

# **Interim report 2011**

# VASTNED RETAIL REALISES STABLE DIRECT INVESTMENT RESULT OF € 33.6 MILLION

Reinier van Gerrevink, Chief Executive Officer: 'In the past quarter retail markets proved to be challenging, with tenants wanting value for money. The healthy leasing activity and the high average occupancy rate of 95.2% show we were able to meet our tenant's expectations. In the past six months, the leasing activity was € 9.2 million spread throughout our core countries, including Spain, where we are prioritising improving the occupancy rate. In Belgium, too, significant lease renewals took place, securing the associated cash flows for the next few years.

The appraisals of our property portfolio contributed positively to the investment result. In terms of acquisitions we made good progress. After the acquisition in the Netherlands in the first quarter, in the second quarter we took over a portfolio of high street shops in a top city centre location in Bordeaux and reached agreement on the acquisition of a number of high street shops in a prime location in Namur, Belgium.

For the full year 2011 market conditions will remain challenging, resulting in a marginal decrease of the direct investment result per share before the one-off costs of the termination of the collaboration with VastNed Offices/Industrial.' (in brackets: first half 2010)

- Direct investment result: €33.6 million (€33.6 million);
- Indirect investment result: €29.5 million (€12.0 million);
- Investment result: €63.1 million (€45.7 million);
- Direct investment result per share: €1.81 (€1.84);
- Indirect investment result per share: €1.59 (€0.65);
- Investment result per share: €3.40 (€2.49);
- Shareholders' equity per share as at 30 June 2011: €54.04 (30 June 2010: €50.30);
- Average occupancy ratio: 95.2% (95.3%);
- Occupancy rate as at June 30, 2011: 95.3% (30 June, 2010: 95.0%);
- Solvency as at 30 June 2011: 53.8% (30 June 2010: 54.5%).

# **Profile**

VastNed Retail invests in high street shops, shopping centres and retail warehouses located in good and top locations in its core countries: the Netherlands, Spain, France, Belgium and Turkey. The value of the investment properties was €2,096.2 million as at 30 June 2011 (30 June 2010: €1,900.3 million).



# **Investment properties**

The developments in the area of occupancy rate, rent levels, value movements, investments and disposals in the property portfolio in the first half of 2011 were as follows:

# Occupancy rate

The average occupancy rate in the first half of 2011 was 95.2% (95.3%). The occupancy rate as at 30 June 2011 was 95.3% (30 June 2010: 95.0%). The marginal increase of the occupancy rate compared to 30 March 2011 (95.0%) was due in particular to improved occupancy rates in Spain, France and Turkey. In Spain we are prioritising improving the occupancy rate in order to maintain the quality of the shopping centres, even if this may occasionally result in lower rent levels. The occupancy rate by country was as follows.

| Country | 30 June<br>2011 | H1<br>2011 | H1<br>2010 |
|---------|-----------------|------------|------------|
| NL      | 96.6            | 96.8       | 98.0       |
| E       | 92.4            | 92.4       | 91.2       |
| F       | 94.3            | 93.9       | 93.1       |
| В       | 97.3            | 97.6       | 99.2       |
| Tr      | 100.0           | 93.6       | 81.5       |
| P       | 100.0           | 100.0      | 100.0      |
|         |                 |            |            |
| T       | 95.3            | 95.2       | 95.3       |

# Leasing activity

The leasing activity in the first half of 2011 was € 9.2 million (€ 5.4 million) or 6.6% of gross rental income (4.1%). Leases were concluded on average at 3.1% below the former rent level (5.0% negative). In the second guarter in particular a number of significant leases were signed. In the Netherlands, VastNed Retail welcomed innovative fastfood concept store EXKi at Plein 11 (288 sqm). In Belgium, the leases with Decor Heytens were renewed at good conditions, while in Spain great efforts were made to maintain the occupancy rate of the portfolio. 33 new leases signed in the second quarter of 2011 were a key contribution to that objective. Retail outlets opening for business based on leases concluded recently are driving an improvement of operational activities in VastNed Retail's shopping centres in Spain. A case in point is the opening of an outlet of electronics chain Worten in Centro Comercial Montigalá in the Barcelona area in the first guarter of 2011. We are now looking forward to the opening of the Metropolitan Gym in the Centro Comercial Atalayas in Murcia at the end of Q3 2011. In Turkey, the occupancy rate of the property portfolio rose to 100% with the lease of the first and second floor of the retail property at Istiklal Caddesi 119 in Istanbul to a restaurant business. Furthermore, a long-term lease with Zara was concluded for 3,100 sqm at Istiklal Caddesi 161 in Istanbul. This former Yapi Kredi property is one of two properties in the development pipeline. Discussions are under way with interested parties for the other property, located at Istiklal Caddesi 85 in Istanbul, which will offer 3,200 sqm of retail space.



| Total leasing activity H1 2011 based on contract rents |                                |                                 |   |  |  |
|--|--------------------------------|---------------------------------|---|--|--|
| Country  | Movement gross rent % headline | Movement gross rent % effective | Volume as a % of theoretical gross rent |  |  |
| NL   | 5.1                            | 3.4                             | 3.6                                     |  |  |
| E  | (27.1)                         | (32.7)                          | 5.6                                     |  |  |
| F  | 34.9                           | 26.1                            | 2.6                                     |  |  |
| В  | 1.1                            | (1.8)                           | 9.9                                     |  |  |
| Tr   |                                |                                 | 150.3                                   |  |  |
|  |                                |                                 |   |  |  |
| Т  | (2.8)                          | (5.8)                           | 6.5                                     |  |  |

#### Lease incentives

The lease incentives (applying straightlining over the duration of the lease up to the first termination date) rose to 2.5% (2.2%) in the first half of 2011.

