# Annual report 2024 Bouwinvest

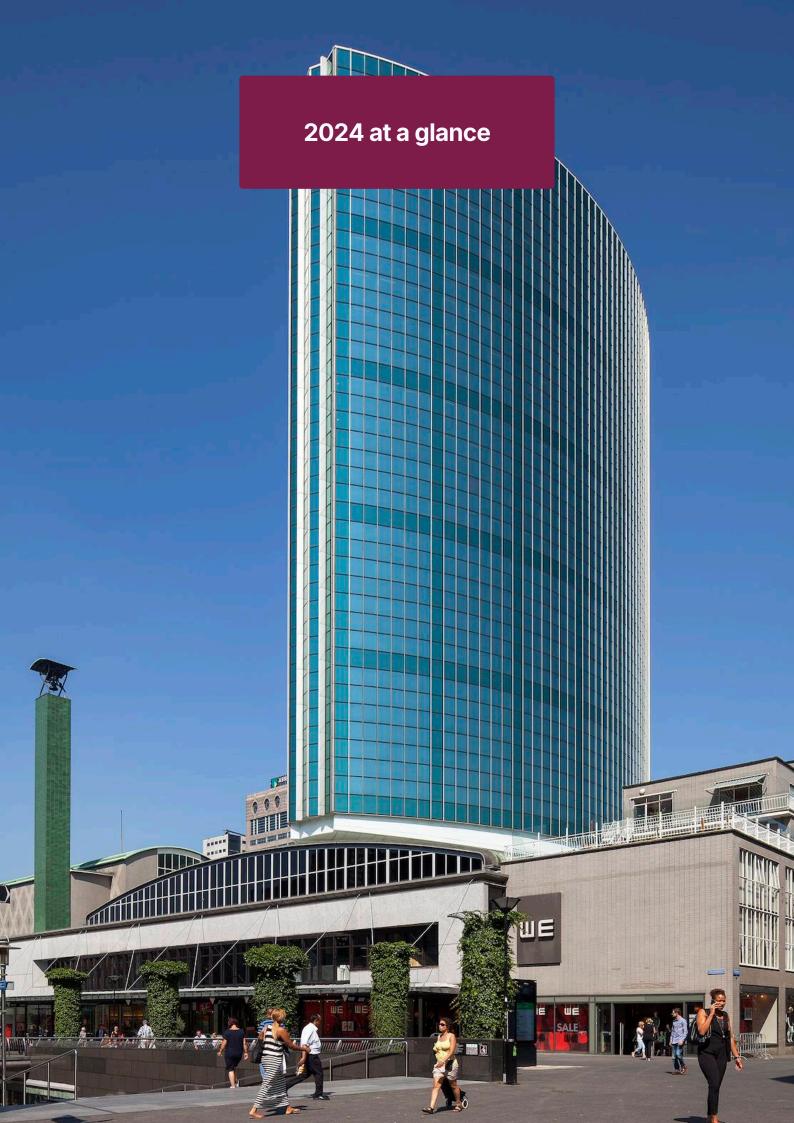
Real Estate Investors B.V.



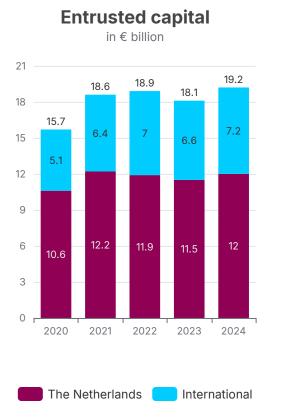


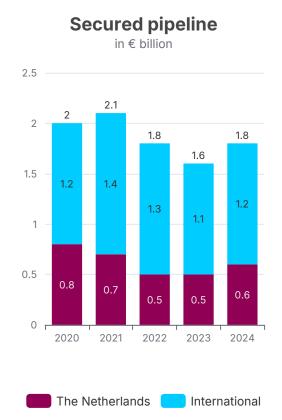
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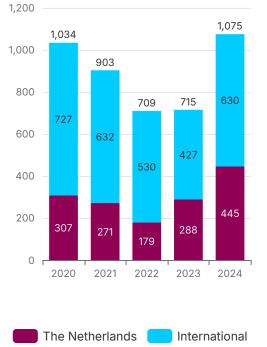


# **Key figures**



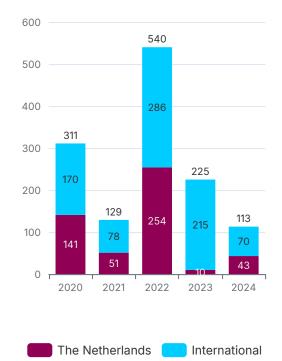


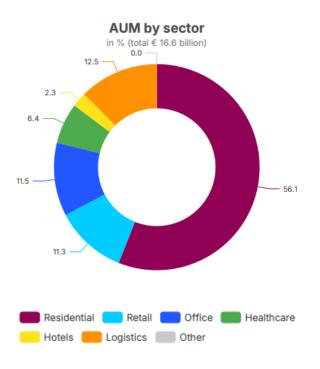


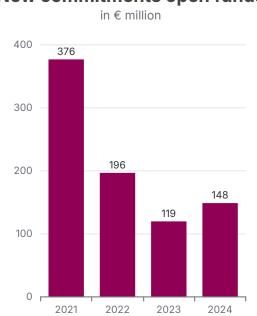


**Total sales transactions** 

in € billion



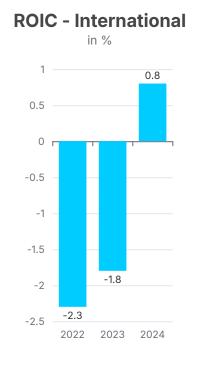




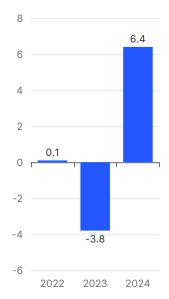
ROIC - Netherlands in %

2023

2024

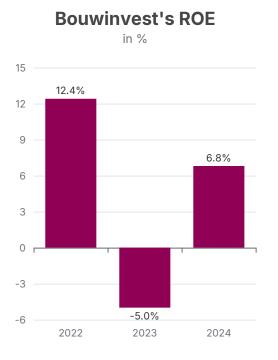


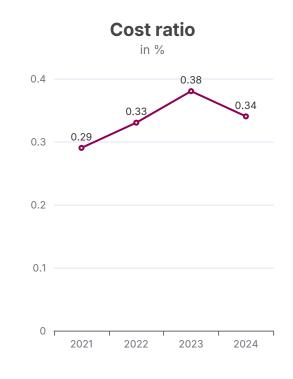


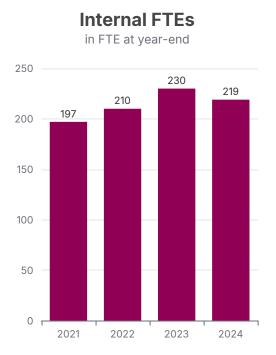


New commitments open funds

2022

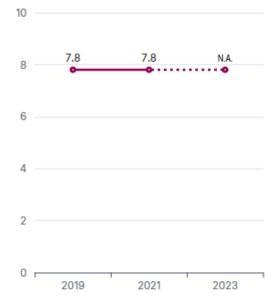






**Employee satisfaction** 

grades on a ten-point scale



# Key information over five years

All amounts in € thousands, unless stated otherwise	2024	2023	2022	2021	2020
Number of shares (actual)	225,000	225,000	225,000	225,000	225,000
Net result	2,904	(2,247)	5,428	6,503	4,310
Per share	€ 12.91	-€ 9.99	€ 24.12	€ 28.90	€ 19.16
Assets under management	16,574,506	15,179,400	15,901,308	15,655,491	13,400,317
Total assets	56,819	51,888	59,863	62,742	53,922
Shareholders' equity	45,314	42,409	44,657	45,229	38,726
Per share	€ 201.39	€ 188.48	€ 198.48	€ 201.02	€ 172.12
Solvency ratio	80%	82%	75%	72%	72%
Management fee income	58,217	55,025	59,925	53,161	50,329
Personnel costs (excl. temporary staff)	33,329	32,726	28,876	27,289	24,781
Number of FTE (year-end)	218.8	230.2	209.8	196.6	191.4
Personnel costs per FTE	152.3	142.2	137.6	138.8	129.5
Fee per FTE	266.1	239.0	285.6	270.4	263.0

# **Message from the CEO**

As we close the chapter on 2024, I am filled with a sense of pride for what we have achieved over the last year and also with optimism when looking at the journey ahead for Bouwinvest. This year has been marked by significant transformative progress within the organisation and solid performance for our clients, despite the number of challenges that we have faced. Whilst delivering performance to our current clients we have encountered difficult market circumstances for raising capital and were not able to fully realise our business development and funding objectives.

The global landscape has continued to present us with complex challenges. Geopolitical tensions, particularly the ongoing conflicts in Ukraine and Gaza, have created an environment of uncertainty. Elections across the globe have added to the uncertain mix, even as sitting governments implemented more stringent regulatory measures in many of our markets, including of course new restrictive legislation in the Dutch residential market. This development contrasts with the significant housing shortage and the need for new (rental) homes in the Netherlands, which requires substantial capital and may not be fully financed through traditional funding sources, such as Dutch pension funds. Additionally, the urgent issue of climate change was characterised by another year with extreme weather events, emphasising the pressing need to reduce the CO<sub>2</sub> emissions of the built environment.

Bouwinvest is addressing these external challenges with both flexibility and a proactive commitment to further organisational change, preparing ourselves for the future. Our internal transformation programme, #Invest, has already yielded initial results, laying the foundation for building the real estate investment management platform that will be necessary to sustain growth and deliver both financial and non-financial outcomes for our clients. At the same time the changes within our organisation have resulted in the departure of a number of valued colleagues who have made significant contributions to the success of Bouwinvest over the past years. We are grateful to these colleagues and wish them all the best in their future endeavours.

#### Key achievements of 2024

- We delivered an average return of 6.4% to our clients across our various funds and mandates.
- We invested a total of € 1.1 billion directly and indirectly in real estate across our products and geographies.
- We raised € 557 million in capital for our existing strategies.
- Our business development team has established a pipeline of diverse new investment product opportunities and the year 2024 saw the first investments come into the Impact Partnership that we launched late 2023.
- We developed and published our ESG investment beliefs, integrating environmental, social, and governance factors into our investment strategies to drive sustainable financial growth.
- For the Corporate Sustainability Reporting Directive (CSRD) we carried out a double materiality analysis
  and conducted a thorough gap analysis. Because of the recent EC Omnibus outcome, we are no longer
  obliged to CSRD reporting as of next year. In the coming period we will reconsider if we expand our
  sustainability reporting voluntarily, and if so how and when we will do this.
- We received our MiFID top-up license in Q3 2024, which will allow us to expand our business while ensuring regulatory compliance.
- We significantly improved our cost income ratio, achieving a ratio of 97.2% in 2024, compared to 103.9% that was budgeted for the year.

Financially, the combination of improved market conditions, cost savings and stricter cost allocation to the funds resulted in a net profit of  $\notin$  2.9 million for Bouwinvest REI over 2024. Bouwinvest aims to retain a future-proof shareholders' equity position in order to facilitate the growth of the organisation and to achieve its strategic objectives. In line with the capital policy a dividend payment of  $\notin$  0.9 million will be made to our shareholder this year.

Looking ahead, we expect 2025 to bring further uncertainty, driven mainly by the unpredictable policies coming from the United States and the potentially negative impact these might have on trade, inflation, business confidence and indeed interest rates. We do see rental growth in many sectors, typically driven by improving fundamentals and lack of new supply over the last years. Unpredictability aside, we anticipate low but stable growth in valuations, with living subsectors expected to outperform commercial sectors driven by strong and continuous demand. We will continue to focus on serving our clients and growing the capital that has been entrusted to us by our clients, while in parallel actively seeking to capitalise on opportunities that arise in these turbulent times.

As I reflect on 2024, I would like to extend my gratitude to our clients for their confidence in Bouwinvest. I also want to thank our employees for their outstanding performance despite the challenging conditions and ongoing organisational changes. I would like to pay tribute to our colleague Pascalle Rademaekers, whose vibrant presence we lost so suddenly this year. We all miss her dearly. My thanks go to our supervisory board and our owner bpfBOUW for their constructive support, and I would like to extend a special thank you to Jos Nijhuis, who resigned from the supervisory board after five years of service to Bouwinvest. I am pleased that Wendy Verschoor has accepted the role of Chairperson of the supervisory board and look forward to working together the coming years. I would also like to thank the works council for their constructive cooperation over the past year.

Bouwinvest has a solid plan to remain successful in a world that will most likely be less stable, less predictable and will require more agility in order to operate successfully. I look to the future with confidence, trusting that we will realise our ambitions, together with our stakeholders, and continue to deliver 'Real Value for Life'.

#### Mark Siezen

CEO

# Report of the Management Board



# **The world around us** Key developments

#### The economy and geopolitics

In 2024, the global macro-economic landscape was shaped by moderating inflation rates, easing monetary policies, and persistent and growing geopolitical tensions. Inflationary pressures, which had peaked in 2022 and gradually subsided through 2023, saw further stabilisation as central banks actively shifted towards rate cuts to stimulate economic activity. The Federal Reserve and the European Central Bank both implemented interest rate reductions in 2024, reversing their aggressive tightening cycles. These policy shifts provided relief to financial markets, fuelling positive momentum in stocks and bonds while supporting a cautious recovery in real estate.

The prolonged downturn in real estate capital growth, which began in 2022, showed signs of stabilisation in 2024 as interest rate cuts alleviated financial pressures. While some markets continued to experience valuation adjustments, the pace of decline slowed, and investor sentiment improved. Investment volumes remained below historical averages, though selective capital inflows returned to the sector, particularly in resilient asset classes such as residential and healthcare real estate. The reversal of the 'denominator effect' continued, as strong performance in equities and bonds improved institutional portfolio allocations. However, challenges such as higher debt costs and investor caution limited large-scale capital inflows into real estate, constraining a swift sectoral rebound.

Economic growth in 2024 remained fragile despite easing monetary conditions. The geopolitical environment continued to pose risks, with escalating tensions in the Middle East, continued instability in the Asia-Pacific region, and the prolonged Russia-Ukraine conflict disrupting global supply chains and investor sentiment. Rising friction among global powers further exacerbated economic unpredictability.

Despite macroeconomic headwinds, Bouwinvest identified opportunities and challenges within the Dutch real estate market. Demographic fundamentals continued to bolster the residential rental sector, particularly in the mid-range affordable segment, where supply constraints persisted. And although the market fundamentals appear favourable, it is difficult to attract capital to the Netherlands, partly due to the fiscal investment climate.

The Dutch healthcare real estate market also demonstrated resilience, with sustained demand for modern senior living and care facilities amid an aging population. Partnerships between care providers, investors, and governmental entities remained crucial in meeting long-term needs for high-quality care accommodations.

In Europe, economic growth remained slow, but rate cuts provided some relief. The European Central Bank (ECB) lowered benchmark interest rates in 2024 following a cumulative 200 basis-point increase in the previous tightening cycle. This narrowing spread between real estate yields and 10-year government bonds spurred asset repricing, influencing investor decisions. While lower rates provided some relief, real estate remained expensive for leveraged investors, exacerbating refinancing challenges. The persistent funding gap tempered expectations for a robust recovery, as economic uncertainty weighed on investment appetite.

#### Economic growth forecasts

	2024	2025	2026	2027
World	2.8%	2.6%	2.8%	3.0%
Eurozone	0.8%	0.9%	1.2%	1.5%
United States	2.8%	2.0%	2.6%	3.0%
Asia-Pacific	4.0%	3.9%	3.8%	3.7%
The Netherlands	0.9%	1.3%	0.8%	1.6%

#### Source: Oxford Economics, January 2025

In North America, both the Federal Reserve (Fed) and the Bank of Canada shifted toward more accommodative monetary policies in 2024. The Fed, having increased rates aggressively in previous years, cut interest rates to support economic stability and mitigate recessionary risks. Similarly, the Bank of Canada adopted a more neutral stance after reducing interest rates early in the year. With inflationary pressures subsiding, markets responded positively to policy easing, though economic growth remained moderate.

In the Asia-Pacific region, monetary policies varied significantly. The Bank of Japan adjusted its longstanding ultra-loose monetary policy, allowing for greater flexibility in interest rates and moving away from its previous yield curve control measures. This marked a shift toward policy normalisation, impacting bond markets and investor strategies. Australia reaffirmed its status as a safe-haven market, while Singapore remained attractive relative to Hong Kong due to its stable regulatory environment and financial sector resilience.

#### **Demographics**

Urbanisation trends across Europe remained strong, with an estimated 84% of the population projected to reside in metropolitan areas by 2050. Economic activity continued to concentrate in major cities, where employment prospects and wealth accumulation favoured younger demographics. Demand for urban living assets remained robust, supported by demographic expansion, increasing immigration, and a growing number of single-person households across both younger and older age groups.

Global population growth continued its long-term deceleration, with annual increases slowing to 0.5% as birth rates declined. While overall global population levels approached 10 billion, growth remained concentrated in select regions. India maintained its position as the world's most populous country, while China faced demographic challenges due to declining birth rates and an aging workforce.

By 2030, the Asia-Pacific region is expected to host 66% of the global middle-class population, up from 30% in 2009. This demographic shift further accelerated urbanisation trends, reinforcing the concentration of economic growth in metropolitan hubs. These dynamics presented compelling opportunities for residential and healthcare real estate investment in high-growth urban centres.

In North America, urbanisation and demographic expansion continued to drive housing demand, particularly in key gateway cities. Immigration remained a primary driver of population growth, particularly in Canada, where the population is projected to reach 50 million within the next three decades. This sustained demographic expansion underscored long-term investment opportunities in urban residential and healthcare real estate markets.

#### Sustainability

Sustainability is another key subject for the real estate sector and Bouwinvest, and there is an increasing body of evidence which shows it pays to be green over the long term, in terms of finance and in terms of environmental, social and governance (ESG) returns. Sustainable buildings command higher rents and values and generate more stable financial returns, a trend which dovetails with our mission to adapt to the changing market conditions and our investors' own demands.

Impact investing is also gaining ground by prioritising sustainability in both a social and environmental sense, ahead of financial returns. The more transparent world regions are heading in the same direction: towards more energy-efficient, circular, and sustainable buildings alongside increased reporting and disclosure requirements. 'Green' laws are, moreover, becoming more stringent over time. For example, the EU's Sustainable Finance Disclosure Regulation (SFDR) aims to create a more transparent playing field and to prevent greenwashing. Bouwinvest continues to implement Regulatory Technical Standards related to the SFDR and other legislation.

Circularity as a potential solution to materials shortages is gaining in popularity, due to increased awareness of geopolitical dependencies on countries like Russia (a major raw materials producer) and China (a key components manufacturer). However, developments in this area are still in their infancy.

Adapting the built environment to deal with climate changes is a big issue and scanning for climate risks on buildings and their environment has become part of day-to-day business. Biodiversity, too, is increasing in importance in construction projects. For instance, in the Netherlands, several development projects (mostly those close to Natura 2000 sites) have come to a standstill due to uncertainties over their feasibility under more stringent environmental regulations.

Governments and the private sector are also coming under increased pressure from the public and environmental lobby groups to make their operations more sustainable. New technologies aimed at monitoring and implementing ESG continue to evolve, but so far have been primarily focused on the 'E'. By focusing more on the 'S' in ESG, real estate investors aim to find solutions to social problems such as a shortage of affordable housing, a growing gap between rich and poor and increasing isolation. Social investing can be achieved via different types of real estate including affordable homes and public or community facilities for education, healthcare, infrastructure, and general welfare, and Bouwinvest is responding to this need.

#### Regulator and client demands

Bouwinvest believes that it is not possible to ensure long-term successful investment without taking the needs of society into account. Therefor in all decision-making attention must be devoted to ethical, social, environmental and governance issues. Governance includes the ongoing development and increase of legislation, directives and regulation. Bouwinvest has responded to these demands by further strengthening its capabilities around risk management, ESG, research, data, (financial) reporting and compliance.

# How Bouwinvest creates value

# About Bouwinvest

Bouwinvest Real Estate Investors B.V. invests the capital of institutional investors, primarily pension funds and insurance companies, in real estate. Bouwinvest invests for the long term and currently manages € 16.6 billion in various real estate sectors. Bouwinvest works with investors to help create resilient cities which are fit for the future. These investments contribute to creating sustainable, liveable and accessible urban environments and enhance pension benefits. This is how Bouwinvest creates social and financial returns. In short: we create Real Value for Life.

### Purpose

Real Value for Life: Bouwinvest strives to create long-term value, combining social impact and stable financial returns for our investors.

# Mission

Bouwinvest enhances pension benefits by investing responsibly in sustainable real estate worldwide.

# Vision

Real estate is a growth market, both in terms of investments and in terms of funding. The future of the real estate sector lies in finding a balance between financial and social returns.

# Strategy

In 2023 Bouwinvest developed a new corporate strategy towards 2030 to proactively engage with and benefit from rapidly changing market conditions. Bouwinvest has achieved strong growth in the past (11% annual AUM growth between 2017-2022) driven by a set of unique advantages and tailwinds. However, these do not apply to the future and we acknowledge there are key market challenges, many of which are structural in nature:

- Dutch pension market slowing down due to demographic developments resulting in a reduction of capital inflow from Dutch pension pools
- Dutch pension schemes reform potentially impacting real estate allocations and further pension fund consolidation
- Increasing cost of compliance driven by regulatory changes and investor requirements
- Competitive intensity from peers in the Netherlands and abroad who are seeking for scale through organic ánd inorganic growth moves

Our client-oriented growth strategy is aimed to cope with these challenges and to grow into a stronger real estate investment manager with a unique profile. Our strategy focuses on three pillars leveraging our key strengths and unique DNA:

- Growth: Building scale by delivering high client satisfaction
- **Performance driven**: Delivering outperformance to investors by transforming towards a world-class operating model
- **Responsibility**: Becoming a leader in corporate responsibility and responsible investing by strengthening our ESG performance

#### Growth

Building scale is fundamental to delivering stronger fund performance for our investors and a robust financial basis for the management company to re-invest in required skills and capabilities to meet the increasing demands of our stakeholders. Building scale will enhance our ability to:

- Attract and retain talent
- Benefit from economies of scale
- Enter into attractive partnerships
- Acquire larger scale assets and portfolios
- Accelerate fundraising

The primary objective is to position Bouwinvest as the leader in direct real estate investments in the Netherlands and to grow Bouwinvest's current indirect model as a global sector generalist allocator. The core components of our growth strategy are:

- 1. Maintain a focus on the existing business, serve our existing clients, and continuously improve on service levels whilst further improving fund and mandates' performance
- 2. Develop and launch dedicated new (value add) investment products to attract new capital and build a more diversified investor base including international investors and other types of (institutional) investors. These new investment products (funds/mandates/club deals) will focus on the Dutch market and combine targeting of high growth niches with a strong ESG orientation; all supported by our developer DNA
- 3. Selectively pursue local M&A opportunities to increase scale effects, particularly with targets that can support delivery of prioritised niches for new funds and broad LP base
- 4. Open up the international indirect business platform to new clients, providing them with preferential access to joint ventures, partnerships, and co-investment opportunities.

There are synergies between the direct and indirect growth paths, specifically the transfer of market knowledge and General Partner trends back to the core Dutch business, as well as being an international capital sourcing vehicle for Limited Partners looking to gain exposure to the Netherlands, which helps justify this dual pronged strategic approach.

