national tenants, smaller listed tenants and medium to large professional firms (companies with assets and/or turnovers ranging from €100 to €200 m)



Type A - 68%
Large international and national tenants, large listed tenants, government and major franchisees (companies with assets and/or turnovers in excess of €200m)

Well balanced mix of must-have retailers with favourable triple net leases

» continued

General lease terms not changed following COVID-19 pandemic

RENT
A large portion of retail tenants have a contractual obligation to report turnovers and pay the higher between base rent and turnover rent. Turnover (variable) rent and overage rent (on top of fixed rent) were 4.6% and 2.0% of gross rental income respectively for H1 2021 (4.4% and 3.1% respectively for FY 2020)

TRIPLE-NET LEASES
The Group's vast majority of lease agreements are triple net, where taxes, insurance, property management fees, utility costs, maintenance and common area costs are mostly recovered from tenants

CURRENCY
Leases are negotiated in **EUR**; rent is invoiced in local currency equivalent and currency differences above a particular threshold between invoice date and collection date are recovered from tenants

TERM TO FIRST BREAK OPTION
Ten years for hypermarkets, DIYs and cinemas, and three to five years for other tenants

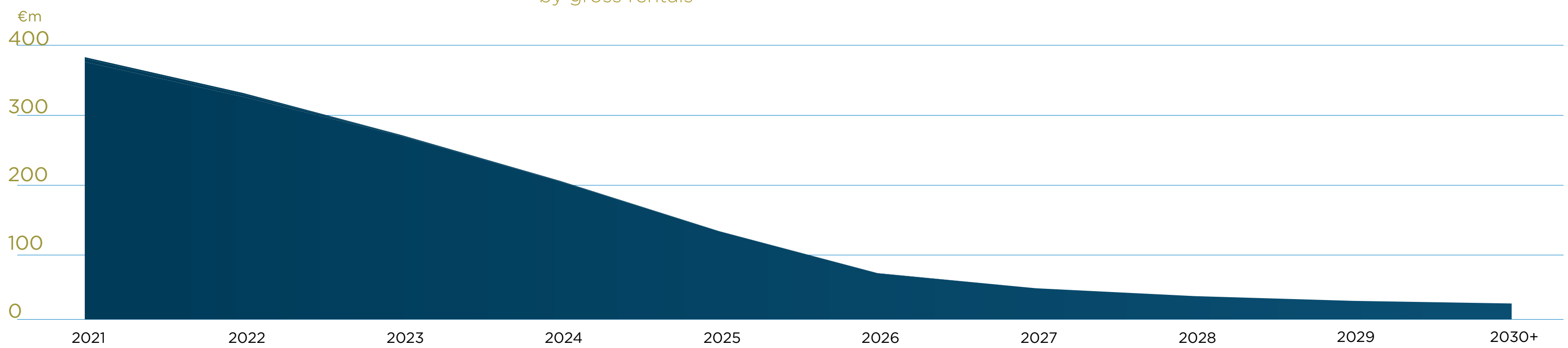
INDEXATION
Rent and marketing charges are adjusted annually in line with indices of consumer prices (HICP, MUICP, etc); selective lockup clause for conversion of turnover rent to base rent

GUARANTEES
Typically equivalent to three months' rent, service charge and VAT; parent company guarantee required for major retail tenants

Sustainable long-term lease duration post-Covid-19

Year	% of expiry by gross rentals
2021	2.1%
2022	13.5%
2023	15.6%
2024	17.1%
2025	18.7%
2026	15.7%
2027	5.6%
2028	3.0%
2029	1.7%
>=2030	7.0%
Total	**100%**