|         | ll ll   | FRS lease incentives | in %    |         |
|---------|---------|----------------------|---------|---------|
| Country | Q1 2011 | Q2 2011              | H1 2011 | H1 2010 |
| NL      | (0.5)   | (0.6)                | (0.6)   | (0.5)   |
| E       | (5.7)   | (8.5)                | (7.1)   | (5.6)   |
| F       | (1.7)   | (1.7)                | (1.7)   | (1.6)   |
| В       | (1.3)   | (1.2)                | (1.2)   | (2.0)   |
| Tr      |         |                      |         | -       |
| P       |         |                      |         | -       |
|         |         |                      |         |         |
| T       | (2.1)   | (2.8)                | (2.5)   | (2.2)   |

# Value movements investment properties

The value movements of VastNed Retail's property portfolio based on appraisals by independent appraisers and internal appraisals showed a total value movement of €34.7 million positive (€14.5 million positive). The value increases were due to a strong preference for retail property in the property investment market. The theoretical net yield on the property portfolio was 6.4% (6.7%) as at 30 June 2011.

|         | Value movements (€ million) |            |            |            |  |  |
|---------|-----------------------------|------------|------------|------------|--|--|
| Country | Q1<br>2011                  | Q2<br>2011 | H1<br>2011 | H1<br>2010 |  |  |
| NL      | 6.9                         | 5.3        | 12.2       | 7.1        |  |  |
| E       | 0.6                         | (2.3)      | (1.7)      | (2.2)      |  |  |
| F       | 0.7                         | 9.6        | 10.3       | 5.8        |  |  |
| В       | 10.4                        | 1.7        | 12.1       | 3.2        |  |  |
| Tr      | 1.5                         | 0.2        | 1.7        | 0.7        |  |  |
| P       | 0.1                         |            | 0.1        | (0.1)      |  |  |
| T       | 20.2                        | 14.5       | 34.7       | 14.5       |  |  |



|         | Value movements as a percentage of starting values and net yields Net yield Net yield |       |       |     |                            |  |  |
|---------|---|-------|-------|-----|----------------------------|--|--|
| Country | Country Q1 2011 Q2 2011 H1 2011   |       |       |     | Net yield<br>31 March 2011 |  |  |
| NL      | 0.9   | 0.7   | 1.6   | 6.0 | 6.1                        |  |  |
| E       | 0.2   | (0.6) | (0.4) | 8.0 | 7.5                        |  |  |
| F       | 0.2   | 2.3   | 2.4   | 5.9 | 6.1                        |  |  |
| В       | 3.4   | 0.5   | 4.0   | 6.2 | 6.3                        |  |  |
| Tr      | 5.3   | 1.0   | 6.4   | 4.8 | 4.8                        |  |  |
| P       | 0.6   | 0.1   | 0.7   | 6.6 | 7.7                        |  |  |
|         |   |       |       |     |                            |  |  |
| Т       | 1.0   | 0.7   | 1.8   | 6.4 | 6.4                        |  |  |

# **Acquisitions**

In March 2011, VastNed Retail acquired 33 retail units in the Walburg shopping centre in Zwijndrecht for €40.4 million in total. The total lettable floor area of the acquired part is over 14,000 sqm; the annual rental income is approx. €2.8 million. The units are mostly let to national retain chains such as HEMA, supermarket Jumbo, chemists chain Kruidvat, opticians Hans Anders and lingerie chain Hunkemöller. The net initial yield was 6.1%. In the beginning of May 2011 a portfolio of high street shops in prime locations in the city centre of the French city of Bordeaux was acquired for €30.4 million in total. The total lettable floor area of the acquired part is 2,850 sqm; the annual rental income is approx. €1.7 million. The tenants include national and international retail chains such as footwear chain Bata, surf fashion chain Oxbow, Etam Lingerie and designer fashion chain Max Mara. The portfolio was acquired from private investors at a 5% net initial yield.

After balance sheet date, the property portfolio in Belgium was strengthened with the acquisition of retail complex 'Jardin d'Harscamp' in Namur covering a total area of 2,596 sqm located at Place de l'Ange 4 in the prime shopping area of Namur (population 108,000). The property comprises a total commercial retail space of 2,228 sqm and 23 underground parking spaces. The complex currently contains 17 smaller shops with tenants including Club, Women'Secret and Belgique Loisirs. The retail units can relatively easily be combined into larger spaces. The current annual rental income is approx. € 0.5 million, which is far below its actual market rental value. The acquisition price of this property is approx. € 10.3 million, resulting in an initial yield of approx. 5%.

|                                   | Acquisitions                            |                               |
|-----------------------------------|---|-------------------------------|
| Country<br>City                   | Address                                 | Acquisition price (€ million) |
| <b>Netherlands</b><br>Zwijndrecht | Walburg shopping centre (33 units)      | 40.4                          |
| France<br>Bordeaux                | Portfolio of 9 <i>high street shops</i> | 30.4                          |
| Total                             |   |                               |

#### Disposals

In the first half of 2011 disposals were made totalling €14.4 million.



|                                | Disposals                                   |                          |
|--------------------------------|---|--------------------------|
| Country<br>City<br>Netherlands | Address ——————————————————————————————————— | Net yield<br>(€ million) |
| Amsterdam                      | Jan Evertsenstraat 100, 106 and 108         |                          |
| Mijdrecht                      | Prinses Margrietlaan 24-52                  | 5.1                      |
| Vriezenveen                    | Westeinde 19 (1 unit)                       | 0.3                      |
| France<br>Lille                | Rue Jacquemars Giélée 106                   | 0.6                      |
| <b>Belgium</b><br>Antwerp      | Carnotstraat 18-20                          | 1.6                      |
| Turkey<br>Istanbul             | 'Bomonti Park'<br>Kazim Orbay Caddesi 3     | 5.1                      |
| Total                          |   | 14.4                     |

After deducting sales costs, a sales profit of € 1.2 million was recognised on these disposals.