#### Performance-driven

A success factor critical to the execution of our growth strategy is an increased focus on delivering outperformance to continue to improve stakeholder value and client servicing. In 2024 we have continued our transformation programme #Invest. Achievement examples (but not limited to) are:

- Developed a product portfolio strategy
- Explored and pursued concrete market opportunities for both organic and inorganic growth
- Made the necessary steps to implement performance management in 2025
- Launched a leadership programme focused on ways of working and expected behaviour
- · Achieved cost reductions based on allocation principles in fund/mandate terms and conditions
- Initiated the final phase of aligning the organisational structure alignment with our corporate strategy

In 2024 the scope of #Invest has been successfully implemented and the ongoing transformations will continue till Q3 2025 under project name 'Towards a future proof Bouwinvest'. The organisational changes had a significant people impact. Therefore we have chosen for very transparent communication early in the process and continuously emphasising why these change are necessary in the context of our corporate strategy.

#### Responsibility

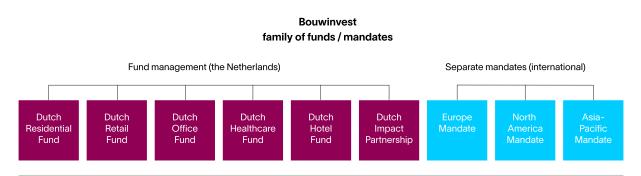
Bouwinvest will further build on its reputation as impactful investor by strengthening our ESG performance through:

- Leveraging our core belief in impact investing, we have aligned it with our growth strategy and purpose. We firmly believe that the defining characteristic of world-class real estate will be the impact it has on our planet and stakeholders. In 2024, this resulted in all our Dutch investment funds/mandates being awarded 5 stars by GRESB, with 79% of our total AuM receiving 4 or 5 GRESB stars.
- Enhancing our responsible investing and corporate responsibility practices by making our transition
  more fact-based and data-driven. This includes using leading industry-wide standards that measure true
  transition progress, such as CRREM. In 2024, we observed a substantial reduction in emission factors
  across the Netherlands, which contributed to a strong decline in the percentage of stranded assets
  based on GHG emissions, as well as a decrease in the energy intensity of all our funds/mandates due to
  actions taken and improved data quality. Additionally, we refined our target-setting approach, adopting
  more short-term goals with a rolling target principle. This approach has led to short-term improvements
  while keeping long-term targets aligned with Paris Proof in check.
- Further expanding our industry-first and innovative Social Impact Partnership and incorporating brownto-green strategies across our other funds and as part of new value-add products, particularly in residential and healthcare sectors.

Driven by our purpose, we are committed to continuing our investments in the proposition of Real Value for Life, delivering both market-leading financial and ESG performance on capital invested.

#### Current market proposition

Bouwinvest manages five Dutch (sector) funds, three of which are open for investors, and three international mandates. In Q4 2023 Bouwinvest launched the Dutch Social Impact Real Estate Partnership. Currently the funds and mandates have a total of 34 investors with € 16.6 billion assets under management (AUM). In 2024 Bouwinvest explored and acted upon many new opportunities which did not materialise. In 2025 Bouwinvest will continue working on new investment strategies for a broader group of investors as it widens its scope of products to meet client demand and further exploit opportunities in the real estate market in line with the new corporate strategy.



#### Materiality matrix

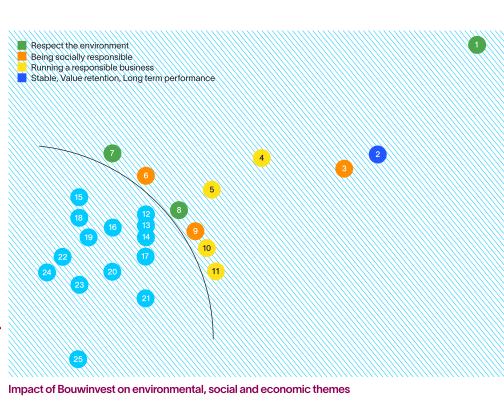
Bouwinvest Real Estate Investors takes a long-term focus and aims to generate stable, reliable returns for its investors. Bouwinvest is also placing increasing emphasis on meeting objectives on the environment, social value and good governance alongside its financial targets. A key challenge that Bouwinvest faces for the next years is how to strike a balance between achieving these stable financial returns while creating environmental and social value and good governance, given the geopolitical and economic uncertainties.

Bouwinvest has worked with its investors and other stakeholders to define a list of 11 key material themes, mainly ESG related, which form the backbone of the strategy in the years ahead. These themes go beyond the sustainability performance of real estate investments as they are driven by making the right policy choices, having qualified employees, transparent reporting processes, and having solid systems and data.

In 2021, Bouwinvest carried out a comprehensive survey with its investors and other key stakeholders. This resulted in 10 material themes. The initial longlist was established by consulting international standards, the SDG (the United Nation's Sustainable Development Goals) industry matrix and peers both in the Netherlands and abroad, as well as analysing media reports and sector trends. This longlist was then consolidated into a shortlist by clustering topics and making them specific to Bouwinvest. The clustered list consists of 25 topics and was reviewed by those stakeholders involved.

In 2022, the materiality matrix was recalibrated after desk research, in which Bouwinvest looked at peers and trends in the sector. This resulted in the addition of one material theme (attracting and retaining talent) to make a current total of 11 material themes.

In 2023, the materiality matrix was recalibrated again taking a similar approach as last year and resulted in no changes. Towards the end of 2023 we started preparing for the Corporate Sustainability Reporting Directive (CSRD) and because of that we did not recalibrate our materiality matrix in 2024 anymore but performed a CSRD compliant double materiality analysis in 2024 taking an inside-out and outside-in view on sustainability.



- Minimising climate impact of buildings/portfolio
- 2 Generating stable absolute and relative financial performance for investors
- Stimulating/contributing to affordable housing and healthcare
- 4 Living integrity and transparency
- 5 Focusing on investor interest
- Providing healthy and safe portfolio / buildings
- Making buildings climate resilient
- Above-average sustainable buildings
- 9 Preserving livability in cities and regions
- Ensuring cyber & data security and privacy
- 11 Attracting & retaining talent

- 12 Sustainable partnerships and knowledge sharing
- (13) Circularity and material use in buildings
- Providing senior housing
- **15** Ensuring employee health and safety
- 6 Engaging tenants
- 77 Sustainable and responsible supply chain management
- 18 Engaging employees
- 9 Minimising climate impact of business operations
- 20 New technologies and digitalisation
- 21 Considering new building concepts
- 22 Biodiversity in built environment
- 23 Stimulating diversity & inclusion
- 24 Reducing water use of portfolio
- 25 Contributing to taxes and economy

Bouwinvest's value creation model shows what financial, social and human capital is deployed, how value is added and what value ultimately is created for society. Gaining an understanding of how these various aspects are related helps Bouwinvest to reflect on the impact it has on society and to take appropriate action. The KPIs shown in the connectivity table on page 21 have been defined per material theme, including how to monitor and measure them.

#### Value creation model

#### Input **Financial** Intellectual **Business partner** People Entrusted capital of € 19.2 Knowledge and expertise in Cooperative partner through 219 motivated professionals billion from pension funds and pension and real estate worlds 50 active positions in knowledge and network organisations. in 10 regions and 6 sectors. insurance companies **Business model Financial** Social Vision Purpose Bouwinvest strives to create Real estate is a growth market, return return both in terms of investments long-term value, combining social impact and stable and in terms of funding. The financial returns for our clients. Responsibility for future of the real estate sector is the environment in finding a balance of financial Mission and social returns. Guiding Good, responsible Bouwinvest enhances pension orincip and ethical benefits by investing responsibly in sustainable real Core values governance We exceed expectations Long-term estate worldwide. • We are transparent • We engender trust Social responsibility • We are experts Strategic pillars Growth | Performance | Responsibility Material themes Minimising climate impact of Stimulating/contributing Living integrity and Generating stable absolute 4 buildings /portfolio to affordable housing and transparency and relative financial healthcare performance for investors Making buildings climate Providing healthy and safe Focusing on investor interest 5 resilient portfolio /buildings Above-average sustainable Ensuring cyber & data security Preserving livability in cities 10 buildings and regions and privacy 11 Attracting & retaining talent Effect Pensions **Real estate sector** Sustainable and liveable cities We contribute to pension We contribute to healthy, safe and inspiring places where people want We contribute to the incomes. to live, work, shop and spend their leisure time, now and in the future. professionalism and integrity of the real estate sector. In addition, we reduce the impact of real estate on the climate by reducing the $CO_2$ emissions of buildings. B DECENT WORK AND ECONOMIC GROWTH Contribution to the United Nations' **3** GOOD HEALTH AND WELL-BEING AFFORDABLE AND CLEAN ENERGY SUSTAINABLE CITIES AND COMMUNITIES 13 CLIMATE Sustainable Development Goals (SDGs)

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Bouwinvest includes environmental, social and governance (ESG) criteria in all its investment decisions to ensure long-term sustainable returns, in line with the United Nations Principles of Responsible Investment (UN PRI). By endorsing the UN PRI, Bouwinvest recognises the importance of responsible investments and is committed to implementing the principles in its investment process.

Bouwinvest is also committed to achieving the targets laid down in the Paris climate agreement. Its long-term goal is to have a near energy-neutral portfolio - a Paris Proof portfolio - by 2045.

Bouwinvest aims to have above-average sustainability ratings (GRESB 4 or 5 stars) for at least 80% of its invested capital in 2024, and to make a positive contribution to the United Nation's Sustainable Development Goals (UN SDGs). Bouwinvest is explicitly committed to the five Sustainable Development Goals (SDGs) that fall within its sphere of influence:

- Health and well-being (SDG 3): invest in healthcare real estate, healthy buildings and lifecycle-proof homes.
- Affordable and clean energy (SDG 7): reduce energy use and invest in renewable energy.
- Decent work and economic growth (SDG 8): maintain an active dialogue with our partners to ensure good health, safety and working conditions at building sites.
- Sustainable cities and communities (SDG 11): invest in real estate with an above-average sustainability rating and in affordable homes.
- Take urgent action to combat climate change and its impacts (SDG 13): invest in sustainable and climate-adaptive real estate, which will result in a near energy-neutral portfolio in 2045.

Bouwinvest has devised a connectivity table to clarify the links between the material themes, the value creation model and the KPIs and has included both responsible investing and corporate responsibility in its guiding principles. In this way we make a concrete connection between our purpose, Real Value for Life, with measurable KPIs.

#### Connectivity table

	Social and financial returns		Material theme	КРІ	Entity	Target	Realisation 2024	Realisation 2023
Responsible investment	Respect the environment	1	Minimising climate impact of buildings/ portfolio	Energy reduction NL and INT	NL & INT	CO₂ neutral 2045	-4.1%	-2.0%
	8	7	Making buildings climate resilient	% Coverage physical climate risk scan	NL & INT	100%	100%	100%
		8	Above-average sustainable buildings	% GRESB 4/5 stars (sustainable investments)	NL & INT	>80%	79%	83%
		3	Stimulating/ contributing to affordable housing and healthcare	Total Healthcare investments	NL	2024: € 800 million	€ 958 million	€ 790 million
				Transactions mid- rental segment Residential Fund	NL	60%	21%	0%
		6	Providing healthy and safe portfolio/ buildings	% Considerate construction scheme	NL	75%	93%	82%
		9	Preserving livability in cities and regions	Tenant satisfaction score	NL	7.0	7.4	7.2
_	Running a responsible business	4	Promoting integrity and transparency	Participation in training (compliance)	mgt comp	≥95%	95%	99%
orporate socia responsibility		5	Focusing on investor interest	Client satisfaction score	mgt comp	7.5	7.4	7.5
Corporate social responsibility		10	Ensuring cyber & data security and privacy	Participation in training (ICT cyber)	mgt comp	≥95%	98%	97%
		11	Attracting and retaining talent	FTE growth	mgt comp	22	-11	20
Responsible	Stable, value retention, long- term performance	2	Generating stable absolute and relative financial performance for investors	Return on invested capital	NL & INT	7.5%	6.4%	-3.8%
				Outperform relevant indices		7/7	5/7	4/6

Reference is made to the appendix on page 104 for the definitions of the KPIs of the material themes.

#### Progress per theme

### Minimising climate impact of buildings / portfolio

From 2024 we use the Carbon Risk Real Estate Monitor (CRREM) to determine our path to become Paris Proof in 2045. CRREM is internationally more comparable than the DGBC method we used in the past. By using CRREM, we ensure that the buildings in all Dutch real estate portfolios are highly energy efficient, have renewable energy sources and purchase CO<sub>2</sub>-neutral electricity by 2045. To arrive at this target, a detailed yearly reduction target at Fund level has been set.

Bouwinvest managed to decrease the energy use of its real estate portfolio based on the 2024 GRESB benchmark (-4.1% compared to -2.0% in the previous benchmark). This was based on energy data from 2023 and 2022 which is the latest and most complete information available.

In the past, Bouwinvest completed roadmaps for all its Dutch funds on fund level, outlining the measures needed to make its portfolio Paris Proof. These roadmaps are now translated into asset specific roadmaps for four of the five funds. However the aim is to have roadmaps for the total portfolio. Last year, Bouwinvest improved its portfolio in line with the steps in these roadmaps, implementing sustainability measures at an asset level. The coming years, Bouwinvest will continue this process by focusing on the use of sustainable materials, circular construction, waste management and water consumption. For the progress regarding the implementation of these roadmaps, we refer to the annual reports of the Dutch funds.

For the international mandates, Bouwinvest is actively involved with its local managers to minimise the climate impact of the portfolios. Bouwinvest engages with these local managers to increase their ambitions on this theme, to be transparent about both their future plans and the related performance and Bouwinvest encourages them to reduce their environmental impact. An engagement policy and plan was completed in 2024 and actions according to this plan will be implemented.

# 2 Generating stable absolute and relative financial performance for investors

Investing in real estate generates attractive and relatively stable returns in the long term and makes real estate an indispensable part of investors' allocation models. Bouwinvest ensures a balanced portfolio with an attractive risk/return profile by offering exposure across various funds and mandates with a worldwide spread in predominantly six real estate categories: residential property, retail property, offices, logistics, healthcare property and hotels.

The overall portfolio recorded a total return of 6.4% in 2024, compared to -3.8% in 2023. Geopolitical tensions, stringent regulatory measures in many of our (global) markets, and other economic conditions are still leading to a volatile environment. Bouwinvest aims for stable absolute returns and to outperform the relevant indices across the funds and mandates that it manages. See page 29 for results of the real estate portfolio and the relative performance of the funds and mandates.

# <sup>3</sup> Stimulating and contributing to affordable housing and healthcare

As a responsible investment manager, Bouwinvest strives to ensure a sufficient supply of affordable housing and healthcare-related real estate and is actively involved in ongoing talks between the government, the Dutch Association of Institutional Real Estate Investors in the Netherlands (IVBN), Holland Metropole and local authorities on how this can be achieved.

As a build-to-rent investor, Bouwinvest is also helping to reduce the housing shortage. Affordable rental housing accounted for 21% of new investments in the Netherlands in 2024. All investments relate to Residential investments.

The invested capital of the Healthcare Fund, including secured pipeline of  $\in$  266 million, increased by  $\in$  167 million compared last year to a total of  $\in$  958 million.

# Promoting integrity and transparency

Integrity, transparency and corporate social responsibility are fundamental to the way Bouwinvest achieves well-balanced returns. The management communicates openly about its decisions and the company's financial and non-financial business performance in line with international standards, such as the Global Reporting Initiative (GRI).

The independent Compliance department is responsible for identifying, assessing, and monitoring integrity and regulatory risks. It presents its findings, along with recommendations, to the Management Board to ensure informed decision-making and risk mitigation. As part of its commitment to fostering a strong compliance culture, the department organised mandatory employee workshops aimed at enhancing integrity awareness. These initiatives included SIRA (Systematic Integrity Risk Assessment) sessions and specialised training programmes for new employees, equipping them with the necessary knowledge to uphold ethical and regulatory standards within Bouwinvest.

Bouwinvest also participates in a yearly UN PRI benchmark survey on this subject and scored 5 stars (92 points) on the Direct Real Estate module and 4 stars (87 points) on the Policy Governance and Strategy module in 2024.

5

# Focusing on investor interest

The key to Bouwinvest's future is being able to understand the interests of our investors and consistently acting in line with these interests. This pertains foremost to the current clients in the funds and mandates and additionally to potential investors in current and future products that Bouwinvest may develop and launch. Bouwinvest is keenly aware that the environment for our investors is becoming even more complex, and therefore their requirements and demands increase as well. We need to continuously expand our breadth and depth of skills and expertise in order to address these and consistently act in the interest of current and future investors.

Bouwinvest takes a pro-active approach to transparency and openness and includes its clients in dialogues on specific topics concerning investments. In 2024 these included subjects such as the way of reporting, updated ESG policy, our efforts with regards to the court rulings regarding a provision in the residential rental contracts and further regulation of the Dutch residential (affordable rent) market. We also updated investors on our transformation project #Invest and specific internal organisational changes, that were implemented as of 1 January 2025.

Bouwinvest undertakes reputation surveys among clients and other stakeholders and client satisfaction surveys among clients only. Our most recent reputation survey among clients and other stakeholders is from 2023. This survey measures the degree of credibility and trust. The way stakeholders look at Bouwinvest is important to meet our clients' needs. In 2023 the score for the reputation survey was 8,7.

In 2024 the client satisfaction score was published. This survey covers topics such as satisfaction with the level of client service and the strategy and performance of the respective investment fund(s), financially as well as on ESG matters. This study is executed among a representative group of investors. The client satisfaction survey generated a score of 7.4.

# Providing healthy and safe portfolio / buildings

#### Creating safe building sites

The Dutch Considerate Construction code of conduct for building sites offers concrete guidelines for working in a conscientious manner with an eye for the local area, the environment, safety and reduced nuisance. The objective is that 75% of the construction sites Bouwinvest invests in (both new-build and redevelopment projects) should be registered as Considerate Building Sites each year. Bouwinvest actively encourages its partners to comply with this code of conduct. In 2024, 93% of Bouwinvest's construction projects were registered under the scheme (2023: 82%).

Internationally, Bouwinvest strives for an above average GRESB score for 'stakeholder engagement', based on working conditions, construction site safety and impact on the surroundings. Bouwinvest works with different international partners to accomplish this.

# Making buildings climate-resilient

Bouwinvest carried out a scan of its entire portfolio (100% over 23,000 assets) to assess its climate resilience and risk profile. This resulted in a complete oversight at a regional and individual asset level. Last year, Bouwinvest completed this with a net risk analysis for all assets based on the Framework for Climate Adaptive Buildings (FCAB) of the DGBC. The resultant net risk is a combination of the gross risk and asset characteristics. In the coming years these insights will be used to draw up a methodology and plan how to include physical climate risks in its overall ESG risk assessment and how to deal with climate risks for new investments.

Bouwinvest contributes to various initiatives to improve knowledge related to climate risks. For example, Bouwinvest works in a broad alliance of financial institutions, knowledge institutes, consultants, and governments on a 'framework for climate adaptive buildings' to determine and address physical climate risks. Bouwinvest participates in the Red&Blue programme, a five-year transdisciplinary research project focused on the development of integrated real estate and infrastructure climate risk strategies. The aim is to define a collective approach to guide urban development and investment in delta areas, with a focus on the Dutch context.

# Investing in above-average sustainable buildings Building certification

Bouwinvest uses various independent certification methods to manage its Dutch portfolios' sustainability performance. This enables Bouwinvest to monitor whether its buildings exceed legal requirements in terms of energy efficiency, environmental quality and safety. Almost the entire Dutch portfolio (98%) had BREEAM or GPR labels in 2024 (99% in 2023).

The Residential Fund and the Healthcare Fund use GPR labels which map the sustainability of a building in terms of energy, environment, health, quality of use and future value. When purchasing new residential and healthcare properties, Bouwinvest requires an average GPR Building score of at least 8. The maximum achievable GPR score is 10.

Bouwinvest uses BREEAM certification to assess its Retail, Office and Hotel fund properties. BREEAM measures the quality of real estate based on nine criteria including noise, air quality, thermal comfort, light and visual comfort, plus the quality of use.

All five Dutch sector funds retained their GRESB five-star ratings in 2024, the highest achievable score, which ensures the funds are in line with Bouwinvest's target that at least 80% of its investments fall within the 4/5 star range. The position of Bouwinvest's real estate funds in the GRESB benchmark gives a clear picture of Bouwinvest's position compared with other real estate investors and highlights Bouwinvest's focus on performance (energy, GHG, water and waste) and management (risk management issues related to ESG, policy focused on the separate components of ESG and stakeholder engagement).

For its international investments, Bouwinvest focuses on increasing the GRESB scores of current investments and on encouraging investment managers to either improve their GRESB scores or to participate in the programme if they are not already doing so. Due to the wide variety of sectors and real estate strategies, Bouwinvest applies different targets for its international investments compared to its Dutch funds. The performance of the International mandates was on average above this target.

Our goal is for at least 80 percent of invested capital to be above-average in terms of sustainability (GRESB 4 or 5 stars) by the end of 2024. At the end of 2024, Bouwinvest has 79.2% invested in above-average sustainable investments. This is slightly below the target, which is due to large fluctuations in international mandates.

# Oontributing to liveability in cities and metropolitan regions

In 2024, Bouwinvest invested € 1.1 billion in real estate worldwide, focusing on metropolitan regions in developed countries. These cities offer the best investment opportunities for our investors. Investing in quality of life is essential in this respect. Liveable cities are resilient, prosperous and future-proof: they ensure the value of real estate will grow and therefore offer stable long-term returns.

Bouwinvest introduced a Health & Well-being programme based on four key issues: providing a healthy building, promoting a healthy lifestyle, healthy business environments and promoting social interaction. This programme contributes to urban liveability as a whole.

Bouwinvest conducts regular tenant satisfaction surveys to assess tenant views on liveability. In 2024, tenants gave Bouwinvest a score of 7.4, up on the previous score of 7.2.

# <sup>10</sup> Ensuring cyber & data security and privacy

Bouwinvest has a responsibility to protect its clients' and employees' data, privacy and assets, as well as maintaining access to its systems to continue its activities and to continue offering its services to its investors and tenants. For that reason, cybersecurity is a high priority for Bouwinvest, internally and with its vendors, given that cyberattacks are becoming more frequent and more sophisticated, with potential impact on operational and reputational risks. To ensure that we remain resilient against cyber threats we are continuing to invest in cybersecurity measures by means of adopting to good practices and adhering to law and regulation. Bouwinvest focusses on strengthening the effectiveness of its internal risk and control framework and educates its employees how to identify and respond to phishing, identity theft and malware, which potentially could harm Bouwinvest and/or its clients.

# <sup>11</sup> Attracting & retaining talent

At Bouwinvest, we are dedicated to creating a supportive and fulfilling work environment that fosters employee engagement and retention. Our efforts in this regard are multifaceted, targeting various aspects of the employee experience:

**Recruitment:** Our recruitment efforts are focused to attract top-tier talent with the right capabilities and behaviours that align with our organisational values. For critical positions, we incorporate a comprehensive assessment process. By focusing on both capability and behaviour, we aim to build a high performing team that is well equipped to drive performance and achieve our strategic goals.

**Onboarding:** we have an onboarding programme for new employees, including a check-in by HR after the first 100 days to further improve the organisation based on the feedback received.

