unibail·rodamco

Paris, Amsterdam, le 4 février 2014

Communiqué de presse

RESULTATS ANNUELS 2013

Croissance et innovation

« 2013 a été une excellente année pour Unibail-Rodamco, tant sur le plan financier qu'opérationnel. Le résultat net récurrent par action a augmenté de 6,5% au cours d'une année marquée par la poursuite de la politique d'innovation du Groupe, une forte performance des activités de commercialisation et un coût de la dette historiquement bas. De plus, 1,1 Md€ de projets ont été livrés, créant plus de 200 000 m² de surfaces nouvelles. La concentration du Groupe sur les lieux de shopping et de loisirs à fort trafic, au cœur des villes les plus riches d'Europe, et son avance croissante en matière d'innovation renforcent notre stratégie gagnante ».

Christophe Cuvillier, Président du Directoire.

Un Résultat Net Récurrent par action à 10,22€ en hausse de 6,5%, surperformant l'objectif d'au moins +5% de croissance annoncé pour 2013

Le Résultat Net Récurrent (RNR) du Groupe s'est élevé à 986 M€, en hausse de 11,2% par rapport à 2012 (886M€), grâce à une forte croissance à périmètre constant dans les centres commerciaux, à l'impact positif des livraisons de 2012 et 2013 et un coût de la dette historiquement bas à 2,9%.

Une performance opérationnelle solide

Unibail-Rodamco a réalisé une très bonne performance, malgré un contexte macro-économique négatif.

La fréquentation des centres commerciaux a bien résisté, à +0,2% à fin décembre 2013. Les chiffres d'affaires des commerçants ont augmenté de 1,1% à fin novembre[(1)], surperformant les indices nationaux de 250 points de base[(1)], démontrant ainsi la supériorité et l'attractivité du portefeuille d'Unibail-Rodamco. Les loyers nets des centres commerciaux ont progressé de 4,7% à périmètre constant par rapport à 2012, une surperformance de 260 points de base par rapport à l'indexation. Le Groupe a signé 1378 baux concernant les centres commerciaux en opération, avec une augmentation des Loyers Minimum Garantis de 15,3%, dont 19,8% pour les grands centres commerciaux (6 M de visites et plus). Unibail-Rodamco a signé 165 baux avec des enseignes internationales premium, soit 26 de plus qu'en 2012. Le taux de rotation des enseignes a atteint 12,6% et le taux d'effort des commerçants est resté contenu à 13,7%. Le taux de vacance s'est élevé à 2,5%, dont 0,5% de vacance stratégique destinée à anticiper les projets de restructurations majeures.

Pour le pôle Bureaux, en France, le Groupe a signé 22 baux pour un total de 80 123 m², vs 31 375 m² en 2012, un résultat contrastant fortement avec le marché global en Ile de France, en baisse de 25% par rapport à 2012. Au total, les loyers nets à périmètre constant du pôle Bureaux sont en baisse de 4,6%, du fait de départs en France principalement, et pour lesquels des indemnités avaient été perçues en 2012.

Le pôle Congrès & Expositions a vu ses revenus locatifs nets diminuer de 4,5% en 2013 après une année 2012 exceptionnelle. Ils s'inscrivent cependant en augmentation de 2,3% par rapport à 2011, dernière année comparable, avec une solide performance des grands événements et un nombre record de nouvelles manifestations (33). Le 9 décembre 2013, Viparis et la Ville de Paris ont signé un bail emphytéotique administratif de 50 ans et un contrat de concession de travaux portant sur le projet de rénovation/modernisation et d'exploitation du parc des expositions de la Porte de Versailles.

Un rythme de livraisons exceptionnel

Unibail-Rodamco a livré 1,1 Md€ de projets en 2013 dont les extensions de Cerny Most (Prague), Alma (Rennes), Toison d'Or (Dijon) et Shopping City Süd (Vienne) ainsi que le nouveau centre commercial Aéroville. Ce centre 4 étoiles de 83 324 m² situé à cinq minutes de Roissy-Charles de Gaulle, premier aéroport d'Europe continentale, présente toutes les dernières innovations du Groupe. Ces cinq projets représentent 152 086 m² GLA pour un coût d'investissement de 826 M€, générant un rendement de 7,6%. Le Groupe a également livré la tour So Ouest de 30 887 m², à Levallois-Perret, dont 90% ont été loués à SAP, démontrant ainsi l'attractivité des grands actifs de qualité au cœur du Grand Paris.

Unibail-Rodamco creuse l'écart par l'innovation
En 2013, le Groupe a encore démontré sa capacité à proposer des lieux de shopping et de loisirs d'exception, attractifs pour les enseignes et les clients, différenciants et innovants, permettant une croissance du chiffre d'affaires des commerçants régulièrement supérieure au marché:

- 15 centres commerciaux se sont vu décerner le label 4 étoiles, dont 6 en 2013 ;
- 4 centres commerciaux offrent désormais la Dining Experience™, une zone de restauration dédiée proposant une offre variée avec des événements gastronomiques uniques ;
- Le programme « Vitrines iconiques » a été déployé dans 25 centres commerciaux ;
- Digital Dream™ a été lancé aux 4 Temps et offre, grâce à un écran LED à 360° sur 250 m², une toute nouvelle expérience au cœur des marques ;
- La présence des centres commerciaux du Groupe dans le digital s'est encore accrue avec le lancement de la V3 de l'application pour smartphones et une hausse de 89% des téléchargements. Les centres du Groupe comptent désormais 4,3 M de fans Facebook, en hausse de 68% ;
- Au mois de décembre, Unibail-Rodamco a inauguré le campus d'UR Lab, *think tank* dédié à l'innovation et laboratoire de recherche grandeur nature pour élaborer les nouveaux concepts innovants des centres commerciaux du Groupe.

Ces innovations ont permis au Groupe de creuser l'écart en Europe continentale.

Un coût de la dette historiquement bas
Le Groupe a levé 4,3 Mds€ de financements moyen et long terme à travers des sources de financement diversifiées. Les ratios financiers affichent une grande solidité : le ratio d'endettement s'élève à 38% et le ratio de couverture des intérêts à 4,0x. Le coût de la dette d'Unibail-Rodamco a atteint 2,9%, soit une baisse 50 points de base par rapport à 2012, et sa maturité moyenne a augmenté à 5,4 ans. Le Groupe bénéficie d'une liquidité importante de 4,5 Mds€ de lignes de crédits bancaires non tirées.

La croissance des loyers soutient la hausse des valeurs d'actifs
La valeur de marché du portefeuille au 31 décembre 2013 a augmenté à 32,1 Md€, contre 29,1 Md€ au 31 décembre 2012. La valeur du portefeuille des centres commerciaux a crû de 2,4% à périmètre constant à 25,6 Md€, dont 2,2% grâce aux augmentations des revenus locatifs. Le rendement moyen du portefeuille de centres commerciaux s'établit à 5,1%, vs 5,3% au 31 décembre 2012. L'Actif Net Réévalué de Continuation a atteint 159,60 € par action, en augmentation de 8,50€ (+5,6%) par rapport au 31 décembre 2012 (151,10€). En incluant le dividende de 8,40€ par action payé en 2013, la création de valeur s'élève à 16,90€ par action. L'Actif Net Réévalué EPRA triple net s'élève à 146,20 € par action, en augmentation de 7,80€ (+5,6%) par rapport au 31 décembre 2012 (138,40 €).

Un portefeuille de développement d'exception à 6,9 Mds€ pour alimenter la croissance future
Le Groupe a poursuivi son activité de sourcing dans tous les pays où il est présent et a ajouté 1Md€ de projets à son portefeuille de développement. Celui-ci s'est élevé à 6,9 Md€ au 31 décembre 2013, contre 6,8 Mds€ au 31 décembre 2012[(2)]. 64% du portefeuille portent sur des projets sur lesquels le Groupe garde une entière flexibilité. La tour Majunga sera livrée au cours du 2ème semestre 2014, première illustration du Nouvel Art de Travailler™, initiative stratégique développée par Unibail-Rodamco proposant une offre unique de services pour les utilisateurs. Le Groupe prévoit également d'achever la rénovation des bureaux du 2-8 Ancelle à Neuilly-sur-Seine, pré-loués à 100%, ainsi que le projet de restructuration et d'extension du Forum des Halles, en collaboration avec la Ville de Paris.

Perspectives
Pour 2014, le Groupe est confiant dans la croissance de ses revenus locatifs grâce à des fondamentaux solides: une vacance faible, des taux d'efforts limités et des loyers de renouvellement ou de relocation en hausse. De plus, le coût moyen de financement du Groupe restera contenu à un niveau faible. Dans ce contexte, et en anticipant des conditions macro-économiques stables, le Groupe prévoit une croissance de son RNR par action d'au moins +5,5% en 2014.
Les perspectives de moyen terme résultent de l'exercice annuel de business plan à 5 ans du Groupe. Celui-ci s'appuie sur des données clés telles que l'indexation, les hausses de loyer, les cessions, les livraisons des projets de développement, le coût de la dette et l'évolution de la fiscalité, dont les variations peuvent entrainer des écarts de croissance d'une année à l'autre. A date, le business plan prévoit un taux de croissance annuel moyen du RNR par action du Groupe compris entre 5% et 7% au cours des cinq prochaines années.

Dividendes

Il sera proposé à l'Assemblée Générale un dividende de 8,90€ par action au titre de l'exercice 2013, en augmentation de +6% par rapport à 2012. Ce dividende représente 87% du RNR par action, en ligne avec la politique de distribution du Groupe (85-95%).

Sous réserve de l'approbation par l'Assemblée Générale du 15 mai 2014, les actionnaires du Groupe recevront pour chaque action Unibail-Rodamco :

- 3,90€ en numéraire relevant des activités immobilières du Groupe non assujetties à l'impôt sur les sociétés (SIIC) ;
- 5,00€ par action relevant des activités soumises à l'impôt sur les sociétés.

	2013	2012(2)	Croissance	Croissance à périmètre constant
Loyers nets (en M€)	**1 352**	**1 280**	**+5,6%**	**+2,7%**
- Centres commerciaux	1 097	1 008	+8,9%	+4,7%
- Bureaux	160	173	-7,4%	-4,6%
- Congrès & Expositions	96	100	-4,5%	-4,5%
Résultat net récurrent (en M€)	986	886	+11,2%	
Résultat net récurrent par action (en €)	**10,22**	**9,60**	**+6,5%**	
	31 déc. 2013	31 déc. 2012(2)		
Valeur du patrimoine total (en M€)	**32 134**	**29 116**	**-**	**+1,6%**
ANR de Continuation (en € par action)	**159,60**	**151,10**	**+5,6%**	
ANR EPRA triple net (en € par action)	**146,20**	**138,40**	**+5,6%**	

Des écarts dans les totaux peuvent exister du fait des arrondis

(1) Comparés aux derniers indices nationaux. En excluant les chiffres d'affaires des quatre magasins Virgin en 2012 et 2013, du fait de sa liquidation au mois de juin 2013. En tenant compte des chiffres d'affaires de ces magasins, les chiffres d'affaires des commerçants du Groupe sont en augmentation de +0,8%, au-delà de 220 points de base par rapport aux indices nationaux.

(2) Etabli en conformité avec les normes IFRS 10-11.

L'annexe au communiqué de presse et la présentation des résultats annuels sont disponibles sur le site internet du Groupe www.unibail-rodamco.com.

Les procédures d'audit par les Commissaires Aux Comptes sont actuellement en cours.

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A propos d'Unibail-Rodamco

Créé en 1968, Unibail-Rodamco est le premier Groupe coté de l'immobilier commercial en Europe, présent dans 12 pays de l'Union Européenne et doté d'un portefeuille d'actifs d'une valeur de 32,1 milliards d'euros au 31 décembre 2013. À la fois gestionnaire, investisseur et promoteur, le Groupe souhaite couvrir toute la chaîne de valeur de l'immobilier. Grâce à ses 1 500 employés, Unibail-Rodamco applique ces savoir-faire à des segments de marchés spécifiques comme les grands centres commerciaux des villes majeures d'Europe, ou comme les grands bureaux ou centres de congrès-exposition dans la région parisienne.

Le Groupe se distingue par sa volonté d'obtenir les meilleures certifications environnementales, architecturales et urbanistiques. Sa vision durable et à long-terme se concentre sur les développements ou redéveloppements de lieux de vie attractifs et accueillants pour y faire du shopping, y travailler et s'y relaxer. L'engagement d'Unibail-Rodamco en matière de développement durable, économique et social a été reconnu avec son inclusion dans les indices DJSI (World et Europe), FTSE4Good et STOXX Global ESG Leaders.

Le Groupe est membre des indices CAC 40 à Paris, AEX 25 à Amsterdam et EuroSTOXX 50. Il bénéficie d'une notation A par Standard & Poor's et Fitch Ratings.

Pour plus d'informations, consultez www.unibail-rodamco.com unibail·rodamco

APPENDIX TO THE PRESS RELEASE
February 4, 2014

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The audit procedures by statutory auditors are in progress.

The press release and its appendix as well as the results presentation slide show can be found on Unibail-Rodamco's website www.unibail-rodamco.com

Consolidated Income Statement by segment (in €Mn)			2013			2012 Restated [1]		
			Recurring activities	Non-recurring activities [2]	Result	Recurring activities	Non-recurring activities [2]	Result
SHOPPING CENTRES	France	Gross rental income	635.7	-	635.7	573.6	-	573.6
		Operating expenses & net service charges	- 67.0	-	- 67.0	- 60.7	-	- 60.7
		Net rental income	**568.7**	-	**568.7**	**512.9**	-	**512.9**
		Contribution of affiliates	26.3	6.9	33.3	22.7	24.4	47.1
		Gains/losses on sales of properties	-	7.4	7.4	-	8.0	8.0
		Valuation movements	-	391.0	391.0	-	734.5	734.5
		Result Shopping centres France	**595.1**	**405.3**	**1,000.4**	**535.6**	**766.9**	**1,302.5**
	Spain	Gross rental income	165.9	-	165.9	155.2	-	155.2
		Operating expenses & net service charges	- 23.1	-	- 23.1	- 14.8	-	- 14.8
		Net rental income	**142.8**	**-**	**142.8**	**140.4**	**-**	**140.4**
		Contribution of affiliates	1.5	- 5.2	- 3.7	1.9	- 0.6	1.3
		Gains on sales of properties	-	- 0.1	- 0.1	-	-	-
		Valuation movements	-	- 71.4	- 71.4	-	- 79.0	- 79.0
		Result Shopping centres Spain	**144.3**	**- 76.6**	**67.6**	**142.3**	**- 79.5**	**62.7**
	Central Europe	Gross rental income	116.3	-	116.3	99.5	-	99.5
		Operating expenses & net service charges	- 3.6	-	- 3.6	- 4.1	-	- 4.1
		Net rental income	**112.7**	**-**	**112.7**	**95.4**	**-**	**95.4**
		Contribution of affiliates	48.9	- 5.0	43.9	30.9	76.9	107.9
		Valuation movements	-	82.8	82.8	-	246.2	246.2
		Result Shopping centres Central Europe	**161.6**	**77.8**	**239.4**	**126.3**	**323.1**	**449.5**
	Austria	Gross rental income	111.0	-	111.0	106.5	-	106.5
		Operating expenses & net service charges	- 6.4	-	- 6.4	- 4.6	-	- 4.6
		Net rental income	**104.6**	**-**	**104.6**	**101.9**	**-**	**101.9**
		Valuation movements	-	26.2	26.2	-	128.1	128.1
		Result Shopping centres Austria	**104.6**	**26.2**	**130.8**	**101.9**	**128.1**	**230.1**
	Nordic	Gross rental income	112.8	-	112.8	107.5	-	107.5
		Operating expenses & net service charges	- 18.6	-	- 18.6	- 19.7	-	- 19.7
		Net rental income	**94.1**	**-**	**94.1**	**87.8**	**-**	**87.8**
		Gains/losses on sales of properties	-	- 0.1	- 0.1	-	11.4	11.4
		Valuation movements	-	61.1	61.1	-	164.7	164.7
		Result Shopping centres Nordic	**94.1**	**61.0**	**155.1**	**87.8**	**176.1**	**263.8**
	The Netherlands	Gross rental income	82.2	-	82.2	76.9	-	76.9
		Operating expenses & net service charges	- 8.3	-	- 8.3	- 7.7	-	- 7.7
		Net rental income	**73.8**	-	**73.8**	**69.2**	-	**69.2**
		Gains/losses on sales of properties	-	0.0	0.0	-	0.8	0.8
		Valuation movements	-	30.3	30.3	-	41.3	41.3
		Result Shopping centres The Netherlands	**73.8**	**30.4**	**104.2**	**69.2**	**42.1**	**111.3**
	TOTAL RESULT SHOPPING CENTRES		**1,173.6**	**524.0**	**1,697.6**	**1,063.1**	**1,356.8**	**2,419.9**
OFFICES	France	Gross rental income	140.6	-	140.6	150.6	-	150.6
		Operating expenses & net service charges	- 6.7	-	- 6.7	- 4.4	-	- 4.4
		Net rental income	**133.9**	-	**133.9**	**146.2**	-	**146.2**
		Gains on sales of properties	-	0.0	0.0	-	- 3.6	- 3.6
		Valuation movements	-	- 69.8	- 69.8	-	- 106.8	- 106.8
		Result Offices France	**133.9**	**- 69.8**	**64.2**	**146.2**	**- 110.4**	**35.8**
	Other countries	Gross rental income	30.6	-	30.6	32.1	-	32.1
		Operating expenses & net service charges	- 4.8	-	- 4.8	- 5.7	-	- 5.7
		Net rental income	**25.8**	-	**25.8**	**26.4**	-	**26.4**
		Gains/losses on sales of properties	-	- 0.0	- 0.0	-	1.3	1.3
		Valuation movements	-	- 42.1	- 42.1	-	0.9	0.9
		Result Offices other countries	**25.8**	**- 42.1**	**- 16.3**	**26.4**	**2.2**	**28.6**
	TOTAL RESULT OFFICES		**159.7**	**- 111.8**	**47.9**	**172.6**	**- 108.2**	**64.4**
CONVENTION-EXHIBITION	France	Gross rental income	171.7	-	171.7	192.6	-	192.6
		Operating expenses & net service charges	- 90.9	-	- 90.9	- 102.0	-	- 102.0
		Net rental income	**80.8**	-	**80.8**	**90.6**	-	**90.6**
		Contribution of affiliates	0.1	- 0.1	- 0.0	0.4	- 0.4	0.0
		On site property services	**39.7**	-	**39.7**	**46.5**	-	**46.5**
		Hotels net rental income	**14.8**	-	**14.8**	**9.5**	-	**9.5**
		Exhibitions organising	**9.7**	**7.3**	**17.0**	**19.6**	**- 7.0**	**12.6**
		Valuation movements, depreciation and capital gains	- 12.6	110.0	97.4	- 12.6	25.6	13.0
	TOTAL RESULT CONVENTION-EXHIBITION		**132.5**	**117.1**	**249.6**	**154.1**	**18.2**	**172.3**
		Other property services net operating result	27.1	-	27.1	22.7	-	22.7
		Other net income	7.3	-	7.3	7.1	-	7.1
TOTAL OPERATING RESULT AND OTHER INCOME			**1,500.3**	**529.3**	**2,029.6**	**1,419.5**	**1,266.8**	**2,686.3**
		General expenses	- 82.7	- 6.1	- 88.8	- 84.5	- 2.1	- 86.6
		Development expenses	- 4.0	-	- 4.0	- 4.5	-	- 4.5
		Financing result	- 315.4	- 42.8	- 358.2	- 329.9	- 448.3	- 778.2
RESULT BEFORE TAX			**1,098.1**	**480.4**	**1,578.5**	**1,000.6**	**816.4**	**1,816.9**
		Income tax expenses	- 8.2	- 27.8	- 36.0	- 16.6	- 116.0	- 132.6
NET RESULT FOR THE PERIOD			**1,089.9**	**452.6**	**1,542.5**	**984.0**	**700.4**	**1,684.4**
		Non-controlling interests	104.1	147.8	251.9	97.7	128.1	225.7
NET RESULT-OWNERS OF THE PARENT			**985.8**	**304.8**	**1,290.6**	**886.3**	**572.3**	**1,458.6**

[1] Following the early adoption of IFRS 10 and 11 in the 2013 annual financial statements, the 2012 financial statements were restated.