#### Investment result VastNed Retail shareholders in the first half 2011

The investment result in the first half of 2011 was €63.1 million positive (€45.7 million positive). The investment result comprises the direct investment result, which remained virtually stable at €33.6 million (€33.6 million) and the indirect investment result that reached €29.5 million positive (€12.0 million positive) mainly due to positive value movements of the investment properties.

# Composition investment result first half 2011

#### Gross rental income

The gross rental income totalled  $\le$  65.6 million in the half of 2011 ( $\le$  62.9 million). Of the increase,  $\le$  2.6 million was due to acquisitions in 2010 and 2011, and  $\le$  0.5 million to positive like-for-like growth. On the other hand, the gross rental income decreased by  $\le$  0.5 million due to disposals made in 2010 and 2011.

| Gross rental income (€ million) |            |            |            |            |  |
|---------------------------------|------------|------------|------------|------------|--|
| Country                         | Q1<br>2011 | Q2<br>2011 | H1<br>2011 | H1<br>2010 |  |
| NL                              | 12.8       | 13.2       | 26.0       | 24.1       |  |
| E                               | 7.6        | 7.3        | 14.9       | 14.7       |  |
| F                               | 6.2        | 6.6        | 12.8       | 12.1       |  |
| В                               | 5.3        | 5.2        | 10.5       | 10.6       |  |
| Tr                              | 0.5        | 0.3        | 0.8        | 0.8        |  |
| P                               | 0.3        | 0.2        | 0.5        | 0.6        |  |
| T                               | 32.7       | 32.9       | 65.6       | 62.9       |  |



Operating expenses (including ground rents and net service charge expenses)
These expenses rose to €8.2 million (€7.0 million). This was due, next to the expansion of the property portfolio and net acquisitions, to higher net service charge expenses, maintenance and leasing costs, provisions for doubtful debtors and local taxes.

# Value movements investment properties

As stated earlier, the value movements of the investment properties in the first half of 2011 were €34.7 million positive (€14.5 million positive).

# Net result on investment property disposals

The net result on disposals after deduction of sales costs was  $\leq$  1.2 million positive compared to the appraisal value ( $\leq$  0.3 million positive).

# Net financing costs

The net financing costs including the value movements of financial derivatives rose to €16.5 million (€16.3 million). The net interest expenses increased from €15.2 million to €16.9 million mainly due to higher interest-bearing debts due to acquisitions made in 2010 and 2011. The average interest rate on the total interest-bearing loan capital rose marginally to 4.19% (4.10%).

The movement of the interest rate derivatives not designated as full hedges under IFRS was €0.4 million positive (€1.1 million negative).

|                                    | Financial costs |         |
|------------------------------------|-----------------|---------|
|                                    | H1 2011         | H1 2010 |
| Interest (* €1 million)            | 16.9            | 15.2    |
| Average interest % on loan capital | 4.19            | 4.10    |
| Interest coverage ratio (ICR)      | 3.2             | 3.4     |

#### General expenses

In the first half of 2011, general expenses saw a limited increase to  $\leq$  3.7 million ( $\leq$  3.5 million). The general expenses include the costs relating to the termination of the collaboration agreement with VastNed Offices/Industrial of  $\leq$  0.3 million.

Income tax payable on the reporting period

Income tax fell to €0.2 million (€0.4 million) in the first half of 2011.

#### Movement deferred tax assets and liabilities

The movement of deferred tax assets and liabilities was € 2.3 million negative (€ 0.5 million negative), which was related to the value movements in the Spanish and Turkish property portfolios in particular.



Investment result attributable to non-controlling interests

The investment result attributable to minority shareholders of €7.8 million (€4.3 million) consists of the direct and indirect investment results attributable to non-controlling interests of €3.2 million (€3.2 million) and €4.6 million positive (€1.1 million positive) respectively.

# Solvency and loan capital financing

As at 30 June 2011, VastNed Retail's balance sheet showed a healthy financing structure with a loan-to-value of 42.9% (30 June 2010: 40.3%) and a solvency, being group equity plus deferred tax liabilities divided by the balance sheet total, of 53.8% (30 June 2010: 54.5%). With this solvency and an interest coverage ratio of 3.2, VastNed Retail complies with all the loan covenants. Financing contracts are usually concluded with covenants stipulating a minimum solvency of 45% and an interest coverage ratio of between 2.0 and 2.5.

| Solver                                  | ncy and loan capital |         |
|---|----------------------|---------|
|   | H1 2011              | H1 2010 |
| Solvency                                | 53.8%                | 54.5%   |
| LTV                                     | 42.9%                | 40.3%   |
| Duration based on contract expiry dates | 3.6                  | 3.2     |
| Duration based on interest review dates | 4.2                  | 4.9     |

As at 30 June 2011, 63.4% of the loan portfolio was long-term with an average duration of 3.6 years based on contract expiry dates. Of the long-term loans, an amount of €138.1 million (already included under short-term loan capital) will expire in within one year. There are extension options for a significant portion of these expiring loans, which will be exercised. Due to the increased market rate, a value increase of financial derivatives was recognised directly in equity (2010: €16.0 million negative). In order to limit the interest rate risk, at 30 June 2011 69.9% of the loan portfolio was fixed-interest with a duration of 4.2 years based on the interest review dates.

| Breakdown of interest–bearing loan capital as at 30 June 2011 |                |                   |       |            |  |
|---|----------------|-------------------|-------|------------|--|
| (€ million)   | Fixed interest | Floating interest | Total | % of total |  |
| Long-term   | 518.1          | 52.4              | 570.5 | 63.4       |  |
| Short-term  | 110.4          | 218.3             | 328.7 | 36.6       |  |
|   |                |                   |       |            |  |
| Total   | 628.5          | 270.7             | 899.2 | 100.0      |  |
| % of total  | 69.9           | 30.1              | 100.0 |            |  |

#### Interim dividend

In accordance with its policy, VastNed Retail will pay out 60% of the direct investment result as interim dividend. This interim dividend will be € 1.09 (€ 1.10) per share. The ex-dividend date is 9 August 2011; the dividend will be made payable on 29 August 2011.