**Employee engagement:** We have implemented a new reward and performance management policy with a strong focus on both performance and competencies, including regular feedback mechanisms. We offer a competitive compensation package and a benefits programme that includes a good pension scheme for all our employees, working from home allowance, mobility card etc. These efforts ensure that our employees feel heard and valued, and strengthen the sense of community within our organisation. In 2025 we will measure our employee engagement by a survey and various pulse surveys and work on further improvement by making use of data.

**Development:** We invest in the development of our employees, both in learning on the job, succession management as well as leadership development. Next to that, we offer a wide range of trainings through our learning platform of GoodHabitz, individual trainings and coaching.

**Wellbeing:** Bouwinvest's absenteeism rates are below the national average. In Q4, Bouwinvest's absenteeism rate stands at 2,4%.

**Promoting work-life balance** is a priority at Bouwinvest. We offer flexible working hours and remote work options to support our employees in balancing their professional and personal lives. We offer monthly chair massages, free of charge fruit and healthy meal options, and an online platform for mental wellbeing through OpenUp.

**Diversity, Equity and Inclusion:** Our commitment to diversity, equity and inclusion, DE&I, is reflected in our policy and initiatives aimed at creating an inclusive workplace. We have installed the DE&I committee in 2024 and developed our mission, vision and strategy on DE&I. In 2024 we organised unconscious bias workshops and a session about female diversity to foster a culture of belonging.

**Exit interviews:** To gain valuable insights into employee satisfaction and identify areas for improvement, we conduct thorough exit interviews with departing employees. The feedback gathered from these interviews helps us understand their experiences and make informed decisions about our retention strategies. Based on these insights, we continuously refine our practices to better meet the needs of our workforce.

By focusing on these key areas, we strive to create an environment where our employees can thrive. We are committed to ongoing improvement.



# Results of the Dutch funds and international mandates

Bouwinvest aims for stable absolute returns and to outperform the relevant indices alongside booking social returns. These figures are shown below. This is followed by a brief review per fund and mandate.

	2024	Plan 2025	Secured pipeline 2024	Return 2024	Relative performance
Dutch Residential Fund	7,547	7,757	143	11.2%	(0.9)%
Dutch Office Fund	1,172	1,298	90	3.3%	0.7%
Dutch Retail Fund	1,079	1,149	0	3.3%	3.7%
Dutch Healthcare Fund	700	863	266	8.1%	(1.4)%
Dutch Hotel Fund	379	415	57	9.8%	-
Dutch Social Impact Real Estate Partnership	1	70	0	0.0%	-
New initiatives	0	300	0	0.0%	-
Bouwinvest Development	0	0	0	0.0%	-
Europe Mandate	1,859	2,001	207	0.7%	1.5%
North America Mandate	2,191	2,126	421	1.1%	2.0%
Asia-Pacific Mandate	1,648	1,912	572	0.7%	2.5%
Total real estate investments	16,575	17,891	1,756	6.4%	

#### **Residential Fund**

The Residential Fund ended with a total return of 11.2% for the full year (-6.3% in 2023), consisting of a 2.6% income return (2.4% in 2023) and 8.5% capital growth (-8.5% in 2023). The increase in capital growth is primarily driven by strong momentum in the third-party appraisals of the assets in the portfolio, driven in turn by strongly rising market rents and vacant possession values. The relative performance against the MSCI Netherlands Index was an underperformance of -0.9% over the five-year period of 2020-2024. Over 2024 the relative performance against the MSCI Netherlands Index was an outperformance of 0.2%.



Kop van Zuid, Rotterdam (the Netherlands)

In 2024, the Fund continued its strategy to deliver Real Value for Life, focusing on generating stable returns by aiming for robust social returns. Meeting pending redemptions and anticipating the market to gradually bottom out in 2024, the Fund was set up for a year of operational and portfolio optimisation. As the Fund executed a total of  $\in$  111 million in acquisition transactions in 2025, the Fund was able to add 265 homes to the portfolio, with 73 of these in the mid-rental segment.

On the sustainability front, the Fund retained its five-star GRESB rating. The Fund gained points on data coverage on greenhouse gas emissions. It also gained points on Energy & Water. However, the Fund lost points on Building Certifications. The combined effect was a drop of two points, resulting in a score of 90, down from last year's 92.

In 2023 the Fund filed a court case against a tenant in Amstelveen, in which the Fund tried to recover rent in arrears. Although the tenant did not specifically protest against earlier rent increases, during the proceedings the judge conducted an 'ex officio' review based on European consumer law. The court found that, based on the rent increase clause in the lease agreement, it was unclear to the tenant which circumstances were taken in consideration for the determination of the annual rent increase. Therefore, this clause was annulled, and the court ruled that the Fund should not have passed on any rent increase from the start of the lease, in this case 1 July 2015.

The Attorney General issued an advisory opinion to the Supreme Court in Q3 2024. The Supreme Court's response on 29 November 2024 is fully in line with the advisory opinion of the Attorney General. Firstly, the court has determined that the indexation clause (indexatiebeding) and the surcharge clause (opslagbeding) must be distinguished from one another because they serve different purposes. The indexation clause is intended to compensate for inflation, while the surcharge clause is designed to align the rent with cost increases and the property's value. Therefore, the possible unfairness of a surcharge clause does not imply the unfairness of the indexation clause. In addition, the Supreme Court responded that a surcharge clause providing for a surcharge of up to 3% is generally not considered unfair. The Supreme Court ruled that if a surcharge clause is deemed unfair, it cannot be applied, either retroactively or for future rent increases.

#### **Office Fund**

The Office Fund showed a solid outperformance against the MSCI index in 2024, it recorded a total return of 3.3% for the full year 2024 (-8.3% in 2023) consisting of 3.8% income return (3.7% in 2023) and -0.5% in capital growth (-11.7% in 2023). Capital growth improved in 2024 but was slightly negative. The substantial negative capital growth in 2023 was primarily driven by uncertainties triggered by the geopolitical and economic effects of the war in Ukraine, high interest rates, inflation and energy prices. Investments in Edge Eindhoven started in 2024, following the start of construction. The valuation as Investment Property Under Construction had an impact on capital growth. This is a result of the J-curve effect, which is often the case in



The Bell, Amsterdam (the Netherlands)

valuations of real estate assets under construction (due to acquisition costs and discounting future to current values). The relative performance against the MSCI Netherlands Index was an outperformance of 0.7% over the five-year period of 2020-2024. Over 2024 the relative performance against the MSCI Netherlands Index was an outperformance of 0.8%.

The Office Fund's fundamental strategy was unchanged, and the Fund continued to focus on its main strategic pillars of sustainability, the G4 cities and multi-tenant assets. At least 80% of the Fund's NAV will be invested in these defined core regions. An exception has been made for Edge Eindhoven. The fifth largest city in the Netherlands is attracting a growing number of innovative high-tech start-ups and other companies. Edge Eindhoven is currently under construction, so it only represents 1.0% of the portfolio. The completion of Edge Eindhoven is planned for the second half of 2026, which will result in an increase in the share of non-core regions to approximately 7%.

On the sustainability front, in 2024 the Fund retained its GRESB five-star rating and improved its score to 95 points (93 in 2023), taken the number one position in the Netherlands. The higher score was due to an increase in scores on GHG, water and waste, due to a better performance on those indicators. Also, the Fund scored higher on like-for-like reductions in energy consumption. The Fund will continue to focus on both coverage of data and on reductions to improve its score this year. Other opportunities for future improvements are related to the reuse of water.

#### **Retail Fund**

The Retail Fund delivered a solid performance with a total return of 3.3% for the full year (3.6% in 2023) consisting of 4.3% (4.4% in 2023) income return and -0.9% (-0.8% in 2023) capital growth. The relative performance against the MSCI Netherlands Index was an outperformance of 3.7% over the five-year period of 2020-2024. Over 2024 the relative performance against the MSCI Netherlands Index was an underperformance of -0.8%.

While the fundamental strategy was unchanged in 2024, the Fund puts even greater focus on its main strategic pillars - quality, future-driven and sustainability and delivered solid performances. On



Marktstraat, Eindhoven (the Netherlands)

the quality front, the Fund completed three acquisitions and one disposal. The Fund acquired the supermarket in Renkum, an Experience asset in Enschede, and the Experience asset in Utrecht. In addition, the Fund completed the sale of an asset in Apeldoorn.

On the sustainability front, the Fund managed to retain its GRESB 5-star rating, however its score declined to 88 points, four points lower than in 2023. The decline in score was due to a loss of data coverage. To retain its GRESB 5-star rating this year, the Fund will focus on improving the score on tenant data coverage of waste and water. The Fund scored less than its peer group on these performance indicators last year, and the Fund will now have to ensure that it continues to score highly on the other indicators. The Fund's goal was to have 91% of its assets certified as BREEAM-NL In-Use Good or better by the end of 2024, with more than 13% In-Use Very Good or better. In addition, benchmarks help the Fund to make informed business decisions to mitigate environmental, social and governance risks and enhance its long-term returns. The Fund saw a slight decline in the percentage of BREEAM-NL Good or better certificates to 79% (2023: 84%) and of its BREEAM-NL Very Good certificates to 4% (2023: 13%). The decline in both indicators was due to a transition to stricter assessment guidelines.

#### Healthcare Fund

Despite the economic turbulence on global markets, the Fund, predominantly dedicated to senior housing, continued its strategy to deliver Real Value for Life, focusing on generating stable returns by aiming for robust social returns. The total return for the full year came in at 8.1% (1.1% in 2023), consisting of 3.3% (3.7% in 2023) income return and 4.8% (-2.5% in 2023) in capital growth. Capital growth was more positive than expected and despite the capital growth and the substantial number of investment properties under construction in the portfolio, the Fund realised an income return of 3.3%. The relative performance against the MSCI Netherlands Index was an underperformance of



Houthaven LIFE, Amsterdam (the Netherlands)

-1.4% over the five-year period of 2020-2024. Over 2024 the relative performance against the MSCI Netherlands Index was an underperformance of 0.1%.

The Fund's fundamental strategy was unchanged and performed strong on its strategic pillars: growth, stable return, social return and environmental sustainability. On the growth front the Fund acquired several projects totalling more than  $\notin$  156 million. In 2024, the Fund added 13 new acquisitions to this pipeline. Over the past year, the Fund also took delivery of a further 12 assets and added these to its portfolio. A project consisting of three assets was abandoned in the grace period, leaving a secured pipeline of 21 projects with an investment mandate of  $\notin$  187 million at year-end 2024.

The specific indexation agreements are an example of the Healthcare Fund's focus on social return. Another example is the goal of housing all types of elderly people, resulting in a well-diversified portfolio with 36% assisted living, 29% intramural care and 33% private care. Furthermore, tenants are on average satisfied with the Fund's service. 2024 tenant satisfaction survey among our assisted living tenants resulted in an average score of 7.8 from private tenants and 7.9 from commercial tenants.

In the GRESB benchmark survey 2024 the Healthcare Fund improved its overall GRESB score by three points to 90 points, earning a 5-start rating. This improvement was primarily due to its like-for-like environmental performance on energy and water use. The Fund maintained an average GPR score of 7.2, with 100% coverage. Additionally, the GPR health score for a healthy indoor climate improved slightly to an average of 7.6.

Reference is made to the court ruling described in the Residential Fund section which may have a similar impact on the residential lease agreements in the Healthcare Fund.

#### Hotel Fund

Boosted by higher-than-expected capital growth the Hotel Fund performed well above expectations, recording a total fund return of 9.8% for the full year 2024 (4.1% in 2023), consisting of 5.7% income return (5.2% in 2023) and 4.0% capital growth (-1.1% in 2023). The Fund's fundamental strategy remained unchanged in 2024, focusing on its key strategic pillars, quality, diversification and sustainability.

Although there is a lack of suitable available assets and owners have so far been unwilling to sell hotels, the Fund did manage to successfully complete an acquisition transaction in 2024. The remaining



CASA, Amsterdam (the Netherlands)

commitment for acquisitions was fulfilled with the acquisition of the Ruby Hotel in Rotterdam. This involves the transformation of an existing vacant office building into a hotel with 231 rooms, a restaurant and a rooftop area. Completion is scheduled for July 2026. By completing this acquisition, the Fund delivered solid progress on its three main strategic pillars.

On the sustainability front, the Fund retained its GRESB 5-star rating in 2024 and scored 92 points, taking over the number one position in Europe and was appointed Global Sector Leader in the Hotel sector. In accordance with another ESG target, all assets now have at least a BREEAM-NL Very Good certificate for the Asset component.

#### **Impact Partnership**

In 2024 the Dutch Social Real Estate Impact Partnership signed two transactions for a total of 324 affordable and sustainable homes and commenced construction of the first project. In this phase the Partnership's primary focus is acquiring projects matching the strategic frame of the Partnership. By investing according to the social impact strategy, the Partnership has a clear intention to contribute to solutions for a broad target group by providing affordable, healthy, sustainable and appropriate housing. With this the Partnership intends to add much-needed homes to the Dutch housing stock.



De Bison, Maarssen (the Netherlands)

#### Europe Mandate

The Europe Mandate recorded a return of 0.7% in 2024 (-3.0% in 2023). The valuations are a result of a slight capital decline overall, offset by rental growth. Sentiment is mainly driven by expectations about future potential rate cuts. The 2024 total return for non-listed markets came in at 3.7% (-7.7% in 2023). Listed markets were more volatile and were boosted negatively in the last guarter by anticipated delay in rate cuts in Q4 resulting in -10.1% for this part of the portfolio for 2024 (14.0% in 2023). The relative performance against the INREV/GPR index was an outperformance of 1.5% over the five-year period of 2019 Q4 - 2024 Q3. By year-end 2024, the portfolio had a value of close to € 1.9 billion and 59% of the core investments (48% of the total investments) in the European portfolio scored above average on sustainability (GRESB 4 or 5 stars). The Europe Mandate's pipeline of committed investments currently amounts to € 207 million. The Mandate



Via Tornabuoni, Florence (Italy)

made new investments of € 196 million in 2024, mainly in non-listed Pan-European Hostels and Datacenters, as well as listed real estate.

#### North America Mandate

The North America Mandate recorded a return of 1.1% in 2024 (-4.1% in 2023). The returns of the Mandate are strongly influenced by the FED and their initiative to ease policy rates early 2024. However, the outlook for further easing was dampened by economic tailwinds and inflation per year end. Overall, 2024 proved slightly negative for non-listed markets which came in at -0.2% (-8.9% in 2023). Listed markets were more volatile and were positive over the year after a negative boost in the last quarter resulting in 4.0% return in 2024 for this part of the portfolio (14.0% in 2023). The relative performance against the NCREIF/GPR index was an outperformance of 2.0% over the five-year period of



38 6th Avenue, Brooklyn, NY (USA)

2019 Q4 – 2024 Q3. At year-end 2024, the portfolio had a value of nearly € 2.2 billion and 25% of the core investments (24% of the total investments) in the North American portfolio scored above average on sustainability (GRESB 4 or 5 stars). The North America Mandate's pipeline of investments currently stands at € 421 million. The Mandate made new investments of € 230 million in 2024, mainly in Canada Alternatives and US Single Family Rental Build to Rent, as well as Datacenters.

#### Asia-Pacific Mandate

The Asia-Pacific Mandate delivered a return of 0.7% in 2024 (3.7% in 2023). Overall, 2024 proved profitable, but the non-listed portfolio came in slightly negative at -0.2% (3.1% in 2023) mainly caused by yield expansion. The listed portfolio came in at 3.2% (1.2% in 2023). The relative performance against the ANREV/GPR index results in an outperformance of 2.5% over the five-year period of 2019 Q4 – 2024 Q3. At year-end 2024, the portfolio had a value of around € 1.6 billion and 62% of the core investments (51% of the total investments) in this portfolio scored above average on sustainability



Redfern student housing, Sydney (Australia)

(GRESB 4 or 5 stars). The Asia-Pacific Mandate's pipeline of investments currently stands at € 572 million. In 2024, this mandate committed a total of € 196 million, including investments in Australia Real Estate Debt, Student Housing, as well as listed Hotels.

# **Results of the management organisation**

# Bouwinvest's internal organisation

In 2024 we worked hard to further professionalise our organisation. Our internal transformation programme, #Invest, has already yielded initial results, laying the foundation for building the real estate investment management platform that will be necessary to sustain growth and deliver both financial and non-financial outcomes for our clients. At the same time the changes within our organisation have resulted in the departure of some valued colleagues who made significant contributions to the success of Bouwinvest over the past years.

We have implemented a new remuneration and performance management policy to deliver outperformance to our clients, with a strong focus on both results and behaviour. We invested in the development of our leadership team, launched our 4 core competencies (collaboration, flexibility, client focus and result driven), and started with 360 degrees feedback in our performance cycle.

In 2023 Bouwinvest the DE&I Policy was published. Bouwinvest's purpose of 'Real Value for Life', applied in its investment strategy, is also reflected through the Diversity, Equity and Inclusion Policy (DE&I Policy). In 2024 the DE&I committee was established and various initiatives took place to support a diverse, equitable, and inclusive workforce. We aim to create an environment in which every employee feels safe, respected, and free to be who they are. This pursuit applies to all offices of Bouwinvest, located in Amsterdam, New York, and Sydney.

### Growing management organisation

Mostly due to the upward net valuations in Dutch portfolio and capital deployment in both the Dutch as the International portfolio, the invested capital increased by  $\in$  1.4 billion to  $\in$  16.6 billion. Entrusted capital increased by  $\in$  1.1 billion to  $\in$  19.2 billion. In 2024, the workforce increased by 23 new employees (22.1 FTEs) while 36 employees (34.4 FTEs) left the organisation, representing a turnover rate of 14.4%. At year-end 2024, Bouwinvest had 218.8 FTEs (2023: 230.2 FTEs).

	Employees	5	Senior managem	ent	Employe	es by age	Staff turnover	Absentee- ism	Intern- ships	Employee satisfaction
2024	Female	34%	Female	19%	<30	9.2%				
	Male	66%	Male	81%	30-39	31.2%				
	Total	218.8 fte			40-49	27.3%	14.4%	2.4%	1	-
					50-59	26.7%				
					>60	5.6%				
2023	Female	35%	Female	11%	<30	11.4%				
	Male	65%	Male	89%	30-39	28.8%				
	Total	230.2 fte			40-49	31.7%	7.7%	4.5%	2	-
					50-59	22.9%				
					>60	5.1%	-			

### HR vision and strategy

With a focus on performance and behaviour of our employees, Bouwinvest aims for a resilient and diverse workforce, that cooperates as one team for the long-term success of our clients and contributes responsibly. This requires empathic leaders, who support professional and personal growth, increase engagement and performance by giving and receiving feedback. Bouwinvest invests in the development of capabilities, competencies and behaviour. The HR Strategy is based on providing the talent and resources that are required to execute the corporate strategy, the annual business plan and especially the fund- and

mandate strategies on behalf of our clients. This is achieved by creating a workplace environment in which employees can perform optimally, develop themselves and excel in their roles. We strive to develop an environment of trust, respect and open communication.We recognise and reward excellent performance with an integral and transparent performance & rewards policy and career perspective. This contributes to our shared goal and ambitions.

### **Remuneration policy**

The new remuneration policy applicable from 1 January 2025 aims to attract, motivate and retain the right employees, thereby ensuring the continuity of Bouwinvest and achieving the Corporate Strategy and its long-term objectives. The policy is also aimed at preventing employee remuneration from leading to negligent treatment of Bouwinvest's clients or participants in the investment funds managed by Bouwinvest. The remuneration policy is consistent with and contributes to effective risk management, prevents conflicts of interest, and does not encourage taking risks that are incompatible with the risk profile or the terms of the investment funds and asset management mandates of Bouwinvest. The remuneration policy promotes a culture of integrity, responsibility, and long-term perspective, and encourages behaviour that contributes to the sustainable development of the company. The remuneration policy also aligns with the controlled remuneration policy that Bouwinvest, as a financial institution, implements as part of its controlled business operations.

Total staff remuneration of employees with permanent contracts at Bouwinvest, including salaries, social security charges and pension contributions, amounted to  $\in$  33.3 million in 2024 ( $\in$  32.7 million in 2023). Personnel costs per FTE increased from  $\notin$  142.2 thousand in 2023 to  $\notin$  151.6 thousand in 2024 due to the regular annual salary increases.

Bouwinvest has a remuneration policy in place that complies with the restrained remuneration regulations (Wet beloningsbeleid financiële ondernemingen). In total 52% of employees qualify for variable remuneration of a maximum of 4% of their gross annual base salary, based on the organisation's collective performance targets. In 2024 the collective targets have been achieved, and therefore the collective variable remuneration of 4% was granted to all employees (2023: 0%). Individual performance targets have been agreed with the remaining 48% to the more senior positions and management. These employees have total variable remuneration maximised at 10% of their gross annual base salary (this includes the 4% collective variable remuneration mentioned above). As of 1 January 2025 a new variable remuneration package applies. The Management Board bears primary responsibility for the remuneration policy.

# Staff remuneration based on AIFMD remuneration rules

Bouwinvest works on the basis of an AIFMD licence. Below is the total amount of remuneration Bouwinvest paid out to its staff over the year as a whole, divided into fixed and variable income.

	Fixed remuneration (x € 1,000)	Variable remuneration (x € 1,000)	Total remuneration (x € 1,000)
2024	32,098	1,231	33,329
2023	32,155	571	32,726

# Identified staff

The aggregate amount of the remuneration at Bouwinvest, divided into the highest levels of senior management and the identified staff members whose actions have a significant impact on the risk profile of the investment entity, is given below. In 2024, 32.2 FTEs qualified as identified staff (2023: 31.8 FTEs).

	Fixed remuneration (x € 1,000)	Variable remuneration (x € 1,000)	Total remuneration (x € 1,000)
2024	7,981	670	8,651
2023	7,100	417	7,517

An explanation of the remuneration of the Management Board and the Supervisory Board is included in the Remuneration report on page 56.

### Taxation

#### Legal changes

From 1 January 2025, Fiscal Investment Institutions (FIIs) may no longer invest in directly-held real estate. To prevent the Bouwinvest funds from having to pay corporate income tax, because of this change of law, Residential Fund and Retail Fund have been converted into tax transparent Funds for Mutual Account ('FMA's') on 31 December 2024 and Hotel Fund on 1 January 2025. Fiscal transparency of these FMA's prevents double taxation for investors. These restructurings have been in principle tax neutral. Office Fund and Healthcare Fund have been restructured into FMA's before (31 December 2022 respectively 31 December 2023).

### Data and technology

Bouwinvest has continued its journey towards a data-driven organisation. By enhancing controlled access to data, the company has democratised information, allowing a broader range of employees to access and utilise data more effectively. This initiative has also helped to eliminate data "islands", fostering a more integrated and collaborative environment. The collaboration between Business Technology, data scientists, and analysts has been strengthened, ensuring that data insights are more effectively leveraged across the organisation.

A key development in this journey has been the adoption of PowerBI as the primary reporting tool. This has led to more consistent, timely, and standardised reporting processes, significantly reducing the organisation's reliance on Excel-based reports. This implementation has improved the accuracy of reporting and decision-making capabilities.

In addition to these advancements, Bouwinvest has implemented Human Capital Management software, leading to process improvements in HR, Finance, and IT, particularly in the area of joiner, mover and leaver process. Within the tenant domain, further automation has been achieved with enhanced customer checks, customer interactions, and digital payment reminders.

From a regulatory compliance perspective, Bouwinvest has undertaken action to achieve compliance with the Digital Operational Resilience Act. These efforts ensure that the organisation remains compliant with regulatory standards, further solidifying its commitment to operational excellence and data integrity.