[2] Non-recurring activities include valuation movements, disposals, mark-to-market and terminal costs of financial instruments, impairment of goodwill or recognition of negative goodwill as well as costs directly incurred during a business combination and other non-recurring items.

	2013	2012
Average number of shares and ORA	96,468,709	92,368,457
Recurring earnings per share	**10.22 €**	**9.60 €**
Recurring earnings per share growth	**6.5%**	

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME **Presented under EPRA format** (in € Mn)	**2013**	**2012 Restated [1]**	**2012 Published**
Gross rental income	1,584.3	1,506.1	1,548.3
Ground rents paid	-12.7	-20.6	-20.7
Net service charge expenses	-25.2	-20.1	-20.5
Property operating expenses	-194.3	-185.1	-189.5
Net rental income	**1,352.1**	**1,280.3**	**1,317.6**
Corporate expenses	-80.5	-82.2	-82.9
Development expenses	-4.0	-4.5	-4.5
Depreciation	-2.2	-2.3	-2.3
Administrative expenses	**-86.7**	**-89.1**	**-89.7**
Acquisition and related costs	**-6.1**	**-2.1**	**-6.6**
Revenues from other activities	182.0	177.1	177.1
Other expenses	-127.7	-120.5	-120.5
Net other income	**54.3**	**56.6**	**56.6**
Proceeds from disposal of investment properties	50.8	615.3	615.3
Carrying value of investment properties sold	-43.5	-597.4	-598.6
Result on disposal of investment properties	**7.3**	**17.9**	**16.6**
Proceeds from disposal of shares	148.3	90.4	90.4
Carrying value of disposed shares	-148.3	-90.4	-90.4
Result on disposal of shares	**-**	**-**	**-**
Valuation gains	1,013.7	1,440.4	1,490.9
Valuation losses	-495.6	-284.9	-287.7
Valuation movements	**518.1**	**1,155.5**	**1,203.2**
Impairment of goodwill	**-**	**-**	**-2.0**
NET OPERATING RESULT BEFORE FINANCING COST	**1,839.0**	**2,419.1**	**2,495.8**
Result from non-consolidated companies	7.3	7.1	7.1
Financial income	*95.5*	*93.6*	*93.6*
Financial expenses	*-410.9*	*-423.4*	*-422.1*
Net financing costs	-315.4	-329.9	-328.6
Fair value adjustment of net share settled bonds convertible into new and/or existing shares (ORNANE)	-62.5	-230.4	-230.4
Fair value adjustments of derivatives and debt	22.0	-218.3	-219.3
Debt discounting	-2.3	0.5	0.5
Share of the result of associates	70.3	151.5	79.9
Income on financial assets	20.1	17.3	15.4
RESULT BEFORE TAX	**1,578.5**	**1,816.9**	**1,820.4**
Income tax expenses	-36.0	-132.6	-136.0
NET RESULT FOR THE PERIOD	**1,542.5**	**1,684.4**	**1,684.4**
Non-controlling interests	251.9	225.7	225.7
NET RESULT (Owners of the parent)	**1,290.6**	**1,458.6**	**1,458.6**

Average number of shares (undiluted)	96,458,943	92,358,483	92,358,483
Net result for the period (Owners of the parent)	1,290.6	1,458.6	1,458.6
Net result for the period (Owners of the parent) per share (€)	**13.38**	**15.79**	**15.79**
Net result for the period restated (Owners of the parent) [2]	1,290.6	1,638.0	1,638.0
Average number of diluted shares	97,161,396	93,105,153	93,105,153
Diluted net result per share - Owners of the parent (€)	**13.28**	**17.59**	**17.59**

NET COMPREHENSIVE INCOME (in €Mn)			
NET RESULT FOR THE PERIOD	**1,542.5**	**1,684.4**	**1,684.4**
Foreign currency differences on translation of financial statements of subsidiaries	-8.5	19.3	19.3
Gain/loss on net investment hedge	-23.9	29.7	29.7
Cash flow hedge	0.1	-4.0	-4.0
Revaluation of shares available for sale	10.4	5.2	5.2
Other comprehensive income which can be reclassified to profit or loss	**-22.0**	**50.2**	**50.2**
Employee benefits - will not be reclassified into profit or loss	**6.4**	**-8.1**	**-8.1**
OTHER COMPREHENSIVE INCOME	**-15.6**	**42.1**	**42.1**
NET COMPREHENSIVE INCOME	**1,527.0**	**1,726.5**	**1,726.5**
Non-controlling interests	252.0	225.4	225.4
NET COMPREHENSIVE INCOME (OWNERS OF THE PARENT)	**1,275.0**	**1,501.0**	**1,501.0**

(1) Following the early adoption of IFRS 10 and 11 in the 2013 annual financial statements, the 2012 financial statements were restated.
(2) The impact of the fair value of the ORNANE is restated from the net result of the period if it has a dilutive impact.

UNIBAIL-RODAMCO **Consolidated Statement of financial position** (in € Mn)	31/12/2013	31/12/2012 restated (1)	31/12/2012 published
NON CURRENT ASSETS	**31,159.5**	**28,672.4**	**28,797.5**
Investment properties	**28,552.6**	**25,670.4**	**26,658.3**
Investment properties at fair value	*27,613.5*	*24,954.4*	*25,912.8*
Investment properties at cost	*939.1*	*716.0*	*745.6*
Other tangible assets	203.1	200.4	200.4
Goodwill	269.4	269.4	269.4
Intangible assets	217.5	206.1	206.1
Loans and receivables	39.6	126.4	127.0
Financial assets	71.4	77.0	77.0
Shares available for sale	128.5	118.1	118.1
Deferred tax assets	8.7	4.1	5.0
Derivatives at fair value	112.1	182.6	182.6
Shares and investments in companies consolidated under the equity method	1,556.7	1,818.0	953.5
CURRENT ASSETS	**1,185.0**	**789.8**	**773.6**
Properties under promise or mandate of sale	**188.6**	**-**	**-**
Trade receivables from activity	**344.2**	**275.4**	**278.5**
Property portfolio	303.9	233.4	238.3
Other activities	40.3	42.0	40.2
Other trade receivables	**548.5**	**455.1**	**429.7**
Tax receivables	231.5	163.2	167.0
Other receivables (1)	259.8	230.8	200.8
Prepaid expenses	57.2	61.2	61.9
Cash and cash equivalents	**103.7**	**59.3**	**65.3**
Available for sale investments	9.8	-	2.2
Cash	93.9	59.3	63.1
TOTAL ASSETS	**32,344.5**	**29,462.1**	**29,571.1**
Shareholders' equity (Owners of the parent)	**13,703.9**	**12,902.5**	**12,902.5**
Share capital	486.4	474.5	474.5
Additional paid-in capital	6,139.8	5,838.2	5,838.2
Bonds redeemable for shares	1.4	1.4	1.4
Consolidated reserves	5,800.4	5,112.3	5,112.3
Hedging and foreign currency translation reserves	-14.7	17.6	17.6
Consolidated result	1,290.6	1,458.6	1,458.6
Non-controlling interests	**2,179.8**	**1,583.1**	**1,583.1**
TOTAL SHAREHOLDERS' EQUITY	**15,883.7**	**14,485.6**	**14,485.6**
NON CURRENT LIABILITIES	**13,555.0**	**11,590.9**	**11,723.9**
Long term commitment to purchase non-controlling interests	61.2	-	-
Net share settled bonds convertible into new and/or existing shares (ORNANE)	857.1	794.7	794.7
Long term bonds and borrowings	10,733.6	8,669.8	8,774.8
Long term financial leases	117.6	121.3	121.3
Derivatives at fair value	426.3	624.4	625.3
Deferred tax liabilities	1,013.1	997.9	1,016.0
Long term provisions	31.5	29.6	30.2
Employee benefits	13.9	20.0	20.0
Guarantee deposits	210.4	183.8	192.2
Tax liabilities	17.8	14.5	14.5
Amounts due on investments	72.5	134.7	134.7
CURRENT LIABILITIES	**2,905.8**	**3,385.6**	**3,361.6**
Amounts due to suppliers and other current debt	**1,052.6**	**979.4**	**965.5**
Amounts due to suppliers	122.7	124.4	127.0
Amounts due on investments	448.4	398.1	400.0
Sundry creditors	304.5	269.3	274.0
Other liabilities (1)	177.0	187.7	164.5
Current borrowings and amounts due to credit institutions	**1,683.7**	**2,238.1**	**2,225.6**
Current financial leases	**3.7**	**2.6**	**2.6**
Tax and social security liabilities	**145.4**	**143.8**	**146.4**
Short term provisions	**20.5**	**21.5**	**21.5**
TOTAL LIABILITIES AND EQUITY	**32,344.5**	**29,462.1**	**29,571.1**

(1) Following the early application of IFRS 10 and 11 in the 2013 annual financial statements, the 2012 financial statements were restated. A reclassification has also been made between "Other liabilities" and "Other receivables".

Consolidated statement of cash flows (in €Mn)	2013	2012 Restated[(1)]	2012 Published
Operating activities			
Net result	**1,542.5**	**1,684.4**	**1,684.4**
Depreciation & provisions	18.8	14.0	16.1
Changes in value of property assets	-518.1	-1,155.5	-1,203.2
Changes in value of financial instruments	40.5	448.8	449.7
Discounting income/charges	2.3	-0.5	-0.5
Charges and income relating to stock options and similar items	7.1	7.1	7.1
Net capital gains/losses on sales of properties [(2)]	-8.0	-18.9	-17.6
Income from companies consolidated under the equity method	-70.3	-151.5	-79.9
Income on financial assets	-20.1	-17.3	-15.4
Dividend income of non-consolidated companies	-7.2	-7.3	-7.3
Net financing costs	315.4	329.9	328.6
Income tax charge	36.0	132.6	136.0
Cash flow before net financing costs and tax	**1,338.8**	**1,265.7**	**1,297.9**
Income on financial assets	20.1	16.7	14.8
Dividend income and result from companies under equity method or non consolidated	28.7	33.5	17.3
Income tax paid	-19.3	-33.0	-33.2
Change in working capital requirement	-78.2	9.1	34.5
Total cash flow from operating activities	**1,290.2**	**1,292.0**	**1,331.3**
Investment activities			
Property activities	**-1,429.0**	**-1,473.6**	**-1,497.5**
Acquisition of consolidated subsidiaries	-130.9	-496.7	-481.9
Amounts paid for works and acquisition of property assets	-1,520.3	-1,332.6	-1,362.1
Exit tax payment	-8.1	-8.6	-8.6
Repayment of property financing	8.0	17.3	8.3
Increase of property financing	-5.2	-63.7	-63.7
Disposal of consolidated subsidiaries	176.7	155.1	155.1
Disposal of investment properties	50.8	255.6	255.5
Repayment of finance leasing	**0.1**	**0.3**	**0.3**
Financial activities	**-0.0**	**21.0**	**21.1**
Acquisition of financial assets	-2.0	-4.9	-4.9
Disposal of financial assets	1.9	26.0	25.6
Change in financial assets	0.1	-	0.4
Total cash flow from investment activities	**-1,429.0**	**-1,452.3**	**-1,476.1**
Financing activities			
Capital increase of parent company	117.5	131.6	131.6
Change in capital from company with non controlling shareholders	-80.7	-	-0.5
Distribution paid to parent company shareholders	-610.5	-735.4	-735.4
Dividends paid to non-controlling shareholders of consolidated companies	-56.8	-9.6	-9.8
New borrowings and financial liabilities	3,264.0	4,075.8	4,077.8
Repayment of borrowings and financial liabilities	-2,053.7	-2,983.3	-2,983.7
Financial income [(1)]	87.7	71.7	95.7
Financial expenses [(1)]	-390.0	-352.9	-376.1
Other financing activities	-81.7	-71.3	-71.3
Total cash flow from financing activities	**196.0**	**126.6**	**128.4**
Change in cash and cash equivalents during the period	**57.2**	**-33.7**	**-16.5**
Cash at the beginning of the year	**38.2**	**72.8**	**73.5**
Effect of exchange rate fluctuations on cash held	**-0.6**	**-0.9**	**-0.7**
Cash at period-end [(3)]	**94.8**	**38.2**	**56.3**

[(1)] Following the early adoption of IFRS 10 and 11 in the 2013 annual financial statements, the 2012 financial statements were restated. A reclassification has also been made between "Financial income" and "Financial expenses".

[(2)] This item includes capital gains/losses on property sales, disposal of short term investment properties, disposals of financing leasing and disposals of operating assets.

[(3)] Cash and cash equivalents include bank accounts and current accounts with terms of less than three months, less bank overdrafts.

I. ACCOUNTING PRINCIPLES AND SCOPE OF CONSOLIDATION

Accounting principles

Unibail-Rodamco's consolidated financial statements as at December 31, 2013 were prepared in accordance with International Financial Reporting Standards ("IFRS") as applicable in the European Union as at December 31, 2013.

Following their endorsement by the European Union on December 29, 2012, Unibail-Rodamco has adopted the following IFRS, with effect from January 1, 2013:

- IFRS 10 "Consolidated Financial Statements;"
- IFRS 11 "Joint arrangements;" and
- IFRS 12 "Disclosure of interests in other entities."

IFRS 13 "Fair value measurement" was also adopted with effect from January 1, 2013.

In connection with the early adoption of IFRS 10 and 11, the Group conducted a comprehensive analysis of all existing agreements with third party investors in its entities, in order to determine the control exercised by the Group over its assets and activities in this new framework.

The financial statements as at December 31, 2012 were restated to reflect the new scope of consolidation and the impact of IFRS 10 and 11, without any impact on the "Net result-owners of the parent". The restatement, for the full year 2012, of the "Net Rental Income" and of the "Investment properties" increased "Share of the profit of associates" and "Shares and investments in companies consolidated under the equity method" by €71.6 Mn and €864.5 Mn, respectively. The Net Rental Income for the full year 2012 and the Investment properties as at December 31, 2012 were restated by -€37.3 Mn and -€987.9 Mn, respectively.

Following the adoption of IFRS 12, the Group has conducted an analysis of the information disclosed in the notes to the consolidated financial statements and has supplemented some of them in order to fulfil the requirements of this new standard.

The adoption of IFRS 13 requires disclosure related to the valuation methods of the Group's assets (i.e. discount rate, exit cap rate, long-term growth rate, annual passing rent, etc.) and to the valuation of derivatives and financial instruments including counterparty risk. The valuation methods used by the external appraisers of the Group's real estate assets were not impacted by the adoption of IFRS 13.

No other changes were made to the accounting principles with those applied for the year ended December 31, 2012.

The financial statements are compliant with the best practices recommendations published by the European Public Real estate Association (EPRA)[1]. Key EPRA performance indicators are reported in a separate chapter at the end of this Appendix.

Scope of consolidation

The principal changes in the scope of consolidation since December 31, 2012 were:

- 14 companies previously consolidated under proportional method are now consolidated under the equity method following the adoption of IFRS 10 and 11[2]. This mainly includes Rosny 2 (Paris region), Arkady Pankrac (Prague) and Cité Europe (Calais) shopping centres.
- On January 10, 2013, Unibail-Rodamco acquired a 50.01% majority stake in the development project "Polygone Riviera" in Cagnes-sur-Mer. The different companies acquired are consolidated under the full consolidation method.
- 7 companies owning Parly 2 (Paris region) previously consolidated under the proportional method as at December 31, 2012 and under equity method as at June 30, 2013, are now consolidated under the full consolidation method, following a change of governance in July 2013.

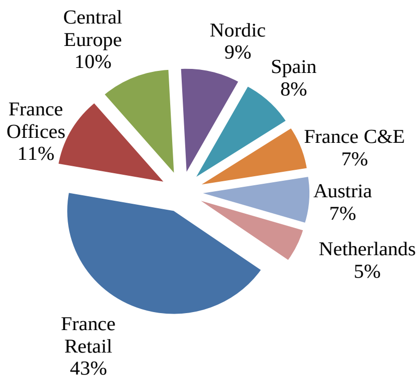
As at December 31, 2013, 267 companies were fully consolidated, 7 companies were consolidated proportionally (corresponding to entities under "joint operation" as defined by IFRS 11) and 26 companies were accounted for under the equity method[3].

[1] EPRA Best Practices Recommendations are available on the EPRA website: www.epra.com
[2] Based on the analysis of the governance.
[3] Mainly the Comexposium subsidiaries (trade show organisation business), Cité Europe and Rosny 2 shopping centres in France, Arkady Pankrac shopping centre in Czech Republic, the Zlote Tarasy complex in Poland, mfi AG, Ring-Center and the Ruhr-Park shopping centre in Germany.

Operational reporting

The Unibail-Rodamco Group is operationally organised in six geographical regions: France, Spain, Central Europe, Austria, the Nordics and The Netherlands. As France has substantial activities of all 3 business-lines of the Group, this region is itself divided in 3 segments: Shopping Centres, Offices and Convention & Exhibition. The other regions mainly operate in the Shopping Centre segment.

The table below shows the split in % of Gross Market Values per region as at December 31, 2013.



II. Business review by segment

1. Shopping centres

1.1 Shopping centre market in FY13

After six consecutive quarters of stagnation or contraction, the EU economy showed tentative signs of recovery during the second quarter of 2013 (up by 0.3%). The recovery is expected to have continued at a slow pace in 2013, and to gather some speed gradually in 2014 and 2015[4] based on increasing exports driving increasing domestic demand. However it is too early to declare the crisis over.

Through December 31, 2013, despite the slow recovery experienced during the second half of 2013, consumption growth has not recovered to levels seen in prior years.

For 2013, Poland, Sweden and Slovakia are expected to post positive GDP growth of +1.3%, +1.1% and +0.9%, respectively, while GDP in France and Austria is expected to be broadly flat. The environment remains difficult in Spain, The Netherlands and the Czech Republic with negative GDP growth for 2013 estimated at -1.3%, -1.0% and -1.0%, respectively[4].

