

INVESTOR DAYS LONDON - JUNE 13-14, 2019



THE KEY ISSUES WE WANT TO ADDRESS DURING THESE TWO DAYS

THE WFD ACQUISITION & THE FUTURE OF RETAIL

OUR BALANCE SHEET,
DISPOSALS &
DIVIDEND
SUSTAINABILITY

OUR STRATEGY IN THE US AND UK

IS OUR EUROPEAN GROWTH SUSTAINABLE?

WILL THE UR WAY WORK IN THE FORMER WFD BUSINESS?



THE WESTFIELD ACQUISITION



The Westfield acquisition fits our strategy perfectly









Unique platform of assets





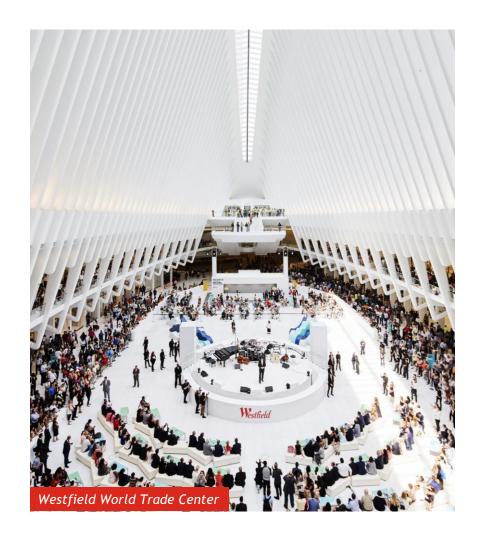
Complementary expertise in design, development, marketing, digital and commercial partnerships

A unique opportunity to create a premier global operator



The Westfield acquisition rationale

| 1. | Design the future of retail | V |
|----|---|---|
| 2. | Build the strongest portfolio to deliver consistent growth | V |
| 3. | Largest development pipeline to drive growth with flagship projects | V |
| 4. | Capitalize on best in class management teams | V |
| 5. | Synergies will deliver additional earnings and cash flows | V |
| 6. | Transaction to: | |
| | Unlock NAV and REPS accretion | |
| | > €3.0 Bn of disposals to preserve strong balance sheet | |
| 7. | Efficient structure for shareholders | V |
| 8. | Common strategy - clear action plan - best in class governance | V |

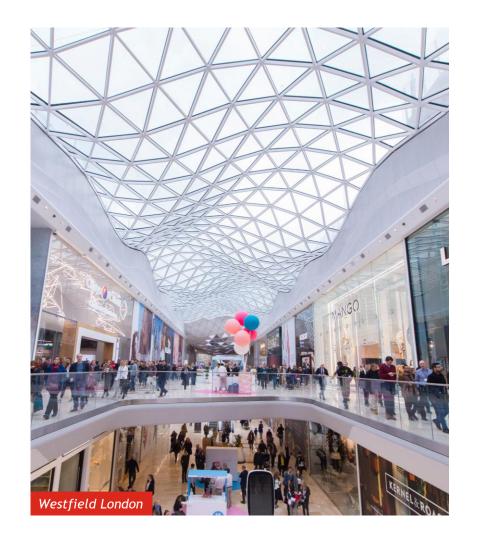




The Westfield acquisition: what is different

- 1. Transaction diverted WFD senior management from US operations

 → delays in leasing and projects; no ex-UR input pending closing
- 2. Deterioration of retail environment in US and UK more severe than anticipated
- 3. Occupancy in recent developments
- 4. Some major projects need to be reviewed (size, returns)



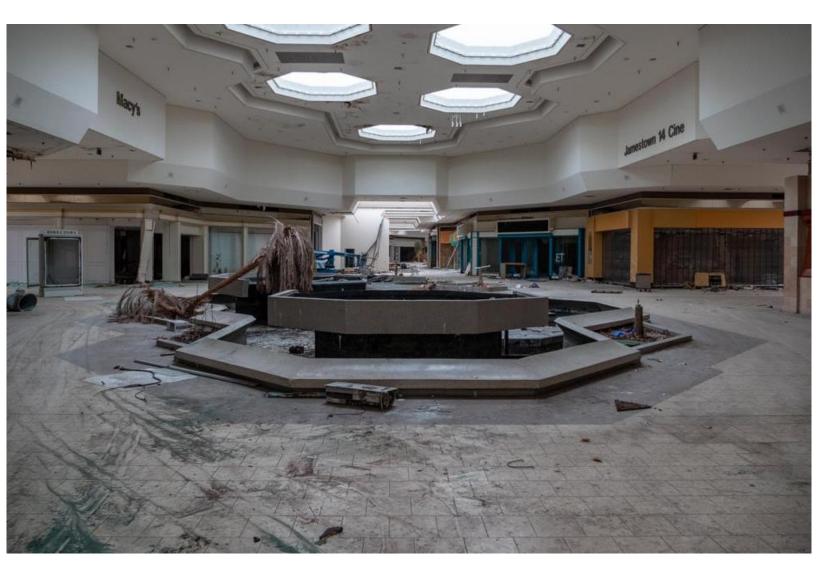


THE FUTURE OF RETAIL



The future of retail

THIS?



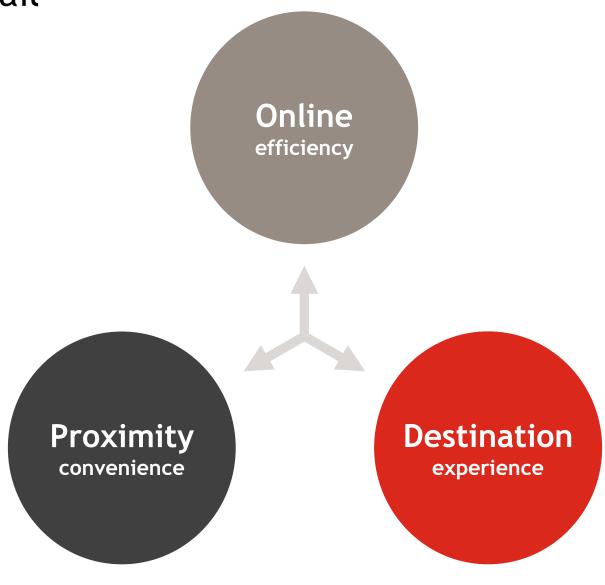
The future of retail



OR THIS?



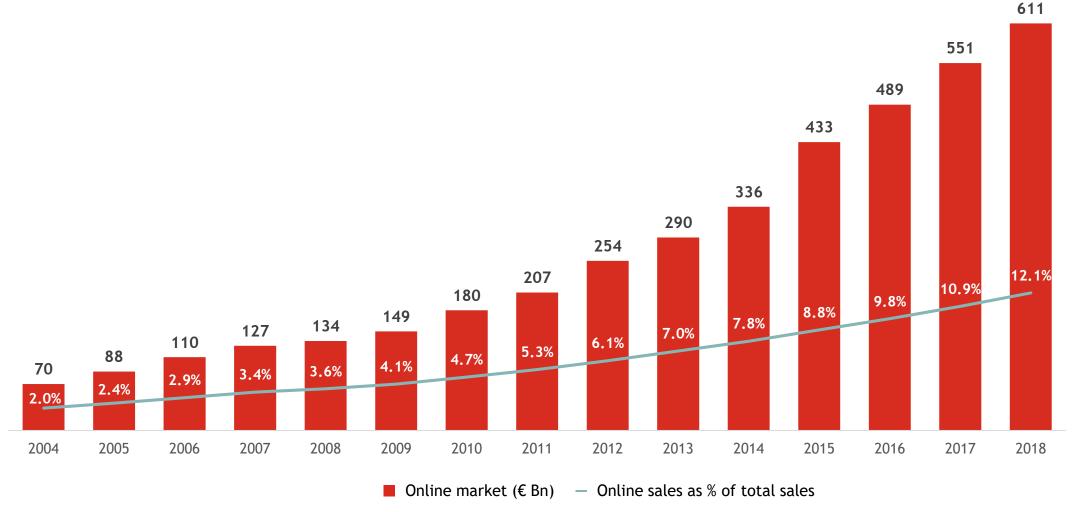
The future of retail



WHAT HAS CHANGED SINCE 2016?