### Environmental impact management organisation

In 2024 head office energy use was 86 kWh/m<sup>2</sup> compared to 72 kWh/m<sup>2</sup> in 2023.

# **Financial results of the management company**

# Income

Net income amounted to  $\notin$  2.9 million in 2024 (2023: -/-  $\notin$  2.2 million). The operating result of  $\notin$  1.6 million recorded in 2024 was  $\notin$  4.7 million higher than in 2023, due to a combination of a recharge of costs to the Funds and Mandates ( $\notin$  2.7 million), lower operating costs ( $\notin$  1.5 million) and higher regular management fees ( $\notin$  0.5 million).

### Management fee

The management fee increased by € 3.2 million year-on-year to € 58.2 million in 2024 (2023: €55.0 million). The main driver of the increase is the recharge of costs to Fund and Mandates (€ 2.7 million). The regular management fee recording € 55.5 million, € 0.5 million higher than 2023 due to higher NAV's of the Fund and Mandates.

### **Operating costs**

Operating expenses decreased by € 1.5 million to € 56.6 million in 2024, from € 58.0 million in 2023.

Total personnel costs decreased with  $\in$  1.6 million in 2024. This is mainly due to lower costs for temporary staff (-  $\in$  2.2 million). This effect is partly offset by higher regular wages and salaries ( $\in$  0.8 million), as a result of the annual personnel salary increases as per January 1, 2024. Costs for temporary staff decreased, mainly due to cost reductions on this level by execution of projects by own employees.

The other operating expenses increased with  $\notin$  0.7 million to  $\notin$  20.6 million in 2024 (2023:  $\notin$  19.9 million). As a result of the organisational changes, Bouwinvest recognised a provision for severance payments of  $\notin$  2.3 million. These costs are included in the other personnel costs. The other costs within this category are lower as a result of lower expenditures on personnel related expenses, a.o. training & education and seminars. As a result of cost reductions, the communications expenses are lower than 2023. Despite higher costs for costs related to the organisational changes, the total consultancy costs for 2024 decreased compared to 2023, a.o. due to lower expenses on external legal advice.

As a result of the organisational changes and the implementation of CSRD, MiFID and DORA the project costs are significantly higher than prior year.

### Result from investments in associates

The increase of the result in associates is driven by the better performance of the Funds and Mandates in 2024 compared to 2023.

#### Interest income and expenses

Interest income is € 0.2 million higher than in 2024 due to an increase in interest rates.

#### Corporate income tax

The total corporate income tax in 2024 amounted to  $\notin$  1.2 million (2023: -/-  $\notin$  0.8 million). The effects of changes in the deferred tax assets and liabilities were higher than in 2023. The effective tax rate for 2024 was 28.5% (2023: 25.7%). The deferred tax liabilities are related to the difference between the fiscal and commercial valuation of the participations in the Dutch funds (cost price versus fair value) valued at the expected tax rate. Deferred tax assets are related to the difference between the fiscal and commercial carrying amount of tangible and intangible fixed assets. For tax purposes, assets cannot be depreciated more quickly than over five years, while some assets have a shorter depreciation period for commercial purposes.

# Financial position

#### Solvency

Bouwinvest's shareholders' equity increased with  $\notin$  2.9 million to  $\notin$  45.3 million in 2024 (2023:  $\notin$  42.4 million). This increase is a result the addition of net income for 2024 ( $\notin$  2.9 million). The solvency ratio stood at 79% in 2024 (82% in 2023). This decrease is a result of a increase of the total assets and liabilities mainly driven by a increase in the current liabilities ( $\notin$  2.3 million) as a result of an increase of tax payable and the provision for severance payments.

#### **Cash position**

At year-end 2024, Bouwinvest had € 36.4 million on current accounts with the company's bank ABN AMRO. This is sufficient to cover all outstanding liabilities and also meets the formal requirements of the AIFM directive.

#### Profit distribution and dividend policy

The Management Board proposes to pay a dividend of  $\leq 0.9$  million to the shareholder and to add  $\leq 2.0$  million to the retained earnings. Bouwinvest aims to have future-proof shareholders' equity to facilitate the growth of the organisation and to achieve its strategic objectives. Bouwinvest's capital policy is geared towards achieving this and the proposed dividend payment and the addition of the remaining net profit to its retained earnings is in line with this capital policy.

# **Management organisation outlook**

The outlook for the coming year is dominated by the uncertainty around the duration and intensity of the conflicts in the Middle-East and Ukraine, the increasing unpredictability of the United States government and indeed in the reaction of businesses and other countries to the changeable behaviour of the United States. Interest rates have clearly peaked and were set to decrease again. However the previously assumed downward policy rate steps by the central banks has now been replaced by more uncertainty given the events as described above and the potential impact on trade, growth, confidence, inflation and thus interest rates.

The more positive flipside is that the defense spending that has been announced by governments across Europe is expected to drive innovation, productivity and economic growth over the coming years. This comes on top of the strong tenant demand and rental growth that we already see in large swaths of our portfolio as supply-demand balances remain healthy. However, on balance, the quote "survive to '25" is less applicable than we may have previously imagined due to continuing and new uncertainties. The ongoing recovery of real estate markets has thus become less certain for the coming year.

The long-term outlook for the real estate sector remains positive. Demographic, economic and sustainability tailwinds continue to lead to strong underlying demand for the development, repurposing and refurbishment of real estate assets across the countries that we invest in, especially in the residential, logistics, data, leisure and healthcare sectors. This underpins the persistent demand for institutional capital and will provide a good basis for stable capital growth and direct returns in the future. Given our reputation, organisational competencies, strong culture and focus on ESG excellence, Bouwinvest is well positioned for continued success as global real estate investment manager.

The main priority of the management organisation in 2025 will as always be to drive performance in the Funds and Mandates that we manage on behalf of our clients. In addition, we will intensify our efforts with regard to business development, capital raising and capital deployment. Finally, this year we will complete our internal transformation programme to build an organisation and culture that is result oriented, flexible and focused on driving financial and non-financial performance for our clients.

# **Corporate governance**

### Legal structure

Bouwinvest Real Estate Investors B.V. (Bouwinvest) is a wholly owned subsidiary of 'Stichting Bedrijfstakpensioenfonds voor de Bouwnijverheid' (bpfBOUW, the pension fund for the Dutch construction industry). Bouwinvest is a statutory two-tier board company, subject to the provisions of the mitigated twotier regime. Bouwinvest manages the following funds:

- Bouwinvest Dutch Institutional Residential Fund
- Bouwinvest Dutch Institutional Retail Fund
- Bouwinvest Dutch Institutional Office Fund
- Bouwinvest Dutch Institutional Hotel Fund
- Bouwinvest Dutch Institutional Healthcare Fund
- Dutch Social Impact Real Estate Partnership C.V.

#### Bouwinvest legal structure

Bouwinvest has separate mandates from bpfBOUW for the management of international real estate investments in Europe, North America and the Asia-Pacific region. The company holds 100% of the shares in three subsidiaries: Bouwinvest Asia Pacific PTY LTD (Australia), Bouwinvest North America LLC (USA) and Dutch Social Impact Real Estate GP B.V.



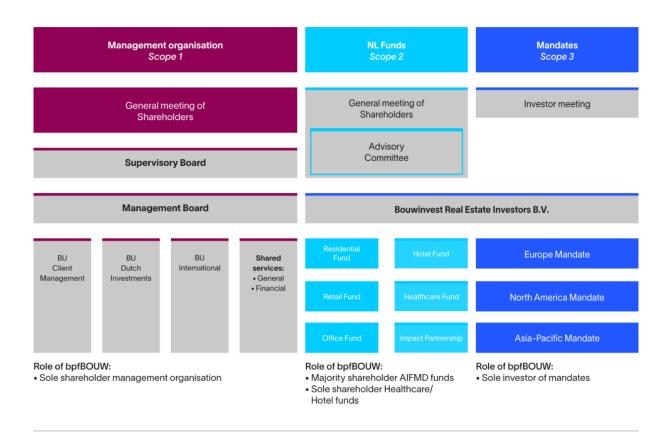
Bouwinvest also holds limited interests in the following open funds that it manages:

- Bouwinvest Dutch Institutional Residential Fund (0.159%)
- Bouwinvest Dutch Institutional Office Fund (0.202%)
- Bouwinvest Dutch Institutional Retail Fund (0.190%)

Because Bouwinvest exerts significant influence on these funds, these interests are classified as associated companies in the financial statements, even though the interests are less than 20%.

#### Threefold scope

Bouwinvest operates on the basis of a threefold scope.



# Management Board

The members of the Management Board are collectively responsible for the management of the company and the continuation and general operation of the company's business. The Bouwinvest Management Board consists of five persons: the Chief Executive Officer (and statutory director), the Chief Financial & Risk Officer (and statutory director), the Chief Client Officer, the Chief Investment Officer Dutch Investments and the Chief Investment Officer International Investments. The statutory directors are appointed by the General Meeting of Shareholders following nomination by Bouwinvest's Supervisory Board. The non-statutory directors are appointed by the Management Board, with the approval of the Supervisory Board. The Management Board is governed by a set of regulations that also outline its tasks and responsibilities. The Management Board endorses the Dutch Corporate Governance Code.

### **Internal Audit**

The purpose of internal audit is to enhance and protect organisational value by providing risk-based and objective assurance, recommendations and insights. The Internal Audit function (IAF) supports Bouwinvest in accomplishing its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of governance, risk management and control processes. The IAF reports directly to the Management Board and the Audit, Risk & Compliance Committee of the Supervisory Board, with a hierarchical reporting line to the CEO. The IAF is governed by an Internal Audit Charter and a risk-based audit plan, updated at least annually and approved by the Management Board and the Supervisory Board. The methodology applied by the IAF is based on the Institute of Internal Auditor's (IIA) International Professional Practices Framework (IPPF).

# Works Council

The Works Council protects the interests of the company's employees. One of the ways the Works Council does this is to make use of its right to consultation and right of consent. The Works Council is involved in virtually everything the company and staff do to keep employees well-informed about developments. The Works Council meets the Management Board four times a year, and a member of the Supervisory Board is present at two of these meetings.

### Supervision

The Supervisory Board supervises the policies of the Management Board and the general course of affairs in the company and its business, and is responsible for the employment of the statutory directors. The Supervisory Board also advises the Management Company. The Supervisory Board has an Audit, Risk & Compliance Committee and a HR Committee. Both committees' tasks and responsibilities are set down in formal regulations.

The Supervisory Board currently has three members, who are appointed by the General Meeting of Shareholders. One of the members is appointed on the nomination of the Works Council. The maximum term of office is four years, with the possibility of reappointment for an additional four years. The Supervisory Board is assisted by the Corporate Secretary. The Corporate Secretary ensures that the correct procedures are followed and that the Supervisory Board acts in accordance with its legal and statutory obligations and powers and the applicable corporate governance rules.

### Act on the management and supervision of Dutch legal entities

Bouwinvest strives for a balanced gender ratio within the boards, targeting a 50/50 distribution as much as possible. The gender ratio in Bouwinvest's Management Board (five members) is currently 20% women and 80% men. The gender ratio in Bouwinvest's Statutory Board of Directors (two members) is currently 100% men. The gender ratio in the Supervisory Board (three members) is currently 67% women and 33% men. The gender ratio for senior management (identified staff 32.2 FTE) is currently 23% women and 77% men.

Bouwinvest will carry out an evaluation to determine the desired profile of any new members should members of the Management Board and/or the Supervisory Board resign or new senior management staff will be hired. This evaluation will take diversity criteria, including a balanced ratio of male and female members, into account. In case of candidates with comparable profiles, the gender that is currently underrepresented will be given preference to achieve a more balanced gender ratio.

Currently, the gender ratio is not completely balanced. This is a result of the gender ratio build up in previous years.

# **External auditor**

Before being presented to the General Meeting of Shareholders for adoption, the annual financial statements prepared by the Management Board must be examined by an external auditor. The General Meeting of Shareholders has the authority to appoint the external auditor. The Supervisory Board nominates the external auditor for appointment or reappointment by the General Meeting of Shareholders, taking the Audit, Risk & Compliance (ARC) Committee's advice into account. The role and scope of the external auditor, together with the auditor's fee, are decided upon by the Supervisory Board on the recommendation of the ARC Committee. The external auditor reports their audit findings in the management letter as well as the audit result report. Prior to publication, the annual financial statements are discussed with the ARC Committee in the presence of the external auditor. In addition, the annual financial statements have been discussed with the Supervisory Board and the external auditor.

# General Meeting of Shareholders

General Meetings of Shareholders are held at least once a year to discuss the company's business over the past year and the annual report, to adopt the financial statements, decide on the dividend proposal, discharge the members of the Management Board for their management and discharge the members of the Supervisory Board for their supervision. The meeting may also deal with the appointment of the members of the Supervisory Board and the statutory directors. Shareholder meeting approval is required for resolutions that have a material impact on Bouwinvest's strategy or risk profile.

# Integrated management and compliance

# Risk management

Bouwinvest aims for a healthy balance between risk and return and strives to take risks in a conscious and sustainable manner in the interests of its shareholder and investors. Integrated risk management is a key mechanism to achieve this goal. The mechanism provides for the identification, assessment and understanding of risks inherent in Bouwinvest's services, products, support activities and systems.

To apply integrated risk management properly, Bouwinvest has implemented a risk governance model, a methodology that aims to match risk appetite to the risk profile of Bouwinvest and its funds and mandates, and to make it possible to measure the applicable risk exposures. The risk appetite determines the maximum acceptable risk that Bouwinvest is willing to take and is aimed at optimising the risk/return ratio.

### **Risk governance**

Bouwinvest has a risk governance and decision-making system based on the Three Lines Model (derived from the IIA model). This creates a clear structure for everyone, which helps raise awareness of everyone's role and responsibility on the risk management front.

The Management Board is ultimately responsible for risk management and provides the organisation with guidance on how to remain within the established risk appetite at strategic, tactical and operational levels. The Supervisory Board is responsible for supervising the Management Board.

### **Risk profile**

Bouwinvest uses a risk management framework to manage its risk profile and that of its funds and mandates. This framework helps the organisation to identify and manage all material risks at strategic, tactical and operational levels.

#### **Risk taxonomy**

The risk taxonomy is a list of the material risks which Bouwinvest is or may be exposed to, and which arise from its business activities. The risk taxonomy ensures that Bouwinvest has insight into the relevant material risks and can manage these risks properly. Bouwinvest has product-specific risk taxonomies for the funds and mandates it manages.

Bouwinvest updates its risk taxonomy on an annual basis. If Bouwinvest is potentially exposed to a new or evolving type of risk, the risk taxonomy is updated more frequently.

### **Risk appetite**

Bouwinvest's risk appetite determines the level of risk it is willing to take at an aggregate level to achieve its strategic objectives. Bouwinvest constantly monitors its risk appetite using a risk indicator framework based on quantitative and qualitative variables.

The risk indicator framework consists of statements for each material risk as included in the risk taxonomy. Each risk indicator has a limit that is used within the current risk profile. In addition, Bouwinvest has early warning limits in place so it can intervene in a timely fashion to prevent itself from exceeding its defined risk appetite. Bouwinvest has defined product-specific risk appetites for the funds and mandates it manages.

The Management Board discusses Bouwinvest's compliance with its risk appetite and its outlook with the Supervisory Board on a quarterly basis. Each quarter, Bouwinvest briefs its investors about compliance with the risk appetite for the funds and mandates via individual fund and mandate reports.

Each year, Bouwinvest reviews and determines its risk appetite and the associated limits of its risk indicator framework. The risk appetite is recorded in a risk appetite statement. This statement is drawn up by the Management Board. Bouwinvest determines the risk appetite for the individual funds and mandates annually in the shareholders meeting and records this in the relevant fund and mandate documentation.

#### **Risk culture**

Bouwinvest focuses continuously on risk awareness as an integral part of its company-wide risk culture. It does this via communications, risk awareness sessions, as well as the inclusion of risk management targets in individual employee targets.

Employees are also expected to be aware of the risks inherent in the processes they perform or which they are responsible for, as well as the risks they may take, and are expected to act in accordance with Bouwinvest's code of conduct.

#### **Risk description**

The main risks Bouwinvest recognises are described below. These main risks are subdivided into sub-risks and Bouwinvest has defined risk indicators and (early warning) limits for these.

#### Strategic risks

*Geopolitical and macroeconomic risks:* The unstable geopolitical situation could negatively affect the real estate (and other financial) markets. The same holds for macroeconomic risks which are inherent to real estate investments. Real estate markets are especially sensitive to interest rates. The assets under management (and hence the revenues of the management company) fluctuate with these markets. These risks are mitigated by the stable cash flows that prime real estate generates and its relatively strong inflation hedge. Furthermore, the assets under management are geographically diversified and spread over various real estate segments. Most important is the long term horizon of Bouwinvest as a real estate investor, which makes the long term results less dependent from short term fluctuations.

*ESG risks:* Environmental, Social and Governmental risks such as physical climate risks can negatively affect the assets under management. These risks are extensively taken into account in the acquisition process and are closely monitored on portfolio level.

#### **Operational risks**

*IT risk:* The internal and external level of cyber threats remains high. Such threats could harm the integrity of the data and negatively affect the organisational operations and assets. This risk is mitigated by the company's internal control measurements.

*Fraud risk:* Fraud could lead to financial and reputational damage of the company. This risk is mitigated through internal and external control measurements.

#### **Financial position**

*Credit risk:* Credit risk is the risk of financial losses for the company if a client or counterparty fails to meet its contractual obligations with respect to a financial instrument. The company runs credit risk on the cash and cash equivalents and the registered receivables. The credit risk on receivables is limited, as Bouwinvest provides services for creditworthy parties and the open balance of receivables is generally low. The risk related to cash and cash equivalents is mitigated by using only systemic banks.

*Liquidity risk:* Liquidity risk is the risk that the company will find it difficult to meet its financial obligations. The company has sufficient cash and cash equivalents and other current assets available to meet its financial obligations.

*Interest rate risk:* The company has limited exposure to interest rate risk, as it does not use borrowed capital for its financing. Only the company's interest earnings on the balances held in its bank accounts are based on a floating interest rate.

#### **Financial reporting**

*Valuation risk:* To attain a trustworthy estimate of the company's assets under management (and hence the company's income), the valuation process is conducted in accordance with the internal valuation policy.

#### Changes in laws and regulations

To remain compliant with all relevant (tax and other) laws and regulations, there are internal and external control measurements.

# Compliance

#### **Compliance function**

The Compliance department supports Bouwinvest by interpreting supervisory legal and regulatory requirements, helps implement these requirements, provides advice, assists in the execution of risk analyses and monitors compliance with regulatory requirements and internal policies. Another important part of its task is to strengthen integrity awareness within Bouwinvest by providing training courses to employees.

#### **Compliance cycle**

The head of the Compliance department reports to the CFRO. The Compliance department also reports on a quarterly basis to the Management Board and the Audit, Risk & Compliance committee of the Supervisory Board.

#### Legal and regulatory requirements

The Compliance department actively monitors national and European legislative developments with respect to Bouwinvest's AIFMD licence, to determine the impact and implement any changes in a timely fashion.

In 2024, Bouwinvest obtained MiFID (Markets in Financial Instruments Directive) top-up license, allowing us to offer investment services, including discretionary portfolio management and investment advice, to professional clients. Bouwinvest has implemented these MiFID processes within the organisation.

In 2024, Bouwinvest continued work revising the further implementation of the revised Customer Due Diligence (CDD) policy. The CDD policy includes measures required under the Dutch Prevention of Money Laundering and the Financing of Terrorism Act (Wwft) and relates to both new and existing investors and business associates.

Bouwinvest regularly screens its business associates against sanctions lists and has not identified any violations of these sanctions.

#### Management of compliance risks

Risk management is a key part of conducting business in an ethical manner. The Compliance department supports the organisation to control any identified compliance risks by enhancing the awareness of these risks, how they can be reduced or controlled and what Bouwinvest expects of employees in this regard.

Every year Bouwinvest carries out a Systematic Integrity Risk Analysis (SIRA). The purpose of the SIRA is to identify integrity risks, assess the effectiveness of the control of the risks and to identify points of attention in relation to risk management. The Compliance department presented the SIRA report and its findings, based on the analysis and interviews with employees, to the Management Board. In addition, the Compliance function monitors all outstanding actions prepared as a result of SIRA.

### Training and awareness

Bouwinvest values an open culture in which dilemmas can be discussed and considers this to have an important role in mitigating compliance risks. The Compliance department also revised their policy documents in 2024 and organised additional awareness activities related to these policies.

#### Incidents and reports

In 2024, Bouwinvest received no reports of incidents, including corruption or fraud. There were 22 data breaches with respect to the processing of personal information. Three of these were reported to the regulator, the Dutch Data Protection Agency. Some of the data breaches occurred at processors, such as property managers. The data breaches were caused by, amongst others, incorrectly sent e-mails. All data breaches were investigated and, where necessary, additional control measures were taken. Bouwinvest has informed the data subjects where necessary

#### Surveys and investigations by regulators

Bouwinvest received market-wide survey on Risk Management Tools from the AFM and provided input in response to these requests. We did not receive (individual) feedback from this information request.

In addition, Bouwinvest did not receive any specific inquiries from the regulator.

# Supervisory Board report



# **Supervisory Board report**

The Supervisory Board hereby presents the Bouwinvest Real Estate Investors B.V. (Bouwinvest) 2024 annual report, which includes the financial statements for 2024. The Bouwinvest Management Board prepared the annual report, Deloitte Accountants B.V. has audited the financial statements and provided an unqualified auditor's report (see the auditor's report chapter).

The Supervisory Board has discussed the annual report with the Management Board, in the presence of the external auditor. The Supervisory Board has concluded that the annual report meets all the rules and requirements in the field of governance and transparency. The annual report provides an accurate and complete picture of the results, risks and events that the Supervisory Board oversees.

The financial statements will be submitted to the Annual General Meeting of shareholders (AGM) for adoption on 15 April 2025, as part of the 2024 annual report. The Supervisory Board proposes that the meeting adopts the financial statements and, as proposed by the Management Board, to pay a dividend of  $\notin$  0.9 to the shareholder and to add  $\notin$  2.0 million to the retained earnings. The Supervisory Board proposes that the General Meeting discharge the Management Board and the Supervisory Board for the performance of their respective duties in the financial year 2024, and that the General Meeting adopt the financial statements.

# 1. Supervision

The Supervisory Board supervises and advises the Management Board in the setting and realisation of its strategic targets and is responsible for the employment of the statutory directors. In this report, the Supervisory Board explains how it has fulfilled its role in the year under review.

For Bouwinvest, the first half of the year was characterised by continuing challenging real estate market conditions. The second half of 2024 saw an improvement of market conditions despite continuing geopolitical tensions. As interest rates are lowered in more jurisdictions and the outlook for further reductions is more concrete, the upward impact on valuations is increasingly visible. The Supervisory Board regularly discussed these developments with the Management Board.