Unibail-Rodamco performed very well against this negative macro-economic backdrop, demonstrating the resilience of its business model: large shopping centres located in wealthy and densely populated catchment areas in large European metropolitan areas, offering visitors a unique experience thanks to a critical mass of premium[5] retailers, frequent introduction of new and differentiating tenants, impressive design, high quality services and marketing.

Footfall for the year ended December 31, 2013, in the Group's shopping centres was positive (+0.2%) and the superior combination of the Group's leading retailers and active management of its assets resulted in increased tenant sales[6] (+1.1%) over the same period. These increases show a significant improvement over the decrease in footfall (-0.5%) and the flat sales growth (+0.1%) during H1-2013.

Tenant sales in the Group's shopping centres once again outperformed national sales indices through November 2013. The outperformance[7] by +250 bps during the first 11 months of 2013 exceeded the annual average of 187 basis points of outperformance since 2007. The Group's shopping centres in France, Spain, Austria, the Nordics and Central Europe outperformed their respective

[4] Source: European Economic Forecast, autumn 2013.

[5] Retailer that has strong and international brand recognition, with a differentiating store design and product approach, which the Group believes will increase the appeal of its shopping centres.

[6] Tenant sales performance in Unibail-Rodamco's shopping centres (excluding The Netherlands) on portfolio of shopping centres in operation including extensions of existing assets (mainly Centrum Cerny Most, Alma and Toison d'Or extensions) and excluding deliveries of new brownfield projects, acquisition of new assets and assets under heavy refurbishment. Including Apple store sales estimated on the basis of available public information from Apple Inc. (2012 10-K published October 31, 2012, pages 30 and 34; 2013 10-K published October 30, 2013, pages 27 and 32). Primark sales are not available. Excludes the sales of the 4 Virgin stores in the Group's shopping centres in France, due to bankruptcy. Tenant sales growth through December 31, 2013, including sales of these 4 stores is +0.7%, and +0.0% through June 30, 2013.

[7] Based on latest national indices available (year-on-year evolution) as of November 2013: France: Institut Français du Libre Service; Spain: Instituto Nacional de Estadistica; Central Europe: Česky statisticky urad (Czech Republic), Polska Rada Centrow Handlowych (Poland, as of October 2013); Austria: Eurostat (Austria and Slovakia); Nordic: HUI Research (Sweden), Denmark's Statistik (Denmark), Eurostat (Finland). Excluding Virgin sales in France. Tenant sales outperformance including Virgin sales is +220 bps for the Group and +90 bps in France.

national sales indices by +150 bps, +300 bps, +170bps, +40 bps and +1,180 bps, respectively. In Spain, tenant sales of the large shopping centres[8], which account for more than 70% of the Group's gross market value in Spain, grew by +4.0% through November 2013 and helped the Spanish region outperform the national sales index by +300 bps, leading to a limited overall decrease (-1.3%) despite a difficult economic context. However, in the second half of 2013, the Group's tenants benefitted from what appears to have been an improvement in consumer confidence in Spain. For the first time since 2011, the Group's tenant sales grew again. Sales during the period June to November grew by 1.3% from the same period last year (-1.4%), led by the strong sales growth registered in the large shopping centres.

2013 was a very active year for Unibail-Rodamco and was characterised by a number of notable accomplishments.

Deliveries

The Group successfully delivered four major extensions and/or renovations as well as one brand new shopping centre in 2013 representing an increase of 152,086 m² of the Group's total GLA and an aggregate total investment cost of €826 Mn. The aggregate yield on cost on these five projects was 7.6%.
In addition, the 14,000 m² south extension of Täby (the first phase of a project to be fully delivered in H1-2015) was delivered.

In March, the newly extended and renovated Centrum Cerny Most was inaugurated and awarded the 4 Star label. With 78,892 m² GLA[9] and 164 shops, the shopping centre doubled its original size and allowed 15 retailers to open their first store in Prague. Footfall increased by +24% from the inauguration to December 31, 2013 compared to the same period last year. Centrum Cerny Most is the first 4 Star shopping centre in the Czech Republic. Footfall is expected to reach 10 Mn yearly.

In August, Täby (Stockholm) unveiled its south extension of 14,000 m² GLA and 60 new shops with double-height shop fronts and first rate design. The Group signed major retailers (Hugo Boss, Denim & Supply and Tommy Hilfiger). L'Oréal opened its first store in the world in a shopping centre. Gant, Flippa K and Lorna Jane opened their first stores in a shopping centre in Europe. Footfall increased by +18% from the inauguration to December 31, 2013 compared to the same period last year. Works are on-going to deliver the full extension by April 2015. Footfall is expected to reach 13 Mn yearly.

Also in October, the extensions and renovations of Alma (Rennes) and Toison d'Or (Dijon) were unveiled.

With an extension of 10,119 m² GLA, Alma (Rennes) has undoubtedly become the leading shopping centre in Brittany. The newly refurbished and extended gallery features a complete retail offer including local, premium and international brands, including Hollister which opened its first flagship store in Brittany and Bruegger's which opened its first restaurant in France. Footfall is up +35% year-on-year after the inauguration (October 24 – December 31) and is expected to reach 8 Mn yearly.

The 12,267 m² GLA extension of Toison d'Or (Dijon), opened on October 30, 2013, features a collection of new exciting retailers including a dedicated dining area. The large volumes, double-height shop fronts and qualitative design as well as the opening of the 2nd Primark in France on February 3, 2014, complete the extensive redevelopment of this leading regional shopping centre. Since the opening to December 31, 2013, footfall is up by +27% compared to the same period last year, and is expected to reach 8 Mn yearly.

On November 27, 2013, Shopping City Süd (Vienna) celebrated the completion of a comprehensive renovation. Exclusive brands such as Lego, Superdry, Inglot, Kiko, Michael Kors and Primark highlighted the appeal of SCS to international premium retailers.

In October, Unibail-Rodamco delivered its new shopping centre Aéroville (Paris region), of 83,324 m² GLA and 200 shops. Aéroville showcases all of the Group's latest innovations in a single location: architecture and design, the 4 Star label, the impressive blend of premium and international brands, iconic shop fronts and the Dining Experience™, offering a unique collection of global culinary experiences. On November 22, the shopping centre welcomed its millionth visitor after 5 weeks of operations.

Through December 31, 2013, 62% of the Group's large malls[10] had been renovated and or extended, in line with the Group's objective to refurbish or extend its large shopping centres to further differentiate them.

[8] Standing shopping centres with more than 6 million visits per annum located in Spain's 3 largest cities: Madrid, Barcelona and Valencia.
[9] Excluding the entertainment centre.

[10] Standing shopping centres with more than 6 million visits per annum.

Extensive works are currently underway in a number of shopping centres, including Forum des Halles (Paris) and Aupark (Bratislava) and preliminary works in Glories (Barcelona) and Euralille (Lille).

Innovations

In 2013, the Group continued the differentiation of its shopping centres through innovative projects and exclusive services.

- Digital marketing: the Group launched a brand new version (V3.0) of all its mobile apps, increasing its direct interaction with its customers. The Group nearly doubled the number of apps downloads to 2.4 Mn as of December 31, 2013 compared to 1.3 Mn last year. The number of Facebook fans of the Group's shopping centres grew to 4.3 Mn (+68%) as of December 31, 2013 compared to 2.6 Mn in 2012;

- 4 Star label[11]: the brand new Aéroville (Paris region) and the extended and renovated Alma (Rennes) and Toison d'Or (Dijon) shopping centres were awarded the 4 Star label in October 2013. 15 of the Group's shopping centres are now 4 Star labelled. All 9 shopping centres labelled for more than 12 months have had their 4 Star label confirmed this year following the annual audit by SGS. The labelling process will continue in 2014 and 2015;

- The Dining Experience™: aiming to double the space dedicated to dining with differentiating food concepts, unique gastronomy events and services, the concept was successfully implemented in 3 more shopping centres: Confluence (Lyon) in May and Galeria Mokotow (Warsaw) and Aéroville (Paris region) in October. With La Maquinista (Barcelona), four of the Group's shopping centres now offer this full experience;

- Iconic shop fronts: launched in 2012, "the Home of the Flagships™" initiative aims to create an exceptional brand experience by promoting variety, innovation and design excellence in Unibail-Rodamco's shopping centres. The Group's latest deliveries such as Centrum Cerny Most (Prague), Aéroville (Paris region), Toison d'Or (Dijon), Alma (Rennes) and Täby (Stockholm) boast spectacular iconic shop fronts.

[11] The "4 Star label" for a shopping centre is based on a 684-point quality referential and audited by SGS, the world leader in service certification.

In 2013 the Group signed 1,378 leases on consolidated[12] standing assets with a Minimum Guaranteed Rent uplift[13] of +15.3% on renewals and re-lettings, exceeding the Group's own expectations for the year. The Minimum Guaranteed Rent uplift was +19.8% for large malls[10]. The Group's rotation rate[14] stood at 12.6% in 2013. Focusing on differentiating and exclusive retail concepts generating traffic, the Group signed 165 leases with international premium retailers[15], an increase of 19% over the same period last year. These deals included 13 deals with Superdry, 9 with Starbucks, 8 with Bose, 6 with Nike, 6 with Lego Stores, and 4 with Michael Kors. Notably, Superdry opened its 1st store in a shopping centre in The Netherlands (Amstelveen, Amsterdam region), Michael Kors signed for its 1st store in a shopping centre in Sweden (Mall of Scandinavia, Stockholm) and opened its 1st store in a shopping centre in Austria in Shopping City Süd (Vienna), and Samsung opened its first store in a shopping centre in France in Vélizy 2 (Paris region).
New projects also attracted international premium retailers. For example, 13 of these retailers opened stores in Aéroville in 2013. Introductions of new premium retailers since 2010 have grown at a compounded annual growth rate of 51%, fuelling the rotation rate. The Group continues its active search for new and innovative concepts.

1.2. Net Rental Income from Unibail-Rodamco's shopping centres

The Group owns 103 retail assets, including 83 shopping centres, out of which 59 host more than 6 million visits per annum. These 59 centres represent 90% of the Group's retail portfolio in Gross Market Value.

Total consolidated Net Rental Income (NRI) of the shopping centre portfolio amounted to €1,096.8 Mn in 2013, an increase of 8.9% compared to 2012[16].

[12] Excluding assets consolidated under equity method.
[13] Minimum Guaranteed Rent uplift: difference between new and old rents. Indicator calculated only on renewals and relettings.
[14] Rotation rate = (number of re-lettings + number of assignments + number of renewals with new concepts) / number of stores.
[15] Retailer that has strong and international brand recognition, with a differentiating store design and product approach, which may increase the appeal of the shopping centres.
[16] Restated in order to take into account the impact of early adoption of IFRS 10 and 11.

Region	Net Rental Income (€Mn)		
	2013	2012 Restated	%
France	568.7	512.9	10.9%
Spain	142.8	140.4	1.7%
Central Europe	112.7	95.4	18.1%
Austria	104.6	101.9	2.6%
Nordic	94.1	87.8	7.2%
Netherlands	73.8	69.2	6.7%
TOTAL NRI	**1,096.8**	**1,007.7**	**8.9%**

The total net growth in NRI amounted to +€89.1 Mn and is due to:

- +€43.1 Mn from delivery of shopping centres:
  - In France with Confluence (Lyon) which opened in April 2012, So Ouest (Paris region) which opened in October 2012, Aéroville (Paris region) and the extensions of Alma (Rennes) and Toison d'Or (Dijon) which opened in October 2013;
  - In Spain with mainly the September 2012 opening of El Faro in Badajoz;
  - In the Czech Republic with mainly the March 2013 opening of the extension of Centrum Cerny Most in Prague.

- +€8.4 Mn from change in perimeter and acquisitions:
  - In France, the impact on NRI of the consolidation of the joint venture with the Abu Dhabi Investment Authority (ADIA) in the Parly 2 shopping centre (Paris region) under the equity method until July 26, 2013 and under full consolidation method since that date;
  - Acquisition of additional units in existing shopping centres in Spain, The Netherlands and in Central Europe.

- -€4.2 Mn due to disposals of smaller assets in France, Sweden and The Netherlands.

- +€1.2 Mn from assets under renovation or extension and from other minor effects, including positive currency translation effect with SEK.

- The like-for-like NRI[17] growth was +€40.6 Mn, (+4.7% compared to 2012), 260 bps above indexation, exceeding the 5-year average of 202 bps above indexation.

[17] Like-for-like NRI: Net Rental Income excluding acquisitions, divestments, transfers to and from pipeline (extensions, brownfields) and currency exchange rate differences in the periods analysed.

Region	Net Rental Income (€Mn) Like-for-like		
	2013	2012 Restated	%
France	453.1	426.3	6.3%
Spain	121.7	124.1	-1.9%
Central Europe	99.1	90.9	9.0%
Austria	96.5	93.1	3.6%
Nordic	61.6	60.1	2.5%
Netherlands	71.1	68.1	4.5%
TOTAL NRI Lfl	**903.2**	**862.6**	**4.7%**

Region	Net Rental Income Like-for-like evolution (%)			
	Indexation	Renewals, relettings net of departure	Other	Total
France	2.3%	1.6%	2.4%	6.3%
Spain	2.2%	-1.4%	-2.7%	-1.9%
Central Europe	1.8%	4.1%	3.2%	9.0%
Austria	2.0%	2.5%	-0.9%	3.6%
Nordic	1.3%	1.2%	0.0%	2.5%
Netherlands	2.1%	0.3%	2.0%	4.5%
TOTAL	**2.1%**	**1.4%**	**1.2%**	**4.7%**

The +4.7% like-for like NRI growth, exceeded the +4.2% achieved in 2012 and was driven by Central Europe (+9.0%) and France (+6.3%). Spain's NRI, decreased by -1.9%, when a strong showing by the large malls[18] (+1.6%) was offset by the performance of small malls. Sales Based Rents represented 1.8% (€20.1 Mn) of total Net Rental Income in 2013, compared to 1.9% in 2012 (€18.9 Mn[16]).
Despite lower indexation expectations, the Group expects to be able to continue to grow its like-for-like NRI at levels well above indexation.

1.3. Contribution of affiliates

Due to the early adoption of IFRS 10 and 11, with effect from January 1, 2013, and following the acquisitions made during the year 2012 (mainly the Zlote Tarasy complex in Poland and mfi AG and Ruhr-Park in Germany), contribution of affiliates[19] now represents a more significant part of the Group's recurring results.

The total contribution of affiliates to the Group's recurring results for the shopping centre portfolio amounted to €76.7 Mn in 2013, compared to €55.5 Mn in 2012 (restated).

[18] Assets above 6 Mn visits per annum located in Spain's three largest cities: Madrid, Barcelona and Valencia. Assets include La Maquinista, Parquesur, La Vaguada, Splau, Bonaire and Glories.
[19] Contribution of affiliates represents Unibail-Rodamco's share of the Net result for the period of all entities consolidated under the equity method and interests received on loans granted to companies consolidated under the equity.

Region	Contribution of affiliates (€Mn)		
	2013 Recurring activities	2012 Recurring activities Restated	Change
France	26.3	22.7	3.6
Spain	1.5	1.9	-0.4
Central Europe	48.9	30.9	18.0
TOTAL	**76.7**	**55.5**	**21.2**

The total net growth of €21.2 Mn is mainly due to:

- The acquisition, in August 2012, of a 51% stake in a holding company which owns 91.15% of mfi AG (Germany);
- The acquisition, in August 2012, of a 50% stake in the company which owns the Ruhr-Park shopping centre (Germany);
- The indirect investment, in March 2012, in the Zlote Tarasy complex in Warsaw and the acquisition of the stake held by the Municipality of Warsaw in June 2013;
- The creation, in July 2012, of a joint venture combining Unibail-Rodamco's and ADIA's interests in the Parly 2 shopping centre (Paris region): the combined entity was consolidated under equity method until July 26, 2013 and is consolidated under the full consolidation method since July 26, 2013 following a change of governance at such date.

On a proforma basis excluding the acquisitions, the total contribution of affiliates standing assets grew by +€1.0 Mn (+3.8%), mainly from Rosny 2 (Paris region) and Cité Europe (Calais) in France and Arkady Pankrac in Prague.

1.4. Leasing activity in 2013

The Group signed 1,378 leases on consolidated standing assets (compared to 1,378[20] in 2012) for €159.8 Mn of Minimum Guaranteed Rents with an average uplift[21] of +15.3% on renewals and relettings (+21.4% in 2012) driven primarily by France and Central Europe, exceeding the Group's own expectations. The +19.8% uplift in large shopping centres was partially offset by negative uplifts in small shopping centres (less than 6 million visits per annum). In Spain, uplifts in large malls[22] amounted to +18.6%.

Region	Lettings / re-lettings / renewals excl. Pipeline				
	nb of leases signed	m²	MGR (€ Mn)	MGR uplift Like-for-like	
				€ Mn	%
France	450	112,330	69.7	10.0	21.5%
Spain	352	86,234	28.6	1.1	4.9%
Central Europe	159	30,732	17.0	2.5	19.4%
Austria	145	39,055	16.5	1.4	14.6%
Nordic	167	51,637	17.1	1.2	10.2%
Netherlands	105	34,976	10.8	0.8	11.0%
TOTAL	**1,378**	**354,965**	**159.8**	**17.1**	**15.3%**

MGR: Minimum Guaranteed Rent

1.5. Vacancy and Lease expiry schedule

As at December 31, 2013, the total annualised Minimum Guaranteed Rents from Unibail-Rodamco's shopping centre portfolio has increased to €1,170.5 Mn, from €1,030.4 Mn as at December 31, 2012[20].

The following table shows a breakdown by lease expiry date and at the tenants' next break option:

Retail	Lease expiry schedule			
	MGR (€Mn) at date of next break option	As a % of total	MGR (€Mn) at expiry date	As a % of total
Expired	49.8	4.3%	50.5	4.3%
2014	203.2	17.4%	91.3	7.8%
2015	259.5	22.2%	87.2	7.5%
2016	208.7	17.8%	81.4	7.0%
2017	128.3	11.0%	85.6	7.3%
2018	103.3	8.8%	111.2	9.5%
2019	62.3	5.3%	86.0	7.3%
2020	31.6	2.7%	76.9	6.6%
2021	23.3	2.0%	93.6	8.0%
2022	19.9	1.7%	121.1	10.3%
2023	18.7	1.6%	103.2	8.8%
2024	7.6	0.6%	16.1	1.4%
Beyond	54.3	4.6%	166.5	14.2%
TOTAL	**1,170.5**	**100%**	**1,170.5**	**100%**

Estimated Rental Values (ERV) of vacant space in operation on the total portfolio amounted to €34.6 Mn as at December 31, 2013 compared to €26.0 Mn[16] as at December 31, 2012, due to the increase of vacant space created (strategic vacancy) in a number of the Group's large shopping centres for enhancement projects in these areas, and to the increase in suffered vacancy (primarily in the Group's smaller shopping centres).

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[20] Restated in order to take into account the impact of early adoption of IFRS 10 and 11.

[21] Minimum Guaranteed Rent uplift: the difference between new and old rents. This indicator is calculated only on renewals and relettings.

[22] Standing shopping centres with more than 6 million visits per annum located in Spain's 3 largest cities: Madrid, Barcelona and Valencia.