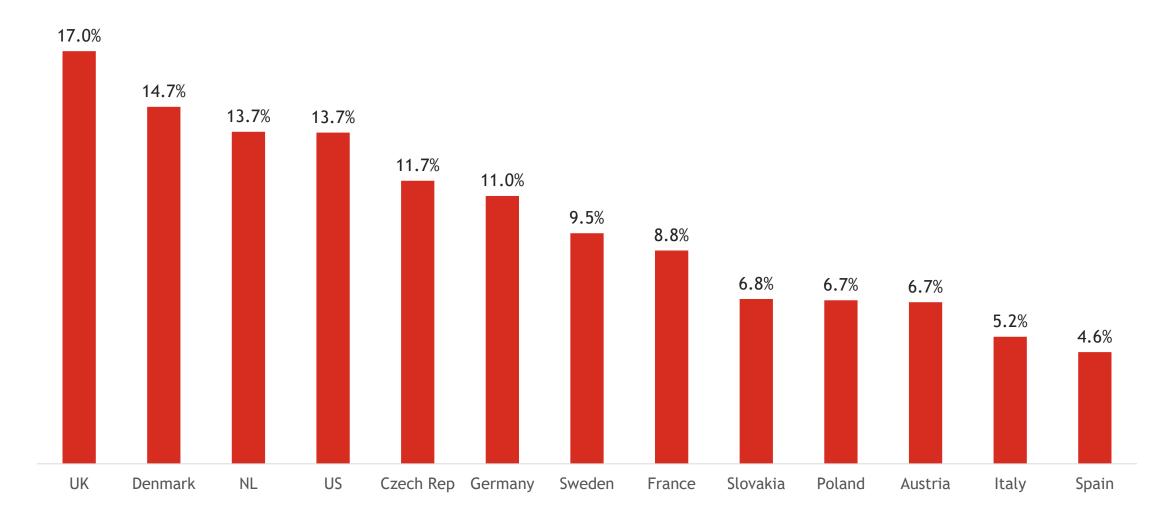


Online sales penetration has continued to increase...





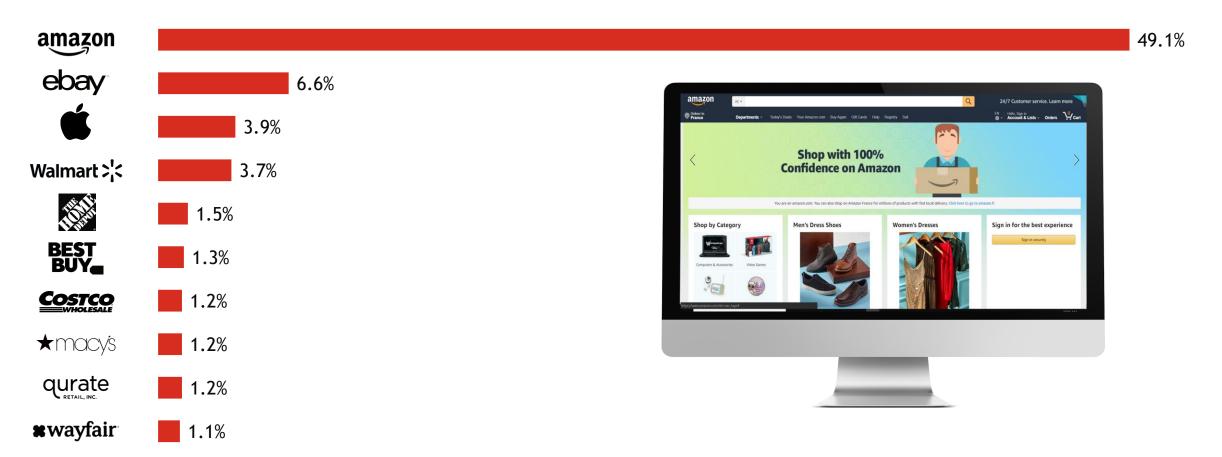
... but varies from country to country



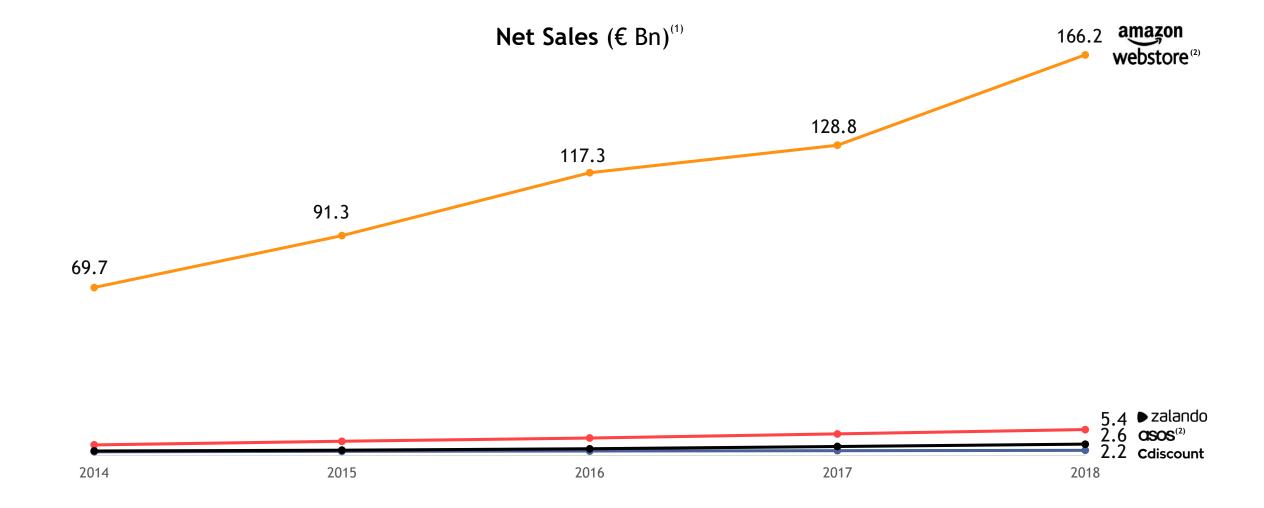


Amazon still represents ~50% of US online retail market...