Also this year the Supervisory Board has been closely involved in the internal transformation project #Invest. To successfully execute the new corporate strategy, the Bouwinvest organisation will need to become more flexible and efficient in order to cope with cyclical downturns, increased regulatory requirements, and the corresponding additional resources required to address these. In addition to the #Invest project, the Management Board launched an extensive strategic profit improvement programme to decrease the costs of the management organisation, increase the focus on cost control, accelerate the efficiency of the organisation, and invest in areas of strategic importance. To develop a structural healthy cost/income ratio Bouwinvest needs to become a more flexible and agile organisation, demonstrate structural outperformance in its products, improve client and product diversification and decrease the time-to-market for launching new products and investment strategies. Within the Dutch direct business lack of capital deployment remains a serious issue with most acquisition activity still primarily focused around developments – especially for the living (Residential, Healthcare and Impact) strategies. Standing assets remain difficult to purchase at current pricing and hurdle rates, especially given the various strict ESG requirements that the Bouwinvest funds and mandates have adopted.

### Corporate Strategy

The Management Board adjusted and updated the corporate strategy of Bouwinvest to the market conditions and deeper insights following the #Invest project and the Cost Improvement Programme, including a Cost Allocation Model. Focus points are to bring down the cost/income ratio, to accelerate the business development process and to focus on the core tasks of an Investment Management organisation. The Supervisory Board discussed this updated corporate strategy with the Management Board. The corporate strategy has been converted into the Bouwinvest Business Plan 2025 and the strategic objectives have been translated into clear targets and KPIs as part of this Business Plan.

The quarterly reports were discussed extensively by the Supervisory Board, enabling it to form a complete picture of the progress against the strategic objectives, the creation of stakeholder value and the financials of Bouwinvest. Accurate, timely and active execution of the fund and mandates plans, in combination with outstanding client service, are key to Bouwinvest's success. The Supervisory Board also discussed the results of the performance evaluation of Bouwinvest's Dutch and International investments, in terms of process, methodology, performance measurement and indices.

A deep dive was organised on physical climate risks, with special attention to the real estate portfolios in the Netherlands as well as the International portfolio. The Supervisory Board discussed this topic to get better insight in long term effects of climate change for the real estate market and more specific the real estate portfolios managed by Bouwinvest.

The Supervisory Board approved the Integrity Policy of the Supervisory Board.

# 2. Composition of the Supervisory Board and evaluation

#### Composition of the Supervisory Board

On 1 July 2024 Jos Nijhuis stepped down from his position on the Supervisory Board of Bouwinvest Real Estate Investors after five years, as well as from his role as Chairperson of the Supervisory Board. He had been offered a chairperson position elsewhere, which leaves him with insufficient time to continue his role at Bouwinvest. Wendy Verschoor took over the position of Chairperson of the Supervisory Board from 1 July 2024. At year-end 2024, the Supervisory Board consisted of two female members and one male member, which constitutes a female to male ratio of (67%). Details on each member of the Supervisory Board are provided in the next section of this annual report.

#### Composition of the Supervisory Board and its committees

	J.A. Nijhuis	J.H.P.M. van Lange	G.E.A. Reijnen	W.B. Verschoor
Supervisory Board	<ul> <li>(chair)<sup>1</sup></li> </ul>	<ul> <li>(vice chair)</li> </ul>	•	<ul> <li>(chair)<sup>2</sup></li> </ul>
Audit, Risk & Compliance Committee		• (chair)	•	•
HR Committee	•	•	• (chair)	•

1 Jos Nijhuis has retired from the Supervisory Board as per July 1, 2024.

2 Wendy Verschoor has been appointed as Chair as per July 1, 2024.

During the search period for a new supervisory member, Gabrielle Reijnen has temporary joined the Audit, Risk & Compliance Committee as per July 1, 2024. Jos van Lange and Wendy Verschoor have temporarily joined the HR Committee as per July 1, 2024.

#### Division of the areas of expertise of the Supervisory Board

	W.B. Verschoor	J.H.P.M. van Lange	G.E.A. Reijnen
Year of birth and nationality	1974, Dutch	1956, Dutch	1967, Dutch
Year of first appointment	2019	2019	2019
End of appointment	2024, 2028	2023, 2026	2024, 2028
Latest leaving date	2028	2026	2028
Areas of expertise			
Real estate	•	٠	
Investment Management	•	•	•
Finance / Accountancy	•	•	•
Risk Management	•	•	
Corporate Governance	•	•	•
CSR	•	•	•
Human Resource Management			•

Each member of the Supervisory Board is independent, according to the criteria laid down in the regulations of the Supervisory Board.

#### **Evaluation**

In the first quarter of 2024, the Supervisory Board conducted an internal self-evaluation, the results of which were discussed with the Management Board. The evaluation indicated that the Supervisory Board is experienced, professional, well-prepared, and closely aligned with market developments. Internal dynamics were characterised as respectful, open and constructive. The Supervisory Board's composition was considered balanced and complementary in terms of expertise, roles, and behavioural diversity, though with a strong financial focus. In 2024, attention has been directed more internally due to #Invest. Ensuring a well-balanced focus between internal operations and external factors, such as market developments, capital raising and deployment and investor relations, remains a key point of attention.

# 3. Other matters

#### Appointments

#### Members of the Management Board

No new appointment or re-appointments were made to the Management Board in 2024.

#### Members of the Supervisory Board

Gabrielle Reijnen and Wendy Verschoor were reappointed for a second term in 2024, for a period of 4 years.

	J.A. Nijhuis	J.H.P.M. van Lange	G.E.A. Reijnen	W.B. Verschoor
Supervisory Board	3 of 3	8 of 8	7 of 8	8 of 8
Audit, Risk & Compliance Committee		5 of 5	2 of 2	5 of 5
HR Committee	4 of 4	2 of 2	6 of 6	2 of 2

### Meetings and committees

#### **Supervisory Board**

The Supervisory Board met a total of eight times in 2024. Prior to the regular meetings, the Supervisory Board held its own consultations. Above, you will find an overview of the number of meetings of the Supervisory Board and its committees, together with the attendance record of the members of the Supervisory Board.

In addition to these meetings, the chair and the other members of the Supervisory Board consulted regularly with the members of Bouwinvest's Management Board.

Last year there were regular consultations involving the chair of the Supervisory Board, the chair of Audit, Risk & Compliance committee, the CEO and CFRO of the Management Board, the chairs of the Board of Stichting Bedrijfstakpensioenfonds voor de Bouwnijverheid (bpfBOUW) and the director of the management office of bpfBOUW.

As the member appointed on the nomination of the Works Council, Supervisory Board member Wendy Verschoor acts as the liaison between the Supervisory Board and the Works Council. She joined also regularly meetings of the Works Council with the CEO on the general course of affairs of the company.

#### Audit, Risk & Compliance committee

The Audit, Risk & Compliance committee met a total of five times in 2024. The committee discussed amongst others the Q-reports, the budget for 2025, the annual results 2023, the reports of the external auditor and the management letter.

The external auditor was present at all the meetings of the Audit, Risk & Compliance committee. The committee met the external auditor without the Management Board being present. The committee also advised the Supervisory Board on the performance of the external auditor which it considered to be good. The committee paid particular attention to the changed market conditions and the increasing impact of these on both the funds and mandates as well as the management organisation. The committee also discussed the Risk Management, Compliance, Internal Audit reports and the ISAE 3402 type 2 reports. The committee continued to devote attention to the further development of the Bouwinvest Risk Management, Compliance and Audit functions. A deep dive was organised on CSRD and the committee monitored the implementation of CSRD. The committee also and paid attention to the execution of the CDD process. Updated charters for Risk Management, Compliance and Audit were discussed. The committee was satisfied with the results. The Audit, Risk & Compliance Committee devoted attention to privacy, IT, Cyber security and the implementation of the Mifid top up and DORA. Also this year Bouwinvest continued to execute an extensive cybersecurity programme that is applicable for all employees.

#### **HR committee**

The HR committee met a total of six times in 2024. Main focus of the HR committee for this year was the execution of the HR change calendar. The committee was informed over the execution of the HR change calendar. The transformation of Bouwinvest also involves changes in organisational structures. The HR committee discussed the proposed changes and advised the Supervisory Board with regard to these proposed changes. Part of the analysis of the organisation was an evaluation of the top-structure of Bouwinvest. The top-structure was concluded as adequate for the time being. Some potential improvements were identified and agreed for implementation in order to further improve an effective execution of the strategy.

Bouwinvest Real Estate Investors B.V.

This year, a new remuneration policy and performance management for the employees of Bouwinvest was decided on. Full implementation will be as per 1 January 2025. Also, the remuneration policy for the Management Board and the Supervisory Board was updated. The committee discussed both policies and advised the Supervisory Board. The remuneration policy for the Management Board and the Supervisory Board was resolved by the General Meeting on 26 September 2024. The committee was informed over the transition of the employee pension scheme as per 1 January 2025.

At several meetings of the HR committee a short deep dive was organized to give the committee the opportunity to discuss a subject in more detail. The new D,E&I policy of Bouwinvest was discussed. This year deep dives were held on D,E&I and performance management.

The committee discussed the performance of the Management Board and the targets for 2025. The HR committee conducted evaluation interviews with all members of the Management Board. The evaluation interview with CFRO Henk-Dirk de Haan was also in the presence of the chair of the Audit, Risk & Compliance Committee. Additional details are in the renumeration report.

#### A word of thanks

The Supervisory Board would like to thank the members of the Management Board and all Bouwinvest employees for their commitment and engagement and for the results achieved in this challenging year.

Amsterdam, March 2025

The Supervisory Board

# **Remuneration report**

#### General

The Supervisory Board is responsible for the remuneration policy for both the Management and Supervisory Boards and for its implementation. The HR committee advises the Supervisory Board on this and prepares an annual remuneration report on the structure and application of the remuneration policy and the individual remuneration of the members of the Management Board and the remuneration of the Supervisory Board over the past year. This report is submitted to the General Meeting of Shareholders for an advisory vote.

The aim of Bouwinvest's remuneration policy for the Management Board is to provide remuneration in line with the market, so Bouwinvest can continue to attract, motivate and retain expert directors who will safeguard the continuity of the company, realise the company's long-term objectives and drive high performance. The remuneration policy for the Management Board is in line with the remuneration policy for Bouwinvest employees, and based on a strategy, culture and organisation that recognises the interests of stakeholders in a broad sense as well as its social impact and responsibilities. This stems from Bouwinvest's origins as an executive organisation for a pension fund, with an emphasis on collaboration and on achieving results in a socially acceptable and responsible manner. This requires a controlled remuneration policy in which the interests of clients are paramount for both the Management Board and staff, and in which team achievements outweigh individual interests.

The policy level for the remuneration of the members of the Management Board is around the median level of a composite reference market, consisting of Dutch companies active in asset management and real estate. The total package must fit within the median level of this composite reference market. The remuneration levels of Management Board members are compared with going rates at least once every four years, to check whether the remuneration levels are in line with market practice.

The Supervisory Board regularly assesses the fixed remuneration of Management Board members on the basis of the following: knowledge, insight and experience of the individual Management Board members; job evaluation; market comparison; indexation; social and market developments; progress made towards realising business plan targets, and the performance of the individual members of the Management Board. The Supervisory Board will also independently assess whether it is appropriate to index link the salaries of Management Board members following advice from the HR committee.

The Supervisory Board has the discretion to deviate from the remuneration policy in (very) exceptional circumstances. The Supervisory Board did not deviate from the applicable remuneration policy in 2024.

Management Board remuneration is based on fixed income and pension and there are no variable elements.

### **Statutory Board of Directors**

The Statutory Board of Directors is made up of Mark Siezen, CEO and Henk-Dirk de Haan, CFRO. Both Statutory Directors have been appointed for a four year period.

#### Statutory Board of Directors remuneration

According to the Remuneration policy in 2023 an external renumeration level benchmark was carried out. Based on the results of this benchmark and the good performance in 2023, the total fixed renumeration of the CEO was increased per 1 January 2024 to € 463.912. Total fixed remuneration for CFRO Henk-Dirk de Haan in 2024 was € 292.593. The remuneration of Henk-Dirk de Haan was, due to his short period of employment, not indexed in 2024.

#### Pension plan

Bouwinvest offers its employees a pension plan, which is managed by Personeelspensioenfonds APG (APG staff pension fund). The basic plan is an average pay scheme with accrual of fixed and variable components, a dependant's scheme and an occupational disability pension. The basic scheme provides accrual over the pensionable income (income less franchise) with a mandatory maximum. Bouwinvest employees (including the Management Board) are compensated for any excess above this.

#### Other employment terms and conditions

Other employment terms and conditions include an appropriate fixed expenses allowance and a mobility allowance or lease car. Bouwinvest has taken out a Directors & Officers Liability Insurance in line with the market practices. The Management Board members are not granted any shares and/or rights to shares, nor do they receive any loans.

#### Severance pay

Compensation for involuntary redundancy amounts to a maximum of one year's income. For the rest, severance payments are made in line with the Dutch Work and Security Act.

#### Total remuneration Statutory Board in 2024

_	Fixed remuneration	Variable remuneration	Pension costs (regular contribution)	Pension costs (additional contribution)	Other allowances	Severance payments	Total 2024
M.R. Siezen	463,912	-	18,359	69,974	16,606		568,850
H.D de Haan	292,593	-	22,795	39,827	18,277		373,492
Total	756,504	-	41,154	109,801	34,883		942,342

#### **Total remuneration Statutory Board in 2023**

Total	774,665	-	43,567	109,605	32,205		960,042
H.D de Haan (per October 1, 2023)	69,444	-	5,408	10,508	4,545		89,905
M.A. Vedder (until October 15, 2023)	267,548	-	19,593	32,547	10,666		330,354
M.R. Siezen	437,673	-	18,566	66,550	16,994		539,783
	Fixed remuneration	Variable remuneration	Pension costs (regular contribution)	Pension costs (additional contribution)	Other allowances	Severance payments	Total 2023

In 2024, Bouwinvest paid an amount of  $\in$  2.3 million in remuneration for the (statutory and titular) members of the Management Board. Of this  $\in$  0.9 million was related to the remuneration of the statutory directors.

#### Supervisory Board remuneration

The remuneration policy for the Supervisory Board aims to attract, motivate and retain expert supervisory directors, who supervise Bouwinvest to safeguard the continuity of the company and enable it to realise its long-term objectives. The remuneration for the members of the Supervisory Board is made up of a fixed annual amount which is not dependent on Bouwinvest's results. In 2024, there were no changes to the applicable fees for the Supervisory Board members.

#### **Total remuneration Supervisory Board in 2024**

	Remuneration 2024
W.B. VerschoorChairman (as per July 1, 2024)	43,449
J.A. NijhuisChairman (until June 30, 2024)	24,440
J.H.P.M. van Lange Member	43,449
G.E.A. Reijnen Member	38,018
Total	149,356

#### **Total remuneration Supervisory Board in 2023**

		Remuneration 2023
J.A. Nijhuis	Chairman	48,880
J.H.P.M. van Lange	Member	43,449
G.E.A. Reijnen	Member	38,018
W.B. Verschoor	Member	38,018
Total		168,365

Members of the Supervisory Board receive no variable remuneration and are not granted any shares and/or rights to shares, nor do they receive any loans. Nor do the members of the Supervisory Board receive any other compensation, such as travel expenses or compensation for participating in committees or attending meetings. The chair of the Supervisory Board has the discretionary authority to reimburse exceptional expenses in whole or in part. Members of the Supervisory Board also benefit from directors' and officers' liability insurance coverage. These benefits are in line with market practice.

# **Composition of the boards**

# Composition of the Management Board





# Chief Executive Officer and Statutory Director

#### **Mark Siezen**

Mark Siezen was appointed Chief Executive Officer and chair of the Management Board on 1 September 2022. Mark previously worked as Chief Client Officer at Bouwinvest. Prior to that, he was Executive Director and member of the board at CBRE and held various positions at Multi Corporation, NSI and COFRA Holding (including Redevco and C&A). Mark has been a member of the Supervisory Board of Northwest Clinics (Noordwest Ziekenhuis Groep) since December 2021.

# Chief Financial & Risk Officer and Statutory Director

#### Henk-Dirk de Haan

Henk-Dirk de Haan joined Bouwinvest as Chief Financial & Risk Officer (CFRO) on 1 October 2023. Prior to joining Bouwinvest, Henk-Dirk had been CFRO at real estate investment manager a.s.r. real estate since 2012. In this position, he was a statutory director and headed the Accounting, Reporting & Business Control, Fund Control, Tax and Risk Management departments. At Bouwinvest, Henk-Dirk's focus is on the continued expansion of the organisation in these areas, as well as on the Compliance and Business Technology fronts. Henk-Dirk studied Business Economics at Erasmus University Rotterdam, where he also completed the postgraduate course to become a Chartered Accountant.







# **Chief Client Officer**

#### Marleen Bosma

Marleen Bosma-Verhaegh was appointed Chief Client Officer on 1 November 2022. Since 2016, Marleen was Head of Bouwinvest's Research & Strategic Advisory. Before joining Bouwinvest, Marleen was jointly responsible for international listed and real estate investments at Blue Sky Group. Prior to that, she worked in various positions at Syntrus Achmea Real Estate & Finance, Philips Pension Fund and FGH Bank. Marleen holds a Masters degree in Real Estate from the Eindhoven University of Technology, completed a postgraduate Master of Science course at the University of Amsterdam and is a registered investment analyst.

### Chief Investment Officer Dutch Investments

#### Allard van Spaandonk

Allard van Spaandonk has been CIO Dutch Investments since 2013. He was formerly director Asset Management at Bouwinvest, director Retail Investments at Syntrus Achmea Vastgoed as well as Head of Residential Mortgages at Achmea Vastgoed. Allard was a member of the Management Board of NEPROM (Dutch association of project development companies) until 31 December 2021. Allard has been a board member of IVBN since June 17. 2024. Additionally, he has been appointed as the chairman of the Investment Climate and Policy Committee (IVBN is the trade association for Institutional and professional real estate investors in The Netherlands).

# Chief Investment Officer International Investments

#### **Stephen Tross**

Stephen Tross has been CIO International Investments since 2010. Stephen previously worked in the real estate audit practices at KPMG Accountants NV and PricewaterhouseCoopers in the Netherlands, New York and London. He studied Business Economics at the Hogeschool Utrecht and accountancy at NIvRA- Nyenrode. Stephen is a professional member of the British Institution of Chartered Surveyors and a member of the management board and former chair of ANREV.

# Composition of the Supervisory Board

The Supervisory Board consists of three members with Dutch nationality. All the members are independent (100%).

Jos Nijhuis retired from the Supervisory Board on 1 July 2024.

#### Wendy Verschoor

Supervisory Board chair (as per July 2024) Wendy Verschoor (1974) is a real estate specialist and an executive with almost 25 years of experience in advising clients on real estate and asset management. Within the Supervisory Board, she is a member of the Audit, Risk & Compliance committee. Since April 2018, Wendy runs her own consultancy practice in the fields of strategy, leadership and governance. Prior to this, she was Head of Client Care at CBRE Netherlands and Buildings director at Arcadis Netherlands. Wendy is chair of the Supervisory Board of Ascert, a member of the Supervisory Board of Woonstad Rotterdam, a member of the Advisory Board of Borghese Real Estate, chairman of the Advisory Board of Anders Invest's Huurwoningenfonds (since October 2023) and a lecturer at the Amsterdam School of Real Estate and the TIAS School of Business and Society.

#### Jos van Lange

Jos van Lange (1956)'s expertise is in the fields of finance, risk, control and compliance in combination with real estate and retail banking. Within the Supervisory Board, he is the vice chair of the Supervisory Committee and chair of the Audit Risk & Compliance committee. From 1980 to 2017, Jos held various positions at Rabobank Nederland and the Rabo Real Estate Group and was CFRO from 2006 to 2013, and CEO from 2013 to 2017. Jos holds a number of Supervisory Board positions. He is chair of the Supervisory Board at the Zuyderland Medical Centre Foundation, vice chair of the Supervisory Board of De Volksbank, a member of the Board of the Tilburg University foundation and member of the DELA Investment advice committee.





#### Gabriëlle Reijnen

Gabriëlle Reijnen (1967) has more than 25 years experience as an executive, having held a number of senior positions in international finance, risk, and client and portfolio management. Within the Supervisory Board, she is chair of the HR committee. Gabriëlle Reijnen is currently CFO at Beter Bed Holding. In addition to this, she is a Board member of Stichting Continuiteit Merus. Prior to joining Beter Bed Holding, she served as Managing Director at ABN AMRO and Alvarez & Marsal, and as a member of the Management Team with RBS in the Netherlands and EMEA with responsibility for Corporates leading and driving transformational change. Previously, Gabrielle spent fifteen years in executive roles in corporate and investment banking at ABN AMRO.



# **Financial statements**



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# **Consolidated balance sheet at 31 December**

Before appropriation of result; all amounts in € thousands	Note		2024		2023
Assets					
Non-current assets					
Intangible fixed assets	1	224		570	
Tangible fixed assets	2	1,901		2,557	
Financial non-current assets	3	16,463		15,754	
Current assets			18,588		18,881
Receivables from associates and affiliated companies	12	609		-	
Tax receivables	4	151		2,236	
Other receivables and accrued assets	5	1,102		1,016	
Cash	6	36,369		29,755	
			38,231		33,007
Total assets			56,819		51,888
Equity and liabilities					
Equity					
Equity attributable to the shareholder of Bouwinvest	7	45,314		42,409	
			45,314		42,409
Non-current liabilities					
Provisions	8	979		1,482	
Other non-current liabilities	9	160		192	
			1,139		1,674
Current liabilities					
Accounts payable		6		94	
Taxes and social security charges	10	4,049		1,499	
Pension premiums	11	399		413	
Payables to shareholder and associates	12	1,098		1,390	
Accrued liabilities	13	2,436		2,541	
Other current liabilities	14	2,378		1,868	
			10,366		7,805
Total equity and liabilities			56,819		51,888

# **Consolidated statement of profit or loss**

All amounts in € thousands	Note	202	<b>4</b> 2023
Management fee	15	58,21	7 55,025
Operating costs			
Personnel costs	16	34,992	36,616
Depreciation costs	1-2	1,008	1,549
Other operating expenses	17	20,568	19,863
Total operating costs		(56,568	8) (58,028)
Operating result		1,64	9 (3,004)
Result from investments in associates	18	1,36	2 (897)
Interest income and expenses	19	1,051	880
Result before taxes		4,06	2 (3,021)
Corporate income tax	20	(1,158)	775
Result after taxes		2,90	4 (2,247)

# **Consolidated statement of cash flows**

All amounts in € thousands		2024		2023
Cash flow from operating activities				
Net result	2,904		(2,247)	
Adjustments for:				
Depreciations	1,008		1,549	
Result from investments in associates	(1,362)		897	
Movement in deferred tax assets and liabilities	(419)		(356)	
Movement in current assets	1,389		(570)	
Movement in liabilities	2,529		(5,372)	
Cash flow from operating activities		6,049		(6,099)
Cash flow from investment activities				
Investments in tangible fixed assets	(6)		(298)	
Investments in intangible fixed assets	-		(255)	
Investments in associates	-		-	
Dividends received	571		377	
Cash flow from investment activities		565		(176)
Cash flow from financing activities				
Dividends paid	-		-	
Cash flow from financing activities		-		-
Net cash flow		6,614		(6,275)
Cash and cash equivalents as at 1 January		29,755		36,030
Increase/(decrease) in cash and cash equivalents		6,614		(6,275)
Cash and cash equivalents as at 31 December		36,369		29,755

# Notes to the financial adjustments

All amounts in  $\ensuremath{\in}$  thousands, unless otherwise stated

# General

### **Activities**

Bouwinvest Real Estate Investors B.V. ('Bouwinvest' or 'the company'), with its head office in Amsterdam, at La Guardiaweg 4, is a private company with limited liability incorporated on 9 October 2002. The Company is registered with the Amsterdam Chamber of Commerce under number 34180506. Bouwinvest's objective is to provide real estate investment services to the Stichting Bedrijfstakpensioenfonds voor de Bouwnijverheid (pension fund for the Dutch construction industry - bpfBOUW), to other institutional investors and to bpfBOUW group companies as defined in article 2:24b of the Dutch Civil Code.