Region	Vacancy (Dec 31, 2013)		Dec. 31, 2012
	€Mn	%	
France	18.9	2.6%	2.2%
Spain	4.0	2.2%	2.1%
Central Europe	1.4	1.1%	0.3%
Austria	2.5	2.1%	2.3%
Nordic	4.1	3.1%	3.1%
Netherlands	3.7	4.1%	2.5%
TOTAL	**34.6**	**2.5%**	**2.1%**

Excluding pipeline

The strategic vacancy[23] as at December 31, 2013 stood at 0.5% for a total EPRA vacancy rate[24] at 2.5% on average across the total portfolio (compared to 2.1% as at December 31, 2012). The vacancy rate in the large shopping centres as at end of December 2013 was limited to 2.1%. The increase of the vacancy rate in France is mainly due to the impact of evictions in Forum des Halles in Paris (in connection with the extensive refurbishment) and La Part Dieu (Lyon). In Spain, the slight increase in vacancy is due mainly to strategic vacancy (representing 0.5% out of 2.2%) mainly in Parquesur and to suffered vacancy in Albacenter and Vallsur. Vacancy rate in Spain's large malls[22] was limited to 1.3%. In Central Europe, the increase in vacancy is due to the Centrum Cerny Most Entertainment Centre (which represents 85% of the total vacancy in this region). In The Netherlands, the increase in vacancy came primarily from Amstelveen and Leidsenhage (mainly strategic vacancy), representing 41% of total vacancy in the region.

The occupancy cost ratio[25] (OCR) on average stood at 13.7% compared to 13.1% as at December 31, 2012. It was stable in the Nordics at 11.3% (compared to 11.4%) and increased in France to 13.9% from 13.5%, Spain to 13.6% (13.3% in large malls[22]) from 12.4% and Central Europe to 13.8% from 13.2%. In Austria, the OCR increased to 15.7% from 14.2%, following restructuring of Shopping City Süd in Vienna. These changes were attributable to the Group's leasing activities and tenant sales evolution, in particular on assets under restructuring. OCR for large shopping centres stands at 13.8%, offering significant reversionary potential.

1.6. Investment and divestment

On January 10, 2013, Unibail-Rodamco acquired a 50.01% majority stake in the development project Polygone Riviera (a shopping centre of 73,357 m² GLA with an expected delivery in H2-2015) in Cagnes-sur-Mer.

Unibail-Rodamco obtained from the vendor, Socri, a call option to acquire a further 29.99% share and granted Socri two put options for 29.99 % and 20.0%, respectively.

The expected total investment cost for this project is €407 Mn (including Unibail-Rodamco's acquisition of the 50.01% stake).

Unibail-Rodamco invested €1,247 Mn[26] in its shopping centre portfolio in 2013:

- Investment in construction, extension and refurbishment projects amounted to €918 Mn (see section "Development projects").

- New acquisitions amounted to €201 Mn:
  - In France, this includes the investment in Polygone Riviera (Cagnes-sur-Mer) and the purchase of a land plot in Louveciennes (Paris region). Additional plots were also acquired in Villabé (Paris region). These different acquisitions represent a total amount of €151 Mn;
  - In Central Europe, acquisitions were made for development projects in Czech Republic and Poland for a total acquisition price of €22 Mn;
  - In The Netherlands, a number of retail units and other minor assets were acquired during 2013 in Leidsenhage for a total acquisition cost of €20 Mn in connection with a significant extension project;
  - In Spain, additional plots were acquired in Glories for €8 Mn.

- Capitalized financial, eviction and other costs in 2013 were €28 Mn, €70 Mn and €30 Mn, respectively.

Following the acquisition in March 2012 of a limited partnership which holds 100% of the holding company (Warsaw III) which in turn owns the Zlote Tarasy complex in Warsaw, the partnership acquired on June 28, 2013 the 23.15%

[23] Strategic vacancy corresponds to ERV of unoccupied surfaces available for occupation and left vacant in order to carry out a value creation project on an asset.

[24] EPRA vacancy rate = Estimated Rental Value (ERV) of vacant spaces divided by ERV of total surfaces.

[25] Occupancy Cost Ratio = (rental charges + service charges including marketing costs for tenants) / (tenants' sales); VAT included and for all the occupiers of the shopping centre. As tenant turnover is not known for all tenants for The Netherlands, no reliable OCR can be calculated for this country. Tenants' sales including Apple store sales estimated on the basis of available public information of Apple Inc. (2012 10-K published October 31, 2012, pages 30 and 34; 2013 10-K published October 30, 2013, pages 27 and 32). Primark sales are not available.

[26] Total capitalised amount in asset value group share.

it did not already own in the Zlote Tarasy complex for €50.9 Mn from the City of Warsaw. Pursuant to this transaction, the Group now owns indirectly 100.0% of the equity in addition to various loans. Warsaw III will continue to make payments on a participating loan made by a fund managed by CBRE Global Investors which matures no later than December 31, 2016. In compliance with the restrictions imposed on Unibail-Rodamco by the Polish competition authorities in connection with the acquisition by the Group of the shopping centres Arkadia and Wilenska in July of 2010, the management of Warsaw III and the shopping centre and car parks continues to be performed by CBRE Global Investors and AXA REIM. Consequently, the Group's investment in the Zlote Tarasy complex is consolidated under the equity method in its consolidated accounts as at December 31, 2013.

Following a change in July 2013 in the governance of the entity controlling Parly 2 shopping centre, the Group now controls this asset and the related companies which are therefore consolidated under the full consolidation method as at December 31, 2013.

The Group divested a number of retail assets in France and in the Nordics, for a total proceeds of €64.8 Mn including, in September 2013, the 40 Suffren asset located in Paris with a capital gain of 9.1% over last appraisal.

In December 2013, the Group entered into an irrevocable agreement to sell its stake in the Vier Meren shopping centre in The Netherlands (Amsterdam region) for €137.8 Mn, a premium to book value.

The Group continues its disciplined approach to acquisitions and disposals and will continue to critically evaluate opportunities. The Group expects to dispose between €1.5 Bn and €2.0 Bn worth of shopping centre assets during the next five years.

2. Offices

2.1 Office property market in 2013[27]

Take-up

2013 was impacted by a strong slow-down in the volume of take-up. However, new or refurbished as new buildings in Paris CBD and La Défense continued to attract tenants.

[27] Source: CBRE / Immostat, December 2013.

Despite an active fourth quarter in 2013, Paris office take-up was down to 1,844,500 m² in 2013[27] representing a decline of 25% compared to 2012.

The overall office market in the Greater Paris area was negatively impacted: the volume of transactions decreased by 63% for the inner rim, by 34% for La Défense and by 19% in Paris.
More traditional sectors were less impacted such as the inner Paris which declined by only 6%, or the Western Crescent progressing by 16% on average, due to the 76% increase in Neuilly-Levallois.

The number of large transactions throughout the year was low, although some acceleration was seen towards the end of 2013. The large transaction segment (deals over 5,000 m²) declined in volume by 45% to a total of 0.6 million[28] m² let. This compares to 1.1 million[28] m² let in 2012.

No transactions above 40,000 m² were recorded this year for the first time in the last 13 years, this compares to 5 in 2012 and 3 in 2011. Some large tenants decided to delay their real estate projects and/or renegotiated current leases.

The largest transaction recorded in 2013 was the 38,000 m² take-up by GE in the City Light building in Boulogne, Paris region.

Rents

In 2013, rental values in the Greater Paris Area decreased by an average of 0.7% for new or refurbished as new buildings.
Rental values slightly decreased in the Paris CBD. Several transactions around €750 /m² were recorded for buildings refurbished as new compared to prime rents at €771 /m² as at end of December 2012.
Unibail-Rodamco's Capital 8 building accounted for 3 of the 4 transactions above €750 /m².
Rental values were flat in the Western Crescent for new or refurbished as new buildings. Rental values in the Neuilly-Levallois subsector increased by 7%[29].

In La Défense, the highest rental values stood at €530[30] /m² and were realized in transactions on Cœur Défense for surfaces below 2,000 m². Prime rental values were €442 /m² on average.
Only two large transactions (above 5,000 m²) were reported in La Défense in 2013: Fidal on Tour Prisma (13,000 m²) and ERDF on Tour Blanche (23,000 m²). These transactions reportedly involved

[28] Source: CBRE MarketView Q4-2013 Greater Paris area.
[29] Source: DTZ: Les clés du marché Ile de France Q4 2013.
[30] Source: CBRE, December 2013.

face rents of approximately €430 /m² for refurbished buildings.

New supply

After four years of stability, immediate office supply in the Paris market increased by 9% to 3.9 million square meters in 2013. Vacancy stood at 7% up from 6.5% in 2012.

The strongest increase is in La Défense with 400,000 m² of vacant office space at the end of 2013 compared to 209,000 m² one year ago. This is mainly due to the new supply on the market with the delivery of new or refurbished buildings (45,000 m² for Carpe Diem and 80,000 m² for Tour Eqho). This translates in a 12.2% vacancy rate up from 6.6% at December 31, 2012.

Supply in the Western Crescent increased by 12%[29] with a vacancy rate slightly increasing from 10.8% in 2012 to 12.5% at December 31, 2013.

The Paris CBD remains a relatively closed market with limited supply of new or refurbished as new buildings (approximately 12% of immediate supply) and a vacancy rate moderately increasing from 5.2% in 2012 to 5.4% at December 31, 2013[31].

Investment market

Investment in offices[32] during 2013 in the Paris region market amounted to €9.1 Bn, representing a -7% decrease compared to 2012 (€9.8 Bn).

2013 investments were fueled by large transactions such as Tour Adria, 54,000 m² in La Défense (bought by Primonial for approximately €450 Mn) and Tour Sequana, 43,000 m² in Issy-les-Moulineaux (acquired by NPS for a total amount exceeding €300 Mn).

In the Paris CBD, Deka acquired the Areva headquarters at 33 Lafayette from Ivanhoe Cambridge and 6/8 Haussmann (23,723 m²) was sold by Docks Lyonnais to ADIA for approximately €300 Mn. Both the Vivendi headquarters at 42 Friedland, sold by Ivanhoé Cambridge to Foncière Massena and 65/67 Champs Elysées, a mixed-use building sold to Thor Equities, traded at yields below 4.25% confirming strong investor appetite for core assets in this sector.

Prime yields[33] were in line with levels in 2012. In the Paris CBD, prime yields stood at 4.25% at the end of 2013, while yields in La Défense were between 6% and 6.25%.

[31] Source: DTZ – Property times Paris CBD Q4-2013.
[32] Source: CBRE, January 2014.

2.2. Office division 2013 activity

2013 was a very good year for the Group's office division with 73 leases signed for a total of 100,263 m² compared to 55,736 m² in 2012 representing an 80% increase. Notable lettings included the leasing of 90% of So Ouest offices (Paris region) and 6,486 m² in Capital 8 (Paris CBD) reflecting the strength of the Group's office portfolio. In addition, 3 out of the 4 leases above €750 /m² signed in the Paris CBD this year were signed for Unibail-Rodamco offices.

Unibail-Rodamco's consolidated Net Rental Income (NRI) from the offices portfolio came to €159.7 Mn in 2013, a decline of -7.4%.

Region	Net Rental Income (€Mn)		
	2013	2012	%
France	133.9	146.2	-8.4%
Nordic	13.9	14.5	-4.2%
Netherlands	8.7	8.7	-0.4%
Other countries	3.2	3.2	2.1%
TOTAL NRI	**159.7**	**172.6**	**-7.4%**

The decrease of -€12.9 Mn from 2012 to 2013 is due to:

- -€6.8 Mn of disposals:
  - ✓ Tour Oxygène in Lyon, sold in December 2012;
  - ✓ Halmstad in the Nordic region.
- +€0.2 Mn of transfers to or from pipeline, including the negative impacts of buildings currently under refurbishment (mainly 2-8 Ancelle in Neuilly) and of assets recently delivered (So Ouest in the Paris region) and positive impacts from buildings delivered in 2012 in France (mainly 80 Wilson in La Défense and Issy Guynemer in Paris).
- Like-for-like NRI[34] decreased by -€6.3 Mn, (- 4.6%), mainly due to departures in France, for which one-off indemnities had been received in 2012, and in the Nordic region, partially offset by a 14.1% increase in The Netherlands.

[33] Source: CBRE, BNP Paribas real estate.
[34] Like-for-like NRI: Net Rental Income excluding acquisitions, divestments, transfers to and from pipeline (extensions, brownfields) and currency exchange rate differences in the periods analysed.

Region	Net Rental Income (€Mn) Like-for-like		
	2013	2012	%
France	114.9	120.8	-4.9%
Nordic	8.9	10.1	-11.1%
Netherlands	5.4	4.7	14.1%
Other countries	3.2	3.2	1.0%
TOTAL NRI Lfl	**132.5**	**138.8**	**-4.6%**

72 leases were signed on standing assets covering 84,140 m² (an increase of 51% compared with the same period last year), including 64,001 m² for France. This includes a new lease contract signed in December 2013 with SAP on So Ouest offices for 27,639 m². This lease represents 90% of the total GLA of this building. Leases were signed on 29 rue du Port in Nanterre (Paris region) and Village 5 in La Défense as well as in Capital 8, Le Sextant and Issy Guynemer in Paris.
In addition to the leases signed on standing assets, a lease contract with CMS-Bureau Francis Lefebvre (a leading French law firm) was signed in January 2013 for the 16,123 m² in 2-8 Ancelle in Neuilly (Paris region).

The expiry schedule of the leases of the office portfolio (termination option and expiry date) is shown in the following table.

Office	Lease expiry schedule			
	MGR (€Mn) at date of next break option	As a % of total	MGR (€Mn) at expiry date	As a % of total
Expired	2.5	1.2%	2.5	1.2%
2014	17.8	8.8%	3.8	1.9%
2015	33.6	16.6%	21.5	10.6%
2016	41.1	20.3%	15.0	7.4%
2017	7.5	3.7%	18.4	9.1%
2018	28.6	14.1%	23.5	11.6%
2019	37.9	18.8%	58.2	28.8%
2020	4.4	2.2%	6.6	3.2%
2021	4.3	2.1%	16.6	8.2%
2022	6.4	3.2%	9.9	4.9%
2023	1.7	0.8%	7.4	3.6%
2024	-	0.0%	2.3	1.1%
Beyond	16.4	8.1%	16.7	8.2%
TOTAL	**202.2**	**100%**	**202.2**	**100%**

Estimated rental values (ERV) of vacant office space in operation amounted to €20.8 Mn as at December 31, 2013, corresponding to a financial vacancy[35] of 10.3% on the whole portfolio (compared to 16.8% as at end of June 2013 and 10.9% as at year-end 2012). In France, ERV of vacant office space amounted to €15.5 Mn, representing a vacancy rate of 9.1% (compared to 16.9% as at June 30, 2013 and 10.4% as at December 31, 2012).

[35] EPRA Vacancy rate = Estimated Rental Value (ERV) of vacant spaces divided by ERV of total surfaces.

2.3. Investment and divestment

Unibail-Rodamco invested €192 Mn[36] in its office portfolio in 2013.

- €164 Mn was invested for works, mainly in France for the Majunga tower in La Défense, the So Ouest Plaza building and renovation schemes for various buildings (see also section "Development Projects");
- €5 Mn was invested, mainly in The Netherlands, for minor acquisitions related to projects;
- Financial costs and other costs capitalised amounted to €23 Mn.

The Group divested a minor parking asset in Sweden for a net disposal price of €13.1 Mn.

Further to the Group's stated strategy of disposing of its office assets once leased, the Group expects to dispose between €1.5 Bn and € 2.0 Bn worth of office assets during the next five years.

3. Convention & Exhibition

This activity is exclusively located in France and consists of a real estate venues and services company (Viparis) and a trade show organizer (Comexposium).

Both organizations are owned with the Paris Chamber of Commerce and Industry (CCI Paris Ile-de-France / CCIP). Viparis is fully consolidated by Unibail-Rodamco and Comexposium is accounted for under the equity method. The Convention & Exhibition business has a seasonal results pattern, with annual, biennial and triennial shows, and an uneven distribution of shows during the year.

2013 was a strong year in terms of new shows with 33 new shows, compared to 31 in 2012 and 29 in 2011.

In addition, new concepts are being developed. Following the success of the Tutankhamun show in 2012, the Titanic exhibition at the Porte de Versailles attracted more than 250,000 visits in four months in 2013.

With more constrained marketing budgets, shows remain one of the most effective media for exhibitors. Therefore, companies maintain their presence at shows where they gain new orders. The largest shows have seen little impact of the crisis,

[36] Total capitalised amount in asset value group share.

as they remain landmark events for the public, although exhibitors may reduce the number of m² and / or order fewer services.

However due to the global economic crisis, the average floor space rented for a typical show has come down and fewer corporate events are organized in Viparis venues, negatively impacting the services activity.
The impact of the current economic environment was felt most strongly in the corporate event segment of the business, where the number of events was down by 9% for Viparis in 2013 and where competition is negatively affecting pricing.

The 2013 activity level was largely driven by large shows:

- Annual shows: the successful "Agriculture show" (SIA), attracting 693,800 visits (compared to 681,200 last year), one of the best editions of the past ten years. The 2013 edition of the "Foire de Paris" attracted 595,000 visitors and 3,500 exhibitors from 70 different countries;

- Biennial shows: the "Paris Air show" (SIAE) 50th edition was highly successful with a record number of exhibitors and more than $150 Bn in new orders signed.

Batimat, the world's leading construction show, attracted 2,526 exhibitors (including 45% of international exhibitors) and 353,632 visitors in 5 days.

In total, 845 events were held in all Viparis venues in 2013, of which 291 shows, 131 congresses and 423 corporate events.

As a result of its seasonal activity and despite the challenging economic environment, Viparis EBITDA[37] for 2013 amounted to € 120.5 Mn, a decrease of only -€1.4 Mn compared to 2011 (which included the "Olympiades des métiers" exceptional event and full consolidation of Palais des Sports asset until 2012) and -€16.6 Mn compared to 2012, which included the Intermat triennial show and two important international congresses.

At the end of 2013, completed events and pre-booking levels for 2014 in Viparis venues amounted to 92%, slightly above usual levels of 85-90%.

On July 9, 2013, Viparis was designated by the Paris City Council as the selected bidder to operate the Porte de Versailles, following the launch of a call for tender in 2012 with a view to modernise the site and increase its appeal.
Viparis' new long-term lease contract was signed on December 9, 2013, for a 50-year period starting on the 1st of January 2015 pursuant to which Viparis will pay the City of Paris an annually indexed rent of €16 Mn. The current concession contract (initially ending in 2026) will expire on December 31, 2014.

Pursuant to the new contract, Viparis will invest approximately €500 Mn over a 10-year period for renovation works and €220 Mn for maintenance works over a 50-year period. The Group is expecting significant value creation in the coming years, due to this long-term contract and to the positive effects of the renovation of Porte de Versailles.

Following the signature of the new 50-year lease agreement, an appeals period started which will last until the end of February 2014. Therefore, the financial statements as of December 31, 2013 do not take into account any impact from the new contract.