Expiry profile as at 30 June 2021*
by gross rentals

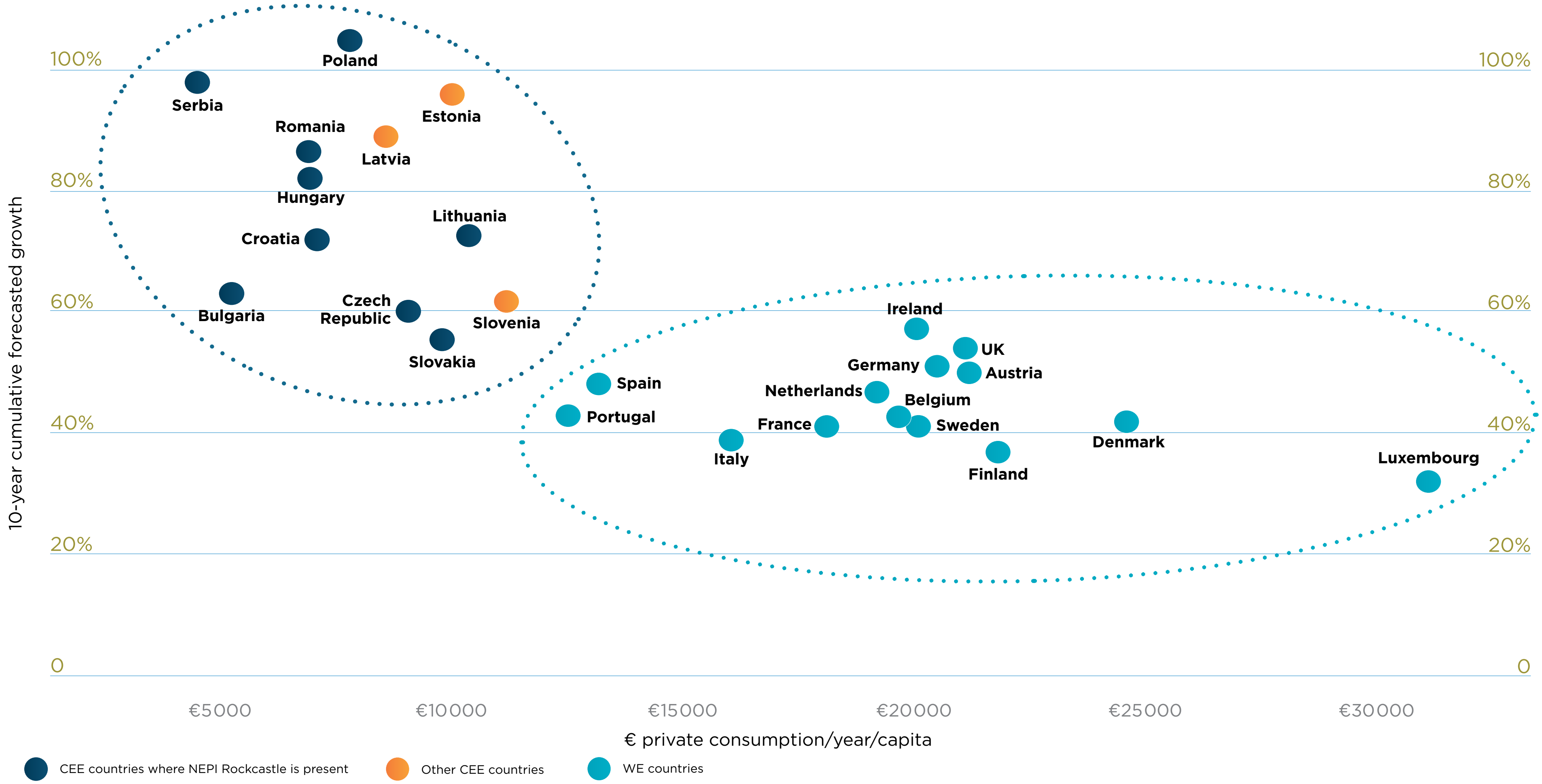


Weigthed average remaining lease duration is 3.7 years

** Expiry profile computed up to the first break option included in the lease agreements; for the lease agreements where the first break option elapsed, the lease agreement was considered to expire in the upcoming 12 months, irrespective of the actual contractual duration*

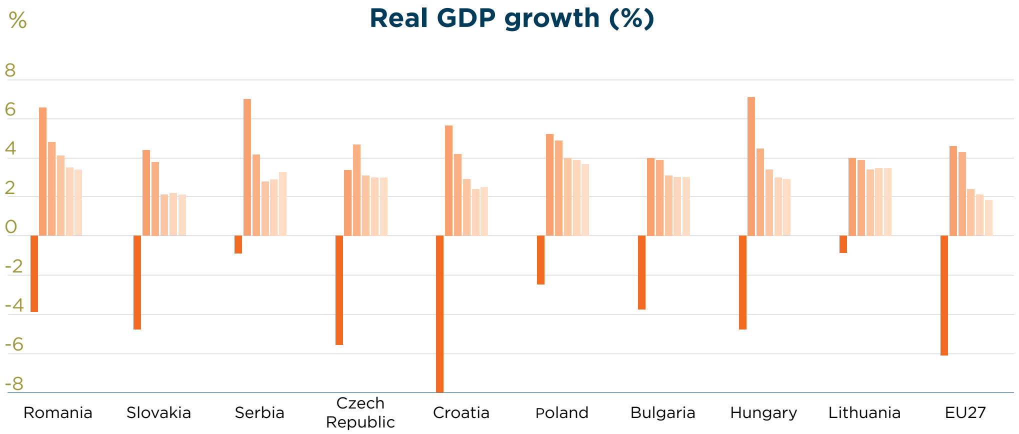
Macroeconomic fundamentals and prospects

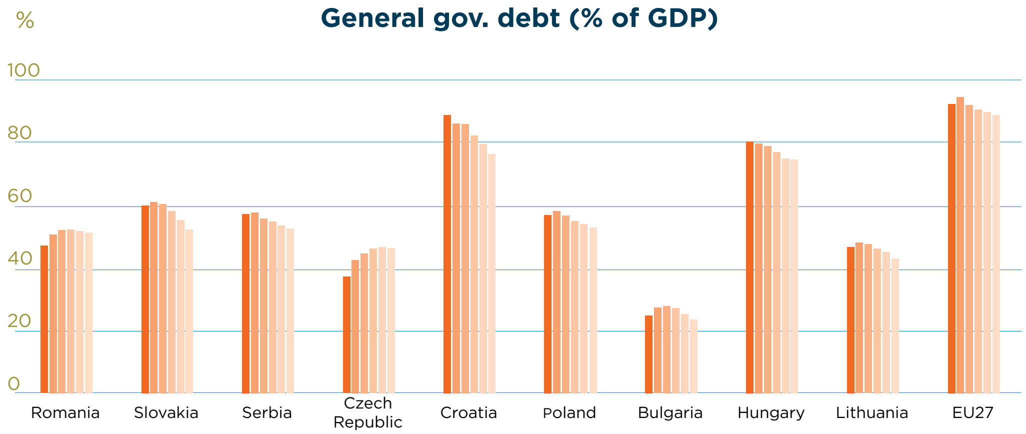
CEE private consumption growth well above WE average