Bouwinvest is an investment manager specialised in real estate for institutional investors. Bouwinvest manages five Dutch sector funds and one Impact Fund. Bouwinvest also manages a separate mandate for BpfBOUW for real estate investments in Europe, North America and the Asia-Pacific region. In the Netherlands, the management services cover the entire real estate chain, from acquisition, development and redevelopment to asset management and disposal. For the international investments, the management services consist primarily of defining the real estate investment strategy, fund selection and monitoring the performance of the selected fund managers and funds.

#### **Group relationships**

The company is part of a group, headed by bpfBOUW in Amsterdam, the Netherlands. All shares in the company are held by bpfBOUW. The company's financial information is included in the financial statements of bpfBOUW. Copies are available in the trade register of the Chamber of Commerce, as well as on the bpfBOUW website.

In connection with its foreign offices in Sydney and New York, Bouwinvest has two subsidiaries: Bouwinvest Asia Pacific PTY LTD (Australia) and Bouwinvest North America LLC (USA). Bouwinvest holds 100% of the shares in these companies.

Furthermore Bouwinvest holds 100% of the shares of Dutch Social Impact Real Estate G.P. B.V.

#### Consolidated companies:

Company name	Registered office	Share
Bouwinvest Asia Pacific Pty Ltd	Sydney	100%
Bouwinvest North America LLC	New York	100%
Dutch Social Impact Real Estate G.P. B.V.	Amsterdam	100%

#### Non-consolidated companies:

Company name	Registered office	Share
Bouwinvest Dutch Institutional Residential Fund	Amsterdam	0.159%
Bouwinvest Dutch Institutional Retail Fund	Amsterdam	0.202%
Bouwinvest Dutch Institutional Office Fund	Amsterdam	0.190%

Although Bouwinvest holds less than 20% of the shares in Bouwinvest Dutch Institutional Residential Fund, Bouwinvest Dutch Institutional Retail Fund and Bouwinvest Dutch Institutional Office Fund, these interests are classified as associated companies due to the following circumstances: (1) Bouwinvest's representation in the management of the associated companies and (2) involvement of the participating legal entity in the determination of the strategy of the associated company. This means that Bouwinvest can exercise significant influence in these companies.

#### Fiscal unity for value added tax

Bouwinvest and bpfBOUW are a fiscal unity for the purposes of value added tax (VAT group), also including Bouwinvest Dutch Institutional Hotel Fund (and its subsidiaries), Bouwinvest Dutch Institutional Healthcare Fund (and its subsidiary) and Bouwinvest Development B.V.

The VAT group exists since 1 January 2016; the companies in this fiscal unity file their VAT returns independently.

Bouwinvest's right to deduct VAT, as part of this fiscal unity, has been estimated at a percentage of 28,3% which is the actual percentage for the year 2023.

#### Principles of consolidation

Bouwinvest's consolidated financial statements include the financial information of the companies that are part of the group and those of other legal entities over which Bouwinvest can exert decisive control and over which it has central control. The consolidated financial statements have been prepared in accordance with the accounting policies of Bouwinvest.

The financial information of Bouwinvest is included in the consolidated financial statements, so pursuant to the option offered by article 2:402 of the Dutch Civil Code, a condensed statement of profit or loss is included in the company financial statements.

The financial information of the group companies and other legal entities and companies included in the consolidation are included in full in the consolidated financial statements, while intra-group relations and transactions have been eliminated.

# General accounting policies for the preparation of the consolidated financial statements

The financial statements have been prepared in accordance with Part 9, Book 2 of the Dutch Civil Code. Assets and liabilities are valued and results are determined on a historical cost basis, unless otherwise stated.

Income and expenses are accounted for in the period to which they pertain. Profit is only included if this has been realised on the balance sheet date. Liabilities and potential losses originating before the end of the financial year are recognised if they are known before preparation of the financial statements.

The company's financial statements are presented in thousands of euro (€), unless otherwise stated.

#### **Financial instruments**

Financial instruments are understood to include primary financial instruments (such as receivables and payables) and derivative financial instruments. Bouwinvest has several primary financial instruments. For the valuation principles of the primary financial instruments, see the explanatory notes per balance sheet item.

### Conversion of foreign currencies

Receivables, debts and obligations in foreign currencies are converted at the exchange rate at the balance sheet date.

Transactions in foreign currencies in the reporting period are included in the financial statements at the exchange rate prevailing on the date of the transaction. The translation differences resulting from the conversion on the balance sheet date are included in the statement of profit or loss.

The foreign group companies and the non-consolidated associated companies qualify as foreign business operations with a different functional currency than that of the company. For the conversion of the financial statements of these foreign business operations, the company uses the exchange rates on the balance sheet date for balance sheet items and the exchange rates on the transaction dates for the items in the statement of profit or loss. The translation differences that arise are credited or charged directly to group equity and processed in the translation reserve. This also applies to the translation differences in borrowing that are part of the net investment in foreign business operations.

# Accounting policies for the valuation of assets and liabilities

#### Intangible fixed assets

Intangible fixed assets are stated at purchase price less straight-line depreciations, calculated taking into account the estimated economic life of the assets in question, and less any impairments if applicable. Acquisitions in the year under review are subject to depreciation according to the proportion of the year they have been held.

Depreciation is over a period of three to five years.

#### Property, plant and equipment

Property, plant and equipment are stated at purchase price less straight-line depreciations, calculated taking into account the estimated economic life of the assets in question, and less impairments if applicable. Any assets purchased in the year under review are subject to depreciation according to the proportion of the year they have been held.

Depreciation is over a period of three to ten years.

### **Financial fixed assets**

When significant influence is exercised on their business and financial strategy, non-consolidated associated companies are valued at net asset value, yet never less than zero. This net asset value is calculated on the basis of the accounting policies of Bouwinvest.

When no significant influence is exercised on their business and financial strategy, associated companies are valued at purchase price less any impairment if applicable.

Any receivables from and loans to associated companies, as well as any other receivables are initially recognised at fair value and subsequently recognised at amortised cost price, less any provisions deemed necessary. These provisions are determined on the basis of individual assessments of the receivables.

The financial fixed assets include deferred tax assets, if and insofar as it is probable that Bouwinvest will be able to realise the deferred tax asset in due course. These deferred tax assets are measured at face value and are predominantly of a long-term nature.

#### Receivables

Receivables are initially recognised at fair value and subsequently recognised at amortised cost price, less any provisions for potential doubtful debts deemed necessary. These provisions are determined on the basis of individual assessments of the receivables.

#### Cash and cash equivalents

Cash and cash equivalents are valued at face value. If cash equivalents are not freely disposable, this should be taken into account in the valuation of same.

#### **Provisions**

Provisions are recognised if the company has a legally enforceable or constructive obligation as a result of a past event; it is likely that an outflow of resources will be required to settle the obligation; and the amount can be estimated reliably. Provisions are taken for the cash value of the outflows that are expected to be required for the settlement of the obligation, if the impact of same is material.

A provision for severance payments and restructuring is recognised when the following conditions have been met:

- There is a formal plan; and
- The company has raised a valid expectation in those affected that it will carry out the plan by either starting to implement the plan or announcing its main features to those affected by it.

It is allowed to recognise if the restructuring was started or announced after the balance sheet date but before the date of issuing the financial statements, if certain conditions under Dutch GAAP have been met.

Further, the provision for severance payments and restructuring can be short term i.e. expected to be paid within 12 months of the end of the reporting period or long term i.e. expected to be paid more than 12 months after the end of the reporting period. When there is uncertainty concerning the timing or amount of the payout, the provision is recognised as provision.

Long term severance payments are accounted as (long-term) provisions.

#### Deferred tax liabilities

Deferred tax liabilities are recognised for the difference between the fiscal and commercial valuation of investments. These deferred tax liabilities are measured at face value and are predominantly of a long-term nature.

#### **Current liabilities**

Liabilities are initially recognised at fair value and subsequently measured at amortised cost price.

Termination agreements signed before the end of the reporting period are recognised as current liability as there is no uncertainty concerning the timing or amount of the payout.

#### Management fee

The management fee is calculated on the basis of the net asset value and project revenues.

### Pension expenses

The Dutch pension plan is financed through premium paid to the pension provider. The pension liabilities ensuing from the scheme are measured according to the 'liability to the pension provider approach'. According to this approach, the pension premiums to be paid to the pension provider are recognised as an expense and charged to the statement of profit or loss.

# Share in the result of non-consolidated associated companies in which Bouwinvest participates

The share in the result of these participations (in which Bouwinvest exerts significant influence on the business and financial strategy) is recognised as result from participations. This result is determined according to the accounting policies and policies for the determination of results prevailing at Bouwinvest.

#### Taxes

Corporate income tax is calculated at the applicable rate on the result for the financial year, taking into account permanent differences between profit calculated according to the financial statements and profit calculated for taxation purposes, and with deferred tax assets (if applicable) only recognised in so far as their realisation is likely.

### Note to the statement of cash flows, general accounting policies

The cash flow statement is prepared according to the indirect method. The funds in the cash flow statement consist of cash and cash equivalents. Cash equivalents are considered to be highly liquid investments. Interest income and expenses are recognised in the cash flow from ordinary operations.

## Notes to the consolidated balance sheet

All amounts in  ${\ensuremath{\varepsilon}}$  thousands, unless otherwise stated.

## 1 Intangible fixed assets

	2024	2023
Carrying amount as at 1 January	570	812
Investments	-	255
Depreciations	(346)	(497)
Carrying amount as at 31 December	224	570
Purchase value	3,697	3,697
Derecognition of old software	-	-
Cumulative depreciations	(3,473)	(3,127)
Carrying amount as at 31 December	224	570

Intangible fixed assets pertain to investments in software.

## 2 Tangible fixed assets

	Leasehold Improvements	Equipment	Total 2024	Total 2023
Carrying amount as at 1 January	2,376	181	2,557	3,362
Investments	2	4	6	247
Divestments acquisition value	-	-	-	-
Divestments cumulative depreciations	-	-	-	-
Depreciations	(500)	(162)	(662)	(1,052)
Carrying amount as at 31 December	1,878	23	1,901	2,557
Purchase value	4,953	1,984	6,937	6,931
Derecognition of old renovations and business equipment	-	-	-	-
Cumulative depreciations	(3,075)	(1,961)	(5,036)	(4,374)
Carrying amount as at 31 December	1,878	23	1,901	2,557

## 3 Financial non-current assets

		2024	2023
Investments in associates		16,385	15,592
Deferred tax asset		78	162
Total	16,463	15,754	

The item deferred tax asset pertains to the difference between the fiscal and commercial carrying values of property, plant and equipment and intangible fixed assets. In fiscal terms, assets cannot be deprecated more quickly than over five years, while some assets have a shorter commercial depreciation term.

The movements in the associated companies included in the financial fixed assets were as follows:

	Book value 31-12-2023	Deposit/ repayment	Dividend	Result 2024	Book value 31-12-2024
Bouwinvest Dutch Institutional Residential Fund N.V. (0.2%)	11,104	-	(370)	1,240	11,973
Bouwinvest Dutch Institutional Retail Fund N.V. (0.2%)	2,225	-	(120)	68	2,172
Bouwinvest Dutch Institutional Office Fund (0.2%)	2,264	-	(81)	55	2,238
Total	15,592	-	(570)	1,362	16,385

	Book value 31-12-2022	Deposit/ repayment	Dividend	Result 2023	Book value 31-12-2023
Bouwinvest Dutch Institutional Residential Fund N.V. (0.2%)	12,130	-	(270)	(756)	11,104
Bouwinvest Dutch Institutional Retail Fund N.V. (0.2%)	2,243	-	(95)	77	2,225
Bouwinvest Dutch Institutional Office Fund (0.2%)	2,546	-	(64)	(218)	2,264
Total	16,919	-	(429)	-897	15,592

## 4 Tax receivables

	2024	2023
Value added tax	35	73
Dividend tax	116	-
Corporate income tax		2,163
Total	151	2,236

## 5 Other receivables and accrued assets

The other receivables and accrued assets mainly consists of prepayments ( $\in$  0.9 million) and deposits ( $\in$  0.4 million).

## 6 Cash and cash equivalents

	2024	2023
Bank balances	36,369	29,755
Total	36,369	29,755

The cash is freely available to the company.

## 7 Group equity

Below you will find an overview of the comprehensive income as part of the movements in group equity. For a more detailed explanation of the share of the legal entity in the group equity, see the note to the shareholders' equity in the company financial statements.

	2024		2023
Equity attributable to the shareholder of Bouwinvest at 1 January	42,409		44,657
Consolidated result after taxes	2,904	(2,247)	
Other comprehensive income	-	-	
Comprehensive income	2,904		(2,247)
Dividends paid	-		_
Equity attributable to the shareholder of Bouwinvest at 31 December	45,314		42,409

# 8 Provisions

Balance at 31 December	979	1,482
Released	(1,482)	(356)
Additions	979	-
Balance at 1 January	1,482	1,837
	2024	2023

Bouwinvest recognised a provision for severance payments of  $\notin$  1.0 million as a result of the organisational changes. As there are uncertainties concerning the timing or amount of the payout, these amounts are recognised as provision.

The Residential Fund and Retail Fund have been converted into tax transparent Funds for Mutual Account ('FMA's') on 31 December 2024. Fiscal transparency of these FMA's prevents double taxation for investors. These restructurings have been tax neutral. The deferred tax liability of € 1.5 million recognised in 2023 for the difference between the fiscal and commercial valuation of the participations in these Funds has become a current liability as a result of the restructuring.

## 9 Long-term liabilities

	2024	2023
Received lease incentive headquarters Amsterdam	160	192
Total	160	192
Amount due between one and five years	128	128
Amount due after five years	32	64
Total	160	192

The short-term part of the received rental incentive amounting to  $\in$  32,000 is recognised in the other liabilities.

## 10 Taxes and social security charges

	2024	2023
Payroll taxes	1,902	1,495
Corporate income tax	2,147	4
Total	4,049	1,499

The deferred tax liability of  $\leq$  1.5 million recognised in 2023 for the difference between the fiscal and commercial valuation of the participations has become a current liability as a result of the restructuring and is included in the corporate income tax payable position as per year-end.

# 11 Pension premiums

The movement in short-term liabilities related to pensions was as follows:

	2024	2023
Balance as at 1 January	413	346
Payment relating to previous years	(413)	(346)
	-	-
Premiums due for the financial year	4,586	4,781
Payments relating to the financial year	(4,187)	(4,368)
Total	399	413

# 12 Receivables and payables from/to shareholder and associates

_	2024	2023
Payable bpfBOUW	1,098	1,390
Total	1,098	1,390
	2024	2023
Receivable bpfBOUW	-	32
Receivable Residential Fund	319	
Receivable Office Fund	107	-
Receivable Retail Fund	103	-
Receivable Hotel Fund	59	-
Receivable Healthcare Fund	21	-
Total	609	32

The payable to bpfBOUW relates to the incentive fee with respect to bpfBOUW's participation in the Dutch Funds. The amount is lower than 2023 as the amount is netted with a receivable from bpfBOUW with respect to recharges of costs to the Funds and Mandates.

The receivables from associates relates to the recharges of costs to the Funds.

## 13 Accrued liabilities

The accrued liabilities of  $\in$  2.4 million consists mainly of provisions for holiday leave, holiday allowance and end-of-year bonuses.

## 14 Other current liabilities

The other current liabilities of  $\in$  2.4 million consists of a liability for severance payments of  $\in$  0.9 million, a liability for onerous contracts regarding the termination of contracts of  $\in$  0.4 million, a provision for projects of  $\in$  0.6 million and other provisions of  $\in$  0.6 million. This is partly offset by a bank deposit of -/-  $\in$  0.4 million.

## Financial instruments

The group does not possess any derivative financial instruments, only a number of primary financial instruments, such as receivables and payables. For the explanation of the primary financial instruments, see the specific explanatory note per item. Below you will find an explanation of the most significant financial risks.

- Credit risk: Credit risk is the risk of financial losses for the company if a client or counter party fails to meet its contractual obligations with respect to a financial instrument. The company runs credit risk on the cash and cash equivalents and the registered receivables. The credit risk on receivables is limited, as Bouwinvest provides services for creditworthy parties and the open balance of receivables is generally low. The risk related to cash and cash equivalents is mitigated by using only systemic banks.
- Liquidity risk: Liquidity risk is the risk that the company will find it difficult to meet its financial obligations. The company has sufficient cash and cash equivalents and other current assets available to meet its financial obligations.
- Interest rate risk: The company has limited exposure to interest rate risk, as it does not use borrowed capital for its financing. The company pays a floating interest rate on the balances held in its bank accounts. If permitted on the basis of minimum capital, any surplus balance is transferred and paid out as dividend to the shareholder.
- Exchange rate risk: The company has limited exposure to exchange rate risk, as very little of the carrying value of receivables and payables is in a foreign currency. There is no need to hedge exchange rate risks.

## Related parties

Entities under management by Bouwinvest, it's subsidiaries, members of the Supervisory Board and the Management Board of Bouwinvest, qualify as related parties of Bouwinvest. Bouwinvest has management agreements with the Dutch funds it manages. Reference is made to note 15 of the Financial Statements.

Bouwinvest Development B.V., bpfBOUW and the subsidiaries and investments held by bpfBOUW are also deemed related parties.

Members of the Supervisory Board and the Management Board of Bouwinvest do not have any material interest in the company or voting shares and do not have options on shares. Bouwinvest has not granted any loans to the members of the Bouwinvest

Supervisory Board and the Management Board.

The members of the Supervisory Board and the Management Board of Bouwinvest held no personal interest in the Fund managed by Bouwinvest or its investments in 2024.

### Investment management agreements

Bouwinvest has management agreements with the Dutch funds it manages. These agreements are openended and payment after termination is for two years. In addition, Bouwinvest has signed three investment management agreements with Stichting Bedrijfstakpensioenfonds voor de Bouwnijverheid (bpfBOUW, the pension fund for the construction industry) for the management of its international real estate portfolio. These three investment management agreements are open-ended. These agreements can be terminated each year, with a period of notice of two years. The management fee is calculated on the basis of net asset value.

## Off balance sheet rights and obligations

### Investment management agreements

Bouwinvest has management agreements with the Dutch funds it manages. These agreements are openended and payment after termination is for two years. In addition, Bouwinvest has signed three investment management agreements with Stichting Bedrijfstakpensioenfonds voor de Bouwnijverheid (bpfBOUW, the pension fund for the construction industry) for the management of its international real estate portfolio. These three investment management agreements are open-ended. These agreements can be terminated each year, with a period of notice of two years. The management fee is calculated on the basis of net asset value.

### Rental and lease contracts

	2024	2023
First year	5,621	5,492
Second to fifth year	7,715	9,585
More than five years	1,514	2,916
Total	14,850	17,993

The first year rental and lease contracts increased with  $\in$  0.1 million due to rent increases in combination with an increase in lease contracts for office automation.

## Notes to the consolidated statement of profit or loss

All amounts in  $\in$  thousands, unless otherwise stated.

## 15 Management fee

Bouwinvest received a management fee totalling  $\in$  55.5 million (2023:  $\in$  55.0 million) on the basis of the net asset value. Furthermore Bouwinvest recharged  $\in$  2.7 million costs to the Fund and Mandates, resulting in a total income of  $\in$  58.2 million in 2024.

Bouwinvest delivers real estate services to the following funds and entities (group companies as defined in article 2:24b of the Dutch Civil Code). The total managed capital of the company is shown below.

	2024	2023
Bouwinvest Dutch Institutional Residential Fund N.V.	7,546,903	6,913,937
Bouwinvest Dutch Institutional Retail Fund N.V.	1,078,552	1,051,302
Bouwinvest Dutch Institutional Office Fund	1,171,801	1,139,590
Bouwinvest Dutch Institutional Hotel Fund	378,840	368,554
Bouwinvest Dutch Institutional Healthcare Fund	699,952	544,705
Dutch Social Impact Real Estate Partnership C.V.	4,347	551
Bouwinvest Development B.V.	8	960
bpfBOUW (mandates International Investments & Heritage)	5,697,901	5,159,802
Total	16,578,303	15,179,401

The management fee for the funds is calculated as 0.45% (2023: 0.45%) of the net asset value. For bpfBOUW's international investments, this amounts to 0.20% of the net asset value.

	2024	2023
Bouwinvest Dutch Institutional Residential Fund N.V.	32,105	31,560
Bouwinvest Dutch Institutional Retail Fund N.V.	4,924	4,622
Bouwinvest Dutch Institutional Office Fund	5,231	5,104
Bouwinvest Dutch Institutional Hotel Fund	1,766	1,574
Bouwinvest Dutch Institutional Healthcare Fund	2,638	2,023
Bouwinvest Development B.V.	0	17
Mandates International Investments	11,104	9,675
Other services	450	450
Total	58,217	55,025

## 16 Personnel costs

	2024	2023
Wages and salaries	25,994	25,230
Social security charges	2,749	2,715
Pension fund charges	4,586	4,781
Temporary staff	1,663	3,890
Total	34,992	36,616

Total personnel costs decreased with  $\notin$  1.6 million in 2024. This is mainly due to lower costs for temporary staff (-  $\notin$  2.2 million). This effect is partly offset by higher regular wages and salaries ( $\notin$  0.8 million), as a result of the annual personnel salary increases as per January 1, 2024.

The pension expenses attributed to the financial year under review can be specified as a follows:

Total	4,586	4,781
Deductions	(770)	(756)
Pension fund agreements chargeable to the financial year	5,356	5,537
	2024	2023

In accordance with the Dutch pension system, this pension plan is financed through contributions (premiums) to an industry pension fund. For Bouwinvest, this is APG's Ondernemingspensioenfonds (OPF).

The accrued pension entitlements are always fully funded in the calendar year in question via – at the very least – cost-effective premium payments. The pension plan is a career average plan, with a single payment scheme, for both active and inactive (sleepers and retired persons) participants. The granting of supplements (indexation) depends on the investment return. The pension premium for the basic pension plan amounted to 26.2% of the pensionable salary in 2024 (2023: 25.9%), with a maximum of  $\in$  137,800 (2023:  $\in$  128,810). The annual employee contribution is at least 1.75% (2023: 1.75%) and was capped at 4.2% (2023: 4.2%) of the gross salary. The Management Board of the industry pension fund determines the contribution each year on the basis of the coverage ratio and expected returns. In addition to this basic scheme, which is mandatory for every Bouwinvest employee, Bouwinvest also had a net pension scheme (*Netto Pensioen Regeling - NPR*) until November 2024, which was offered to employees with a total fixed income above the mandatory limit of  $\in$  137,800 (2023:  $\in$  128,810). Bouwinvest paid a gross amount equivalent to the maximum deposit in a net pension scheme. Participation in the net pension scheme was voluntary and is no longer applicable.

The industry pension fund in question has stated that its coverage ratio was 121.4% as per December 31, 2024 (2023: 122.1%). On the basis of the agreed pension scheme, the group has no obligation to make additional contributions in the event of a deficit, other than in the form of higher future contributions.

#### **Employees**

The number of employees stood at 218.8 FTEs at year-end 2024 (2023: 230.2 FTEs). The average number of employees in 2024 was 223.8 FTEs (2023: 228.2 FTEs). The number of employees working abroad was 5 at the end of 2024 (2023: 6).