The NRI from hotels amounted to €14.8 Mn for 2013 compared to €9.5 Mn for 2012, an increase of €5.3 Mn, mainly due to the opening of Novotel Confluence in Lyon in March 2012 and to the good performance of other hotels.

In 2013, Comexposium contributed €9.7 Mn to the Group's recurring result versus €19.6 Mn in 2012, which included a positive impact of the triennial Intermat and €10.8 Mn in 2011 (comparable year in terms of seasonality).

III. SUSTAINABILITY

Sustainable thinking is closely integrated into Unibail-Rodamco's day-to-day operating, development and investment activities. The Group's sustainability strategy, based on environmental best practices, social fairness and transparent governance, is designed to return reliable, quantifiable improvements in performance over the long term.
In 2013, the Group started implementing its refined long term sustainability strategy and priorities, based on the conclusions of the materiality review carried out end of 2012. In particular, in parallel with efforts maintained in environmental matters, the cooperation with stakeholders and local economic development take now a more important place in the Group's Sustainability initiatives, which should sustain and create value for both its stakeholders and the Group.

[37] EBITDA= "Net rental income " and "Other site property services income" + "Contribution of affiliates" of Viparis venues.

Between 2006 and 2013[38], the cumulative decrease in energy consumption in kWh per visit for the shopping centre portfolio on a like-for-like basis was -22%. Pending final 2013 CO_2 emissions certificates provided by energy suppliers, CO_2 emissions per visit estimates show a -58% cumulative decrease for the 2006-2013 period.

In 2013, the Group continued embedding its in-house Risk Management System ("RMS") across its entire portfolio in order to mitigate and better manage health and safety risks. The average score of the annual risk management assessment, carried out by an independent third-party, has improved in 2013 compared to 2012 thanks to strict implementation of customized improvement plans set up in each managed asset. Ahead of local applicable regulations, the Group's RMS includes minimum requirements for a large scope of subjects including air quality, water quality, asbestos, ground and air pollution, legionella, electromagnetic radiation, technical equipment and fire security.

The Group remained included in the principal Environmental, Social and Governance indices in 2013 (FTSE4Good; Dow Jones Sustainability Index -DJSI- World, DJSI Europe; STOXX Global ESG[39] leaders; Euronext Vigeo Europe 120).
With a score of 78% for the DJSI in 2013 (up from 76% in 2012), the Group ranked in the top 4% among the rated companies in the Real Estate sector and well ahead of the global industry average score of 44%.

The Group was selected as "Regional Sector Leader" for Europe Retail in the 2013 GRESB Survey (Global Real Estate Sustainability Benchmark, the only ESG[39] rating dedicated to Real Estate sector). As 1st out of 55 in the Europe Retail peer Group, this score of 80 also leads to a 4th position worldwide out of 543 property companies rated in the global GRESB score.
The French professional organisation for REIT -FSIF- rewarded the Group with its first 2013 ESG Trophy, in recognition of the overall and consistent performance of Unibail-Rodamco in the areas of governance, environment and social relations.

In addition to the second EPRA Sustainability Gold Award received for its compliance with the EPRA Best Practice Recommendations for Sustainability Reporting, the Group's compliance with the GRI-CRESS (Global Reporting Initiative - Construction & Real Estate Sector Supplement) framework was awarded a B+ Application Level, following an external audit. The Group also complies with the new in-force French regulation regarding environmental and social reporting.

In 2013, the Group accelerated the progress towards environmental certifications for its entire portfolio and development projects.

15 additional shopping centres[40] and 4 additional office buildings obtained a BREEAM In-Use certificate in 2013. With 29 shopping centres certified as of December 31 2013, 53% of the Group's standing shopping centre portfolio[41] is BREEAM In-Use certified corresponding to over 1.6 Mn m² of consolidated GLA.
97% of retail assets certified reached a score of "Very Good"[42] or better. With an "Outstanding" score, Bay 2 was the first ever shopping centre to obtain such a rating worldwide; since, 5 other shopping centres and 2 office buildings in the Group's portfolio obtained the "Outstanding" score for "Management part" under BREEAM-In-Use International scheme in 2013.

With best scores obtained in France, Spain, Sweden and The Netherlands in 2013, including the highest BREEAM-In-Use score obtained worldwide in the newly extended and renovated Toison d'Or (Dijon), Unibail-Rodamco demonstrated the superior environmental performance of the Group's assets and of its property management policy, despite the diversity of its portfolio in terms of size, age and location.

For development projects, the Group obtained two additional BREEAM certifications in 2013: a "Very Good" score for the extension of Täby Centrum (Stockholm), and an "Excellent" for brownfield shopping centre Aéroville (Paris region). For the final BREEAM certification updated after delivery, So Ouest (Paris region) confirmed its "Excellent" score obtained at Design Stage.

End of 2013, Aéroville started its geothermal plant and became the biggest shopping centre in France heated and cooled by geothermal energy produced on-site, contributing to avoid 310 tons of CO_2 emissions each year.

Unibail-Rodamco was listed in the 2013 World's Most Ethical Companies selection with 145 other companies of all sectors. This annual award, established by the Ethisphere Institute (U.S. think-tank dedicated to promoting best practices in business ethics, corporate social responsibility, anti-corruption and sustainability), is one of the most

[38] 2013 figures non-audited. Audit works by EY on-going.
[39] Environmental / Social / Governance.

[40] Including Cité Europe (consolidated under equity method).
[41] In terms of gross market value, as of December 31, 2013, excluding assets consolidated under equity method.
[42] BREEAM In-Use "management part" certification.

publicized rewards in ethics. Unibail-Rodamco was rated best corporate governance company in the CAC40 by Proxinvest in 2013.

IV. 2013 RESULTS[43]

Other property services net operating result from property services companies in France, Spain and Central Europe was €27.1 Mn in 2013, up from €22.7 Mn in 2012 due to the increased size of the portfolio managed.

Other net income was €7.3 Mn in 2013, mainly composed from the dividend paid by SFL (Société Foncière Lyonnaise) in April and November 2013 on the 7.25% stake acquired in March 2011.

General expenses amounted to -€88.8 Mn in 2013 (-€86.6 Mn in 2012), of which -€6.1 Mn of non-recurring expenses related to acquisition costs (compared to -€2.1 Mn in 2012). Recurring general expenses decreased by -2.1% to -€82.7 Mn, from -€84.5 Mn in 2012, reflecting the on-going cost containment efforts by the Group. As a percentage of NRI from shopping centres and offices, recurring general expenses were 6.5% in 2013 down from 7.2% in 2012. As a percentage of GMV of shopping centres and offices (excluding assets consolidated under equity method), recurring expenses were 0.28% for the period ended on December 31, 2013, compared to 0.32% for the same period last year.

Development expenses incurred for feasibility studies of projects and potential acquisitions amounted to -€4.0 Mn in 2013 (-€4.5 Mn in 2012).

Recurring financial result totalled -€357.7 Mn in 2013, including capitalised financial expenses of -€42.3 Mn allocated to projects under construction. Net borrowing expenses recorded in the recurring net result were -€315.4 Mn in 2013, a +€14.5 Mn improvement from 2012, resulting mainly from the decrease of the cost of the Group's debt.

The Group's average cost of financing was 2.9% for 2013 (3.4% for 2012). Unibail-Rodamco's financing policy is described in section "Financial Resources".

Non-recurring financial result amounted to -€42.8 Mn in 2013, which breaks down as follows:

- +€41.2 Mn mark-to-market and termination costs of derivatives, in accordance with the option adopted by Unibail-Rodamco for hedge accounting to recognise directly in the income statement the change in value of caps and swaps;
- -€62.5 Mn mark-to-market effect of the ORNANE[44] issued in 2012;
- -€21.5 Mn of other items, including a change in mark-to-market of the financial undertakings related to the acquisition of mfi.

Most of the ORAs[45] issued in 2007 have been converted. Only 7,808 ORAs[46] were still in issue as at December 31, 2013.

The income tax expenses are due to the Group's activities in countries where specific tax regimes for property companies[47] do not exist and from activities in France not eligible for the SIIC regime, mainly in the Convention & Exhibition business.

The income tax expenses amount takes into account the impact of the recent changes in the tax environment in the various regions where the Group operates.

Income tax expenses allocated to the recurring net result amounted to -€8.2 Mn in 2013 down from -€16.6 Mn in 2012, a decrease due primarily to lower results of the Convention & Exhibition business and, to a lesser extent, to the entry of the Group's Spanish assets into the Spanish REIT regime SOCIMI.

Non-recurring income tax expenses amounted to -€27.8 Mn in 2013, due mainly to the increase of deferred taxes as a result of the revaluation of certain assets to fair market value partially offset by the decrease of deferred tax liabilities notably resulting from the restructuring of certain other assets. The -€27.8 Mn includes the 3% tax levied on cash dividends paid by French companies for a total amount of -€3.8 Mn, corresponding to 0.5% of the dividend paid in 2013, as a number of investors elected to be paid in cash instead of shares (see below) and due to the impact of SIIC regime.

Non-controlling interests in the consolidated recurring net result after tax amounted to €104.1 Mn in 2013 up from €97.7 Mn in 2012. Minority interests held by third parties related mainly to shopping centres in France (€69.7 Mn, such as Les Quatre Temps and Forum des Halles) and to CCIP's share in Viparis (€33.4 Mn).

[43] The figures reported below for 2012 refer to the Restated Consolidated income statement by segment.

[44] ORNANE: net share settled bonds convertible into new and/or existing shares of Unibail-Rodamco.

[45] ORA: "Obligations Remboursables en Actions" = bonds redeemable for shares.

[46] Redeemable into 9,760 shares.

[47] In France: SIIC (Société d'Investissements Immobiliers Cotée).

Net result-owners of the parent was a profit of €1,290.6 Mn in 2013. This figure breaks down as follows:

- €985.8 Mn of recurring net result (compared to €886.3 Mn in 2012, an increase of 11.2% year-on-year);
- €304.8 Mn of non-recurring result[48] (compared to €572.3 Mn in 2012).

The average number of shares and ORAs[49] outstanding during this period was 96,468,709, compared to 92,368,457 during the same period last year. The increase is mainly due to the ORNANE conversion in 2012 (2,013,007 new shares, with an impact of 1,774,734 on the average number of shares in 2013), to stock options exercised in 2012 and 2013 (impact of 1,480,614 on the average number of shares in 2013) and to the partial payment of the dividend in shares in June 2013 (1,190,366 new shares were issued on June 3, 2013, with an impact of 691,391 on the average number of shares in 2013).

Recurring Earnings per Share (Recurring EPS) came to €10.22 in 2013, representing an increase of +6.5% compared to 2012.

These results reflect good like-for-like rental growth of the Group's shopping centres, the successful delivery of a number of prime development projects, decreasing average cost of debt and continued cost control, partially offset by the results of the Office and Convention & Exhibition businesses.

V. POST-CLOSING EVENTS

On January 31, 2014, the Group sold its entire stake in Vier Meren (Amsterdam region) for net proceeds of €137.3 Mn.

VI. DIVIDEND[50]

The Group will propose to the Annual General Meeting (AGM) to declare a dividend of €8.90 per share in cash, corresponding to a total amount of €865.7 Mn for 97,268,576 shares issued as at December 31, 2013.

This represents an 87% pay-out ratio, in line with the Group's 85%-95% dividend pay-out policy.
The statutory 2013 result of Unibail-Rodamco SE (parent company) was a profit of €774.2 Mn. The 2013 result of Unibail-Rodamco SE's SIIC sector amounted to €383.7 Mn with a dividend distribution obligation of €379.0 Mn. After payment of the proposed dividend, the SIIC distribution requirement will have been met.

If approved by the AGM, the Group's shareholders will be paid in cash on May 15, 2014, the following amounts per share:

i) €3.90 paid from Unibail-Rodamco's tax exempt real estate activities (the "SIIC dividend"). Such dividend, which corresponds to the distribution obligation under the SIIC regime, will not be subject to the 3% tax payable by the company upon dividend distribution, but will bear French withholding tax for both French and foreign mutual funds (OPCVM), and will not benefit from the 40% rebate for French individual shareholders; and

ii) €5.00 paid from Unibail-Rodamco's non-tax exempt activities (the "non SIIC dividend"). This dividend will generate a 3% tax expense payable directly by the company upon dividend distribution. The "non SIIC dividend" will not bear French withholding tax for OPCVM and may benefit from the 40% rebate for French individual shareholders.

VII. OUTLOOK

For 2014, the Group is positive about its expectations on rental income growth. This is driven by on-going strong fundamentals, such as low vacancy, sustainable occupancy cost ratios and good rental uplifts. The cost of debt will be contained at low levels. Against this backdrop and assuming the economic outlook does not change materially from its current state, the Group expects to achieve a recurring EPS growth in 2014 of at least +5.5%.

The medium term outlook is derived from the Group's annual 5-year business plan exercise, key inputs in which are indexation, rental uplifts, disposals, delivery of pipeline projects, cost of debt and taxation, variations in which may cause growth rates to vary from year to year. At this time, the Group's business plan results in a compound annual growth rate of its recurring EPS of between +5% and +7% over the next five years. The principal changes compared to the last business plan involve lower indexation and an acceleration of the Group's asset disposal program.

[48] Includes valuation movements, disposals, mark-to-market and termination costs of financial instruments, impairment of goodwill or reversal of badwill and other non-recurring items.
[49] It has been assumed here that the ORAs have a 100% equity component.
[50] The tax elements included in this section are not intended to constitute tax advice and shareholders should consult their own tax advisers.

DEVELOPMENT PROJECTS AS AT DECEMBER 31, 2013

Unibail-Rodamco's consolidated development project pipeline amounted to €6.9 Bn as at December 31, 2013, corresponding to a total of 1.3 Mn m² Gross Lettable Area (GLA), to be re-developed or added to the standing assets portfolio. This amount is in line with the pipeline as at December 31, 2012. A number of prime projects were delivered in 2013, while several new projects representing a total investment cost of €1.0 Bn and more than 220,000 m² of GLA were added to the pipeline in 2013. The Group also retains significant flexibility on its consolidated development portfolio (64% of the total investment cost[51]).

1. Development project portfolio evolution

In 2013, Unibail-Rodamco successfully delivered the Aéroville brownfield project (Paris region) and a number of prime extensions/renovations including the Centrum Cerny Most extension (Prague), Alma (Rennes) and Toison d'Or (Dijon) in France, Shopping City Süd (Vienna) in Austria, Fisketorvet (Copenhagen), Solna (Stockholm) and the south extension of Täby shopping centre (Stockholm).

The Group further delivered the So Ouest office building, located just above the brand new So Ouest shopping centre in Levallois (Paris region), as well as Rotterdam Plaza (Rotterdam) and 34-36 Louvre (Paris) refurbishments.

In total, €1.1[52] Bn worth of projects were delivered in 2013. In parallel, Unibail-Rodamco continued its sourcing efforts in all the regions where it operates and €1.0 Bn of new projects were added to the pipeline.

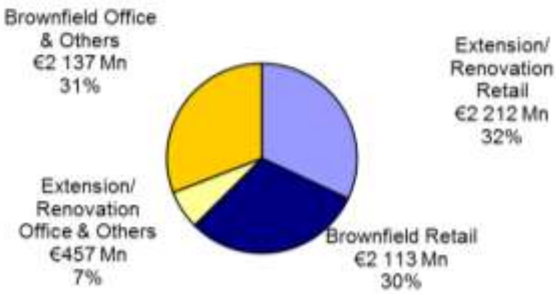
2. Development projects overview

The estimated total investment cost of the consolidated development pipeline[53] as at December 31, 2013 amounts to €6.9 Bn. This amount does not include the projects by companies consolidated under equity method[54] that amount to circa €0.7 Bn (Unibail-Rodamco's share).

The €6.9 Bn development pipeline compares with the €6.8 Bn as at December 31, 2012, restated to take into account the change in the scope of consolidation pursuant to the early adoption of IFRS 10 and 11[55]. The increase in total investment cost results from (i) the new projects added to the pipeline in 2013, (ii) the delivery of several projects and (iii) some modifications in the programme of existing projects.

The pipeline categories are as follows:

Consolidated development pipeline by category[56]



The €4.3 Bn retail pipeline is well balanced between brownfield projects, which represent 49% of the retail pipeline, and extensions and renovations, which make up the remaining 51%. The Group expects to add 822,980 m² of additional GLA with the extensions and brownfield projects representing an increase of ca. 24% of the group's existing retail GLA.

Development projects in the Office & Other sectors amount to €2.6 Bn. Brownfield projects, corresponding to some 324,578 m² of new GLA (of which 65% is planned for delivery post December 31, 2018) represent 82% of this investment. The remainder will be invested in redevelopment or refurbishment of 118,229 m² of existing assets[56].

3. A secured and flexible development pipeline

The table below illustrates the evolution of the development pipeline since December 31, 2012 by commitment categories:

[51] In terms of cost to completion of "Controlled" and "Secured exclusivity" projects, as % of total investment cost of the consolidated development portfolio.
[52] Value as at December 31, 2012.
[53] The development pipeline does not include the projects of renovation or extension of the Convention & Exhibition halls, due to the specificities of this segment
[54] Mainly mfi development projects, the development of 3 new shopping centres located in Toulouse (France), in Benidorm (Spain) and in Central Europe. The companies holding those 3 last projects are now consolidated under equity method following the adoption of IFRS 10 and 11 by the Group in 2013.
[55] Impact of -€0.2 Bn on the total investment cost of the consolidated pipeline mainly due to the projects by companies newly consolidated under equity method and previously consolidated under proportional method. Parly 2 project has also been restated to take into account a scope of consolidation comparable to the one as at 31/12/2013 (full consolidation).
[56] Figures may not add up due to rounding.

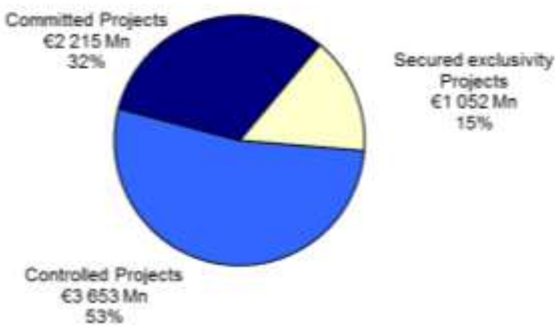
In €Bn	2013	2012 restated	2012 published
"Committed[57]" projects	2.2	2.9	2.9
"Controlled[58]" projects	3.7	3.2	3.3
"Secured Exclusivity[59]" projects	1.1	0.8	0.9
Consolidated total investment cost	**6.9**	**6.8**	**7.0**

The 2012 restated figures correspond to the figures as if IFRS 10 and 11 had been applied as of December 31, 2012.
Figures may not add up due to rounding.

Several projects were transferred from the "Controlled" to the "Committed" category following the start of works or the finalization of the acquisition. It mainly includes the Polygone Riviera (Cagnes-sur-Mer) project and the extension/renovation of Aupark (Bratislava).

At the same time, deliveries in 2013 reduced the "Committed" category by €1.1[52] Bn.

Consolidated development pipeline by phase[56]



Of the €2.2 Bn "Committed" development pipeline, €1.2 Bn has already been spent, with €1.0 Bn still to be invested over the next 3 years. Of this amount, €0.9 Bn has already been contracted.