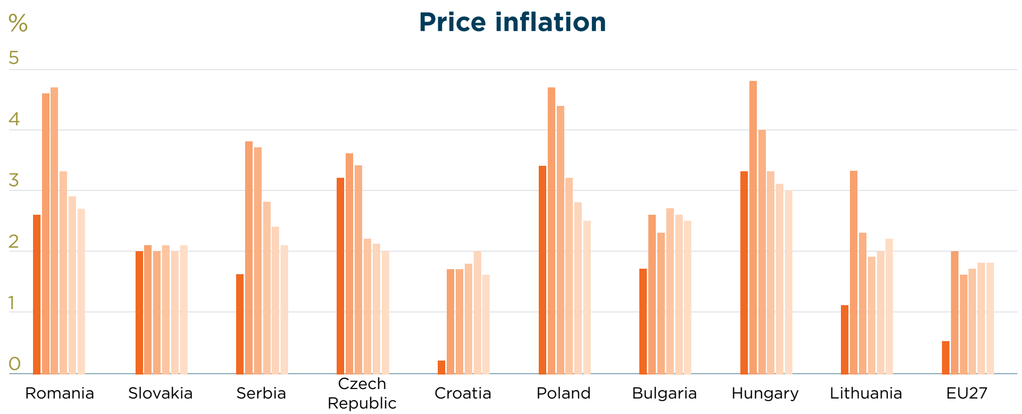


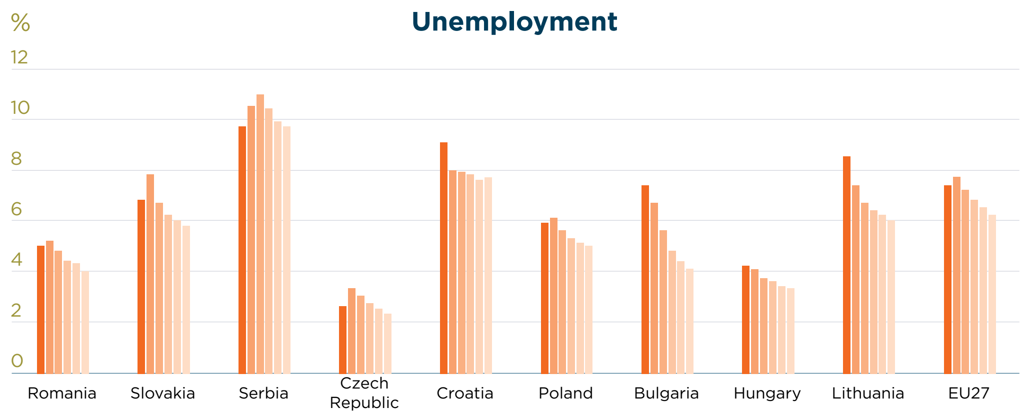
Source: Thomson Reuters November 2021

CEE growth prospects expected to continue post Covid-19









2020 2021 2022 2023 2024 2025

Source: The Economist Intelligence Unit, August-November 2021 reports

Operational optimisation

Environmental responsibility

100% renewable energy used in all common areas of the shopping centres

Enhanced **health and safety measures**

"Covid-19 Compliant" certification in all countries of operations

Reduce waste to landfill

Own **green energy** production

Safe destination properties

Smart buildings and parkings

Automate Building operations

Sustainable acquisitions

Development of **loyalty and concierge app**

Efficient procurement process

Unified **property management model**

Value adding functions kept in-house

Most efficient operations

Environmental, Social and Governance focus

Figures as at 31 Dec 2020

Environmental

waste recycling

energy consumption

water consumption

gas consumption

100% renewable energy

used in all common areas of the shopping centres

Social

over 110 partnerships, sponsorships and community engagements

25

Number of **partner NGOs**

employee commitment

over **1300 days of training** and development

Governance

Top 10 Sustainalytics*

EPRA

AA leader rating MSCI

FTSE4Good

Green Finance Framework

* *As at July 2021*

71% of the Group's assets have "Very good" or "Excellent" **BREEAM certifications**, confirming they are resource-efficient.

Strong liquidity position

31.7%
Prudent LTV

with **35%** long term strategic threshold

€1 billion
Liquidity

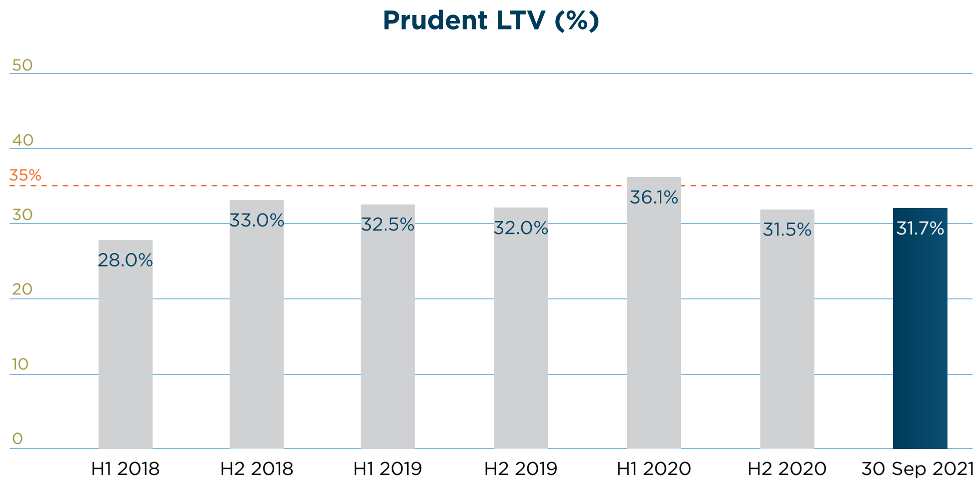
including available revolving facilities (€570m)