Top 10 US Companies, Ranked by Retail Ecommerce sales share, 2018⁽¹⁾

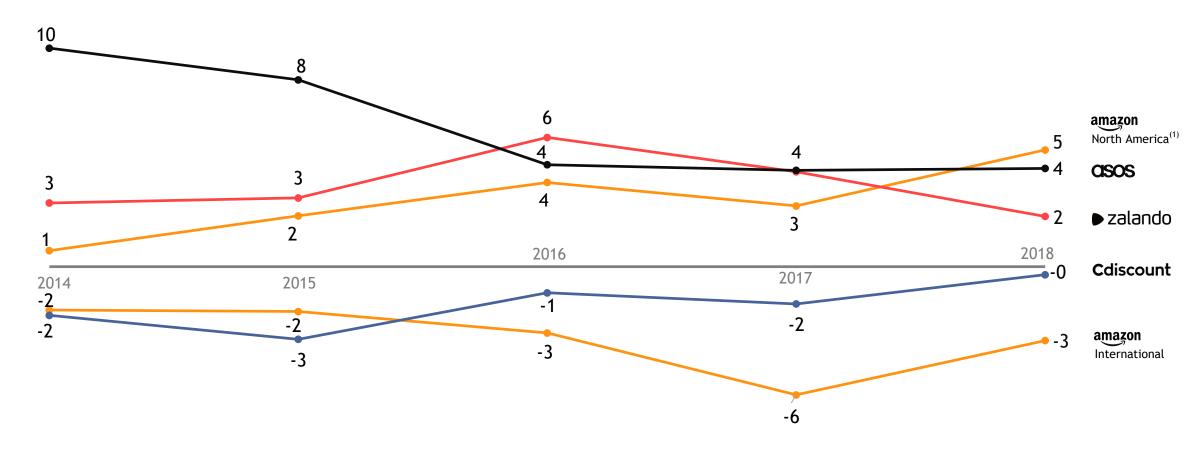


... and no other major pure-player has emerged

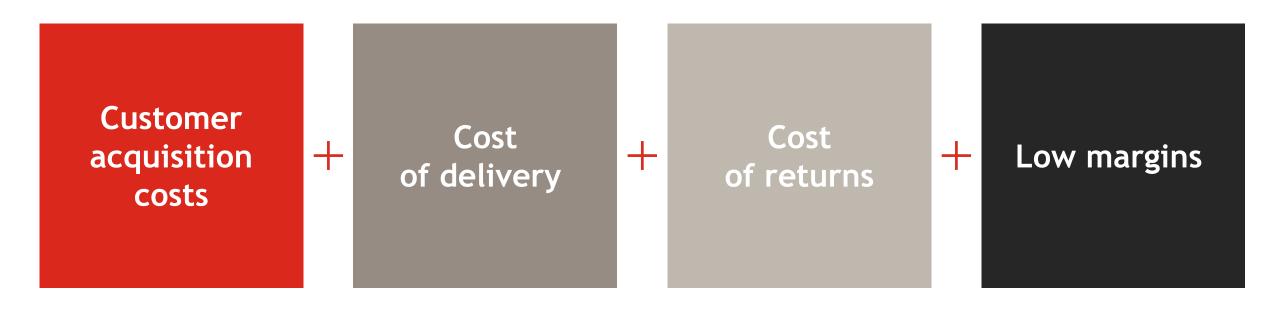


Online profitability remains very low

Operating Margin (%)



Why?



Customers are not free on the internet!

Cost per click on Google or Facebook⁽¹⁾:

\$1-2



Conversion rate⁽²⁾:

~1.6%

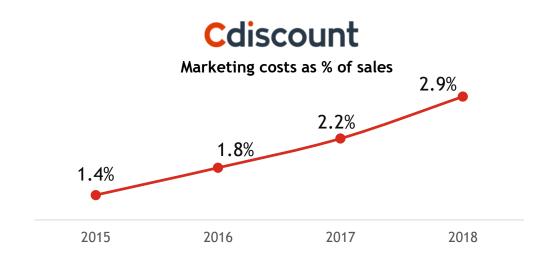


Customer acquisition cost:

>\$60



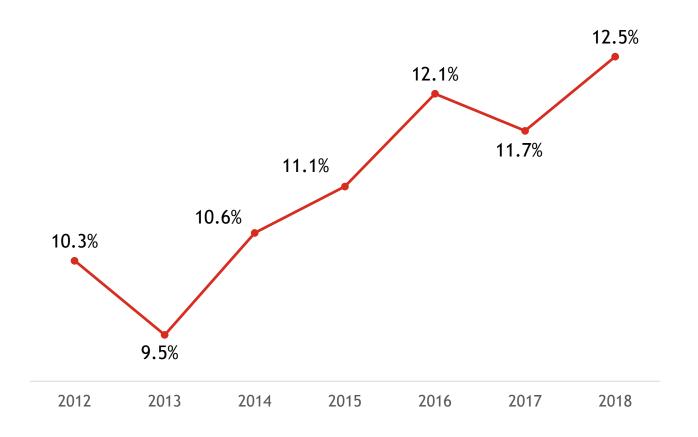






Distribution costs are rising...

Distribution costs as % of sales in UK





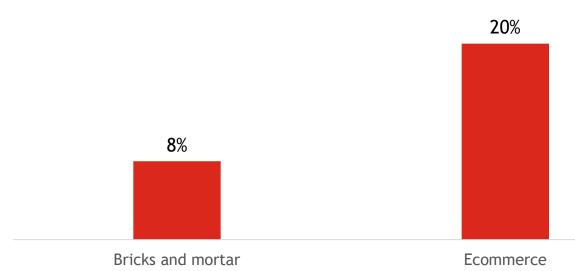






... as are costs of returns

% of items returned⁽¹⁾



50% of millennials

admit ordering items they intend to return⁽²⁾

14% of UK consumers say they have been "penalised" for their returns⁽²⁾

UNIBAIL-RODAMCO-WESTFIELD

The Ticking Time Bomb Of E-commerce Returns



Steve Dennis Contributor ①

Retai

I write on the reinvention of retail in the age of digital disruption





Online Retail Faces Big Problems with Returns

September 7, 2018 / by Brian Lan

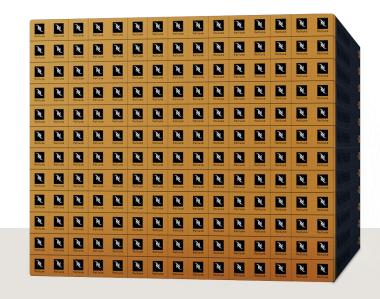
Online retail seems to face a litany of problems. A very prominent one among them is the return of goods. To put it simply, returns are disproportionally common with online shoppers. In fact, it's so disproportionate that it's really costing the online retailers and it is startfing to bear down on profits.

While sales themselves are growing exponentially (at nearly three times the rate of brickand-mortar shops) almost one-third of online orders are being returned. Compared to the 9 percent of merchandise that is returned to physical stores, that huge discrepancy comes at a big cost. With free shipping, and often free returns, the cost of processing it all can reach up to 65 percent of the total cost of the goods sold.

Margins are low for commodity products







€0.83

EST. MARGIN

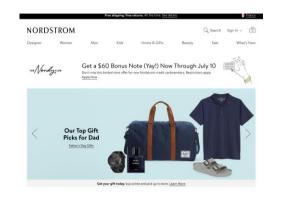
€418



Stores have value

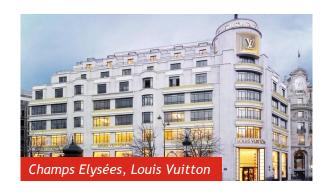


Stores offer enhanced customer experience...

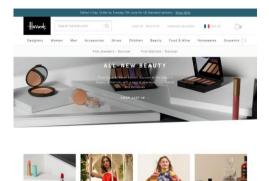
















... and their value increases with the "halo effect"



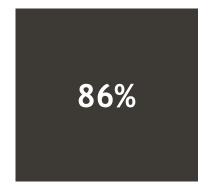
Uplift in web traffic in catchment when a store opens⁽¹⁾

£68

Additional spend per household from a click and collect customer⁽²⁾

+12%

Average increase in online sales when a store opens in the same catchment⁽²⁾



Of digital spend still touches a store (2)

"When we close a store, we fire a customer.

When we close a store we see our online sales in that particular market decrease.

So we have to expand the productivity metric of a store to include online sales."

Paula Price, CFO of Macy's



Retail is now 100% connected: offline goes online...







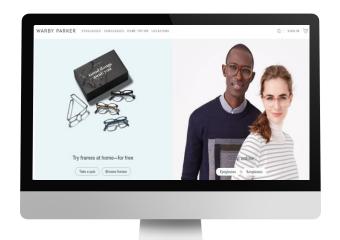








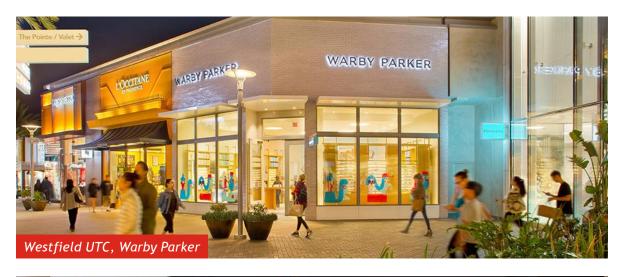
... and online goes offline













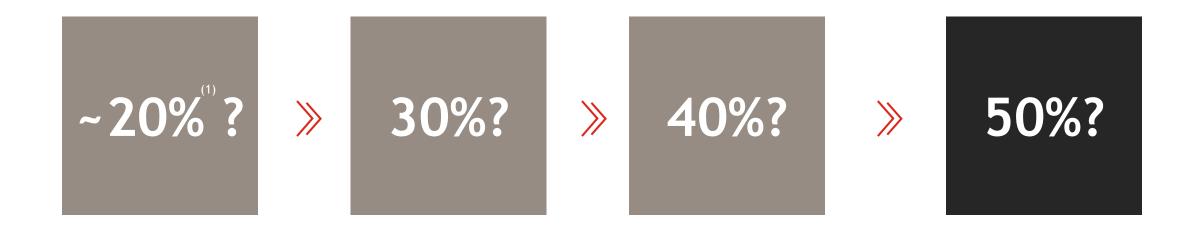
The Telegraph

The future of retail is not a competition between the high street and online

Retail is not a zero-sum game between the high street and online. Retailers large and small are realising that customers want both, with physical retail – which is 82 per cent of UK shopping by value – and e-commerce working hand-in-hand to drive growth. As one leading analyst recently noted: "Very few people exclusively shop online or only in store. They marry the best of both worlds."