#### Management Board and Supervisory Board remuneration

In 2024, Bouwinvest paid total remuneration of  $\notin$  2.3 million (2023:  $\notin$  2.1 million) to the members of the Management Board (statutory and titular). Of this,  $\notin$  0.9 million was allocated to the statutory directors (2023:  $\notin$  1.0 million).

In 2024, Bouwinvest paid total remuneration of  $\in$  149,619 (2023:  $\in$  168,365) to the members of the Supervisory Board of the legal entity.

## 17 Other operating expenses

	2024	2023
Office expenses	3,053	3,088
Automation expenses	4,746	4,587
Other personnel costs	5,741	4,491
Communications expenses	657	1,012
Consultancy costs	1,000	1,646
Research and Investor Relations costs	505	581
Non-deductible VAT	2,401	2,708
Project costs	1,394	610
Other expenses	1,071	1,140
Total	20,568	19,863

The expenses for expected severance payments as included in the provision as described in note 14 are included in the other personnel costs. The other costs within this category are lower as a result of lower expenditures on personnel related expenses, a.o. training & education and seminars.

As a result of cost reductions, the communications expenses are lower than 2023. Despite higher costs for consultancy costs related to the organisational changes, the total consultancy costs for 2024 decreased compared to 2023, a.o. due to lower expenses on external legal advice.

As a result of the organisational changes and the implementation of CSRD, MiFID and DORA the project costs are significantly higher than prior year.

The lease and sub-lease payments recognised in the statement of profit or loss can be specified as follows:

	2024	2023
Minimum lease payments leased cars	1,072	900
Minimum lease payments office building	1,753	1,678
Total	2,825	2,578

The minimum lease payments for lease cars also include fuel costs.

#### Auditor's fees

	2024	2023
Audit of the financial statements	77	60
Other audit engagements	226	140
Other non-audit engagements	19	18
Total	323	218

## 18 Result from investments in associates

Total	1,362	(897)
Bouwinvest Dutch Institutional Office Fund (0.2%)	55	(218)
Bouwinvest Dutch Institutional Retail Fund N.V. (0.2%)	68	77
Bouwinvest Dutch Institutional Residential Fund N.V. (0.2%)	1,240	(756)
	2024	2023

## 19 Interest income and expenses

2024	2023
1,044	870
7	10
1,051	880
	1,044 7

## 20 Corporate income tax

	2024	2023
Current tax income (expense)	(1,242)	1,182
Deferred tax income (expense)	84	(51)
Deferred tax liability	-	(356)
Total	(1,158)	775

### Effective tax rate

	%	2024	%	2023
Result before taxes		4,062		(3,021)
Income tax at statutory tax rate	25.8%	1,048	25.8%	(779)
Application of lower tax rate corporate income tax (until € 200.000)	(0.3)%	(14)	(0.7)%	22
Investments in associates valued at cost for tax purposes	0.0%	-	(11.3)%	342
Non-taxable expenses	0.7%	28	0.0%	-
Lower depreciation for tax purposes	0.2%	8	(1.8)%	54
Application local tax rates of foreign group companies	0.4%	18	0.2%	(6)
Effect deferred tax liabilities	0.0%	-	13.5%	(408)
Income tax previous years	1.7%	70	0.0%	-
Corporate income tax effective tax rate	28.5%	1,158	25.7%	(775)

## Subsequent events

No subsequent events occurred after the end of the reporting period.

# **Company balance sheet at 31 December**

Before appropriation of result; all amounts in € thousands	Note		2024		2023
Assets					
Non-current assets					
Intangible fixed assets		224		570	
Tangible fixed assets		1,901		2,557	
Financial non-current assets	1	17,088		16,346	
			19,213		19,473
Current assets					
Receivables from subsidiaries, associates and affiliated companies		49		-	
Tax receivables		143		2,230	
Other receivables and accrued assets		1,890		1,008	
Cash and cash equivalents		35,949		29,403	
			38,031		32,641
Total assets			57,244		52,114
Equity and liabilities					
Issued capital		225		225	
Share premium		41,367		41,367	
Statutory reserve participations		4,370		3,776	
Other reserves		(3,552)		(712)	
Net result for the year		2,904		(2,247)	
Shareholders' equity	2		45,314		42,409
Non-current liabilities					
Provisions		977		1,479	
Other non-current liabilities		160		192	
			1,137		1,671
Current liabilities					
Accounts payable		6		94	
Taxes and social security charges		2,033		1,487	
Pension premiums		399		413	
Payables to shareholder and associates		1,675		1,617	
Accrued liabilities		2,453		2,581	
Other current liabilities		4,227		1,841	
			10,793		8,034
Total equity and liabilities			57,244		52,114

# **Company statement of profit or loss**

All amounts in € thousands	Note	2024	2023
Result from investments in subsidiaries and associates	1	1,502	(689)
Other income and expenses after taxes		1,402	(1,558)
Result after taxes		2,904	(2,247)

## Notes to the company financial statements

All amounts in  $\ensuremath{\varepsilon}$  thousands, unless otherwise stated

# General accounting policies for the preparation of the company financial statements

The company financial statements have been prepared in accordance with the provisions of Part 9, Book 2 of the Dutch Civil Code.

For the general accounting principles for the preparation of the company financial statements, the policies for the valuation of assets and liabilities and the determination of the result, as well as for the notes to specific assets and liabilities and the results, see the notes to the consolidated financial statements, insofar as not otherwise stated hereafter.

# Accounting policies for the valuation of assets and liabilities

## Participations in group companies

Participations in group companies in which Bouwinvest exerts significant influence on the business and financial strategy, are valued according to the net asset value, yet never less than zero. The net asset value is calculated on the basis of Bouwinvest's accounting policies. If the net asset value is negative, the participation is valued at zero. This valuation also takes into account other long-term interests that must in fact be regarded as part of the net investment in the associated company. If Bouwinvest stands as surety for all or part of the debts of the associated company in question, or is in fact obliged to enable said associated company to pay (the company's pro rata share of) its debts, Bouwinvest will form a provision. When determining the amount of this provision, Bouwinvest takes into account provisions for doubtful debts already deducted from the receivables due from the associated company.

### Statutory reserve for associated companies

The statutory reserve for associated companies is formed at the level of Bouwinvest's share in the results and direct multiples of the associated companies since the initial valuation of these associated companies at net asset value, insofar as Bouwinvest can effect payments without any limitations. The statutory reserve for associated companies is determined on an individual basis.

## Notes to the company balance sheet

## 1 Financial non-current assets

	2024	2023
Investments in subsidiaries and associates	17,010	16,200
Deferred tax asset	78	146
Total	17,088	16,346

The deferred tax asset pertains to the difference between the fiscal and commercial carrying values of property, plant and equipment and intangible fixed assets. In fiscal terms, assets cannot be deprecated more quickly than over five years, while some assets have a shorter commercial depreciation term.

The movements in group companies and the associated companies that are part of the group included in the financial fixed assets were as follows:

	Book value D 31-12-2023 repa	eposit/ ayment	vidend	Result 2024	Book value 31-12-2024
Bouwinvest Dutch Institutional Residential Fund (0.2%)	11,104	-	(370)	1,240	11,974
Bouwinvest Dutch Institutional Retail Fund (0.2%)	2,226	-	(120)	68	2,174
Bouwinvest Dutch Institutional Office Fund (0.2%)	2,264	-	(81)	55	2,238
Bouwinvest Asia Pacific Pty Ltd (100%)	289	-	(121)	56	224
Bouwinvest North America LLC (100%)	317	-		83	400
Total	16,200	-	(692)	1,502	17,010

	Book value 31-12-2022	Deposit/ repayment	Dividend	Result 2023	Book value 31-12-2023
Bouwinvest Dutch Institutional Residential Fund (0.2%)	12,130	-	(270)	-756	11,104
Bouwinvest Dutch Institutional Retail Fund (0.2%)	2,244	-	(95)	77	2,226
Bouwinvest Dutch Institutional Office Fund (0.2%)	2,546	-	(64)	(218)	2,264
Bouwinvest Asia Pacific Pty Ltd (100%)	213	-	-	76	289
Bouwinvest North America LLC (100%)	185	-	-	132	317
Total	17,318	-	(429)	-689	16,200

Bouwinvest Asia Pacific Pty Ltd (Bouwinvest APAC) is a Bouwinvest subsidiary, founded on 21 December 2018. Acting as a representative office, Bouwinvest APAC advises Bouwinvest on the selection and management of real estate investments in the Asia-Pacific region on the basis of a Service Agreement with Bouwinvest. In addition, the subsidiary provides Bouwinvest with support services, such as market analyses and hold/sell analyses.

Bouwinvest North America LLC (Bouwinvest US) is a Bouwinvest subsidiary, founded on 2 January 2019. Acting as a representative office, Bouwinvest North America LLC advises Bouwinvest on the selection and management of real estate investments on the North American continent on the basis of a Service Agreement with Bouwinvest. In addition, the subsidiary provides Bouwinvest with support services, such as market analyses and hold/sell analyses.

## 2 Shareholders' equity

2024, before appropriation of result

	lssued capital	Share premium	Statutory reserve investments in associates	Other reserves	Retained earnings	Total equity
Balance at 1 January 2024	225	41,367	3,776	(711)	(2,247)	42,409
Net result for the year	-	-	-	-	2,904	2,904
Appropriation of result	-	-	-	(2,247)	2,247	-
Change in statutory reserve investments in associates	-	-	594	(594)	-	-
Dividends paid	-	-	-	-	-	-
Balance at 31 December 2024	225	41,367	4,370	(3,552)	2,904	45,314

2023, before appropriation of result

Balance at 31 December 2023	225	41,367	3,776	(711)	(2,247)	42,409
Dividends paid	-	-	-	-	-	-
Change in statutory reserve investments in associates	-	-	(1,460)	1,460	-	-
Appropriation of result	-	-	-	5,428	(5,428)	-
Net result for the year	-	-	-	-	(2,247)	(2,247)
Balance at 1 January 2023	225	41,367	5,236	(7,599)	5,428	44,657
	lssued capital	Share premium	Statutory reserve investments in associates	Other reserves	Retained earnings	Total equity

#### Share capital

The shares have a nominal value of one euro. On 31 December 2024, Bouwinvest had a total of 225,000 issued and fully paid up ordinary shares.

### Statutory reserve for participations

Bouwinvest has formed a statutory reserve for its financial position in the real estate funds. The movements in the statutory reserve item were as follows:

Balance at 31 December	4,370	3,776
Released		(1,460)
Additions	594	-
Balance at 1 January	3,776	5,236
	2024	2023

## Appropriation of 2023 result

On 10 April 2024, the General Meeting adopted the 2023 financial statements. The General Meeting approved the withdrawal of the 2023 net loss to the retained earnings.

## Proposal for the appropriation of the 2024 result

It will be proposed to the General Meeting that it approve the payment of a dividend of  $\leq$  0.9 million to the shareholder and to add  $\leq$  2.0 million of the 2024 result to the retained earnings. As the total amount of Other reserves and the Retained earnings is negative as per the end of 2024, the dividend will be deducted from the share premium.

This proposal has not yet been included in the financial statements.

## Off-balance sheet rights and liabilities

#### Investment management agreements

Bouwinvest has management agreements with the Dutch funds it manages. These agreements are openended and payment after termination is for two years. In addition, Bouwinvest has signed three investment management agreements with Stichting Bedrijfstakpensioenfonds voor de Bouwnijverheid (the pension fund for the construction industry – bpfBOUW) for the management of its international real estate portfolio. These three investment management agreements are open-ended. These agreements can be terminated each year, with a period of notice of two years. The management fee is calculated on the basis of net asset value.

#### Rental and lease contracts

	2024	2023
First year	5,621	5,492
Second to fifth year	7,715	9,585
More than five years	1,514	2,916
Total	14,850	17,993

### Fiscal unity for value added tax

Bouwinvest and bpfBOUW are a fiscal unity for the purposes of value added tax (VAT group), also including Bouwinvest Dutch Institutional Hotel Fund N.V. (and its subsidiaries), Bouwinvest Dutch Institutional Healthcare Fund N.V. (and its subsidiary) and Bouwinvest Development B.V.

The VAT group exists since 1 January 2016; the companies in this fiscal unity file their VAT returns independently.

Bouwinvest's right to deduct VAT, as part of this fiscal unity, amounted to approximately 28.31% in the year 2024.

# Signing of the financial statements

Amsterdam, 25 March 2025

## The Management Board

Mark Siezen, Chief Executive Officer and statutory director Henk-Dirk de Haan, Chief Financial & Risk Officer and statutory director Marleen Bosma, Chief Client Officer Allard van Spaandonk, Chief Investment Officer Dutch Investments Stephen Tross, Chief Investment Officer International Investments

### The Supervisory Board

Wendy Verschoor Jos van Lange Gabriëlle Reijnen

## **Other information**

Provisions of the articles of association pertaining to the appropriation of profit

Profit is appropriated in accordance with Article 4 of the Articles of Association, which stipulates that the General Meeting of Shareholders decides which portion of the profit shall be added to the reserves. The remaining profit is at the disposal of the General Meeting of Shareholders.



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## INDEPENDENT AUDITOR'S REPORT

To the shareholders and the supervisory board of Bouwinvest Real Estate Investors B.V.

#### Report on the audit of the financial statements 2024 included in the annual report

#### Our opinion

We have audited the financial statements 2024 of Bouwinvest Real Estate Investors B.V., based in Amsterdam.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Bouwinvest Real Estate Investors B.V. as at 31 December 2024, and of its result for 2024 in accordance with Part 9 of Book 2 of the Dutch Civil Code.

The financial statements comprise:

- 1. The consolidated and company balance sheet as at 31 December 2024.
- 2. The consolidated and company profit and loss account for 2024.
- 3. The notes comprising a summary of the accounting policies and other explanatory information.

#### Basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. Our responsibilities under those standards are further described in the 'Our responsibilities for the audit of the financial statements' section of our report.

We are independent of Bouwinvest Real Estate Investors B.V. in accordance with the Wet toezicht accountantsorganisaties (Wta, Audit firms supervision act), the Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore, we have complied with the Verordening gedrags- en beroepsregels accountants (VGBA, Dutch Code of Ethics for Professional Accountants).

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Information in support of our opinion

We designed our audit procedures in the context of our audit of the financial statements as a whole and in forming our opinion thereon. The following information in support of our opinion was addressed in this context, and we do not provide a separate opinion or conclusion on these matters.

#### Audit approach fraud risks

We identified and assessed the risks of material misstatements of the financial statements due to fraud.

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During our audit we obtained an understanding of the entity and its environment and the components of the system of internal control, including the risk assessment process and management's process for responding to the risks of fraud and monitoring the system of internal control and how the supervisory board exercises oversight, as well as the outcomes.

We evaluated the design and relevant aspects of the system of internal control and in particular the fraud risk assessment, as well as among others the code of conduct, whistle blower procedures and incident registration. We evaluated the design and the implementation and, where considered appropriate, tested the operating effectiveness, of internal controls designed to mitigate fraud risks.

As part of our process of identifying fraud risks, we evaluated fraud risk factors with respect to financial reporting fraud, misappropriation of assets and bribery and corruption. We evaluated whether these factors indicate that a risk of material misstatement due to fraud is present.

We identified the following fraud risks and performed the following specific procedures:

#### Management override of controls

We presume a risk of material misstatement due to fraud related to management override of controls. Management is in a unique position to perpetrate fraud because of management's ability to manipulate accounting records and prepare fraudulent financial statements by overriding controls that otherwise appear to be operating effectively.

Our audit procedures included, among others, the following:

We incorporated elements of unpredictability in our audit. We also considered the outcome of our other audit procedures and evaluated whether any findings were indicative of fraud or non-compliance.

We considered available information and made enquiries of relevant executives, directors (including internal audit) and the supervisory board.

We tested the appropriateness of journal entries recorded in the general ledger and other adjustments made in the preparation of the financial statements.

We evaluated whether the selection and application of accounting policies by the entity, particularly those related to subjective measurements and complex transactions, may be indicative of fraudulent financial reporting.

We evaluated whether the judgments and decisions made by management in making the accounting estimates included in the financial statements indicate a possible bias that may represent a risk of material misstatement due to fraud.

For significant transactions we evaluated whether the business rationale of the transactions suggests that they may have been entered into to engage in fraudulent financial reporting or to conceal misappropriation of assets. As part of our audit procedures, we verified whether the significant transactions should be considered related-party transactions.

This did not lead to indications for fraud potentially resulting in material misstatements.

#### Audit approach compliance with laws and regulations

We assessed the laws and regulations relevant to the entity through discussion with the management board, reading minutes and reports of internal audit.

As a result of our risk assessment procedures, and while realising that the effects from non-compliance could considerably vary, we considered the following laws and regulations: (corporate) tax law and the requirements under Part 9 of Book 2 of the Dutch Civil Code with a direct effect on the financial statements as an integrated part of our audit procedures, to the extent material for the financial statements.

We obtained sufficient appropriate audit evidence regarding provisions of those laws and regulations generally recognised to have a direct effect on the financial statements.

Apart from these, the entity is subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts and/or disclosures in the financial statements, for instance, through imposing fines or litigation.

#### Audit approach going concern

The Financial Statements of Bouwinvest Real Estate Investors B.V. have been prepared on the basis of the going concern assumption. As indicated in the responsibilities of the management board below, the management board is responsible for assessing the Bouwinvest Real Estate Investors B.V.'s ability to continue as a going concern.

We have evaluated the management board assessment of the Bouwinvest Real Estate Investors B.V.'s ability to continue as a going concern and inquired the management board regarding any knowledge of events or conditions beyond the period of the management board assessment. On the basis of our audit procedures, we have not identified any indication that would give rise to uncertainty on the Bouwinvest Real Estate Investors B.V.'s ability to continue as a going concern. Bouwinvest Real Estate Investors B.V. has total off-balance sheet items for a total of EUR 14,850 million due in the upcoming years. These off-balance sheet items will be financed via, (a) the available cash position as per 31 December 2024, (b) and the cashflow from the operational result, noting sufficient headroom in the current market circumstances. Furthermore, we noted that there is no indication that cash positions and cash flows will be insufficient to meet future obligations.

#### Report on the other information included in the annual report

The annual report contains other information, in addition to the financial statements and our auditor's report thereon.

The other information consists of:

- Management board's report.
- Other Information as required by Part 9 of Book 2 of the Dutch Civil Code.

Based on the following procedures performed, we conclude that the other information:

- Is consistent with the financial statements and does not contain material misstatements.
- Contains all the information regarding the management report and the other information as required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and understanding obtained through our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing these procedures, we comply with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Standard 720. The scope of the procedures performed is substantially less than the scope of those performed in our audit of the financial statements.

Management is responsible for the preparation of the other information, including the management board's report in accordance with Part 9 of Book 2 of the Dutch Civil Code, and the other information as required by Part 9 of Book 2 of the Dutch Civil Code.

#### Description of responsibilities regarding the financial statements

#### Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore, management is responsible for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, management is responsible for assessing the company's ability to continue as a going concern. Based on the financial reporting framework mentioned, management should prepare the financial statements using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Management should disclose events and circumstances that may cast significant doubt on the company's ability to continue as a going concern in the financial statements.

The supervisory board is responsible for overseeing the company's financial reporting process.

#### Our responsibilities for the audit of the financial statements

Our objective is to plan and perform the audit assignment in a manner that allows us to obtain sufficient and appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not detect all material misstatements, whether due to fraud or error, during our audit.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgment and have maintained professional scepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements.

Our audit included among others:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtaining an understanding of internal control relevant to the audit in order to design audit procedures that
  are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of
  the company's internal control.
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Concluding on the appropriateness of management's use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluating the overall presentation, structure and content of the financial statements, including the disclosures.
- Evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We are responsible for planning and performing the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the financial statements. We are also responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We bear the full responsibility for the auditor's report.

We communicate with the supervisory board regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant findings in internal control that we identified during our audit.

We provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Amsterdam, 25 March 2025

Deloitte Accountants B.V.

Signed on the original: R.J.M. Maarschalk

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## LIMITED ASSURANCE REPORT OF THE INDEPENDENT AUDITOR ON THE SUSTAINABILITY INFORMATION BOUWINVEST REAL ESTATE INVESTORS B.V.

To the shareholders of Bouwinvest Real Estate Investors B.V.

#### Our conclusion

We have performed a limited assurance engagement on the sustainability information in the annual report for 2024 of Bouwinvest Real Estate Investors B.V. at Amsterdam.

Based on our procedures performed and the assurance information obtained, nothing has come to our attention that causes us to believe that the sustainability information in the accompanying annual report does not present fairly, in all material respects:

- The policy with regard to sustainability matters.
- The business operations, events and achievements in that area in 2024.

in accordance with the applicable criteria as included in the 'Criteria' section of our report.

The sustainability information is included in:

- Section 'Responsibility' of chapter 'How Bouwinvest creates value' on page 14-27.
- Appendix 'GRI Content Index' on page 103-105.
- Appendix 'ESG performance indicators' on page 107, excluding social data.

#### Basis for our conclusion

We have performed our limited assurance engagement on the sustainability information in accordance with Dutch law, including Dutch Standard 3810N 'Assurance-opdrachten inzake duurzaamheidsverslaggeving' (Assurance engagements relating to sustainability reports). This engagement is aimed to obtain limited assurance. Our responsibilities under this standard are further described in the 'Our responsibilities for the assurance engagement on the sustainability information' section of our report.

We are independent of Bouwinvest Real Estate Investors B.V. in accordance with the 'Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten' (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence). This includes that we do not perform any activities that could result in a conflict of interest with our independent assurance engagement. Furthermore, we have complied with the 'Verordening gedrags- en beroepsregels accountants' (VGBA, Dutch Code of Ethics for Professional Accountants).

We believe that the assurance evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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#### Criteria

The reporting criteria applied for the preparation of the sustainability information are the reporting criteria as included in the section 'Reporting of performance indicators' within the 2024 Annual Report.

The comparability of sustainability information between entities and over time may be affected by the absence of a uniform practice on which to draw, to evaluate and measure this information. This allows for the application of different, but acceptable, measurement techniques.

Consequently, the sustainability information needs to be read and understood together with the criteria applied.

#### Materiality

Based on our professional judgement we determined materiality levels for each relevant sustainability matter. When evaluating our materiality levels, we considered quantitative and qualitative aspects as well as the relevance of information for both stakeholders and Bouwinvest Real Estate Investors B.V.

#### Limitations to the scope of our assurance engagement

The sustainability information includes prospective information such as ambitions, strategy, plans, expectations, and estimates and risk assessments. Prospective information relates to events and actions that have not yet occurred and may never occur. We do not provide any assurance on the assumptions and achievability of this prospective information.

The references to external sources or websites in the sustainability information are not part of the sustainability information as included in the scope of our assurance engagement. We therefore do not provide assurance on this information.

Our conclusion is not modified in respect to these matters.

#### Responsibilities of the management board for the sustainability information

The management board is responsible for the preparation and fair presentation of the sustainability information in accordance with the criteria as included in the 'Criteria' section, including the identification of stakeholders and the definition of material matters. The management board is also responsible for selecting and applying the criteria and for determining that these criteria are suitable for the legitimate information needs of stakeholders, considering applicable law and regulations related to reporting. The choices made by the management board regarding the scope of the sustainability information and the reporting policy are summarised in the chapter 'Performance on responsibility' of the annual report.