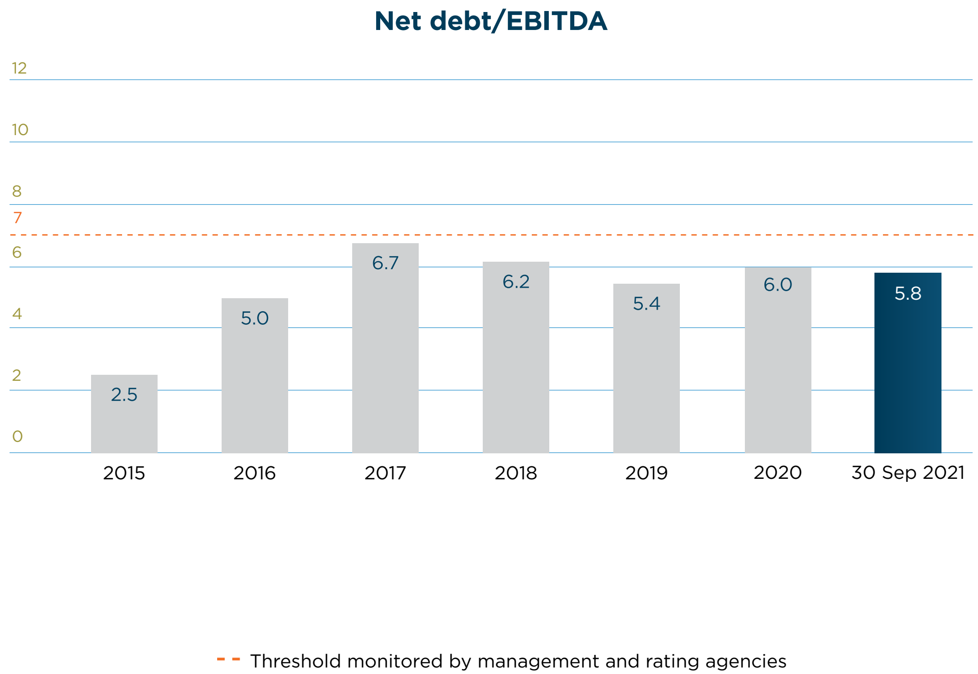
BBB
Investment grade rating

assigned by Standard & Poor's (stable outlook) and Fitch (positive outlook)

Prudent financial strategy

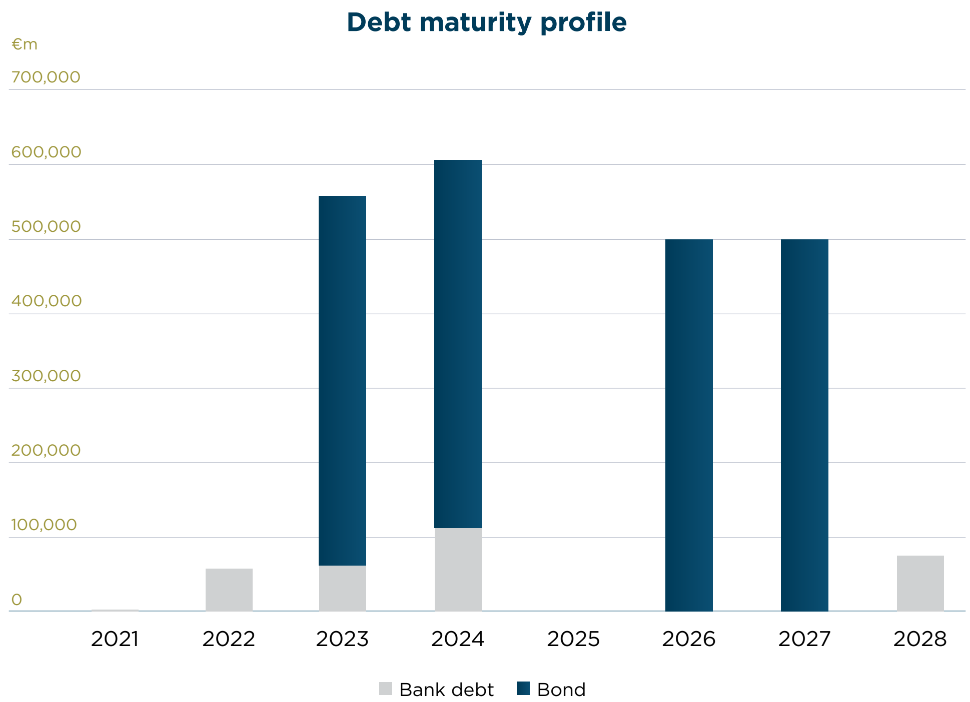
- **Investment grade credit ratings:**
  - » BBB, stable outlook - Standard & Poor's
  - » BBB, positive outlook - Fitch
- **LTV: 31.7%** (maximum threshold: 35%)
- **91%** of the investment property **unencumbered**
- **Weighted average remaining debt term: 3.9 years**
- **Interest rate risk fully hedged**
- **Cost of debt: 2.4%** (2020: 2.3%)
- **Liquidity of over €1 billion**
- **Strong collection rate of 92.5%** for Q3 2021 YTD reported revenues (net of concessions granted), further **improved to 94% at end of October 2021.**





Intense funding activity

- Extension of €220m revolving credit facilities ('RCF'), with added sustainability-linked clauses
- Increased available principal in a club RCF by €25m
- All RCFs are now sustainability-linked and have two-year extension options
- RCF terms and conditions aligned with bond documentation
- Concluded a green unsecured financing agreement with the International Finance Corporation, for 7 years, disbursed in July 2021 (€73.5m)
- Repayment of five secured bank loans in Slovakia and Poland, in total amount of €242m
- Unsecured debt is now 90% of total debt (excluding revolving credit facilities, which are undrawn)
- No significant maturities in 2021 or 2022