#### Termination of collaboration with VastNed Offices/Industrial

As stated earlier in a number of press releases, the market feels an increasing need for fully focused management. In this context, the termination proposal was approved at the general meeting of shareholders on 4 May 2011, so that the collaboration will end no later than 1 January 2012. After this date the funds will continue as independent investment companies with separate management structures. On 25 and 26 August 2011, the extraordinary general meetings of shareholders of VastNed Offices/Industrial N.V. and Nieuwe Steen Investments N.V. will take place in which a merger between the two companies will be proposed.

After the merger is approved by these company bodies, the eventual termination of the collaboration can be definitively drafted.

# **Developments and outlook**

The ongoing disappointing economic development in Spain in particular makes it hard to further improve the occupancy rate at financially attractive terms. Assuming that the economic climate will not improve in the remainder of this year, the board of management of VastNed Retail anticipates for the full year 2011 a marginal decrease of the direct investment result per share before the costs of the termination of the management agreement.

# Responsibility statement

In accordance with the transparency directive of the European Union as provided in Article 5.25(d) of the Financial Supervision Act, the board of management states that to the best of its knowledge:

the report of the board of management gives a true and fair view of the state of affairs at the balance sheet date and during the reporting period of VastNed Retail and its consolidated subsidiaries whose figures have been included in its financial interim report; the financial interim report gives a true and fair view of the assets and liabilities, the financial position and the result of VastNed Retail and its consolidated subsidiaries; and the material risks facing VastNed Retail have been described in this report. For a more extensive description of the risks, we refer to the chapter Risk Management in the most recent annual report.

Rotterdam, 4 August 2011

Further information: Arnaud du Pont + 31 10 2424310 (arnaud.du.pont@vastned.nl)

On Friday 5 August at 11 am an analysts' meeting will be held in which further comments will be made on the first half figures 2011. This meeting can be followed by means of an audio webcast on www.vastned.nl.



# Future looking statements

This press release contains a number of forward-looking statements. These statements are based on current expectations, estimates and prognoses of the board of management and on the information currently available to the company. The statements are subject to certain risks and uncertainties which are hard to evaluate, such as the general economic conditions, interest rates and amendments to statutory laws and regulations. The board of management of VastNed Retail cannot guarantee that its expectations will materialise. Furthermore, VastNed Retail does not accept any obligation to update the statements made in this press release.

| KEY FIGURES  | 30 June<br>2011  | 31 December 2010                                     | 30 June<br>2010                              |
|--|--|--|--|
| Results (x €1,000) Gross rental income   | 65,639   | 126,638  | 62,934                                       |
| Direct investment result<br>Indirect investment result   | 33,579<br>29,517                                       | 67,783<br>31,393                                     | 33,634<br>12,036                             |
| Investment result  | 63,096   | 99,176   | 45,670                                       |
| Balance sheet (x €1,000) Investment properties Equity Equity VastNed Retail shareholders Long-term liabilities  Solvency in accordance with the banks' definition (in %) | 2,096,193<br>1,107,154<br>1,006,250<br>638,890<br>53.8 | 1,995,538<br>1,074,905<br>975,570<br>686,942<br>54.6 | 1,900,279<br>1,024,249<br>930,377<br>712,155 |
| Interest coverage ratio  | 3.2  | 3.4  | 3.4  |
| Financial occupancy rate (in %)  | 95.2   | 95.2   | 95.3   |
| Average number of ordinary shares in issue<br>Number of ordinary shares in issue (end of period)   | 18,527,233<br>18,621,185                               | 18,409,519<br>18,495,220                             | 18,322,397<br>18,495,220                     |
| Per share ( x €1) Equity VastNed Retail shareholders at beginning of period (including final dividend)   | 52.75  | 51.42  | 51.42  |
| Final dividend previous financial year   | (2.58)   | (2.78)   | (2.78)                                       |
| Equity VastNed Retail shareholders at beginning of period (excluding final dividend)   | 50.17  | 48.64  | 48.64  |
| Direct investment result Indirect investment result  | 1.81<br>1.59   | 3.68<br>1.71   | 1.84<br>0.65                                 |
| Investment result  | 3.40   | 5.39   | 2.49   |
| Value movements financial derivatives taken directly to equity Translation differences net investments Other movements   | 0.50<br>-<br>(0.03)                                    | (0.03)<br>(0.04)<br>(0.11)                           | (0.77)<br>0.04<br>(0.10)                     |
| Interim dividend   | -  | (1.10)   | -  |
| Equity VastNed Retail shareholders at end of period (including final dividend)   | 54.04  | 52.75  | 50.30  |
| Share price (end of period)  | 49.43  | 51.98  | 41.31  |
| Premium (Discount) (in %)  | (8.5)  | (1.5)  | (17.9)                                       |