Retail accounts for 70% of the "Committed" pipeline. The remaining 30% is concentrated in Offices in the Paris region for an amount of €0.7 Bn of which €0.3 Bn remains to be spent.

The "Controlled" and "Secured exclusivity" development pipeline represents options to create significant value for the Group. Absent a strong corporate balance sheet of a developer, a pre-sale of the project or a significant amount of pre-letting, obtaining financing for new construction projects remains challenging.

57 "Committed" projects: projects currently under construction, for which Unibail-Rodamco owns the land or building rights and has obtained all necessary administrative authorizations and permits.
58 "Controlled" projects: projects in an advanced stage of studies, for which Unibail-Rodamco controls the land or building rights, but where not all administrative authorizations have been obtained yet.
59 "Secured exclusivity" projects: projects for which Unibail-Rodamco has the exclusivity but where negotiations for building rights or project definition are still underway.

4. Projects added to the development pipeline in 2013

In the course of 2013, several projects with a total investment cost of ca. €1.0 Bn were added to the development pipeline.
Key projects include:

- A new shopping centre in Palma de Mallorca (Spain) of 72,590 m² for an expected total investment cost of €226 Mn.
- A 59,974 m² extension and renovation project in Leidsenhage (The Netherlands) for an expected total investment cost of €242 Mn.
- An extension of 19,305 m² of Shopping City Süd in Vienna for an expected total investment cost of €146 Mn.
- An 11,191 m² extension and renovation project in Glories (Barcelona) for an expected total investment cost of €104 Mn.
- A restructuring and renovation of the existing shopping centre Euralille (Lille) for an expected total investment cost of €67 Mn.

5. Investments in 2013

See sections 1.6 and 2.3 of the "Business Review by segment" for shopping centres and offices respectively.

6. Delivered projects

A significant number of projects, either brownfield projects or renovations/extensions or redevelopment/ refurbishment of existing assets, were delivered during 2013.

The delivered retail projects were:

- The shopping centre Aéroville (83,324 m²), in the Paris region, opened in October 2013.
- Centrum Cerny Most extension (41,889 m²) in Prague, opened in March 2013, bringing the total shopping centre[60] GLA to 78,892 m².
- Two extension projects in France were delivered in October 2013 in La Toison d'Or (Dijon, 12,267 m²) and in Alma (Rennes, 10,119 m²), bringing the total GLA of the complexes to 78,021 m² and 46,105 m², respectively.
- The renovation of Shopping City Süd in Vienna, and the refurbishment of its entertainment centre were completed in November 2013.
- 4 smaller renovation/extension projects were delivered during 2013 in existing shopping centres in the Nordics and Spain.

The average yield on cost[61] of the retail deliveries stands at 7.6%.

60 Excluding Entertainment center GLA.

In addition to these projects, the south extension of Täby, part of a greater project[62], opened in August 2013. The remaining extended/renovated areas are planned to be delivered in 2014 and 2015.

Regarding offices, the delivered projects were:

- The So Ouest offices in the Paris region, 33,253 m², were delivered early in 2013 following the completion of the final works for "BBC"[63] certification. 90% of the building is let to SAP.
- Finally, the Group completed the redevelopment and refurbishment of offices at 34-36 Louvre in Paris, fully pre-let in 2012, and Plaza in Rotterdam, partially let, both delivered in H1-2013.

7. Deliveries expected in 2014

Projects expected to be delivered during 2014 are notably:

- Majunga, a new generation office tower in La Défense (Paris, 65,848 m² GLA);
- Forum des Halles' extension/renovation, in the centre of Paris (15,069 m² GLA);
- The refurbishment of 2-8 Ancelle office in Paris region, already 100% pre-let.

All 3 projects are to be delivered in H2-2014.

8. Projects overview

See table next page

Costs of existing projects have slightly increased in total due to the following combined effects:

- The mechanical effects of inflation and discounting;
- The currency exchange effects, notably affecting the projects denominated in SEK;
- Some changes in scope, including review of works (Maquinext, Polygone Riviera) or significant modifications in the renovation/extension programme in a few projects (mainly Aupark and Carré Sénart extension).

[61] Annualized expected rents net of expenses divided by the total investment cost.
[62] The Täby project is thus still part of the consolidated development project pipeline.
[63] BBC: *Bâtiment Basse Consommation* – certification for low power consumption.

DEVELOPMENT PROJECTS – December 31, 2013

Consolidated Developement projects [1]	Business	Country	City	Type	Total Complex GLA (m²)	GLA U-R scope of consolidation (m²)	Cost to date[2] U-R scope of consolidation (€ Mn)	Expected cost [3] U-R scope of consolidation (€ Mn)	Expected Opening date[4]	U-R Yield on cost (%) [5]	Project Valuation
MAJUNGA	Office & others	France	Paris Region	Greenfield / Brownfield	65,848 m²	65,848 m²	309	395	H2 2014		Fair value
2-8 ANCELLE	Office & others	France	Paris Region	Redevelopment / Refurbishment	16,536 m²	16,536 m²	30	77	H2 2014		Fair value
FORUM DES HALLES RENOVATION	Shopping Centre	France	Paris	Extension / Renovation	15,069 m²	15,069 m²	60	142	H2 2014		Fair value
SO OUEST PLAZA	Office & others	France	Paris Region	Redevelopment / Refurbishment	40,700 m²	40,700 m²	68	188	H1 2015		At cost
TABY CENTRUM EXTENSION	Shopping Centre	Sweden	Stockholm	Extension / Renovation	28,790 m²	28,790 m²	258	330	H1 2015		Fair value
MALL OF SCANDINAVIA	Shopping Centre	Sweden	Stockholm	Greenfield / Brownfield	99,480 m²	99,480 m²	313	609	H2 2015		At cost
POLYGONE RIVIERA	Shopping Centre	France	Cagnes sur Mer	Greenfield / Brownfield	73,357 m²	73,357 m²	126	407	H2 2015		At cost
AUPARK RENOVATION	Shopping Centre	Slovakia	Bratislava	Extension / Renovation	538 m²	538 m²	8	35	H1 2016		At cost
OTHERS					2,418 m²	2,418 m²	20	33			
Committed Projects					**342,736 m²**	**342,736 m²**	**1,192**	**2,215**		**7.8%**	
EURALILLE	Shopping Centre	France	Lille	Extension / Renovation	162 m²	162 m²	8	67	H1 2015		At cost
GLORIES EXTENSION-RENOVATION	Shopping Centre	Spain	Barcelona	Extension / Renovation	11,191 m²	11,191 m²	10	104	H2 2016		At cost
MALLORCA	Shopping Centre	Spain	Palma de Mallorca	Greenfield / Brownfield	72,590 m²	72,590 m²	0	226	H2 2016		At cost
PARLY 2 EXTENSION [6]	Shopping Centre	France	Paris Region	Extension / Renovation	6,597 m²	6,597 m²	3	107	H2 2016		At cost
SCS EXTENSION	Shopping Centre	Austria	Vienna	Extension / Renovation	19,305 m²	19,305 m²	2	146	H1 2017		At cost
MAQUINEXT	Shopping Centre	Spain	Barcelona	Extension / Renovation	36,788 m²	36,788 m²	60	171	H1 2017		At cost
TRINITY	Office & others	France	Paris Region	Greenfield / Brownfield	48,893 m²	48,893 m²	7	306	H2 2017		At cost
WROCLAW	Shopping Centre	Poland	Wrocław	Greenfield / Brownfield	78,879 m²	78,879 m²	30	216	H2 2017		At cost
CHODOV EXTENSION	Shopping Centre	Czech Rep.	Prague	Extension / Renovation	40,387 m²	40,387 m²	11	154	H2 2017		At cost
CARRE SENART EXTENSION	Shopping Centre	France	Paris Region	Extension / Renovation	36,018 m²	36,018 m²	11	266	H2 2017		At cost
OCEANIA	Shopping Centre	Spain	Valencia	Greenfield / Brownfield	96,488 m²	96,488 m²	2	251	Post 2018		At cost
TRIANGLE	Office & others	France	Paris	Greenfield / Brownfield	85,306 m²	85,306 m²	10	520	Post 2018		At cost
BUBNY [6]	Shopping Centre	Czech Rep.	Prague	Greenfield / Brownfield	56,036 m²	56,036 m²	22	192	Post 2018		At cost
PHARE	Office & others	France	Paris Region	Greenfield / Brownfield	124,531 m²	124,531 m²	54	916	Post 2018		At cost
OTHERS					0 m²	0 m²	0	11			
Controlled Projects					**713,170 m²**	**713,170 m²**	**232**	**3,653**		**8% target**	
SPRING	Shopping Centre	Netherlands	Leidschendam-Voorburg	Extension / Renovation	59,974 m²	59,974 m²	20	242	H1 2017		
OTHERS					180,468 m²	180,468 m²	59	810			
Secured Exclusivity Projects					**240,443 m²**	**240,443 m²**	**78**	**1,052**		**8% target**	
U-R Total Pipeline					**1,296,349 m²**	**1,296,349 m²**	**1,502**	**6,920**		**8% target**	
					Of which additionnal area	1,147,558 m²					
					Of which redevelopped area	148,791 m²					

Developement projects consolidated under equity method [1]	Business	Country	City	Type	Total Complex GLA (m²)	GLA U-R share (m²)	Cost to date[2] U-R share (€ Mn)	Expected cost [3] U-R share (€ mn)	Expected Opening date[4]	U-R Yield on cost (%) [5]
VAL TOLOSA	Shopping Centre	France	Toulouse	Greenfield / Brownfield	86,230 m²	25,801 m²	12	118	H1 2017	
BENIDORM	Shopping Centre	Spain	Benidorm	Greenfield / Brownfield	54,934 m²	27,467 m²	38	88	H2 2017	
Controlled Projects					**141,164 m²**	**53,268 m²**	**50**	**206**		**8% target**
OTHERS					103,516 m²	51,758 m²	2	157		
Secured Exclusivity Projects					**103,516 m²**	**51,758 m²**	**2**	**157**		**8% target**
mfi projects					**133,359 m²**	**62,829 m²**	**137**	**291**		
U-R Total Pipeline - Projects under equity method					**378,039 m²**	**167,855 m²**	**189**	**654**		**8% target**

(1) Figures subject to change according to the maturity of projects.
(2) Excluding financial costs and internal costs capitalised.
(3) Excluding financial costs and internal costs capitalised. The costs are discounted as at December 31, 2013.
(4) In the case of staged phases in a project, the date corresponds to the opening of the last phase.
(5) Annualized expected rents net of expenses divided by the total investment cost.
(6) Bubny & Parly 2 newly consolidated at 100% in 2013.

Unibail-Rodamco's EPRA triple Net Asset Value (NNNAV)[64] amounted to €146.20 per share as of December 31, 2013, an increase of +5.6% or €7.80 from €138.40 at December 31, 2012. This increase is the result of (i) value creation of €16.20 per share representing the sum of: (a) the 2013 Recurring Earnings Per Share of €10.22, (b) the revaluation of property and intangible assets of €4.10 per share, (c) the positive impact of the mark-to-market of debt and financial instruments of €0.95 per share, (d) the accretive effect of the payment of part of the dividend in shares and of the stock-options granted in 2013 of €0.53 per share, and (e) the change of transfer taxes and deferred tax adjustments of €0.50 per share, and (f) other items for -€0.10 per share minus (ii) the payment of €8.40 per share in June of 2013.
The going concern NAV[65] (GMV based), measuring the fair value on a long term, on-going basis, came to €159.60 per share as at December 31, 2013, up by +5.6%, or €8.50, compared to €151.10 as at December 31, 2012.

1. PROPERTY PORTFOLIO

The European commercial real estate investment market was very active in 2013, supported by investor anticipation of an economic recovery throughout Europe. Investment volumes[66] reached €139 Bn, representing an increase of +17% compared to 2012 (€118 Bn), with a marked acceleration in H2-2013. Retail accounted for 25% of transactions in 2013, of which 50% was invested in shopping centres only.

With the European macro outlook improving, investors increased their interest and exposure to retail assets, confirming the sector's appeal to buyers looking for secure yields and cash flows. Prime and core products remained the key focus of investors but the scarcity of the offer continued to put pressure on yields. Investors have also returned to peripheral markets (Spain, Ireland and Italy) and value/core+ assets, demonstrating their increased risk appetite. In addition, the number of transactions signed under joint venture arrangements grew, highlighting the readiness of investors to share control of an asset in order to gain exposure to the best quality products.

Shopping centre transactions observed in 2013 in Sweden, Finland, Germany and Poland confirmed prime yield levels, while the absence of relevant deals in other countries kept prime yields flat. In France, appraisers observed yield compression as a result of benchmark deals closed or actively in the market.

Unibail-Rodamco's appraisers analysed the 2013 operating performance of the Group's malls and outlook, supported by a like-for-like[67] increase in NRI of +4.7% in 2013. They focused in particular on footfall, sales, leasing negotiations and vacancy rates to determine estimated rental values and investors' expected returns.

With +2.4% of like-for-like revaluation in 2013, Unibail-Rodamco's malls proved once again resilient, thanks to the Group's significant investments in renovating and retenanting its assets and its focus on active management of large and dominants assets, of which 90% attract 6 Mn visits and more p.a. Most of the growth in 2013 came from an increase in rents (+2.2%), the Group's malls capturing rental uplifts[68] of +15.3% upon renewals and relettings despite a challenging macro-economic environment, partly offset by lower indexation assumptions.
The divergence between large and small malls grew further in 2013, demonstrating the strong appeal of large shopping and leisure destinations to both retailers and customers. Large malls saw their market values increase +3.4% like-for-like while malls receiving less than 6 Mn visits p.a. had a negative revaluation of -3.9% in the year.

In French offices, while active leasing decreased the vacancy rate[69] by 130 bps to 9.1% at year-end 2013, the effects of a decline in take-up and transactions indicating a yield expansion in some sectors led to a -6.4% like-for-like decline in asset values, including a -5.3% yield impact. The value of the Group's office portfolio as a whole (including other regions) decreased by -6.1%.

The valuation of the Convention & Exhibition portfolio grew +3.9% like-for-like, driven by discount rate compressions and resilient cash flows for the largest venues.

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[64] EPRA NNNAV (triple net net asset value): corresponds to the Going concern NAV per share less the estimated transfer taxes and capital gain taxes.
[65] Going Concern NAV: the amount of equity per share needed to replicate the Group's portfolio with its current financial structure.
[66] Source: DTZ research.
[67] Net Rental Income (NRI) like-for-like growth excluding acquisitions, divestments, transfers to and from pipeline (extensions, brownfields) and currency exchange rate differences in the periods analyzed.
[68] Minimum guaranteed rental uplift: difference between new and old rents. Indicator calculated only on renewals and relettings.
[69] EPRA vacancy rate = Estimated Rental Value (ERV) of vacant spaces divided by ERV of total surfaces.

Unibail-Rodamco's asset portfolio including transfer taxes grew to €32,134 Mn as of December 31, 2013, from €29,116 Mn in December 2012. On a like-for-like basis, the value of the Group's portfolio increased by +€365 Mn, net of investments and despite negative valuation movements in the Offices segment, ie. +1.6% compared with December 31, 2012.
2012 figures were restated following Unibail-Rodamco's early adoption as of January 1, 2013 of the new IFRS 10 and 11. This change led to the consolidation under the equity method of some assets previously consolidated under the proportional method.

Asset portfolio valuation of UNIBAIL-RODAMCO (including transfer taxes) (a)	**December 31, 2013**		**Like-for-like change net of investment - full year 2013** (b)		**December 31, 2012** *Restated for IFRS 10-11*		**December 31, 2012** *Published*	
	€ Mn	%	€ Mn	%	€ Mn	%	€ Mn	%
Shopping centres	25,592	80%	418	2.4%	22,811	78%	22,987	78%
Offices	3,955	12%	- 174	-6.1%	3,892	13%	3,892	13%
Convention & Exhibition centres	2,094	7%	77	3.9%	1,966	7%	1,966	7%
Services	492	2%	44	9.9%	448	2%	448	2%
Total	**32,134**	**100%**	**365**	**1.6%**	**29,116**	**100%**	**29,292**	**100%**

Figures may not add up due to rounding.

(a) Based on a full scope of consolidation, including transfer taxes and transaction costs (see §1.5 for group share figures).
The portfolio valuation includes:
- The appraised or at cost value of the entire property portfolio (when fully consolidated or consolidated under proportional method);
- The market value of Comexposium, a trade show organisation business;
- Unibail-Rodamco's share investments in assets:
  (i) Already consolidated under equity method as at December 31, 2012 (mfi and Ruhr-Park in Germany, the Zlote Tarasy complex in Warsaw);
  (ii) Consolidated under equity method since January 1, 2013 (mainly Ring-Center in Berlin, Arkady Pankrac in Prague, part of Rosny 2 and Cité Europe in France).

The valuations take into account the negative cash flows related to rents paid on concessions or leaseholds, which are accounted for as financial debt in the consolidated balance sheet.
The portfolio does not include shares of Société Foncière Lyonnaise and a €60 Mn bond issued by the owner of a shopping centre in France.
Following the change of consolidation method of assets referenced in (a) from January 1, 2013 related to the early adoption of IFRS 10 and 11, the value of the portfolio as at December 31, 2012 was restated as follows:
- Restatement of €1,033 Mn corresponding to the valuation including transfer taxes (in percentage of ownership) of these assets as at December 31, 2012;
- Replacement by €856 Mn corresponding to the value of Unibail-Rodamco's equity investments in these assets.

The value of Unibail-Rodamco's share investments in assets consolidated under equity method amounted to €1,633 Mn as of December 31, 2012 (restated following the early implementation of IFRS 10 and 11) and €1,367 Mn as of December 31, 2013.
(b) Excluding currency effect, investment properties under construction, assets consolidated under equity method and changes in the scope (acquisitions, disposals, set-up of joint-ventures and deliveries of new projects) during 2013, mainly related to:
- Acquisitions of units in Villabé in Paris region, in Glories in Barcelona, in Central Europe and in The Netherlands;
- Acquisitions of land plots in Louveciennes, in Cagnes-sur-Mer and in Lieusaint in France, in Glories in Barcelona and in Prague;
- Assets delivered in 2013, including mainly: Centrum Cerny Most extension in Prague, So Ouest Office (Paris region), Aéroville (Paris region), Toison d'Or extension (Dijon) and Alma extension (Rennes).
- Impact of the change in consolidation method of Parly 2 that occurred in H2-2013 (from equity method to full consolidation).

The like-for-like change in portfolio valuation is calculated excluding changes abovementioned.

Appraisers

Two international and qualified appraisers, Jones Lang LaSalle (JLL) and DTZ, assess the retail and office properties of the Group. The appraisers were appointed in 2010 as part of Unibail-Rodamco's policy of rotating appraisers once every five years.
The valuation process has a centralised approach, intended to ensure that, on the Group's internationally diversified portfolio, pan-European capital market views are taken into account. Unibail-Rodamco has allocated properties across the two appraisers, while ensuring that large regions are assessed by both companies for comparison and benchmarking purposes. The appraiser of Convention & Exhibition as well as Services activities is PwC. Assets are appraised twice a year (in June and December), except service companies, appraised yearly.
Appraisal methods used by appraisers are compliant with international standards and guidelines as defined by RICS (Royal Institute of Chartered Surveyors), IVSC (International Valuation Standards Committee) and FSIF (Fédération des Sociétés Immobilières et Foncières).