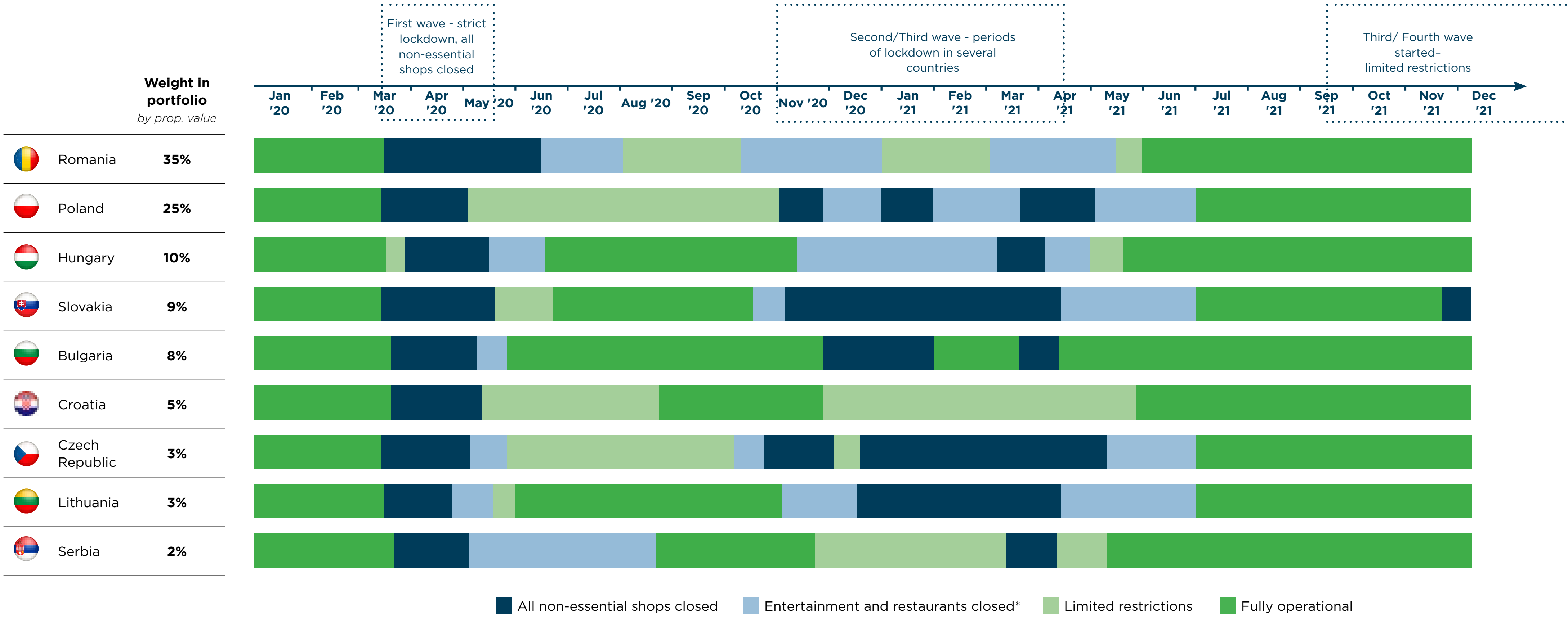


Response to Covid-19

Operations across portfolio

96%
of the Group's GLA operational as at end of November

- Non-essential stores **closed in 2021 for an average of 61 days up until end of November** (17% of calendar days in the year), while the **2020 average in the same period was 64 days** (18% of calendar days in the year)
- Further to the increase in the number of cases, from October onwards, authorities reintroduced some restrictions, where people without a Covid-19 certificate are prevented from entering in the shopping centres



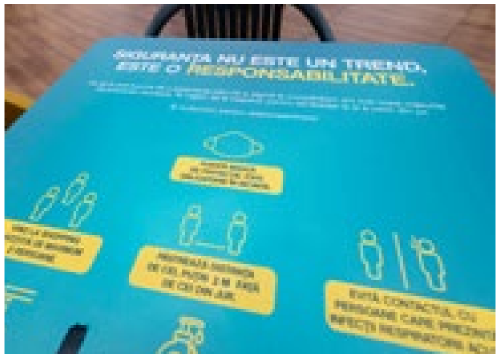
* *Restaurants closed except for takeaway and outdoor terraces*

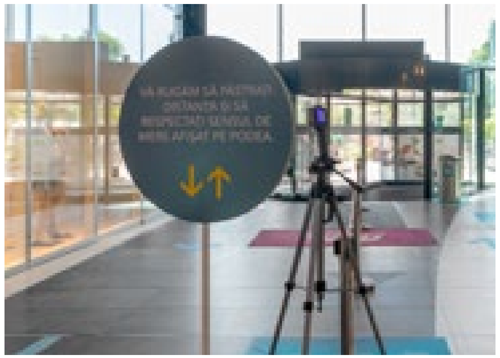
Safety in our properties

"Covid-19 Compliant" certification in all countries of operations
32 shopping centres certified Safe Retail Destinations by SAFE Shopping Centers

The Group adhered to the highest **health and safety standards:**

- **social distancing rules**
- **preventions measures** in line with World Health Organisation standards
- **fresh air ventilation in centers**
- **hourly disinfection** of frequently used areas
- **use of new nanotechnology materials** for self-cleaning of all frequently touched areas
- **hand sanitising dispensers** in all access points of the properties
- **face masks acquisition points** are available in all shopping centres




Tenant support measures

Aim: re-boost retail ecosystem and ensure long-term sustainability of NEPI Rockcastle business

