

NEPI ROCKCASTLE N.V.

Incorporated and registered in the Netherlands

Registration number: 87488329

Share code: NRP

ISIN: NL0015000RT3

("NEPI Rockcastle" or "the Company")



RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that at the annual general meeting ("AGM") of NEPI Rockcastle held on Thursday, 15 May 2025 (in terms of the notice of AGM published on 3 April 2025) all the resolutions tabled thereat were passed by the requisite majority of NEPI Rockcastle shareholders.

Details of the results of voting at the AGM are as follows:

- total number of NEPI Rockcastle shares in issue as at the last day to trade prior to the AGM: 712,357,309
- total number of NEPI Rockcastle shares that could have been voted at the AGM: 710,716,798, excluding 1,640,511 shares held in treasury
- total number of NEPI Rockcastle shares that were present/represented at the AGM: 531,912,019, being 74.842% of the total number of NEPI Rockcastle shares that could have been voted at the AGM.

ORDINARY BUSINESS**Resolution 1 – Adoption of 2024 annual accounts**

Shares voted*	For	Against	Abstentions^
530,932,462, being 74.704%	530,916,142, being 99.997%	16,320, being 0.003%	979,362, being 0.138%

Resolution 2 – Release from liability

Shares voted*	For	Against	Abstentions^
530,786,999, being 74.683%	508,231,438, being 95.751%	22,555,561, being 4.249%	1,124,825, being 0.158%

Resolution 3.1 – Re-election of Ana Maria Mihăescu (Independent Non-Executive Director)

Shares voted*	For	Against	Abstentions^
531,024,542, being 74.717%	530,697,520, being 99.938%	327,022, being 0.062%	887,282, being 0.125%

Resolution 3.2 – Re-election of Jonathan Lurie (Independent Non-Executive Director)

Shares voted*	For	Against	Abstentions^
531,024,542, being 74.717%	530,492,582, being 99.900%	531,960, being 0.100%	887,282, being 0.125%

Resolution 3.3 – Re-election of George Aase (Independent Non-Executive Director)

Shares voted*	For	Against	Abstentions^
531,024,542, being 74.717%	482,991,618, being 90.955%	48,032,924, being 9.045%	887,282, being 0.125%

Resolution 3.4 – Re-election of Rüdiger Dany (Chief Executive Officer)

Shares voted*	For	Against	Abstentions^
531,013,833, being 74.715%	530,700,004, being 99.941%	313,829, being 0.059%	897,991, being 0.126%

Resolution 4 – Authorising Directors to determine Non-Executive Directors’ remuneration

Shares voted*	For	Against	Abstentions^
531,025,085, being 74.717%	527,611,537, being 99.357%	3,413,548, being 0.643%	886,739, being 0.125%

Resolution 5 - Re-appointment of EY Accountants B.V. (formerly Ernst & Young Accountants LLP) as the Auditor

Shares voted*	For	Against	Abstentions^
531,025,085, being 74.717%	530,795,919, being 99.957%	229,166, being 0.043%	886,739, being 0.125%

SPECIAL BUSINESS**Resolution 6 – General authority to issue shares for cash**

Shares voted*	For	Against	Abstentions^
531,025,830, being 74.717%	499,829,172, being 94.125%	31,196,658, being 5.875%	885,994, being 0.125%

Resolution 7 – General authority to repurchase shares

Shares voted*	For	Against	Abstentions^
530,960,884, being 74.708%	526,464,986, being 99.153%	4,495,898, being 0.847%	950,940, being 0.134%

Resolution 8 – Authority to cancel repurchased shares

Shares voted*	For	Against	Abstentions^
531,025,085, being 74.717%	530,497,910, being 99.901%	527,175, being 0.099%	886,739, being 0.125%

Non-binding resolution 9 – Approval of Remuneration Implementation Report

Shares voted*	For	Against	Abstentions^
531,017,291, being 74.716%	500,976,153, being 94.343%	30,041,138, being 5.657%	894,533, being 0.126%

Non-binding resolution 10 – Approval of Remuneration Policy

Shares voted*	For	Against	Abstentions^
531,006,582, being 74.714%	469,555,567, being 88.427%	61,451,015, being 11.573%	905,242, being 0.127%

Resolution 11(a) – Amendments to the Articles of Association in order to facilitate settlement of H1 2025 distribution by capital repayment

Shares voted*	For	Against	Abstentions^
531,014,376, being 74.715%	530,850,978, being 99.969%	163,398, being 0.031%	897,448, being 0.126%

Resolution 11(b) – Amendments to the Articles of Association in order to facilitate settlement of H2 2025 distribution by capital repayment

Shares voted*	For	Against	Abstentions^
531,025,085, being 74.717%	530,838,554, being 99.965%	186,531, being 0.035%	886,739, being 0.125%

Resolution 12 – Amendments to the Articles of Association in order to update the object clause

Shares voted*	For	Against	Abstentions^
531,025,085, being 74.717%	531,024,144, being 99.999%	941, being 0.001%	886,739, being 0.125%

* shares voted (excluding abstentions) in relation to total shares in issue

^ in relation to total shares in issue

In accordance with Dutch law, draft minutes of the AGM are available on the Company's website at <https://nepirockcastle.com/wp-content/uploads/2025/05/NEPI-Rockcastle-AGM-minutes.pdf>.

For further information please contact:

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