Customer behaviour has to be the starting point for any debate about the future of retail. That may sound simple, but it's something that too often gets lost. Customers want—and will always want—convenience, choice and competitive prices.

How high will online penetration grow?



WHATEVER THE PENETRATION OF ONLINE SALES...



PHYSICAL RETAIL WILL STILL BE ESSENTIAL!

Retailers need to strategically allocate capital to:

Selectively expand their network

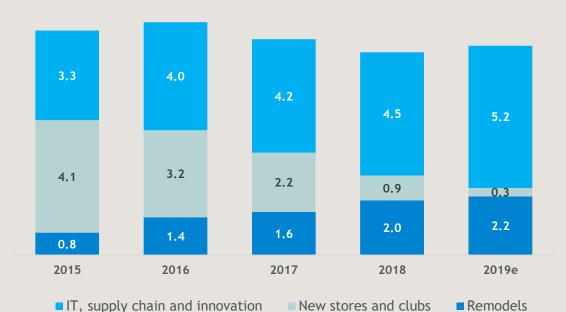
Upgrade and transform stores

Invest in IT, supply chain and innovation





Allocation of Capex (in \$ Bn)



FOR URW,

WHATEVER THE PENETRATION OF ONLINE SALES,

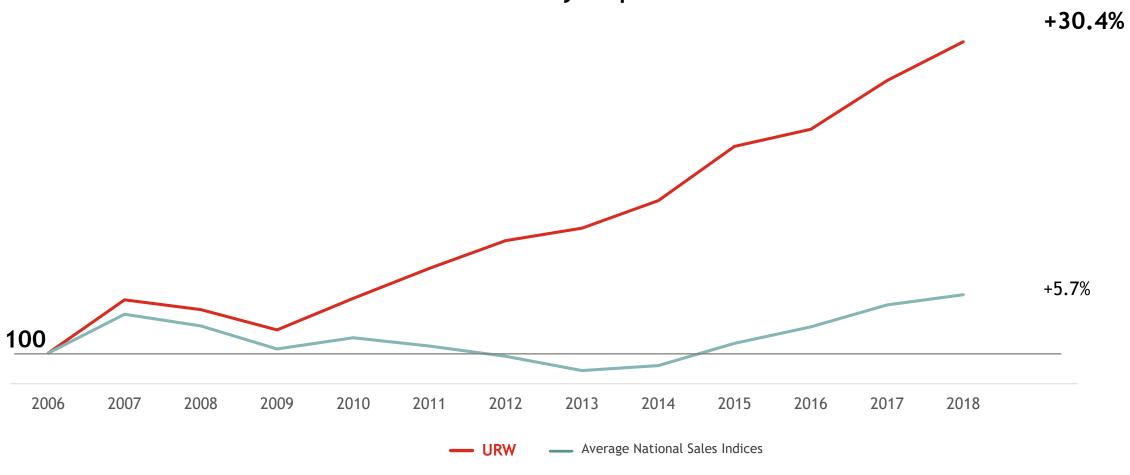
OUR CHALLENGE IS:



TO GROW MARKET SHARE

This is what we have done so far...





Retail apocalypse: myth or reality?

How Jamie's Italian lost that lovely jubbly

The celebrity chef's restaurant chain became a victim to many challenges, but most of all to



US 'retail apocalypse' only just beginning CPINION / 26 MAY 2019, 1:46PM / BILAL KATHRADA



This the continuation of a trend that has been poing on since 2010 and, rather than slowing down, it is in the US.

"The property of accelerating. Researchers predict that by 2026, nearly 75,000 stores would have closed."

DIY superstores struggle to make good in the digital age

Big-box retailers trial new concepts as more consumers turn to tradesmen

The retail apocalypse is far from over as analysts predict 75,000 more store closures

Gap reports sales slump – and its shares slump,

All three of its brands, Old Navy, Banana Republic and Gap, are shrinking



Gap's chief executive warned of an "extremely challenging" period for the clothing retailer as weaker-than-forecast sales and a profit warning for the full year sent its shares tumbling 10 per cent.

Topshop to close all US stores



load of Retailing Michelle Grant on the state of the retail sector.

Topshop is closing all of its U.S. stores after its operator, Arcadia Group, filed for

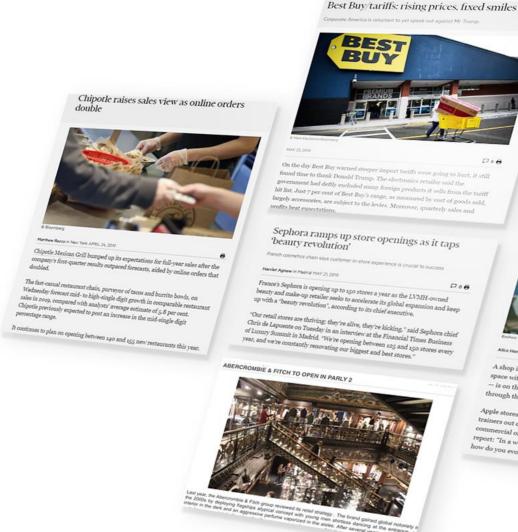
retailer was expected to begin liquidating inventory in 11 Topshop and Topman stores in the U.S. this weekend after announcing all locations in the nation will shutter their doors, the Wall Street Journal reported. Topshop opened its first U.S. store in New York City in 2009 and expanded to other cities including Los Angeles, Miami, Las Vegas, Houston and

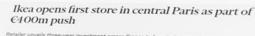
Shine dims for jewellery retailers as shift to

One in 20 US traders shut up shop last year as listed jewellers battle declining footfall in

Apparel giant Forever 21 exploring restructuring as retail continues to take hits PUBLISHED MON, JUN 5 3019 - 6-56 PM EDT : UPDATED MON, JUN 3 2019 - 7-03 PM EDT

Not all retail is gloomy!







FT 1000 retailers take clicks-and-bricks approach

Founders focus on ecommerce, but some test appetite with physical shops



A shop is no longer a shop. Or at least the traditional idea of one — a static space with large plate glass windows, a checkout and shelves of shiny products - is on the wane as big-name retailers try creative ways to get consumers

Apple stores offer coffee, Patagonia hosts yoga classes and Nike lets you try Appie stores oner conee, rangoma mosts yoga casses and cone recording trainers out on their in-store basketball court. As Roelant Prins, chief commercial officer at global payment company Adven, put it in a recent sector commercial outcer at ground payment company and a shop can be anything report: "In a world where anything can be a shop, and a shop can be anything. how do you evolve to serve today's shoppers?"

Good food is bringing people to the mall. And they're spending more money when they get there

Mail corners are taking about food as more retailers leave behind vecent real estate.

Food courts are being replaced by food hells, where the fare is trendler, healthler and often roseled in and out of the space.

Cless-3 mails in the U.S. are dedicating about 25% or more of equare footage to review and, according to Cushman & Wakefield.