Appraiser	Property location	% of total portfolio
DTZ	France / Netherlands / Nordic / Spain / Central Europe	47%
JLL	France / Nordic /Spain / Central Europe / Austria	42%
PwC	France	7%
At cost or appraised by a third party		4%
		100%

Figures may not add up due to rounding

Fees paid to appraisers are determined prior to the valuation campaign and are independent from the value of properties appraised.
A detailed report, dated and signed, is produced for each appraised property.
None of the appraisers has received fees from the Group representing more than 10% of their turnover.

Valuation methodology

The valuation principles adopted are based on a multi-criteria approach. The independent appraisers determine the fair market value based on the results of two methods:

the discounted cash flow (DCF) methodology and / or the yield methodology. Furthermore, the resulting valuations are cross-checked against the initial yield, value per square meter and the fair market values established through actual market transactions.

Appraisers have been given access to all information relevant for valuations, such as the Group's confidential rent rolls, including information on vacancy, break options, expiry dates and lease incentives, performance indicators (e.g., footfall and sales where available), letting evidence and the Group's cash flow forecasts from annually updated detailed asset business plans. Appraisers make their independent assessments of current and forward looking cash flow profiles and usually reflect risk either in the cash flow forecasts (e.g. future rental levels, growth, investment requirements, void periods, incentives), in the applied required returns or discount rates and in the yield applied to capitalise the exit rent to determine an exit value.

Pursuant to the adoption of IFRS 13 (Fair value measurement), additional disclosure on the valuation methodologies applied by the Group's appraisers is available in § 1.6. IFRS 13 did not impact the valuation methods used by the Group's appraisers.

Valuation scope

As at December 31, 2013, 96% of Unibail-Rodamco's portfolio was appraised by independent appraisers.

Investment Properties Under Construction (IPUC) for which a value could be reliably determined, are required to be accounted for at fair value and were assessed by external appraisers.

IPUC are taken at fair value once management considers that a substantial part of the project's uncertainty has been eliminated, such that a reliable fair value can be established. Unibail-Rodamco uses generic guidelines to establish the remaining level of risk, focusing notably on uncertainty remaining in construction and leasing.

IPUC were valued using a discounted cash flow or yield method approach (in accordance with RICS and IVSC standards[70]) as deemed appropriate by the independent appraiser. In some cases, both methods were combined to validate and cross-check critical valuation parameters.

Majunga in La Défense (Paris region) is assessed at fair value since June 30, 2013.

The following assets have opened in 2013 and are now classified as standing assets as at December 31, 2013:

- Centrum Cerny Most extension (Prague);
- So Ouest Office (Paris region);
- Aéroville (Paris region);
- Toison d'Or extension (Dijon);
- Alma extension (Rennes).

[70] RICS: Royal Institution of Chartered Surveyors; IVSC: International Valuation Standards Council.

Please refer to the table in the section "Development Projects as at December 31, 2013" for an overview of valuation methods used for development projects.

The remaining assets (4%) of the portfolio were valued as follows:

- At cost for IPUC for which a reliable value could not yet be established. These mainly include assets under development: Mall of Scandinavia shopping centre in Stockholm, So Ouest Plaza office in Paris region, Polygone Riviera in Cagnes-sur-Mer and Aupark renovation in Bratislava; as well as all development projects included in the "Controlled" and "Secured exclusivity" categories (see section "Development Projects" for more details);
- At acquisition price for assets acquired in H2-2013;
- At fair value for the Zlote Tarasy complex. Not managed by Unibail-Rodamco, the complex is accounted for using the equity method and is therefore included in the Group's asset portfolio as well as NAV calculation for the equity investment made by Unibail-Rodamco in the holding company owning the complex.

1.1. Shopping Centre portfolio

The value of Unibail-Rodamco's shopping centre portfolio is the addition of the value of each individual asset. This approach does not include the "portfolio value", which reflects the additional value of having a large group of unique assets in a single portfolio although it is definitely part of the appeal to the Group's shareholders.

Evolution of Unibail-Rodamco's shopping centre portfolio valuation

The value of Unibail-Rodamco's shopping centre portfolio grew from €22,811 Mn as at December 31, 2012 to €25,592 Mn as at December 31, 2013, including transfer taxes and transaction costs:

Valuation 31/12/2012 (€ Mn)	**22,811**	
Like for Like revaluation	418	
Revaluation of Non Like for Like assets	308	(a)
Capex / Acquisitions	2,186	(b)
Disposals	- 73	(c)
Constant Currency Effect	- 57	(d)
Valuation 31/12/2013 (€ Mn)	**25,592**	

(a) Non like-for-like assets regarding investment properties under construction taken at cost or at fair value. Includes the revaluation of the shares in assets consolidated under equity method and the revaluation of assets delivered in 2013.
(b) Includes the impact of the change in consolidation method of Parly 2 that occurred in H2-2013 (€663 Mn) and the investment made in Zlote Tarasy in H1-2013.
(c) Value as at 31/12/2012.
(d) Currency impact of -€57 Mn mainly in the Nordics, before offsets from foreign currency loans and hedging programmes.

Based on an asset value excluding estimated transfer taxes and transaction costs, the shopping centre division's net initial yield as at December 31, 2013, decreased to 5.1%.

Shopping Centre portfolio by region - December 31, 2013	Valuation including transfer taxes in € Mn	Valuation excluding estimated transfer taxes in € Mn	Net inital yield (a) Dec. 31, 2013	Net inital yield (a) Dec. 31, 2012
France (b)	13,628	13,110	4.7%	5.0%
Central Europe	3,168	3,143	5.6%	5.7%
Nordic	2,619	2,568	5.1%	5.1%
Spain	2,468	2,414	6.6%	6.6%
Austria	2,223	2,202	4.9%	5.1%
Netherlands	1,487	1,400	5.6%	5.6%
Total (c)	**25,592**	**24,838**	**5.1%**	**5.3%**

(a) Annualised contracted rent (including latest indexation) net of expenses, divided by the value of the portfolio net of estimated transfer taxes and transaction costs. Shopping centres under development or held by companies consolidated under equity method are not included in the calculation.
(b) The net initial yield for France as of December 31, 2013 takes into account the integration of Parly 2, fully consolidated at year end 2013. In addition, the effect of including key money in the region's net rental income would increase the net initial yield to 5.0% as at December 31, 2013.
(c) Valuation amounts include the group share equity investments in assets consolidated under equity method.

<u>Sensitivity</u>
A change of +25 basis points in net initial yield would result in a downward adjustment of -€1,103 Mn (or -4.7%) of the total shopping centre portfolio value (excluding assets under development or consolidated under equity method), including transfer taxes and transaction costs.

<u>Like-for-like analysis</u>
On a like-for-like basis, the value of the shopping centre portfolio, including transfer taxes and transaction costs and restated for works, capitalised financial and leasing expenses and eviction costs, increased by +€418 Mn (or +2.4%) in 2013. The main driver is the increase in rents (+2.2%) while the positive yield impact (+0.2%) reflects the yield hardening on high quality assets in some regions in which the Group operates, in particular in France with transactions supporting a further compression of prime yields.

Shopping Centre - Like for Like (LxL) change (a)				
Full year 2013	**Like for Like change in € Mn**	**Like for Like change in %**	**LxL change - Rent impact**	**LxL change - Yield impact** (b)
France	340	3.7%	1.4%	2.3%
Central Europe	75	4.4%	4.1%	0.3%
Nordic	8	0.9%	4.5%	-3.7%
Spain	- 56	-2.5%	0.1%	-2.6%
Austria	35	1.7%	3.6%	-1.9%
Netherlands	16	1.1%	5.3%	-4.1%
Total	**418**	**2.4%**	**2.2%**	**0.2%**

(a) Like-for-like change net of investments from December 31, 2012 to December 31, 2013.
(b) Yield impact calculated using the change in <u>potential</u> yields (to neutralise changes in vacancy rates) and taking into account key money. In Nordics the like-for-like change and subsequent yield impact are calculated on a significantly reduced scope due to on-going extension/refurbishment works on the Group's large shopping centres Täby, Solna and Nacka. In Austria, the negative yield impact is explained by the growth in potential yield due to the increase in contracted rental income in Shopping City Süd, compensated by the significant investments realised in the asset in 2013.

Like-for-like revaluations confirm a differentiation between assets attracting 6 Mn visits and above per annum (+3.4% in 2013, of which +3.0% rent impact and +0.5% yield impact) and those with less than 6 Mn visits (-3.9% in 2013, of which -1.4% rent impact and -2.5% yield impact), in view of their increasingly diverging operating performance and transactional evidence.

1.2. Office portfolio

<u>Evolution of Unibail-Rodamco's office portfolio valuation</u>
The value of the office portfolio increased to €3,955 Mn as at December 31, 2013 from €3,892 Mn as at December 31, 2012, including transfer taxes and transaction costs:

Valuation 31/12/2012 (€ Mn)	**3,892**	
Like for Like revaluation	- 174	
Revaluation of Non Like for Like assets	68	(a)
Capex/ Acquisitions	175	(b)
Disposals	-	
Constant Currency Effect	- 5	(c)
Valuation 31/12/2013 (€ Mn)	**3,955**	

(a) Includes: (i) investment properties under construction taken at cost or at fair value (mainly Majunga), (ii) assets recently delivered (So Ouest Office), (iii) the 7 Adenauer building in own use by the Group and (iv) the revaluation of the shares in Zlote Tarasy offices (Lumen and Skylight).
(b) Includes the equity investment in Zlote Tarasy offices in 2013.
(c) Currency impact of -€5 Mn in the Nordics, before offsets from foreign currency loans and hedging programmes.

The split by region of the total office portfolio is the following:

Valuation of Office portfolio - December 31, 2013	**Valuation (including transfer taxes)**	
	€ Mn	**%**
France	3,466	88%
Nordic	190	5%
Central Europe	131	3%
Netherlands	129	3%
Austria	40	1%
Total	**3,955**	**100%**

Figures may not add up due to rounding. Central Europe includes shares in Zlote Tarasy offices (Lumen and Skylight).

For <u>occupied offices</u> (rented and available area) and based on an asset value excluding estimated transfer taxes and transaction costs, the Office division's net initial yield as at December 31, 2013 increased to 7.2%.

Valuation of occupied office space - December 31, 2013	Valuation including transfer taxes in € Mn (a)	Valuation excluding estimated transfer taxes in € Mn	Net inital yield (b) Dec. 31, 2013	Net inital yield (b) Dec. 31, 2012
France	2,482	2,401	7.1%	6.8%
Nordic	172	168	7.3%	7.2%
Central Europe (c)	7	7	8.9%	8.3%
Netherlands	95	89	9.3%	8.3%
Austria	36	36	7.1%	6.6%
Total	**2,792**	**2,701**	**7.2%**	**6.9%**

(a) Valuation of occupied office space as at December 31, 2013, based on the appraiser's allocation of value between occupied / vacant space.
(b) Annualised contracted rents (including latest indexation) net of expenses, divided by the value of occupied space net of estimated transfer taxes and transaction costs.
(c) The investment in Zlote Tarasy offices (Lumen and Skylight) is not included in this table.

Sensitivity

A change of +25 basis points in net initial yield would result in a downward adjustment of -€120 Mn (or -3.9%) of the total office portfolio value (occupied and vacant spaces, excluding assets under development or consolidated under equity method), including transfer taxes and transaction costs.

Like-for-like analysis

The value of Unibail-Rodamco's office portfolio, including transfer taxes and transaction costs, and after accounting for the impact of works and capitalised financial and leasing expenses, decreased on a like-for-like basis by -€174 Mn (or -6.1%) in 2013. This breaks down into a -1.5% negative impact from rents and lettings and a negative -4.6% due to changes in yields.

Offices - Like for Like (LxL) change (a)				
Full year 2013	**Like for Like change in € Mn**	**Like for Like change in %**	**LxL change - Rent impact**	**LxL change - Yield impact (b)**
France	- 167	-6.4%	-1.1%	-5.3%
Nordic	2	1.9%	1.0%	0.9%
Central Europe	- 1	-14.3%	-7.8%	-6.5%
Netherlands	- 8	-11.4%	-12.8%	1.5%
Austria	- 0	-0.7%	-1.5%	0.8%
Total	**- 174**	**-6.1%**	**-1.5%**	**-4.6%**

Figures may not add up due to rounding.
(a) Like-for-like change net of investments from December 31, 2012 to December 31, 2013.
(b) Yield impact calculated using the change in potential yields (to neutralise changes in vacancy rates).

French Office Portfolio

Unibail-Rodamco's French office portfolio split by sector is the following:

French Office portfolio by sector - December 31, 2013	Valuation (including transfer taxes)	
	€ Mn	**%**
La Défense	1,754	51%
Paris CBD	772	22%
Neuilly-Levallois-Issy	821	24%
Other	119	3%
Total	**3,466**	**100%**

Figures may not add up due to rounding.

For occupied offices and based on an asset value excluding estimated transfer taxes and transaction costs, the French Office division's yield as at December 31, 2013 came to 7.1% reflecting a 37 bps widening in yields during 2013.

Valuation of French occupied office space - December 31, 2013	Valuation including transfer taxes in € Mn (a)	Valuation excluding estimated transfer taxes in € Mn	Net inital yield Dec. 31, 2013 (b)	Average price €/m2 (c)
La Défense	1,189	1,145	7.5%	6,576
Paris CBD	766	748	6.3%	13,675
Neuilly-Levallois-Issy	433	417	7.1%	5,919
Other	95	92	8.4%	2,330
Total	**2,482**	**2,401**	**7.1%**	**7,273**

(a) Valuation of occupied office space as at December 31, 2013, based on the appraiser's allocation of value between occupied and vacant spaces.
(b) Annualised contracted rent (including latest indexation) net of expenses, divided by the value of occupied space net of estimated transfer taxes and transaction costs.
(c) Average price, excluding estimated transfer taxes, per square meter for occupied office space based on the appraiser's allocation of value between occupied and vacant spaces.
Average prices were restated for car parks with a basis of €30,000 per unit for Paris CBD and Neuilly-Levallois-Issy and €15,000 for other areas.

1.3. Convention & Exhibition Portfolio

The value of Unibail-Rodamco's Convention & Exhibition centre portfolio is derived from the combination of the value of each individual asset.

Valuation methodology

The valuation methodology adopted by PwC for the venues is mainly based on a discounted cash flow model applied to total net income projected over the life of the concession or leasehold (net of the amounts paid for the concession or leasehold) if it exists, or otherwise over a 10-year period, with an estimate of the asset value at the end of the given time period, based either on the residual contractual value for concessions[71] or on capitalised cash flows over the last year.

[71] For the asset valuation of Porte de Versailles, pending the expiration of the appeal period against the designation of Viparis as the operator for a new 50-year lease agreement, there was no change in the valuation method retained by the appraiser.

The discounted cash flow methodology has been adopted for the Pullman Montparnasse hotel and the Cnit Hilton hotel (both operated under an operational lease agreement) and the Confluence hotel (operated under a management contract) as at December 31, 2013.

Evolution of the Convention & Exhibition Centres valuation

The value of Convention & Exhibition centres and hotels, including transfer taxes and transaction costs, grew to €2,094 Mn[72] as at December 31, 2013:

Valuation 31/12/2012 (€ Mn)	**1,966**	(a)
Like for Like revaluation	77	
Revaluation of Non Like for Like assets	0	
Capex	51	
Valuation 31/12/2013 (€ Mn)	**2,094**	(b)

(a) Of which €1,691 Mn for Viparis and €275 Mn for hotels.
(b) Of which €1,819 Mn for Viparis and €275 Mn for hotels.

On a like-for-like basis, net of investments, the value of Convention & Exhibition properties and hotels is up €77 Mn, +3.9% compared with December 31, 2012.

Convention & Exhibition - Like for Like change net of investment	**Full year 2013**	
	€ Mn	**%**
Viparis and others (a)	84	5.0%
Hotels	- 8	-2.8%
Total	**77**	**3.9%**

(a) Viparis and others includes all of the Group's Convention & Exhibition centres (of which 50% of Palais des Sports).

Based on these valuations, the average EBITDA yield on Viparis venues as at December 31, 2013 (recurring operating profit divided by the value of assets, excluding estimated transfer taxes) decreased by 157 basis points to 7.0% compared to 8.6% as of December 31, 2012. This compression is mainly explained by the seasonal results pattern of the activity and the discount rate compressions of the largest venues.

1.4. Services

The services portfolio is composed of:

- Comexposium, a trade show organisation business;
- Espace Expansion, a property service company.

The services portfolio is appraised in order to include at their market value all significant intangible assets in the portfolio and in the calculation of Unibail-Rodamco's NAV. Intangible assets are not revalued but recognised at cost less any amortisation charges and / or impairment losses booked in Unibail-Rodamco's consolidated statement of financial position.

Comexposium, appraised on an annual basis, was valued at €291 Mn (Group share, at 50%) as at December 31, 2013 by PwC.

Espace Expansion, appraised annually, was valued at €201 Mn as at December 31, 2013, following the appraisal conducted by PwC. The growth in value is mainly explained by the increase in size of the portfolio under management.

1.5. Group share figures for the Property Portfolio

The figures above are based on a full scope of consolidation. The following tables also provide the group share level (in gross market value):

	Full scope consolidation		**Group share**	
Asset portfolio valuation - December 31, 2013	€ Mn	%	€ Mn	%
Shopping centres	25,592	80%	23,108	80%
Offices	3,955	12%	3,948	14%
Convention & Exhibition centres	2,094	7%	1,282	4%
Services	492	2%	492	2%
Total	**32,134**	**100%**	**28,830**	**100%**

Asset portfolio valuation - December 31, 2012 (restated)	€ Mn	%	€ Mn	%
Shopping centres	22,811	78%	21,136	79%
Offices	3,892	13%	3,888	15%
Convention & Exhibition centres	1,966	7%	1,209	5%
Services	448	2%	448	2%
Total	**29,116**	**100%**	**26,680**	**100%**

Like for Like change - net of Investments - Full year 2013	€ Mn	%	€ Mn	%
Shopping centres	418	2.4%	365	2.3%
Offices	- 174	-6.1%	- 174	-6.1%
Convention & Exhibition centres	77	3.9%	40	3.3%
Services	44	9.9%	44	9.9%
Total	**365**	**1.6%**	**276**	**1.3%**

Like for Like change - net of Investments - Full year 2013 - Split rent/yield impact	Rent impact %	Yield impact %	Rent impact %	Yield impact %
Shopping centres	2.2%	0.2%	1.9%	0.3%
Offices	-1.5%	-4.6%	-1.5%	-4.6%

Net Initial Yield	Dec. 31, 2013	Dec. 31, 2012	Dec. 31, 2013	Dec. 31, 2012
Shopping centres	5.1%	5.3%	5.2%	5.4%
Offices - occupied space	7.2%	6.9%	7.2%	6.9%

1.6. Additional Valuation parameters - IFRS 13

Unibail-Rodamco complies with the IFRS 13 fair value measurement and the position paper[73] on IFRS 13 established by EPRA, the representative body of the publicly listed real estate industry in Europe.