Furthermore, the management board is responsible for such internal control as it determines is necessary to enable the preparation of the sustainability information that is free from material misstatement, whether due to fraud or error.

#### Our responsibilities for the assurance engagement on the sustainability information

Our responsibility is to plan and perform the assurance engagement in a manner that allows us to obtain sufficient and appropriate assurance evidence for our conclusion.

Our assurance engagement is aimed to obtain a limited level of assurance to determine the plausibility of information. The procedures vary in nature and timing from, and are less in extent, than for a reasonable assurance engagement. The level of assurance obtained in a limited assurance engagement is therefore substantially less than the assurance that is obtained when a reasonable assurance engagement is performed.

We apply the applicable quality management requirements pursuant to the 'Nadere voorschriften kwaliteitsmanagement' (NV KM, regulations for quality management) and accordingly maintain a comprehensive system of quality management including documented policies and procedures regarding compliance with ethical requirements, professional standards and other relevant legal and regulatory requirements.

Our limited assurance engagement included among others:

- Performing an analysis of the external environment and obtaining an understanding of relevant sustainability themes and issues, and the characteristics of Bouwinvest Real Estate Investors B.V.
- Evaluating the appropriateness of the criteria applied, their consistent application and related disclosures in the sustainability information. This includes the evaluation of Bouwinvest Real Estate Investors B.V.'s materiality assessment and the reasonableness of estimates made by the management board.
- Obtaining through inquiries a general understanding of the internal control environment, the reporting processes, the information systems and the entity's risk assessment process relevant to the preparation of the sustainability information, without testing the operating effectiveness of controls.
- Identifying areas of the sustainability information where misleading or unbalanced information or a material misstatement, whether due to fraud or error, is likely to arise. Designing and performing further assurance procedures aimed at determining the plausibility of the sustainability information responsive to this risk analysis. These procedures consisted among others of:
  - obtaining inquiries from management and relevant staff at corporate level responsible for the sustainability strategy, policy and results;
  - obtaining inquiries from relevant staff responsible for providing the information for, carrying out internal procedures on, and consolidating the data in the sustainability information;
  - obtaining assurance evidence that the sustainability information reconciles with underlying records of Bouwinvest Real Estate Investors B.V.;
  - reviewing, on a limited test basis, relevant internal and external documentation;
  - considering the data and trends.
- Reconciling the relevant financial information with the financial statements.
- Reading the information in the annual report which is not included in the scope of our assurance engagement to identify material inconsistencies, if any, with the sustainability information.

- Considering the overall presentation and balanced content of the sustainability information.
- Considering whether the sustainability information as a whole, including the sustainability matters and disclosures, is clearly and adequately disclosed in accordance with applicable criteria.

Amsterdam, 25 March 2025

Deloitte Accountants B.V.

Signed on the original: R.J.M. Maarschalk



## **GRI content index**

Statement of<br/>useBouwinvest Real Estate Investors B.V. has reported the information cited in this GRI content index for the<br/>period January 1, 2024 until December 31, 2024 with reference to the GRI Standards.

GRI 1 used	GRI 1: Foundation 2021
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GRI Standard	Disclosure	LOCATION
GRI 2: General		
Disclosures 2021	2-1 Organizational details	Notes to the financial adjustments - General
	2-2 Entities included in the organization's sustainability reporting	Notes to the financial adjustments - General
	2-3 Reporting period, frequency and contact point	About this report
	2-5 External assurance	About this report - Data collection and verification of non-financial data
	2-6 Activities, value chain and other business relationships	Notes to the financial adjustments - General
	2-7 Employees	Social data
	2-9 Governance structure and composition	Corporate governance
	2-10 Nomination and selection of the highest governance body	Corporate governance
	2-11 Chair of the highest governance body	Corporate governance
	2-16 Communication of critical concerns	Message from the CEO
	2-18 Evaluation of the performance of the highest governance body	Remuneration report
	2-19 Remuneration policies	Remuneration report
	2-20 Process to determine remuneration	Remuneration report
	2-22 Statement on sustainable development strategy	Message from the CEO
	2-25 Processes to remediate negative impacts	How Bouwinvest creates value
	2-26 Mechanisms for seeking advice and raising concerns	How Bouwinvest creates value
	2-29 Approach to stakeholder engagement	How Bouwinvest creates value
GRI 3: Material Topics		
2021	3-1 Process to determine material topics	How Bouwinvest creates value
	3-2 List of material topics	How Bouwinvest creates value
	3-3 Management of material topics	Progress per material theme

GRI Standard	GRI disclosure	Reference or information
GRI 302: Energy 2016	302-4 Reduction of energy consumption	Progress per theme - Minimising climate impact of buildings/ portfolio About this report - Data collection and verification of non-financial data - Reporting environmental data Definition of the KPI of the material themes
Generating stable abs performance for invest	olute and relative financial stors	
GRI Standard	GRI disclosure	Reference or information
Company specific disclosure		Financial statements Progress per theme - Generating stable financial performance and investment returns Definition of the KPI of the material themes
Stimulating and contri healthcare	buting to affordable housing and	
GRI Standard	GRI disclosure	Reference or information
Company specific disclosure	Disclosure of Management Approach (DMA)	Demographic Progress per theme - Stimulating of/ contributing to affordable housing and healthcare How Bouwinvest creates value Definition of the KPI of the material themes
	Explanation of the material topic and its Boundaries	Demographic Progress per theme - Stimulating of/ contributing to affordable housing and healthcare How Bouwinvest creates value Definition of the KPI of the material themes
	Add residential units in mid-rental segment	Progress per theme - Stimulating of/ contributing to affordable housing and healthcare How Bouwinvest creates value
Promoting integrity an	nd transparency	
GRI Standard	GRI disclosure	Reference or information
Company specific disclosure	Disclosure of Management Approach (DMA)	Progress per theme - Promoting integrity and transparency
	Explanation of the material topic and its boundaries	Progress per theme - Promoting integrity and transparency
	The management approach and its components	Progress per theme - Promoting integrity and transparency Compliance Bouwinvest Code of conduct - https:// www.bouwinvest.com/media/4118/bouwinvest- code-of-conduct-2018.pdf
Focusing on investor i	interest	
GRI Standard	GRI disclosure	Reference or information
Company specific disclosure	Disclosure of Management Approach (DMA)	Progress per theme - Focusing on investor interest
	Explanation of the material topic and its Boundaries	Progress per theme - Focusing on investor interest
	The management approach and its components	Directors' report Progress per theme - Focusing on investor interest
	Average client appreciation	ESG performance indicators - Social data Responsible investment results Connectivity table

Providing healthy an						
GRI Standard	GRI disclosure	Reference or information				
Company specific disclosure	Disclosure of Management Approach (DMA)	Progress per theme - Providing healthy and safe portfolio / buildings				
	Explanation of the material topic and its Boundaries	Progress per theme - Providing healthy and safe portfolio / buildings				
	The management approach and its components	Progress per theme - Providing healthy and safe portfolio / buildings				
Making buildings cli	mate-resilient					
GRI Standard	GRI disclosure	Reference or information				
Company specific disclosure	Disclosure of Management Approach (DMA)	Progress per theme - Making buildings climat resilient				
	Explanation of the material topic and its Boundaries	Progress per theme - Making buildings climate resilient				
	The management approach and its components	Progress per theme - Making buildings climate resilient				
Investing in above-a	verage sustainable buildings					
GRI Standard	GRI disclosure	Reference or information				
Company specific disclosure	Disclosure of Management Approach (DMA)	Progress per theme - Investing in above- average sustainable buildings				
	Explanation of the material topic and its Boundaries	Progress per theme - Investing in above- average sustainable buildings				
	The management approach and its components	Progress per theme - Investing in above- average sustainable buildings				
Contributing to livab regions	ility in cities and metropolitan					
GRI Standard	GRI disclosure	Reference or information				
Company specific disclosure	Disalarum of Management Annuals (DMAA)					
	Disclosure of Management Approach (DMA)	Progress per theme - Contributing to livability i cities and metropolitan regions				
	Explanation of the material topic and its Boundaries	cities and metropolitan regions				
	Explanation of the material topic and its	cities and metropolitan regions Progress per theme - Contributing to livability i cities and metropolitan regions				
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### Providing healthy and safe portfolio / buildings

## **Definition of the KPIs of the material themes**

	KPI	Definition
	Energy reduction NL and II	% LfL energy reduction, including tenant usage. Source: GRESB
lent	% Coverage physical climate risk scan	% Buildings with climate scan, NL en II
Responsible investment	% GRESB 4/5 stars (sustainable investments)	Weighted average NAV by "share of sustainable investments 4/5 stars"
lein	Tenant satisfaction score	Weighted average tenant satisfaction
onsib	Total Healthcare investments	Total investments incl. secured pipeline invested in healthcare properties
Resp	Transactions mid rental segment residential Fund	% Units in mid rental segment acquired in fiscal year
-	% Considerate construction scheme	% Considerate construction scheme
	Client satisfaction score	Client satisfaction score
Corporate social responsibility	Reputation score	Reputation score Bouwinvest
orporate soci: responsibility	Participation training (compliance)	% employees participated in compliance workshop
orpol	Participation in training (ICT cyber)	% of employees completing the Security Awareness Programme
0 -	FTE growth	Number of FTE added in fiscal year
분	Return on invested capital	Weighted (by NAV) average performance, excl. Currency result
Responsible investment	Outperform relevant indices	Number of 6 (open funds and II mandates) to outperform the relevante index

# **ESG performance indicators**

#### Continuous improvement of our sustainability performance

Impact area	Indicator	Measure	Unit	2024	2023	% change
Above-average sustainable investments	GRESB	Percentage of above-average sustainable investments in total portfolio	%	79%	83%	3%- points
	GRESB	Percentage of Dutch funds with GRESB 4/5-star ratings	%	100%	100%	0%-point
	GRESB	Percentage of regional mandates with GRESB 4/5-star ratings	%	39%	51%	-12%- points
	GRESB	GRESB coverage of total portfolio	%	94%	95%	-1%-point
	GRESB	GRESB coverage of the Dutch funds	%	100%	100%	0%-point
	GRESB	GRESB coverage of the international mandates	%	83%	85%	-2%- points

#### Investing in sustainable real estate

Impact area	Indicator	Measure	Unit	2024	2023	% change
Sustainable building certificates	BREEAM or GPR	Share of sustainable building certificates by m2 (BREEAM or GPR) (GRI-CRESS: CRE8)	%	98%	99%	-1%-point

#### Improving stakeholder value

Impact area	Indicator	Measure	Unit	2024	2023	% change
Stakeholder engagement	Tenant satisfaction	Response percentage (GRI: 102-43)	%	na	64%	6%-points
		Average total score (GRI: 102-43)	#	7.4	7.3	1%
Promoting sustainability in	Considerate			17 (of	26 (of	
the chain	construction sites	Number of registered	#	20)	34)	9%
		Percentage registered building sites (by aquisition price)	%	85%	82%	3%-points

#### Social data

Impact area	Indicator	Measure	Unit	2024	2023
	Contracts (incl. proportion of			-	
Employees	women)	Number of employees (GRI: 401-1)	FTE	253.1 FTE	230.2 fte
		Full-time contract percentage (GRI: 401-1)	%	78.5%	80.5%
		Part-time contract percentage (GRI: 401-1)	%	21.5%	19.5%
		Temporary contract percentage (GRI: 401-1)	%	10.2%	11.4%
		Permanent contract percentage (GRI: 401-1)	%	89.8%	88.6%
	Health	Absenteeism (GRI: 403-3)	%	2.4%	4.5%
	Turnover	Employee turnover percentage (GRI: 401-2)	%	14.85%	7.7%
	Employee satisfaction	Employee engagement - survey response percentage (GRI: 103)	%	N/A	N/A
		Average satisfaction score (GRI: 103)	#	not measured	not measured
		Employee engagement score		not measured	not measured
		Employee enthusiasm score		not measured	not measured
	Equality & diversity	Percentage of women (GRI: 405-2)	%	34.0%	32.9%
		Percentage of women in senior management (GRI: 405-2)		22.6%	20.0%
	Training & development	Number of internships and graduate positions	#	1	3
	Age (incl. percentage of women)	<35	%	20.7%	20.3%
		35-45		29.7%	31.8%
		45-55		33.2%	32.6%
		55-65		15.6%	14.4%
		>65		0.8%	0.8%
Clients	Investor satisfaction	Response percentage (GRI: 102-43)	%	na	na
		Average total score (GRI: 102-43)	#	7.4	7.2

## **About this report**

The goal of this annual report is to inform our stakeholders regarding the financial and non-financial developments at our company in the 2024 calendar year. We also use this report to update our stakeholders on the progress we have made in our performance with respect to a number of material aspects, the boundaries and scope of which we have determined in consultation with our stakeholders. You will find a description of the process of determining materiality and a full list of material aspects in the section on the determination of materiality.

### Scope of this report

Bouwinvest based the determination of the content and parameters of this report on the wishes of our stakeholders via the materiality analysis. In this matrix, we have set the degree of importance of aspects against the interest that our external stakeholders attach to said aspects. The annual report and the financial statements pertain to Bouwinvest Real Estate Investors B.V., its six funds (Residential, Office, Retail, Healthcare, Hotel and Impact) and the three international mandates (Europe, North America and Asia-Pacific). Unless otherwise stated, the scope of the report extends to all of Bouwinvest's activities. This means it does not include the activities of sub-contractors, unless otherwise stated.

The annual report is drawn up annually, based on a reporting period of one calendar year. The previous report dated March 27, 2024 pertained to the calendar year 2023. The 2023 annual report was prepared and published on March 27, 2024. The 2024 annual report pertains to the calendar year 2024, which ran from 1 January 2024 through 31 December 2024.

### Reporting policy and guidelines

Bouwinvest strives to improve its reporting each year, in line with the nature, risks and opportunities of the organisation. Bouwinvest reports with reference to the GRI Standards of the guidelines of the Global Reporting Initiative (GRI). GRI Standards are the global standard on the reporting guidelines front. GRI is based on the principle of materiality and requires organisations to report their management approach to their most material aspects. Reporting in line with GRI adds focus on material aspects to our annual report and allows us to report solely on aspects that are important to internal and external stakeholders. You will find general information on GRI at: <a href="https://www.globalreporting.org">www.globalreporting.org</a>.

## Data collection and verification of non-financial data

#### **Data collection**

We present our non-financial KPIs in this report. The non-financial data are collected in the first quarter of the subsequent year. Whenever possible, we collect data centrally, while some data are collected locally. Once we have collected the data, we consolidate the data and subject it to a trend analysis. If there are any significant deviations in trends, we add context and verify with the relevant data provider. The data in this report have been quantified. In the absence of data, we have made estimates. We did not identify any uncertainties or inherent limitations in the data as a result of measurements, estimates or calculations.

#### **Reporting environmental data**

Bouwinvest reports environmental data of those assets where management control is possible (via the operational control approach). Data is provided for those assets where we have the power to introduce and implement operating policies and where we are responsible for purchasing energy and water and the processing of waste. Our management control differs greatly by type of real estate (e.g. residential or office real estate). These differences affect the level of influence we have over the (measurable) sustainability performance of our real estate assets.

Absolute use is the total use of the real estate assets in our funds during the period under review and provides insight into the overall environmental impact.

Like-for-like data and any changes pertain to real estate assets in our portfolio that were fully owned by Bouwinvest and operational for the full 24-month period. We have excluded assets that were acquired, sold or underwent large-scale renovations in this period. This data therefore provides insight into the movement of an indicator over time at a constant portfolio scope. Total net CO<sub>2</sub> emissions, after compensation, represent the total CO emissions after reduction and compensation of carbon emissions via Guarantees of Origin (*Garanties van Oorsprong* - GVO). This is in line with Bouwinvest's commitment to reduce the impact its operations have on climate change and to promote sustainable energy generation.

Energy, emission and water intensity are reported on the basis of like-for-like usage data and lettable floor area (LFA). This pertains to collectively purchased components and usage for shared areas, as well as usage data for tenant areas that are not individually metered.

#### Changes

Significant changes in definitions and measurement methods compared with previous reporting periods are explained where relevant. The changes we made to our ESG strategy or our targets in 2024 are explained in the relevant sections of this report. The aspects included in this report were selected on the basis of our materiality analysis.

#### Verification

For the year 2024, we had the various non-financial KPIs verified by an external auditor. The CFRO was involved in the commissioning of this verification. We see this as a step towards integrated reporting according to GRI Standards.

#### Feedback

For additional information on this report, please feel free to contact our Client Management department via clientmanagement@bouwinvest.nl or Marleen Bosma, Chief Client Officer: +31 (0)20 677 1600. Bouwinvest appreciates any feedback on its annual report.

## Glossary

#### Addition of mid-rental segment homes

This is the total number of new homes added to the Dutch residential portfolio with a rental price between  $\in$  880 and  $\notin$  1,158 per month in the reporting period.

#### **Assets under Management**

Assets under Management (AUM) refers to the market value of real estate as well as non-real estate related assets (including any cash in the Funds or mandate) with respect to which Bouwinvest provides oversight and investment management services.

#### Certified sustainable portfolio

#### **Dutch sector funds**

This is the relative share of real estate investments in a portfolio that have been formally assigned a sustainable building certificate (such as BREEAM-NL and GPR Building) at the end of a reporting period, as a percentage of the total portfolio (on the basis of m<sup>2</sup> LFA).

#### International mandates

This is the average score of the international investments on the Building Certificates aspect in the GRESB assessment, weighted against the total NAV of the international mandate investments that participate in GRESB.

#### **Client appreciation**

This is the average score clients (pension funds, insurance firms and charitable organisations) gave in satisfaction surveys in a certain reporting year.

#### **Compliance incident**

This is an act or an event that endangers the ethical performance of Bouwinvest's business operations or those of one of its affiliated companies, such to include the violation of laws or regulations, fraud, corruption and the violation of the duty of confidentiality.

#### **Considerate Constructor sites**

This is the share of the building sites related to Bouwinvest's acquisitions or renovations that are registered as Considerate Constructors sites under the Dutch Considerate Constructors (Bewuste Bouwers) scheme in the reporting period, weighted according to acquisition price.

#### **Cost ratio**

This is the total operating costs for the year as a percentage of the Assets under Management as per the end of the financial year.

#### **Employee satisfaction**

This is the unweighted average score in the biennial employee satisfaction survey.

#### Energy index of the portfolio

This is the average energy index of the Dutch real estate portfolio, weighted according to lettable floor surface. Real estate investments without an energy index are not included in the calculation. For the residential portfolio, the average energy index is calculated per residential unit.

#### Energy, emission and water intensity

Energy, emission and water intensity is reported on the basis of like-for-like use data and lettable floor area. This pertains to collectively purchased components and consumption data for common areas, as well as consumption data for leased areas that are not individually metered. Both scope 1 and scope 2 emissions data are included in the measurement.

#### **Entrusted capital**

This is the sum of the Assets under Management and the remaining commitments for the Funds and Mandates with respect to which Bouwinvest provides oversight and investment management services.

#### **Green portfolio**

This is the share of lettable floor area (LFA) with an A, B or C energy label, as a percentage of the total lettable floor area of the portfolios of the Dutch sector funds. For the residential portfolio, the green portfolio share is calculated per residential unit.

#### **GRESB** participation

The share of Bouwinvest's investments that participate in GRESB in the reporting period, weighted against the NAV at the end of said reporting period.

#### **GRESB** score and star rating

The GRESB (Global Real Estate Sustainability Benchmark) score is a measurement of the ESG performance of an entity – shown as a number between 0 and 100. The score is the result of an annual GRESB assessment of the real estate entity.

The GRESB star rating is based on the GRESB score and the relative position in the entire GRESB universe, which is determined each year on the basis of the scores. If an entity ends in the top 20% it is awarded a five-star rating. If an entity ends in the lowest 20% it is given a one-star rating, etc. Due to the fact that the GRESB star rating is calculated as a relative score vis-a-vis the worldwide scores of participating entities, the rating shows a fund's performance on a worldwide scale.

#### Investments with an above-average sustainability rating

These are investments with a GRESB 4- or 5-star rating. The share is shown as a percentage of the total NAV at the end of a reporting period. Investments participating in GRESB for the first time are given the option of not publishing their performance. If the score is communicated to Bouwinvest, this is included in its overall score.

#### Knowledge platform aimed at innovation

A knowledge platform is an interactive online/offline environment used to facilitate knowledge exchange and networking between various parties, with the aim of reusing existing knowledge and the development of new knowledge and technologies that contribute to the improved performance of real estate. This is also referred to as PropTech.

#### Like-for-like reduction of emissions

Like-for-like data and changes pertain to real estate assets in our portfolio that were owned by Bouwinvest for the full 24-month period and were operational in that period. Real estate assets that were acquired, sold or underwent a major renovation in this period are not included. The total emissions figures pertains to direct  $CO_2$  emissions (scope 1) and indirect  $CO_2$  emissions (scope 2) generated by electricity, gas and district heating systems. Total net  $CO_2$  emissions after compensation is the total  $CO_2$  emissions after offsetting and compensation via Guarantees of Origin. To calculate  $CO_2$  emissions, Bouwinvest uses country-specific and energy source-specific conversion factors that can change from year to year. Bouwinvest uses the most recent conversion factors (source: www.co2emissiefactoren.nl).

#### Membership of sector organisations

This is the number of employees who are active members of boards or working groups of a real estate sector organisation in the reporting period.

#### Personal data security incidents

This is the number of major incidents involving the failure to comply with legal provisions and standards in the field of personal data protection, or security incidents that may be deemed data breaches. An incident qualifies as major if Bouwinvest is obliged to report said incident to a regulator, if a regulator or similar official body filed a report with Bouwinvest, or if an external party files a complaint with Bouwinvest and Bouwinvest considers said complaint legitimate.

#### **Reduction of energy consumption**

#### **Dutch sector funds**

This is the percentage change in energy consumption (electricity and gas) at the end of the reporting period, compared with the previous year on a like-for-like basis for energy meters under the direct control of the funds. Like-for-like refers to the energy consumption of a portfolio with consistent activities in the comparative periods. Gas consumption is converted from m<sup>3</sup> into kWh on the basis of the conversion factors published at the end of the period at https://www.co2emissiefactoren.nl. The gas consumption in the year under review is adjusted for the differences in the figures for 'degree days' (actual average day temperatures versus an agreed level) in De Bilt (the Netherlands) between the year under review and the previous year.

#### International mandates

This is the average like-for-like energy reduction (year-on-year), as reported by GRESB, weighted according to the NAV of international investments that participate in GRESB. Any reduction is based on the energy consumption period year one versus year two.

#### **Secured pipeline**

Dutch Funds: Investments obligations commited by the Fund, corrected for the investments allready made. International mandates: Investment obligations (commitments in funds), corrected for the already called capital calls.

#### Share of renewable energy (international mandates)

This is the share of renewable energy in the total consumption of the international investments that participate in GRESB, as reported annually by GRESB. This consists of renewable energy that is generated and used/exported within the investments and that is generated outside the investments and used within the investments.

#### Solar panels installed (Dutch sector funds)

This is the amount of installed capacity (measured in kilowatt peak - KWp) from solar panels in the portfolio.

#### **Tenant satisfaction**

The total tenant satisfaction score is the unweighted average total score of the tenant satisfaction score per sector fund in the year under review. The score at fund level is also unweighted and average.



Bouwinvest Real Estate Investors B.V.

## Colophon

Text: Bouwinvest Concept: Bouwinvest Production: F19 & InSync Corporate Communication

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# Bouwinvest Real Investors