Group behind Michelin-starred Club Gascon to open seafood restaurant Catch Me

& WESTERN BY EMBIA LAKE ndon has acroscoped plans to launch seafood restaurant Catus Me at Westfield London in White City ing on 8 June, Calch Me will have a raw bar and attribes menu excluding an offering for youngsters. Distres from the kinchest menu, put together by Club Gascon chef Moon Pascal Austrigned and head chef Auten Carlon, will include smoked haddock may doughnuts and multer

American Eagle Sales Beat Analyst Estimates

Thanks to growing demand for its jeans and body-positive lingerie line Aerie, the demim maker has

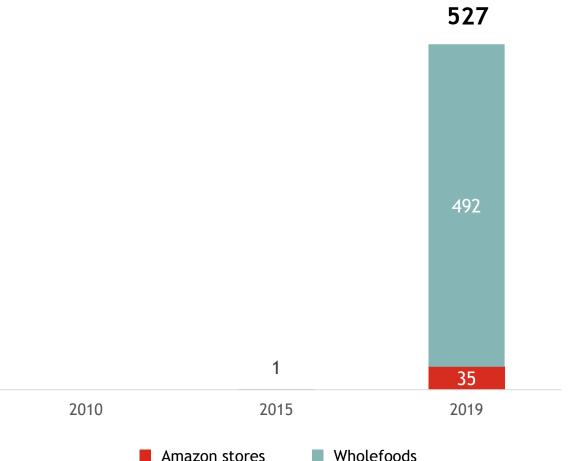


Amazon to open high street popups to support online indies



Even Amazon is opening stores...

of Amazon physical retail locations







Amazon.com Inc. is considering a plan to open as many as 3,000 new familiar with matter, an aggressive and costly expansion that would threaten Subway and Panera Bread, and mom-and-pop pizzerias and taco trucks.



... and not just Amazon

US DNVBs⁽¹⁾

| Brand | # Stores | Brand | # Stores | |
|---------------------|----------|--------------------|----------|--|
| Warby Parker | 74 | Miniml by Moe's | 11 | |
| Bonobos | 53 | Chubbies | 11 | |
| Untuckit | 37 | Reformation | 11 | |
| Peloton | 34 | Sundance | 11 | |
| Sierra Trading Post | 33 | B8ta | 8 | |
| Sugarfina | 33 | Gorjana | 8 | |
| Shinola | 30 | Outdoor Voices | 8 | |
| Fabletics | 25 | Stance | 8 | |
| Nespresso | 25 | Knot Standard | 7 | |
| Indochino | 21 | Ministry of Supply | 7 | |
| ELF | 20 | Rye 51 | 7 | |
| Casper | 17 | Blue Nile | 6 | |
| Ballard Designs | 13 | Monica + Andy | 6 | |
| Morphe Brushes | 13 | The Black Tux | 6 | |
| | | | | |



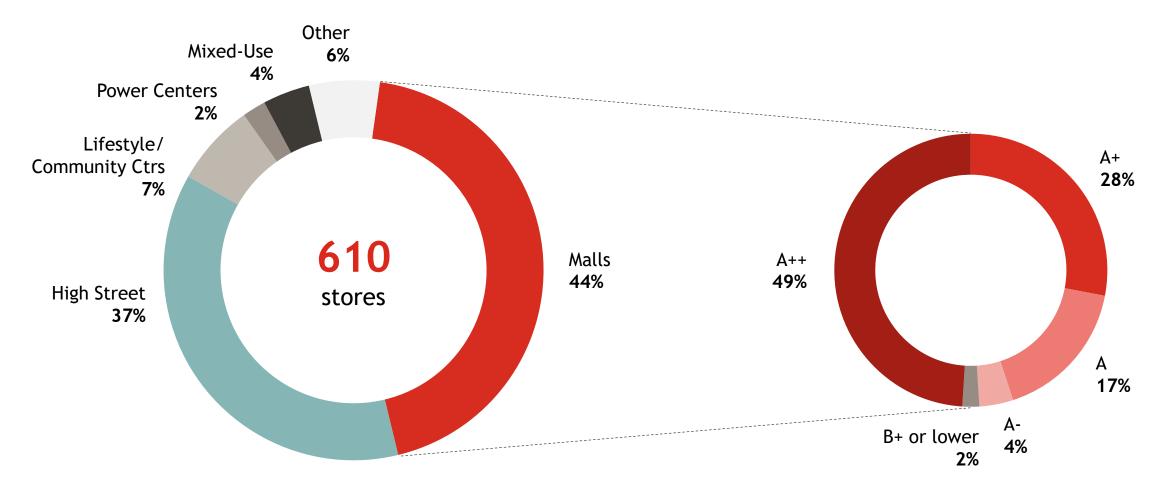






Where do they open? Flagship destinations!

43% of DNVB US stores are in "A" malls(1)

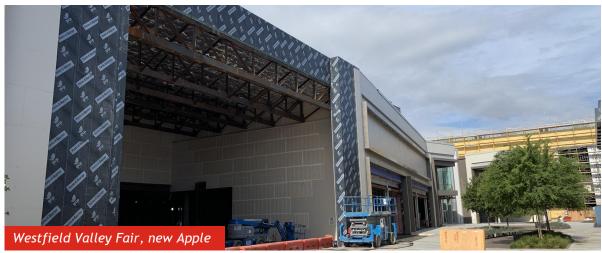


Successful retailers are upsizing









New categories are emerging

Automotive

Food markets

Leisure & Entertainment















And people actually love to shop!

78% of consumers prefer to shop in store⁽¹⁾

95%
of generation Z
and 75% of Millennials
visited a Mall in Q1⁽²⁾

>1.2 Bn
visits every year

We have the best assets and the right strategy

Concentration

Differentiation

Innovation



We have the best assets and the right strategy

Concentration



Flagships

Differentiation



Re-designing Re-tenanting Re-marketing Innovation



URW Lab
URW Link
Digital Strategy



What makes Flagships unique?

Large and dynamic destination

>100,000 sqm

Average GLA

16 Mn 4.8

Average Footfall





+17%
PP vs National Average⁽¹⁾

4.8 MnAverage Catchment Population⁽¹⁾





Unique position and service offering

Iconic architecture

Connectivity





Entertainment & dining

Social experience & events





Our presence in 2012

134 shopping centres in 14 countries





Our presence today

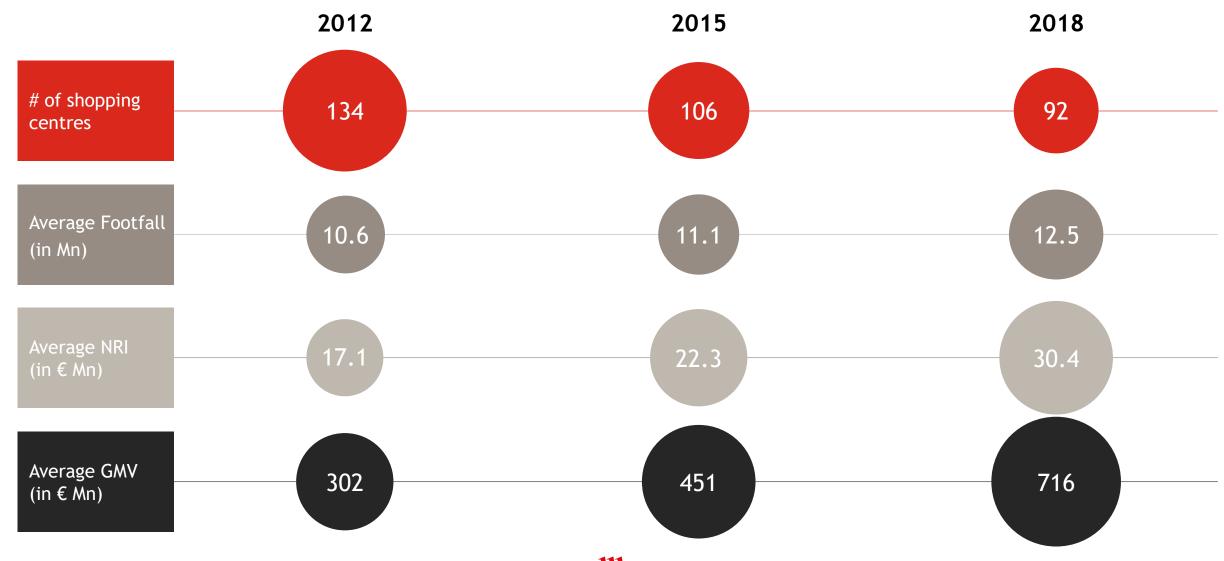
92 shopping centres in 12 countries

StandingDelivered / acquired





Creating a focused, high-quality portfolio



More dominant assets

Assets with GMV above €1Bn

FY-2015

- Forum des Halles
- La Part-Dieu
- Les Quatre Temps
- Parly 2
- Vélizy 2
- Mall of Scandinavia
- CentrO
- Donau Zentrum
- Shopping City Süd