# DIRECT AND INDIRECT INVESTMENT RESULT

(x € 1,000)

| (x € 1,000)   | H1<br>2011                            | H1<br>2010                          | Q2<br>2011                          | Q2<br>2010                          |
|---|---------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| Direct investment result  |                                       |                                     |                                     |                                     |
| Gross rental income Ground rents paid Net service charge expenses Operating expenses  | 65,639<br>(293)<br>(1,050)<br>(6,809) | 62,934<br>(284)<br>(865)<br>(5,885) | 32,904<br>(149)<br>(477)<br>(3,365) | 31,375<br>(143)<br>(428)<br>(3,118) |
| Net rental income   | 57,487                                | 55,900                              | 28,913                              | 27,686                              |
| Financial income<br>Financial expenses  | 966<br>(17,871)                       | 197<br>(15,409)                     | 500<br>(9,158)                      | 89<br>(7,655)                       |
| Net financing costs   | (16,905)                              | (15,212)                            | (8,658)                             | (7,566)                             |
| General expenses  | (3,680)                               | (3,473)                             | (1,891)                             | (1,755)                             |
| Direct investment result before taxes   | 36,902                                | 37,215                              | 18,364                              | 18,365                              |
| Current income tax expense  | (154)                                 | (367)                               | 11                                  | (231)                               |
| Direct investment result after taxes  | 36,748                                | 36,848                              | 18,375                              | 18,134                              |
| Direct investment result attributable to non-controlling interests  | (3,169)                               | (3,214)                             | (1,584)                             | (1,599)                             |
| Direct investment result attributable to VastNed Offices/Industrial shareholders  | 33,579                                | 33,634                              | 16,791                              | 16,535                              |
| Indirect investment result  |                                       |                                     |                                     |                                     |
| Value movements investment properties in operation Value movements investment properties under renovation Value movements investment properties in pipeline | 40,552<br>-<br>(5,815)                | 16,180<br>(721)<br>(964)            | 15,521<br>-<br>(941)                | 9,140<br>(378)<br>(373)             |
| Total value movements investment properties   | 34,737                                | 14,495                              | 14,580                              | 8,389                               |
| Nettoverkoopresultaat vastgoedbeleggingen Waardemutaties financiële derivaten   | 1,211<br>444                          | 310<br>(1,119)                      | 58<br>495                           | 101<br>(162)                        |
| Indirect investment result before taxes   | 36,392                                | 13,686                              | 15,133                              | 8,328                               |
| Movement deferred tax assets and liabilities  | (2,265)                               | (545)                               | (1,097)                             | (293)                               |
| Indirect investment result after taxes  | 34,127                                | 13,141                              | 14,036                              | 8,035                               |
| Indirect investment result attributable to non-controlling interests  | (4,610)                               | (1,105)                             | (459)                               | (843)                               |
| Indirect investment result attributable to<br>VastNed Retail shareholders   | 29,517                                | 12,036                              | 13,577                              | 7,192                               |
| Investment result attributable to<br>VastNed Retail shareholders  | 63,096                                | 45,670                              | 30,368                              | 23,727                              |
| Per share (x €1)  Direct investment result attributable to VastNed Retail shareholders  | 1.81                                  | 1.84                                | 0.90                                | 0.90                                |
| Indirect investment result attributable to VastNed Retail shareholders  | 1.59                                  | 0.65                                | 0.73                                | 0.39                                |
| Investment result attributable to VastNed Retail shareholders   | 3.40                                  | 2.49                                | 1.63                                | 1.29                                |
| vastiveu Metali silaitilliutis  | 3.40                                  | 2.49                                | 1.03                                | 1.29                                |

# Financial interim report 2011

# **Contents**

- Consolidated profit and loss account
- Consolidated statement of comprehensive income
- Consolidated balance sheet
- Consolidated statement of changes in equity
- Consolidated cash flow statement
- Notes to the consolidated financial interim report 2011

# CONSOLIDATED PROFIT AND LOSS ACCOUNT (x € 1.000)

| (x € 1,000)   |            |            |                    |            |
|---|------------|------------|--------------------|------------|
|   | H1<br>2011 | H1<br>2010 | Q2<br>2011         | Q2<br>2010 |
| Net income from investment properties   |            |            |                    |            |
| Gross rental income   | 65,639     | 62,934     | 32,904             | 31,375     |
| Ground rents paid   | (293)      | (284)      | (149)              | (143)      |
| Net service charge expenses   | (1,050)    | (865)      | (477)              | (428)      |
| Operating expenses  | (6,809)    | (5,885)    | (3,365)            | (3,118)    |
| Net rental income   | 57,487     | 55,900     | 28,913             | 27,686     |
| Value movements investment properties in operation                              | 40,552     | 16,180     | 15,521             | 9,140      |
| Value movements investment properties under renovation                          | -          | (721)      | -                  | (378)      |
| Value movements investment properties in pipeline                               | (5,815)    | (964)      | (941)              | (373)      |
| Total value movements investment properties                                     | 34,737     | 14,495     | 14,580             | 8,389      |
| Net result on disposals of investment properties                                | 1,211      | 310        | 58                 | 101        |
| Total net income from investment properties                                     | 93,435     | 70,705     | 43,551             | 36,176     |
| Expenditure   |            |            |                    |            |
| Financial income  | 966        | 197        | 500                | 89         |
| Financial expenses  | (17,871)   | (15,409)   | (9,158)            | (7,655)    |
| Value movements financial derivatives   | 444        | (1,119)    | ` 495 <sup>′</sup> | (162)      |
| Net financing costs   | (16,461)   | (16,331)   | (8,163)            | (7,728)    |
| General expenses  | (3,680)    | (3,473)    | (1,891)            | (1,755)    |
| Total expenditure   | (20,141)   | (19,804)   | (10,054)           | (9,483)    |
| Investment result before taxes  | 73,294     | 50,901     | 33,497             | 26,693     |
|   |            |            |                    |            |
| Current income tax expense  | (154)      | (367)      | 11                 | (231)      |
| Movement deferred tax assets and liabilities                                    | (2,265)    | (545)      | (1,097)            | (293)      |
|   | (2,419)    | (912)      | (1,086)            | (524)      |
| Investment result after taxes   | 70,875     | 49,989     | 32,411             | 26,169     |
| Investment result attributable to non-controlling interests                     | (7,779)    | (4,319)    | (2,043)            | (2,442)    |
| Investment result attributable to   |            |            |                    |            |
| VastNed Retail shareholders   | 63,096     | 45,670     | 30,368             | 23,727     |
| Per share (x €1)  |            |            |                    |            |
| Investment result per share attributable to                                     |            |            |                    |            |
| VastNed Retail shareholders Diluted investment result per share attributable to | 3.40       | 2.49       | 1.64               | 1.29       |
| VastNed Retail shareholders   | 3.40       | 2.49       | 1.64               | 1.29       |

