

NEPI ROCKCASTLE N.V.

Incorporated and registered in the Netherlands

Registration number 87488329

Share code: NRP

ISIN: NL0015000RT3

("NEPI Rockcastle", "the Company" or "the Group")



NEPI ROCKCASTLE SEALS €200 MILLION SALE AGREEMENT FOR OZAS SHOPPING AND ENTERTAINMENT CENTRE IN LITHUANIA MARKING EXIT FROM THE BALTIC REGION

SUMMARY

NEPI Rockcastle has entered into an agreement to sell Ozas Shopping and Entertainment Centre ("Ozas") in Vilnius, Lithuania, to the UTIISIB UAB "Prosperus Retail Property Fund" for a gross transaction value of €200 million, generating estimated net proceeds of €179 million. The net proceeds represent a premium of 13% to the property's IFRS net asset value as of 30 June 2026.

The disposal marks the Group's exit from the Baltic region and releases capital for redeployment into high-growth markets in CEE where NEPI Rockcastle holds a leading position, as well as the expansion into the newly entered Spanish market.

The transaction is subject to customary closing conditions and regulatory approvals, and completion is expected in the fourth quarter of 2026.

Marek Noetzel, CEO of NEPI Rockcastle, said: *"Ozas has been a highly successful investment for NEPI Rockcastle from start to finish. We entered Lithuania in 2018 with a clear vision for the asset, and our asset management and leasing teams executed that strategy exceptionally. While Ozas continues to perform strongly, we took the deliberate and disciplined decision to exit the Baltic region as part of our ongoing portfolio optimization. As the leading owner, operator and developer of shopping centres in Central and Eastern Europe, we must continuously allocate capital where we see the strongest opportunities to create long-term value at scale. This transaction reflects a bold but carefully considered move to sharpen our geographic focus and redeploy capital into higher-growth opportunities, including Spain, where we recently made our first investment outside Central and Eastern Europe."*

RATIONALE FOR THE TRANSACTION

Ozas was NEPI Rockcastle's entry point into the Baltic region in 2018 and has remained the Group's only asset in the Baltics. With a portfolio of approximately €8.4 billion concentrated in Central and Eastern Europe and following the Group's first investment outside the CEE region in Spain recently, NEPI Rockcastle's strategy is to concentrate capital in markets where it can achieve economic scale through dominant positions in local retail catchment areas and create the operating platform to support these assets.

The disposal is consistent with NEPI Rockcastle's stated approach of actively recycling capital out of non-core assets and into opportunities with a potential high growth contribution to net operating income for our investors.

Over eight years of ownership, NEPI Rockcastle repositioned Ozas from the asset it acquired in 2018 into one of the strongest-performing shopping and entertainment destinations in the Lithuanian capital Vilnius. The gross lettable area of the property was expanded from 62,400 m² to approximately 70,600 m² across around 200 retail units. The Group also invested in the centre's tenant mix, leisure and entertainment offer and customer proposition, adding fashion, lifestyle, food and service brands alongside cinema, family entertainment and fitness operators.

That programme of leasing and asset management drove occupancy, footfall and net operating income growth through the ownership period and is directly reflected in the valuation uplift crystallised by this transaction.

SALIENT TERMS OF THE TRANSACTION

The transaction is subject to customary closing conditions and regulatory approvals, and completion is expected in the fourth quarter of 2026.

The agreement contains warranties and indemnities that are normal for a transaction of this nature, supported by warranty and indemnity insurance.

CATEGORISATION OF THE TRANSACTION

The transaction is not categorisable in terms of the JSE Listings Requirements and the information in this announcement is presented for information purposes only.

For further information please contact:

NEPI ROCKCASTLE N.V.

Marek Noetzel/Eliza Predoiu	+31 20 237 4770
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JSE sponsor

Java Capital	+27(0)60 572 2299
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Euronext Listing Agent

ING Bank	+31 20 563 6685
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Media Relations

mediarelations@nepirockcastle.com
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