FY-2018

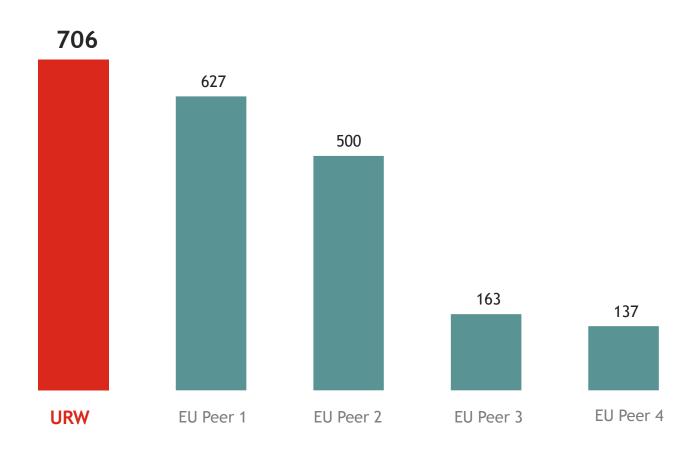
- Forum des Halles⁽¹⁾
- La Part-Dieu
- Les Quatre Temps
- Parly 2⁽¹⁾
- Vélizy 2⁽¹⁾
- Carré Sénart⁽¹⁾
- Mall of Scandinavia
- CentrO
- Donau Zentrum
- Shopping City Süd
- Arkadia⁽¹⁾
- Westfield Century City(1)
- 👛 Westfield Garden State Plaza
- Westfield Valley Fair(1)
- Westfield World Trade Center⁽¹⁾
- Westfield London⁽¹⁾
- Westfield Stratford City





More valuable assets

Average GMV of retail assets⁽¹⁾ (€ Mn)

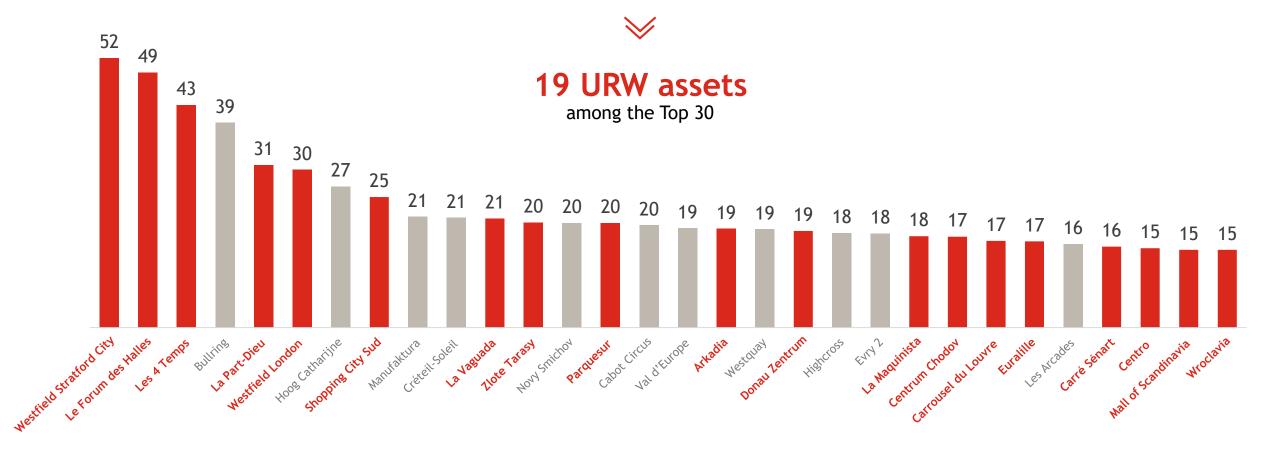


¹⁾ Estimates based on companies filings. EUR/GBP exchange rate as at end 2018.

⁽²⁾ EU Peers include: Eurocommercial , Hammerson (flagships), Klepierre, Intu Properties, Eurocommercial

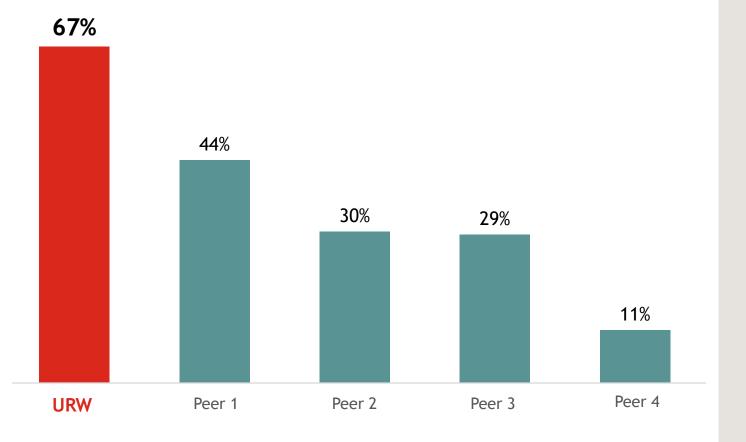
More high footfall locations in Europe⁽¹⁾

Top 30 European assets by footfall(1)



Best connected locations

% of EU assets connected to Metro or Tram lines(1)





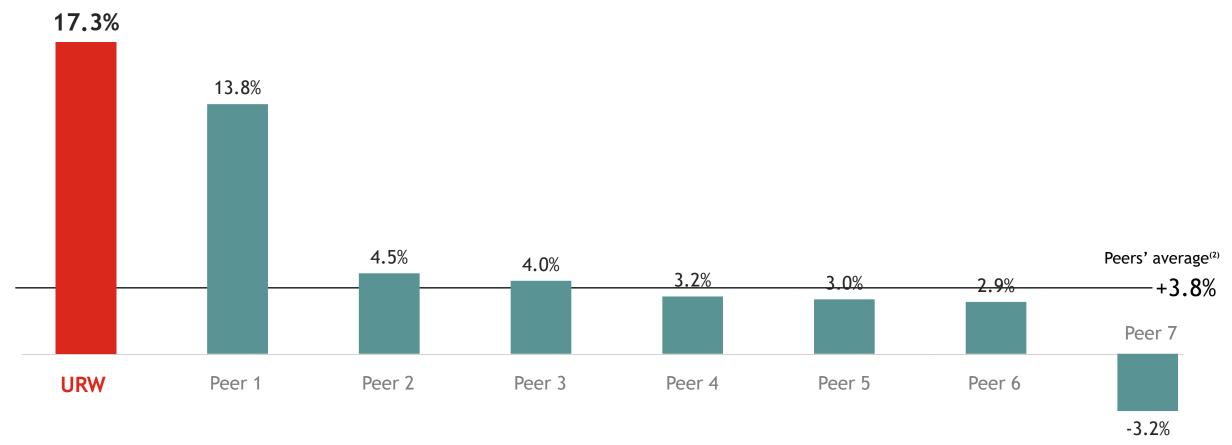




Wealthiest catchment areas in Europe...

Average Purchasing Power per Capita of URW's catchment areas:

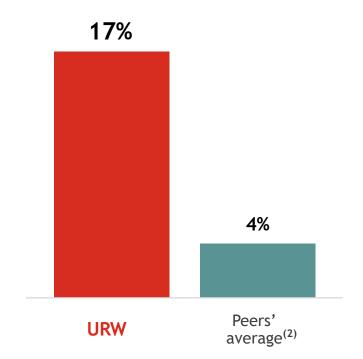
+17.3% vs. national average(1)

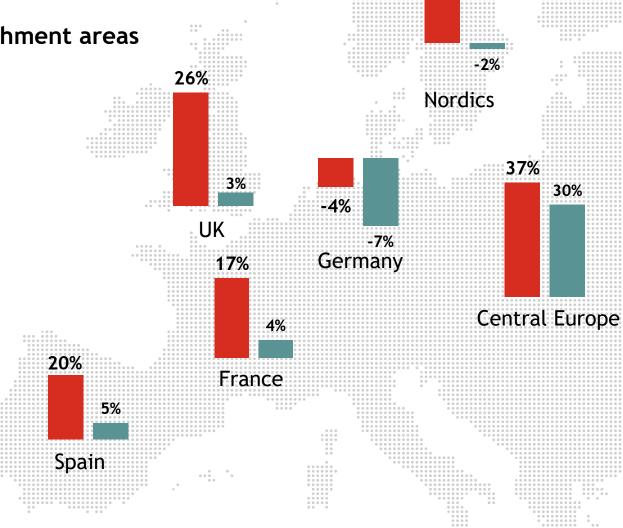




... across all markets...