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

(x € 1,000)

| (x € 1,000)   | H1<br>2011      | H1<br>2010      | Q2<br>2011      | Q2<br>2010      |
|---|-----------------|-----------------|-----------------|-----------------|
| Investment result   | 70,875          | 49,989          | 32,411          | 26,169          |
| Value movements financial derivatives taken   |                 |                 |                 |                 |
| directly to equity Translation differences net investments                              | 10,597<br>(11)  | (16,020)<br>779 | (5,117)<br>128  | (7,217)<br>(78) |
| Taxes on other comprehensive income   | (1,165)         | 1,799           | 548             | 855             |
| Other comprehensive income  | 9,421           | (13,442)        | (4,441)         | (6,440)         |
| Total comprehensive income  | 80,296          | 36,547          | 27,970          | 19,729          |
| Attributable to:<br>VastNed Retail shareholders<br>Non-controlling interests            | 72,292<br>8,004 | 32,395<br>4,152 | 26,016<br>1,954 | 17,425<br>2,304 |
|   | 80,296          | 36,547          | 27,970          | 19,729          |
| Per share (x €1) Total comprehensive income attributable to VastNed Retail shareholders | 3.90            | 1.76            | 1.41            | 0.95            |
|   |                 |                 |                 |                 |

# CONSOLIDATED BALANCE SHEET (x €1,000)

|  | 30-jun<br>2011      | 31-dec<br>2010      | 30-jun<br>2010      |
|--|---------------------|---------------------|---------------------|
| Assets Investment properties in operation  | 2,023,321           | 1,921,861           | 1,856,353           |
| Investment properties under renovation Other assets in respect of lease incentives | -<br>2,964          | -<br>1,586          | 3,100<br>1,591      |
|  | 2,026,285           | 1,923,447           | 1,861,044           |
| Investment properties in pipeline  | 69,908              | 72,091              | 39,235              |
| Total investment properties  | 2,096,193           | 1,995,538           | 1,900,279           |
| Tangible fixed assets  | 920                 | 1,080               | 1,008               |
| Financial derivatives Deferred tax assets  | 657<br>478          | 978<br>478          | 905                 |
| Total fixed assets   | 2,098,248           | 1,998,074           | 1,902,192           |
| Debtors and other receivables  | 9,811               | 8,764               | 11,059              |
| Income tax   | 535                 | 411                 | 1,219               |
| Cash and cash equivalents  | 6,134               | 7,383               | 6,137               |
| Total current assets   | 16,480              | 16,558              | 18,415              |
| Total assets   | 2,114,728           | 2,014,632           | 1,920,607           |
| Equity and liabilities   |                     |                     |                     |
| Capital paid-up and called   | 93,106              | 92,476              | 92,476              |
| Share premium reserve  | 470,705<br>(22,442) | 471,370<br>(31,649) | 471,370<br>(45,137) |
| Hedging reserve in respect of financial derivatives Translations reserve           | (22,442)<br>(791)   | (31,649)            | (45,137)<br>676     |
| Other reserves   | 402,576             | 344,977             | 365,322             |
| Investment result attributable to VastNed Retail shareholders                      | 63,096              | 99,176              | 45,670              |
| Equity VastNed Retail shareholders   | 1,006,250           | 975,570             | 930,377             |
| Equity non-controlling interests   | 100,904             | 99,335              | 93,872              |
| Total equity   | 1,107,154           | 1,074,905           | 1,024,249           |
|  |                     |                     |                     |
| Deferred tax liabilities Provisions in respect of employee benefits                | 30,480              | 25,329              | 22,976              |
| Long-term interest bearing loans   | 710<br>570,458      | 1,023<br>612,059    | 743<br>619,963      |
| Financial derivatives  | 26,471              | 37,290              | 54,220              |
| Long-term tax liabilities  | 2,677               | 2,677               | 5,434               |
| Guarantee deposits   | 8,094               | 8,564               | 8,819               |
| Total long-term liabilities  | 638,890             | 686,942             | 712,155             |
| Payable to banks   | 190,714             | 121,544             | 128,114             |
| Redemption long-term liabilities   | 138,079             | 92,013              | 17,271              |
| Financial derivatives  | 667                 | 1,211               | -                   |
| Provision termination costs collaboration agreement                                | 2,561               | <b>-</b>            | -                   |
| Income tax   | 2,964               | 3,211               | 3,611               |
| Other liabilities and accruals   | 33,699              | 34,806              | 35,207              |
| Total short-term liabilities   | 368,684             | 252,785             | 184,203             |
| Total equity and liabilities   | 2,114,728           | 2,014,632           | 1,920,607           |