Consistent approach applied across portfolio

- Fair and balanced criteria
- The degree by which tenant's business or retail segment were affected
- Support measures taken by authorities
- Tenant's performance and ability to sustain a long-term relationship
- The need to maintain a vibrant and diverse tenant and category mix
- In the case of multi-location tenants, negotiations held at portfolio level

Strong bounce back in performance once restrictions have been lifted

Footfall and turnovers bounce back rapidly after restrictions are lifted (consumer behaviour shows that confidence is up)

- As retail had a strong recovery in 9M 2021, need for further retail support is limited. Retail support is down with 32% vs 9M 2020
- Strong operational indicators: collection for 9M 2021 is at 94% at the end of October and EPRA Occupancy is 96%*
- No insolvency in top 20 tenants. Overall insolvencies were very limited

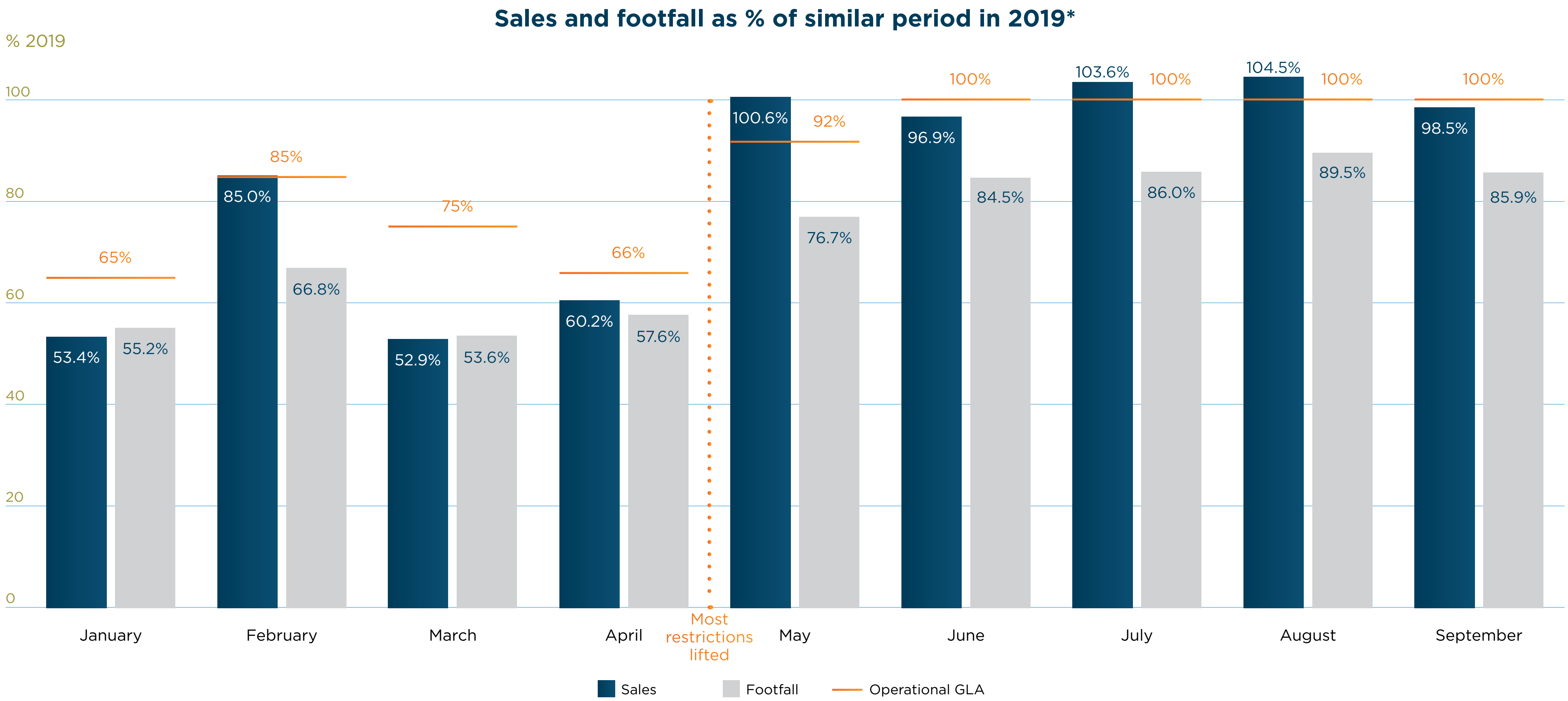
95.6%
EPRA Occupancy June 2021

96.0%*
EPRA Occupancy September 2021

** Excluding Focus Mall Zielona Gora extension and refurbishment, substantially completed by the end of Q3 2021, but with significant fit-out works ongoing*

Strong bounce back in performance once restrictions have been lifted » continued

Since May 2021, sales are back to 2019 level, customers enjoying offline shopping experience