Purchasing Power per Capita of URW's catchment areas vs. national average compared to peers





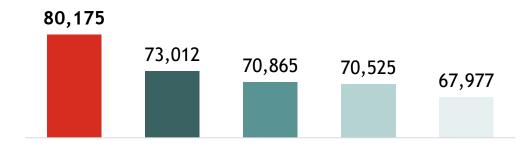
13%





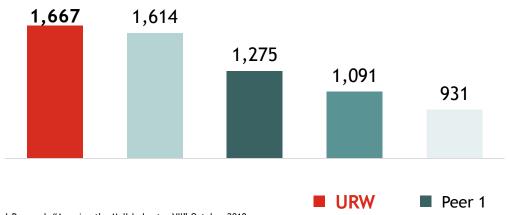
... as well as in the US

Median Household Income⁽¹⁾(\$)

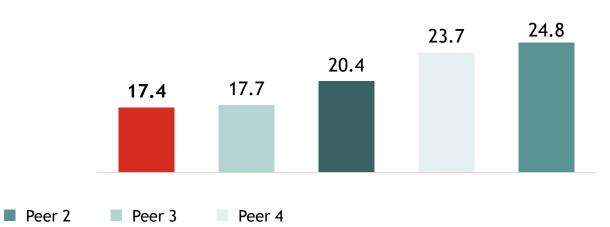


Household Income Growth(2) 11.1% 10.9% 9.8% 9.7% 8.5%

Household Density⁽³⁾



Mall GLA per Household(1)



BofAML Global Research "Assessing the Mall Industry VII" October 2018

In a seven-mile ring

Estimation on 5-Yr horizon

Per square mile

We have the best assets and the right strategy

Concentration



Flagships

Differentiation



Re-designing Re-tenanting Re-marketing

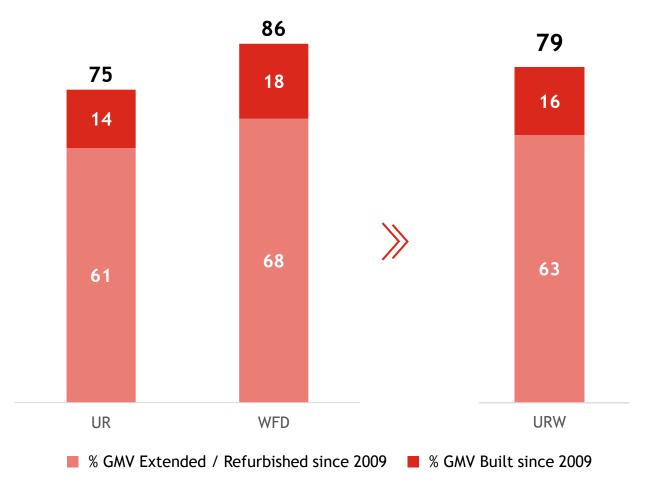




URW Lab
URW Link
Digital Strategy



Re-designing: We have continuously upgraded our portfolio...



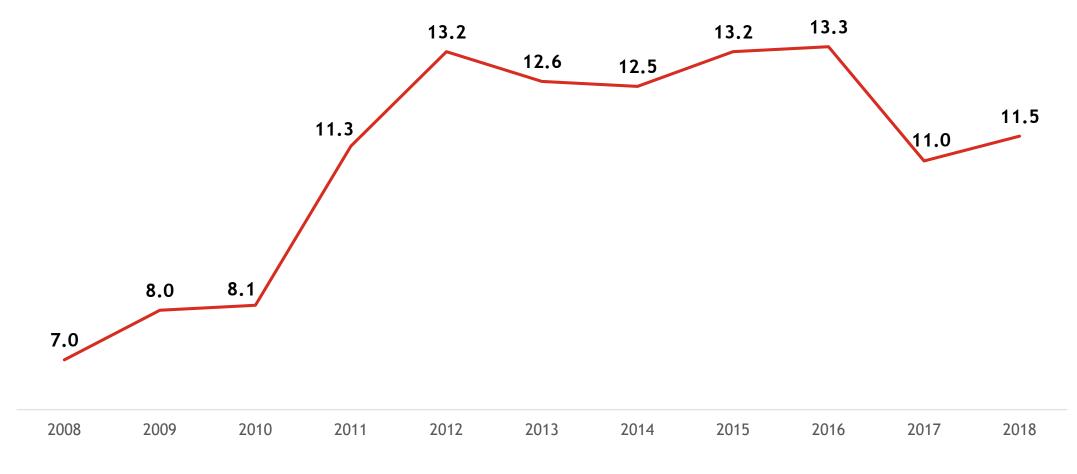






Re-tenanting: ...and proactively improved our tenant mix

Rotation rate⁽¹⁾ (%)



Re-tenanting: ...and proactively improved our tenant mix



In Austria In Germany







In Austria In Poland In Slovakia









GANT In Austria



























In Czech Rep











Re-marketing: great events draw great footfall













We have the best assets and the right strategy

Concentration



Flagships

Differentiation



Re-designing Re-tenanting Re-marketing





URW Lab
URW Link
Digital Strategy



Innovation: unlocking further value

Increase desire for consumers + Improve impact for tenants + Increase agility



A strong organization and ecosystem to deliver it





Lead innovation & transformation



Build business relationship with startups



Early-stage investments

- > Understand: monitor trends
- Transform: harnesspartnerships and innovationto reshape our assets
- Involve: foster the culture of innovation within the Group

- > 43 proofs of concept in URW assets
- 11 long-lasting partnerships
- > 100+ URW employees involved