# Consolidated statement of changes in equity $(x \in 1{,}000)$

|   | Capital<br>paid up and<br>capital | Share<br>premium<br>reserve | Hedging<br>reserve in<br>respect of<br>financial<br>derivatives | Translation<br>reserve | Other reserves | Investment result attributable to VastNed Retail shareholders | Equity<br>VastNed<br>Retail<br>shareholders | Equity<br>non-controlling<br>interests | Total<br>equity  |
|---|-----------------------------------|-----------------------------|---|------------------------|----------------|---|---|--|------------------|
| Balance as at 1 January 2010  | 91,326                            | 472,554                     | (31,083)  | (103)                  | 467,822        | (61,383)  | 939,133                                     | 95,960                                 | 1,035,093        |
| Direct investment result<br>Indirect investment result<br>Value movements financial   |                                   |                             |   |                        |                | 33,634<br>12,036  | 33,634<br>12,036                            | 3,214<br>1,105                         | 36,848<br>13,141 |
| derivatives<br>Translation differences net investments  |                                   |                             | (14,054)  | 779                    |                |   | (14,054)<br>779                             | (167)                                  | (14,221)<br>779  |
| Total comprehensive income  | -                                 | -                           | (14,054)  | 779                    | -              | 45,670  | 32,395                                      | 4,152                                  | 36,547           |
| Stock dividend<br>Costs of stock dividend<br>Final dividend previous financial year in cash<br>Allocation from profit appropriation | 1,150                             | (1,150)<br>(34)             |   |                        | (102,500)      | (41,117)<br>102,500   | (34)<br>(41,117)                            | (6,240)                                | (34)<br>(47,357) |
| Balance as at 30 June 2010  | 92,476                            | 471,370                     | (45,137)  | 676                    | 365,322        | 45,670  | 930,377                                     | 93,872                                 | 1,024,249        |
| Balance as at 1 January 2011  | 92,476                            | 471,370                     | (31,649)  | (780)                  | 344,977        | 99,176  | 975,570                                     | 99,335                                 | 1,074,905        |
| Direct investment result<br>Indirect investment result<br>Value movements financial   |                                   |                             |   |                        |                | 33,579<br>29,517  | 33,579<br>29,517                            | 3,169<br>4,610                         | 36,748<br>34,127 |
| derivatives Translation differences net investments   |                                   |                             | 9,207   | (11)                   |                |   | 9,207<br>(11)                               | 225                                    | 9,432<br>(11)    |
| Total comprehensive income  | -                                 | -                           | 9,207   | (11)                   | -              | 63,096  | 72,292                                      | 8,004                                  | 80,296           |
| Stock dividend<br>Costs of stock dividend<br>Final dividend previous financial year in cash<br>Allocation from profit appropriation | 630                               | (630)<br>(35)               |   |                        | 57,599         | (41,577)<br>(57,599)  | (35)<br>(41,577)                            | (6,435)                                | (35)<br>(48,012) |
| Balance as at 30 June 2011  | 93,106                            | 470,705                     | (22,442)  | (791)                  | 402,576        | 63,096  | 1,006,250                                   | 100,904                                | 1,107,154        |

# CONSOLIDATED CASH FLOW STATEMENT (x €1,000)

|  | H1<br>2011         | H1<br>2010         |
|--|--------------------|--------------------|
| Cash flow from operating activities  |                    |                    |
| Investment result Adjustments for:   | 70,875             | 49,989             |
| Value movements investment properties  | (34,737)           | (14,495)           |
| Net result on disposals investment properties  | (1,211)            | (310)              |
| Net financing costs  | 16,461             | 16,331             |
| Income tax   | 2,419              | 912                |
| Cash flow from operating activities before changes in working capital and provisions   | 53,807             | 52,427             |
| III WORKING CAPITAL AND PROVISIONS   | 33,007             | 32,421             |
| Movement current assets  | (2,456)            | 4,181              |
| Movement short-term liabilities  | (1,620)            | (1,790)            |
| Movement provisions  | 2,248              | (493)              |
|  | 51,979             | 54,325             |
| Interest paid (on balance)   | (17,989)           | (15,508)           |
| Income tax paid  | (603)              | 904                |
| Cash flow from operating activities  | 33,387             | 39,721             |
| Cash flow from investment activities   |                    |                    |
| Acquisition of investment properties and investments Disposal of investment properties | (74,561)<br>14,112 | (26,948)<br>12,734 |
| 2.0p000.0p.0p0.100   | <u> </u>           | <u> </u>           |
| Cash flow from property  | (60,449)           | (14,214)           |
| Movement tangible fixed assets   | 158                | (9)                |
| Cash flow from investment activities   | (60,291)           | (14,223)           |
| Cash flow from financing activities  |                    |                    |
| Dividend paid  | (41,612)           | (41,151)           |
| Dividend paid to non-controlling interests   | (6,664)            | (6,132)            |
| Interest-bearing loans drawn down  | 94,170             | 51,171             |
| Interest-bearing loans redeemed  | (20,225)           | (29,049)           |
| Cash flow from financing activities  | 25,669             | (25,161)           |
| Movement in cash and cash equivalents  | (1,235)            | 337                |
| Cash and cash equivalents as at January 1  | 7,383              | 5,739              |
| Translation differences on cash and cash equivalents                                   | (14)               | 61                 |
| Cash and cash equivalents at end of period   | 6,134              | 6,137              |

#### NOTES TO THE CONSOLIDATED FINANCIAL INTERIM REPORT 2011

#### 1. General

VastNed Retail N.V., with its registered office in Rotterdam, the Netherlands, is a (closed-end) property investment company with variable capital whose shares are listed on NYSE Euronext Amsterdam and Paris.

VastNed Retail makes long-term investments in high street shops, shopping centres and retail warehouses in the Netherlands, Spain, France, Belgium, Turkey and Portugal.

On 20 October 2006, the AFM granted to VastNed Management B.V. the licence as enacted in Book 2, Section 25 (1) (a) of the Act on Financial Supervision pursuant to which this company may act as manager of VastNed Retail.