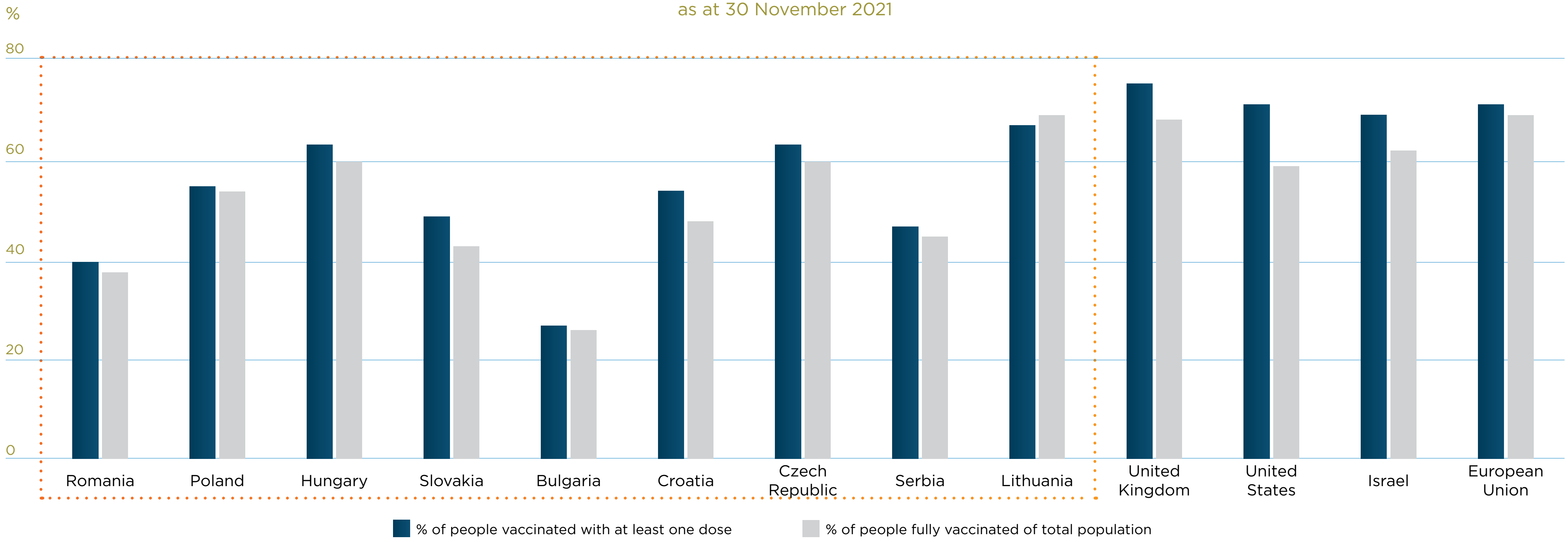


** Like-for-like and excluding hypermarkets*

Covid-19 vaccination progressing in CEE countries

- With vaccination progressing, future Covid-19 waves are expected to have less impact
- Governments' approach towards restrictions differ by country
- Social distancing and health and safety measures being favoured vs stricter lockdowns

Vaccination rates in NEPI Rockcastle countries
as at 30 November 2021



Source: Statista, Our World in data


Peek&Cloppenburg
RESERVED
PULL&BEAR
ZARA
LC WAIKIKI
McDonald's
Stradivarius
Bershka
MOHITO
sinsay
house
CROPP
MANGO
NEW YORKER
megamall
H&M
C&A
KOTON
FLANCO

Way forward

Continuous focus on growth strategy

Green light to restart developments and new initiatives

Retailers eco-system - focus on growth

Liquidity and stability of balance sheet

Development pipeline - Opportunity for long-term growth

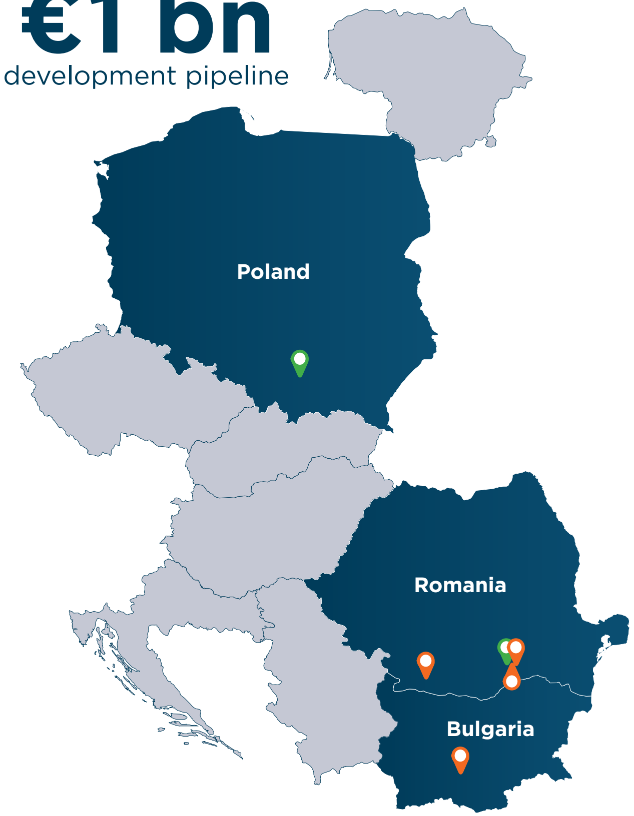
Focus on sustainable long-term growth through development of retail and mixed-use projects and reinforcing dominance through extensions and redevelopment projects

- Approx. **€1 billion of development pipeline**
- **Diversification** of the portfolio through **mixed use** (retail/residential) and **residential** projects
- Extensions planned to **reinforce dominance** of our shopping centres

Assets recycling strategy with a view to further increase the overall quality of portfolio

- Disposal of assets that have reached maturity
- Re-deployment of capital in assets with growth prospects and increase exposure to better rated countries