- Investing €40 Mn in leading
 Venture Capital funds
 - partech blisce/





Accelerating through digital and data

Frictionless experience for visitors

Additional revenues for tenants

Better operations for **URW**

IT investment and infrastructure



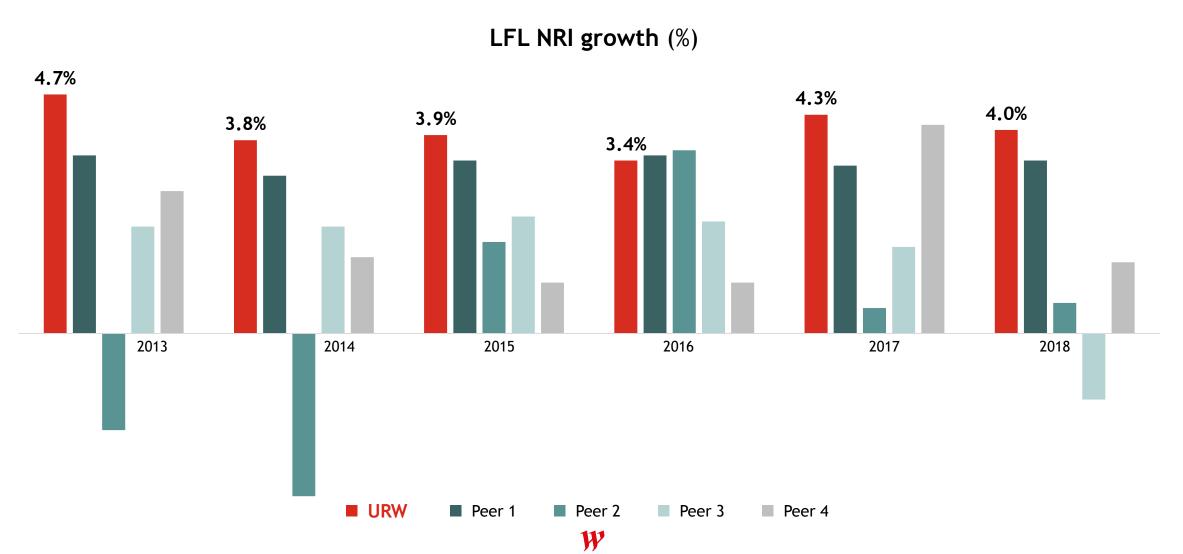
9.5 Mn loyalty members

Connect Assets⁽¹⁾

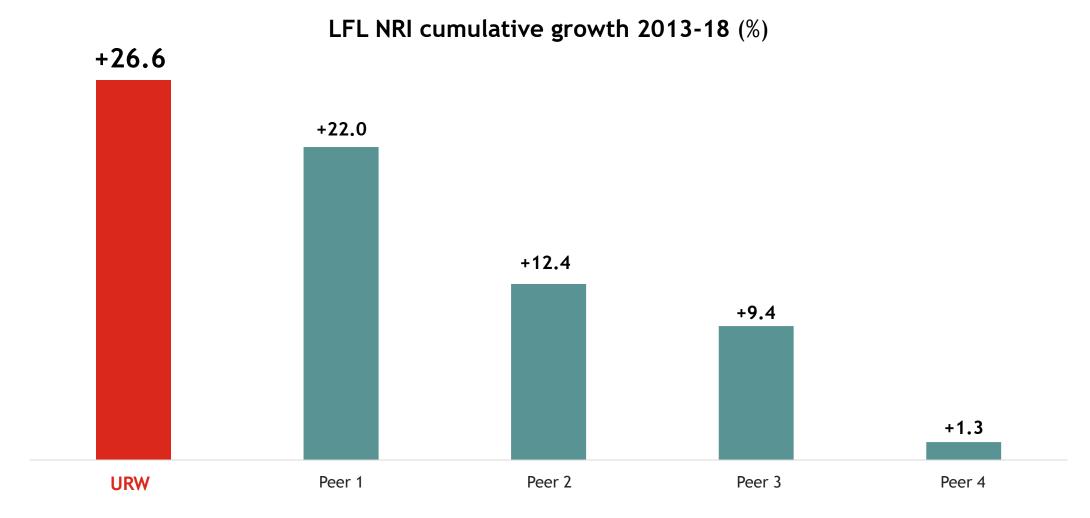




The best assets and the right strategy drive superior LFL NRI growth



The best assets and the right strategy drive superior LFL NRI growth



A FEW WORDS ON DEVELOPMENT



Developments have been a key source of growth and value creation for UR and WFD

Deliveries 2010-19⁽¹⁾:

€14.3 Bn

Retail: €12.7 Bn Offices: €1.6 Bn Valuation uplift⁽²⁾:

€2.6 Bn

+28.5%







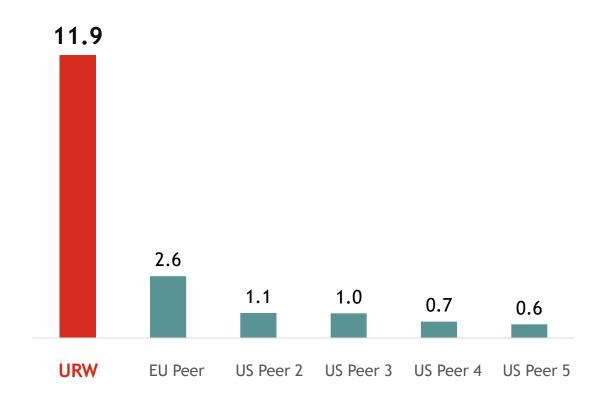
⁽¹⁾ At 100%

²⁾ Group Share - computed on the brownfield & redevelopment projects (excluding extensions & renovations)

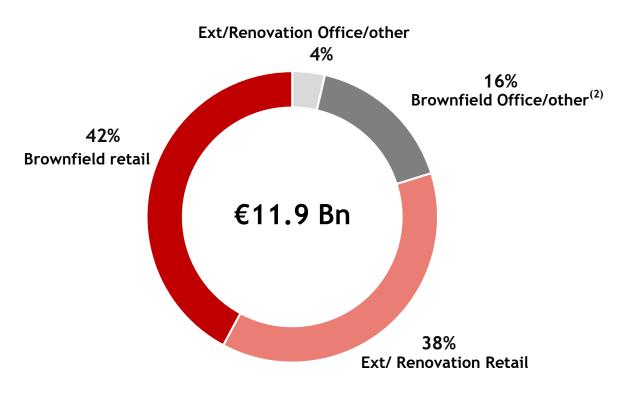
Valuation uplift as % of the indexed project costs, at disposal or 3 year after delivery

And URW has the largest potential for the future

We have the largest development pipeline⁽¹⁾ in the industry (€ Bn)...



... and it is highly diversified



Note: Development pipeline for global retail peers (€bn) as at December 31, 2018 with a EUR/USD rate on 12/31/2018 at 1.148 Expected cost on proportionate basis

(2) Including residential and hotel units



¹⁾ Peers include: Taubman, Macerich, Simon Property, Klepierre, Broofield - Source: Companies' filings

THE QUESTION: HOW MUCH MORE RETAIL DOES THE MARKET NEED?

URW'S ANSWER: A "FRESH LOOK" AT OUR PIPELINE



OPPORTUNITY



FLEXIBILITY



Opportunity: the best standing assets have the best potential for densification

- >High footfall assets
- Highly connected urban assets
- >Expert teams
- >Land already owned:
 - Low or no cost
 - No competition
- In the future, our parking lots!
- And we control timing

Mixed-use projects in pipeline:

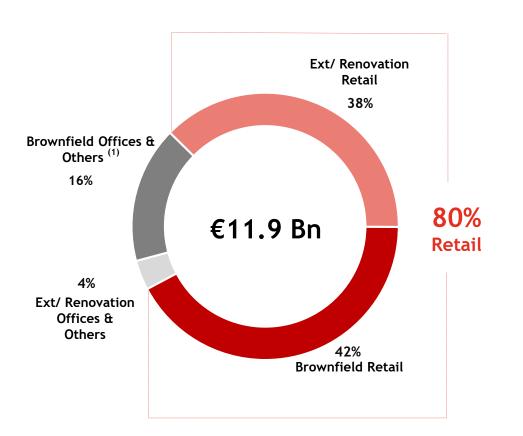
- 21% of projects
- 36% of URW TEC(1)
- 42% of GLA



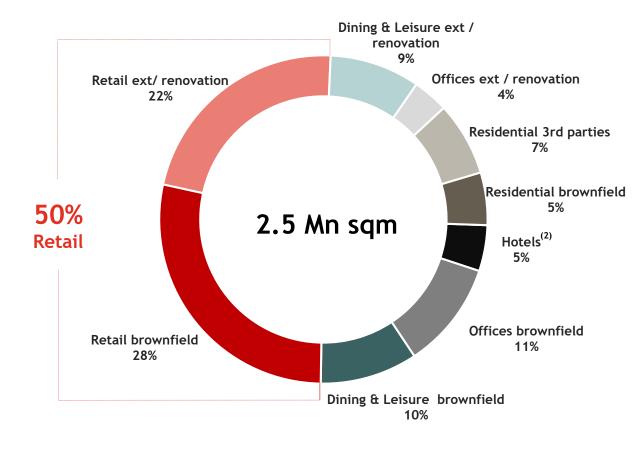


Opportunity: just what is needed in retail... and much more!

Our current pipeline...



... is even more diverse than it appears



⁾ Including residential and hotel units

⁽²⁾ Including ext/ renovation/ densification and greenfield/ brownfield

Flexibility: phasing and funding optionality

- Non-committed pipeline: 76%
- Phasing of extensions:
 - Leisure and dining, then retail
- >Pre-letting requirements before launch of works
- > Right-sizing of retail
- Flexible funding models for residential
 - JV partners
 - Sale of building rights
- Potential to adapt to market conditions & construction costs









THE PREMIER GLOBAL DEVELOPER AND OPERATOR OF



FLAGSHIP SHOPPING DESTINATIONS



THE PREMIER GLOBAL DEVELOPER AND OPERATOR OF



FLAGSHIP DESTINATIONS

THANK YOU





URW.COM