The consolidated financial interim report of VastNed Retail comprises VastNed Retail and its subsidiaries (jointly referred to as 'the Group') and the interest of the Group in the associates and entities over which its has joint control.

The board of management approved the consolidated financial interim report on 4 August 2011.

The consolidated financial interim report has not been audited.

#### 2. Principles applied in the presentation of the financial interim report

The financial statements are presented in euros; amounts are rounded off to thousands of euros, unless stated differently.

This interim report has been prepared in accordance with IAS 34 'Interim financial reporting' as endorsed by the European Union.

For the principles of consolidation, the valuation of assets and liabilities and the determination of the result, reference is made to the 2010 annual accounts.

#### Effect of new, revised and improved standards

The following revised standards and interpretations have come into effect for the current financial year, but do not affect the presentation, the notes and/or the financial results of the Group.

- Revised IAS 24 Related Party Disclosures;
- Amendment to IAS 32 Financial Instruments: Presentation: Classification of Right Issues,
- Amendment to IFRIC 14 Prepayments of a Minimum Funding Requirement, and;
- IFRIC 19 Extinguishing Financial Liabilities with Equity Instruments.
- A number of improvements to IFRS standards have taken effect. This concerns a set of smaller revisions of IFRS standards that do not have a material effect on the Group's equity and investment result.

In the preparation of the consolidated financial interim report, the essential judgments used by the board of management in the application of VastNed Retail's principles for financial reporting and the main estimates are identical to the essential judgments and main estimates used in the 2010 annual accounts. The actual results may deviate from these estimates.

#### 3. Segment information

|             | Investment<br>30 J |           | Gross renta<br>H1 |        | Operating cost<br>ground rents p<br>service charge<br>H1 | aid and net | Net rental income<br>H1 |        |
|-------------|--------------------|-----------|-------------------|--------|--|-------------|-------------------------|--------|
|             | 2011               | 2010      | 2011              | 2010   | 2011   | 2010        | 2011                    | 2010   |
| Netherlands | 802,085            | 710,925   | 26,034            | 24,074 | 3,561  | 2,804       | 22,473                  | 21,270 |
| France      | 465,606            | 406,670   | 12,769            | 12,155 | 1,187  | 1,300       | 11,582                  | 10,855 |
| Spain       | 418,241            | 417,339   | 14,914            | 14,716 | 2,349  | 1,817       | 12,565                  | 12,899 |
| Belgium     | 314,447            | 301,917   | 10,574            | 10,589 | 896  | 942         | 9,678                   | 9,647  |
| Turkey      | 83,421             | 51,029    | 843               | 830    | 62   | 147         | 781                     | 683    |
| Portugal    | 12,393             | 12,399    | 505               | 570    | 97   | 25          | 408                     | 545    |
| Total       | 2,096,193          | 1,900,279 | 65,639            | 62,934 | 8,152  | 7,035       | 57,487                  | 55,899 |

|  | Value movements<br>investment properties<br>H1 |         | Net result on disposals tax assets and investment properties liabilities  H1 H1 |      | s and   | Total<br>H1 |         |         |
|--|--|---------|---|------|---------|-------------|---------|---------|
|  | 2011   | 2010    | 2011  | 2010 | 2011    | 2010        | 2011    | 2010    |
| Netherlands                            | 12,222   | 7,168   | 276   | 107  | -       | -           | 12,498  | 7,275   |
| France                                 | 10,298   | 5,796   | 53  | 95   | 20      | 43          | 10,371  | 5,934   |
| Spain                                  | (1,699)  | (2,222) | _   | -    | (951)   | (853)       | (2,650) | (3,075) |
| Belgium                                | 12,077   | 3,180   | 503   | 108  | (36)    | (5)         | 12,544  | 3,283   |
| Turkey                                 | 1,754  | 707     | 379   | -    | (1,276) | 265         | 857     | 972     |
| Portugal                               | 85   | (134)   | -   | -    | (22)    | 5           | 63      | (129)   |
|  | 34,737   | 14,495  | 1,211   | 310  | (2,265) | (545)       | 33,683  | 14,260  |
| Of which attributable to third parties | (4,263)  | (1,382) | (139)   | (30) | 10      | 1           | (4,392) | (1,411) |
|  | 30,474   | 13,113  | 1,072   | 280  | (2,255) | (544)       | 29,291  | 12,849  |

#### 4. Dividend

On 16 May 2011 the final dividend for the 2010 financial year was made payable, consisting of 5% in cash on the priority shares and an optional dividend on the ordinary shares of  $\in$  2.58 in cash or  $\in$  1.33 in cash and 2.56% in shares charged to the share premium reserve.

#### 5. Gebeurtenissen na balansdatum

No events have taken place after balance sheet date that impact the consolidated financial interim report.

#### 6. Related parties transactions

Except with respect to the issues described below, no material changes occurred in the first half of 2011 in the nature, scale or volume of transactions with related parties compared to what was set out in the notes to the 2010 annual accounts.

During the first half of 2011 none of the members of the supervisory board and board of management of VastNed Retail had a personal interest in the investments of the company. To the best of VastNed Retail's knowledge, during the reporting period no transactions took place with persons or institutions that may be considered to be parties with direct interests in VastNed Retail.

# Interests of major investors

The AFM has received the following notifications from shareholders holding an interest in VastNed Retail exceeding five percent:

| Name of Acces Management Co. 14d | F 020/ |
|----------------------------------|--------|
| Nomura Asset Management Co. Ltd. | 5.93%  |
| Commonwealth Bank of Australia   | 5.79%  |
| Dexia S.A.                       | 5.21%  |
| Stichting Pensioenfonds ABP      | 5.15%  |

# 7. Total expense ratio

The total expense ratio for the first half of 2011 was 2.04% (annualised).