€1 bn
development pipeline

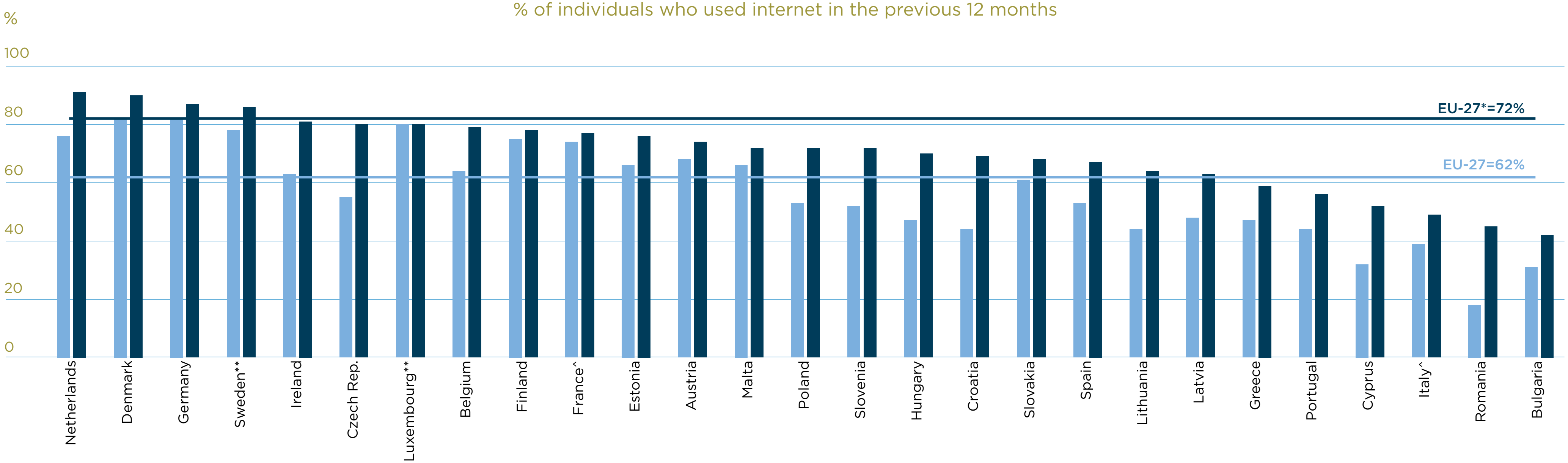


Developments committed			
Bonarka City Center	Poland	Mall	Refurbishment
Vulcan Residential	Romania	Residential	Development
Developments under permitting and pre-leasing			
Promenada Mall	Romania	Mall/Office	Extension
Promenada Craiova	Romania	Mall	Development
Mega Mall Residential	Romania	Residential	Development
Promenada Plovdiv	Bulgaria	Mall	Development

Adaptive retail - Physical Retail and E-commerce

Internet users who bought or ordered goods or services for private use in the previous 12 months, 2015 and 2020

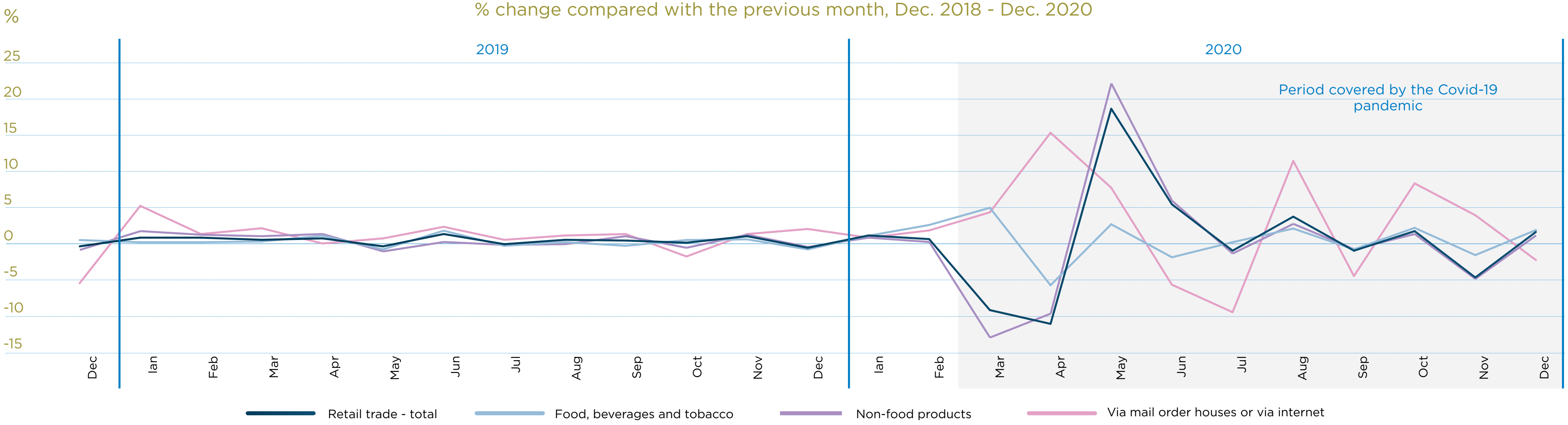
% of individuals who used internet in the previous 12 months



* estimate / ** break in the series / ^ 2019 instead of 2020

Volume of sales indices for retail trade in EU-27

% change compared with the previous month, Dec. 2018 - Dec. 2020



Source: Eurostat

Adaptive retail - Digital acceleration strategy

Create a customer-centric ecosystem that drives incremental footfall and turnover by offering surprising experience, personalisation and convenience to our loyal shoppers

Unified Loyalty Program

Personalised communication

WOW shopping experience, Offline and Online

SPOT, a new digital loyalty app developed by NEPI Rockcastle successfully launched across 15 shopping centres in Romania (roll out in Bulgaria by the end of the year)

Outlook and strategy

Way Forward

- Maximise sustainable NOI
- Further improve the asset base through asset recycling strategy
- Digital acceleration
- Committed development pipeline
- Maintain balance sheet safety
- Leverage on the Group's strengths to benefit from arising opportunities

NEPI
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