Considering the limited public data available, the complexity of real estate asset valuations, as well as the fact that appraisers use in their valuations the non-public rent rolls of the Group's assets, Unibail-Rodamco believes it appropriate to classify its assets under Level 3. In addition, unobservable inputs, including appraisers'

[72] Based on a full scope of consolidation, including transfer taxes and transaction costs (see §1.5 for group share figures).

[73] EPRA Position Paper on IFRS 13 - Fair value measurement and illustrative disclosures, February 2013.

assumptions on growth rates and exit yields, are used by appraisers to determine the fair value of Unibail-Rodamco's assets.
In addition to the disclosures provided above, the following tables provide a number of quantitative data in order to assess the fair valuation of the Group's assets.

Shopping Centres
All shopping centres are valued using the discounted cash flow and/or yield methodologies.

Shopping Centres - December 31, 2013		Net initial yield	Rent in € per sqm (a)	Discount Rate (b)	Exit yield (c)	CAGR of NRI (d)
France	Max	8.3%	886	12.0%	10.0%	16.6%
	Min	4.1%	92	5.6%	4.4%	1.1%
	Weighted average	4.7%	444	6.4%	5.0%	5.0%
Central Europe	Max	11.6%	472	11.3%	9.8%	3.6%
	Min	5.2%	147	7.1%	5.7%	0.7%
	Weighted average	5.6%	335	7.4%	6.0%	2.9%
Nordic	Max	8.5%	451	9.8%	8.0%	8.2%
	Min	4.6%	106	7.2%	5.0%	-1.8%
	Weighted average	5.1%	333	7.7%	5.3%	5.1%
Spain	Max	9.4%	780	13.0%	9.0%	6.3%
	Min	5.9%	102	8.7%	6.0%	1.4%
	Weighted average	6.6%	264	9.7%	6.5%	3.3%
Austria	Max	5.5%	374	9.0%	6.5%	4.2%
	Min	4.7%	322	6.6%	4.8%	2.9%
	Weighted average	4.9%	341	7.1%	5.1%	3.2%
Netherlands	Max	8.4%	480	8.2%	7.9%	3.2%
	Min	5.0%	150	6.2%	5.0%	0.4%
	Weighted average	5.6%	281	6.7%	5.6%	2.4%

Net initial yield, discount rate and exit yield weighted by GMV.
(a) Average annual rent (minimum guaranteed rent + sales based rent) per asset per m².
(b) Rate used to calculate the net present value of future cash flows.
(c) Rate used to capitalise the exit rent to determine the exit value of an asset.
(d) Compounded Annual Growth Rate of Net Rental Income determined by the appraiser (between 6 and 10 years depending on duration of DCF model used).

Offices
Offices are valued using the discounted cash flow and yield methodologies.

Offices - December 31, 2013		Net initial yield on occupied space	Rent in € per sqm (a)	Discount Rate (b)	Exit yield (c)	CAGR of NRI (d)
France	Max	13.2%	887	9.0%	8.3%	4.6%
	Min	5.3%	102	5.8%	4.3%	-0.4%
	Weighted average	7.1%	446	6.6%	6.1%	1.3%
Nordic	Max	9.2%	247	9.0%	8.5%	4.3%
	Min	6.2%	90	7.4%	5.5%	2.5%
	Weighted average	7.3%	191	7.7%	6.6%	2.9%
Netherlands	Max	15.8%	175	10.4%	12.5%	7.9%
	Min	1.4%	26	8.0%	7.9%	-8.9%
	Weighted average	9.3%	92	8.5%	8.6%	2.6%
Austria	Max	7.7%	146	9.9%	7.0%	4.7%
	Min	6.1%	112	8.1%	6.5%	1.6%
	Weighted average	7.1%	131	8.8%	6.8%	2.8%

Net initial yield, discount rate and exit yield weighted by gross market values. For details about Central Europe, see § 1.2. Vacant assets and assets under restructuring are not included in this table.
(a) Average annual rent (minimum guaranteed rent) per asset per m².
(b) Rate used to calculate the net present value of future cash flows.
(c) Rate used to capitalise the exit rent to determine the exit value of an asset.
(d) Compounded Annual Growth Rate of NRI determined by the appraiser (between 3 and 10 years depending on duration of DCF model used).

2. EPRA TRIPLE NET ASSET VALUE CALCULATION

The EPRA triple net Net Asset Value (NNNAV) is calculated by adding to the consolidated shareholders' equity (Owners of the parent), as shown on the consolidated statement of financial position (under IFRS) several items as described hereafter.

2.1. Consolidated shareholders' equity

As at December 31, 2013, consolidated shareholders' equity (Owners of the parent) came to €13,704 Mn.

Shareholders' equity (Owners of the parent) incorporated net recurring profit of €985.8 Mn, and a positive impact of €304.8 Mn of fair value adjustments on property assets and financial instruments, as well as capital gain on sales of properties.

2.2. Impact of rights giving access to share capital

Dilution from securities giving access to share capital was computed when such instruments came in the money as at December 31, 2013.

The debt component of the ORAs[74], recognised in the financial statements (€0.05 Mn) was added to shareholders' equity for the calculation of the NNNAV. At the same time, all ORAs were treated as shares of common stock.

In accordance with IFRS, financial instruments and the ORNANE[75] were recorded on Unibail-Rodamco's statement of financial position at their fair value with the impact of the change in fair value included in the income statement and thus in the consolidated shareholders' equity.

The ORNANE issued in 2012 was restated for the NNNAV calculation as it is "out of the money" as at December 31, 2013 and therefore had no impact on the number of shares.

The exercise of "in the money" stock-options and bonus shares with the performance criteria fulfilled as at December 31, 2013, would have led to a rise in the number of shares by 2,838,080 (including performance shares), generating an increase in shareholders' equity of €386 Mn.

As at December 31, 2013, the fully-diluted number of shares taken into account for the NNNAV calculation was 100,116,416. This includes 1,190,366 shares issued on

74 Bonds redeemable for shares ("Obligations Remboursables en Actions").
75 Net share settled bonds convertible into new and/or existing shares (ORNANE) – see Financial Resources note.

June 3, 2013 as a result of the payment of part of the dividend in shares.

2.3. Unrealised capital gains on intangible assets

The appraisal of property service companies and of the operations ("*fonds de commerce"*) of Paris Nord Villepinte / Palais des Congrès de Paris / Palais des Congrès de Versailles and Issy-les-Moulineaux gave rise to an unrealised capital gain of €291 Mn which was added for the NAV calculation. The increase compared with December 31, 2012 mainly comes from an increase in the entreprise value of Comexposium and Espace Expansion due to yield compression and higher profitability, respectively.

2.4. Adjustment of capital gains taxes

In accordance with accounting standards, deferred tax on property assets was calculated on a theoretical basis on the consolidated statement of financial position as at December 31, 2013.

For the purpose of the EPRA NAV calculation, deferred taxes on unrealised capital gains on assets not qualifying for tax exemption (€1,054 Mn) were added back. Goodwill booked on the balance sheet as a result of deferred taxes was accordingly excluded from the NAV for a total amount of €259 Mn.

For the calculation of the EPRA NNNAV, estimated taxes actually payable should a disposal take place (€496 Mn) were deducted.

2.5. Mark-to-market value of debt

In accordance with IFRS, financial instruments were recorded on Unibail-Rodamco's statement of financial position at their fair value.

The fair value adjustment (€301 Mn) was added back for the EPRA NAV calculation and then deducted for the EPRA NNNAV calculation.

The value of the fixed-rate debt on the balance sheet of the Group is equal to the nominal value for the ex-Unibail debt and the fair value of the ex-Rodamco debt at combination date (June 30, 2007). Taking fixed rate debt at its fair value would have had a negative impact of €358 Mn. This impact was taken into account in the EPRA NNNAV calculation.

2.6. Restatement of transfer taxes and transaction costs

Transfer taxes and transaction costs are estimated after taking into account the disposal scenario minimising these costs: sale of the asset or of the company that owns it, provided the anticipated method is achievable (which notably depends on the net book value of the asset). This estimation is carried out on a case-by-case basis on each individual asset, according to the local tax regime.

As at December 31, 2013, these estimated transfer taxes and other transaction costs compared to transfer taxes and costs already deducted from asset values on the statement of financial position (in accordance with IFRS) came to a net adjustment of €318 Mn.

2.7. EPRA triple Net Asset Value

Unibail-Rodamco's EPRA NNNAV (Owners of the parent) stood at €14,640 Mn or €146.20 per share (fully-diluted) as at December 31, 2013.

The EPRA NNNAV per share growth was +5.6% compared to December 31, 2012.

Value creation during 2013 amounted to €16.20 per share, adjusted for the €8.40 dividend paid in June 2013 and includes the accretive impact of €0.53 per share of the stock dividend and of the stock-options granted in 2013.

The following tables show the calculation presented in compliance with EPRA best practices recommendations. A bridge from December 31, 2012 to December 31, 2013 is also presented.

2.8. Going concern Net Asset Value

Unibail-Rodamco adds to the EPRA NNNAV per share estimated transfer taxes and effective deferred capital gain taxes resulting in a Going Concern NAV. This corresponds to the amount of equity needed to replicate the Group's portfolio with its current financial structure.

Going Concern NAV stands at €159.60 per share as at December 31, 2013, an increase of +5.6% compared to December 31, 2012.

EPRA NNNAV calculation (All figures are Group share, in €Mn)	**December 31, 2012**		**June 30, 2013**		**December 31, 2013**	
	€Mn	€/share	€Mn	€/share	€Mn	€/share
Fully diluted number of shares		98,449,794		100,163,600		100,116,416
NAV per the financial statements	12,903		13,277		13,704	
ORA and ORNANE	0		0		0	
Effect of exercise of options	421		401		386	
Diluted NAV	13,324		13,679		14,090	
Include						
Revaluation intangible assets	284		250		291	
Exclude						
Fair value of financial instruments	426		302		301	
Deferred taxes on balance sheet	943		1,006		1,054	
Goodwill as a result of deferred taxes	-259		-259		-259	
EPRA NAV	14,718	149.50 €	14,977	149.50 €	15,477	154.60 €
Fair value of financial instruments	-426		-302		-301	
Fair value of debt	-496		-344		-358	
Effective deferred taxes	-455		-479		-496	
Impact of transfer taxes estimation	280		303		318	
EPRA NNNAV	**13,621**	**138.40 €**	**14,156**	**141.30 €**	**14,640**	**146.20 €**

% of change over 6 months	**5.9%**		**2.1%**		**3.5%**
% of change over 1 year	**5.9%**		**8.1%**		**5.6%**

Unibail-Rodamco also states the "going concern NAV" = EPRA NNNAV per share adding back transfer taxes and deferred capital gain taxes. It corresponds to the amount of equity needed to replicate the Group's portfolio with its current financial structure - on the basis of fully diluted number of shares.

Going Concern NAV calculation (All figures are Group share, in €Mn)	**December 31, 2012**		**June 30, 2013**		**December 31, 2013**	
	€Mn	€/share	€Mn	€/share	€Mn	€/share
EPRA NNNAV	13,621		14,156		14,640	
Effective deferred capital gain taxes	455		479		496	
Estimated transfer taxes	803		821		847	
GOING CONCERN NAV	**14,880**	**151.10 €**	**15,455**	**154.30 €**	**15,983**	**159.60 €**

% of change over 6 months	**5.7%**		**2.1%**		**3.4%**
% of change over 1 year	**5.6%**		**7.9%**		**5.6%**

Change in EPRA NNNAV and Going concern NAV between December 31, 2012 and December 31, 2013 broke down as follows:

Evolution of EPRA NNNAV and Going concern NAV		**EPRA NNNAV**	**Going concern NAV**
As at December 31, 2012, per share (fully diluted)		**138.40 €**	**151.10 €**
Revaluation of property assets *		3.96	3.96
Retail	4.52		
Offices	- 1.12		
Convention & Exhibition	0.56		
Revaluation of intangible assets		0.14	0.14
Capital gain on disposals		0.07	0.07
Recurring net profit		10.22	10.22
Distribution in 2013		-8.40	-8.40
Mark-to-market of debt and financial instruments		0.95	0.95
Variation in transfer taxes & deferred taxes adjustments		0.50	1.34
Impact of dividend payment in shares and stock-options issued in 2013		0.53	0.38
Variation in number of shares		-0.04	-0.03
Other (including SFL revaluation and foreign exchange difference)		-0.14	-0.14
As at December 31, 2013, per share (fully diluted)		**146.20 €**	**159.60 €**

(*) Revaluation of property assets is €1.74 per share on like-for-like basis, of which €1.46 is due to rental effect and €0.28 is due to yield effect.

In 2013, the financial markets generally improved while remaining volatile on the back of evolving economic news flow in particular comments from central banks about reductions of quantitative easing. In this context, Unibail-Rodamco raised €4,338 Mn of medium to long-term funds in the bond and bank markets at attractive conditions, thanks to the strength of the Group's balance sheet.

The financial ratios stand at healthy levels: the Loan to Value (LTV) ratio stands at 38% (versus 37% as at December 31, 2012) and the Interest Coverage Ratio (ICR) improved and stands at 4.0x (versus 3.5x in 2012). The average cost of debt for 2013 decreased significantly to 2.9% from 3.4% for 2012.

1. Debt structure as at December 31, 2013

Unibail-Rodamco's consolidated nominal financial debt as at December 31, 2013 increased to €12,354 Mn[76] (€11,034 Mn as at December 31, 2012), due primarily to development pipeline capital expenditures with in particular the successful deliveries of Aéroville, Centrum Cerny Most, Alma and La Toison d'Or extensions and renovations in 2013 and the delivery of a number of projects expected in 2014 and 2015.

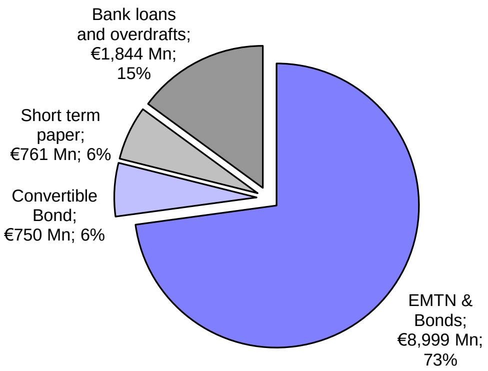
The financial debt includes €750 Mn of net share settled bonds convertible into new and/or existing shares of Unibail-Rodamco (ORNANE) for 100% of their nominal value issued in September 2012.

1.1. Debt breakdown

Unibail-Rodamco's nominal financial debt as at December 31, 2013 breaks down as follows[77]:

- €8,999 Mn in bonds, of which €8,499 Mn under the Euro Medium Term Notes (EMTN) programme of Unibail-Rodamco (as Issuer and Guarantor) and €500 Mn under Rodamco Europe's EMTN programme;
- €750 Mn in ORNANE;
- €761 Mn in commercial paper (*billets de trésorerie* and Euro Commercial Paper)[78];
- €1,844 Mn in bank loans and overdrafts, including €595 Mn in unsecured corporate loans, €1,240 Mn in mortgage loans and €9 Mn in bank overdrafts.

No loans were subject to prepayment clauses linked to the Group's ratings[79].



The Group's debt remains well diversified with a predominant and increased proportion of bond financing, in which the Group has a long track record.

1.2. Funds Raised

Medium to long-term financing transactions completed in 2013 amounted to €4,338 Mn and include:

- The signing of €1,866 Mn medium to long-term credit facilities or bank loans with an average maturity of 4.9 years and an average margin[80] of 87 bps. This amount includes (i) the refinancing of a €600 Mn syndicated credit facility due in 2013, which was renegotiated and extended to June 2018 and (ii) the issue of a €50 Mn Schuldschein with a 10-year maturity;

  In addition to the €1,866 Mn raised, Unibail-Rodamco extended in December 2013 an existing syndicated credit line of €500 Mn signed in December 2011, with an additional 2-year maturity and a decrease in the margin;

- The issue of 3 public EMTN bonds in Euros for a total amount of €1,950 Mn with the following features:
  - In February 2013: €750 Mn bond issue with a 2.375% coupon and a 8-year maturity;
  - In June 2013: €700 Mn bond issue with a 2.50% coupon and a 10-year maturity;
  - In October 2013: €500 Mn bond issue with a 1.875% coupon and a 5-year maturity.

  In 2013, the Group further diversified its sources of funding at attractive conditions:
  - Inaugural issuances on the CHF, SEK bond markets and on the Schuldschein market;
  - Private placements in HKD with Asian investors.

[76] After impact of derivative instruments on debt raised in foreign currencies.
[77] Figures may not add up due to rounding.
[78] Short term paper is backed by committed credit lines (see 1.2).
[79] Barring exceptional circumstances (change in control).

[80] Taking into account current rating and based on current utilization of these lines.

In total, €572 Mn of diversified sources of funding were raised on new markets by the Group in 2013, through:

- A public EMTN bond issue in CHF swapped back to Euro in November 2013, for an equivalent amount of €109 Mn, with a margin of 82 bps above Euro mid-swap and a 10-year maturity;
- A public EMTN bond issue in SEK in December 2013, for an amount of SEK2,200 Mn (equivalent to €248 Mn), with a margin of 100 bps above Stibor 3-month and a 5-year maturity;
- The 3 private EMTN placements in HKD swapped back to Euro, for a total equivalent amount of €165 Mn, with an average margin of 88 bps above Euro mid-swap and a 12-year maturity.

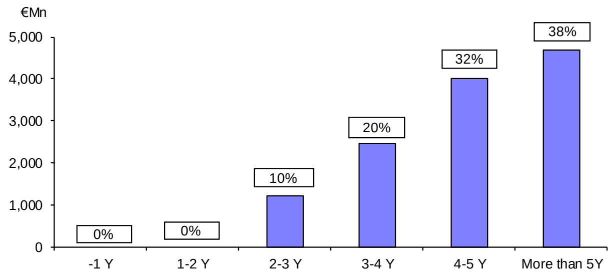
In total, €2,472 Mn was raised on the bond market in 2013 at an average margin of 79 bps over mid-swaps for an average duration of 8 years, versus 99 bps on average in 2012 for an average duration of 6.7 years.

The Group also accessed the money market by issuing commercial paper. The average amount of commercial paper outstanding in 2013 was €1,143 Mn (€989 Mn on average in 2012) with maturity of up to 12 months. *Billets de trésorerie* were raised over 2013 at an average margin of 2 bps above Eonia.

As at December 31, 2013, the total amount of undrawn credit lines increased to €4,450 Mn and the cash on-hand came to €104 Mn as the Group uses a European cash pooling system optimising the use of liquidity across the Group.

1.3. Debt maturity

The following chart illustrates Unibail-Rodamco's debt as at December 31, 2013 after the allocation of the committed credit lines (including the undrawn part of the bank loans) by date of maturity and based on the residual life of its borrowings.



About 90% of the debt had a maturity of more than 3 years as at December 31, 2013 (after taking into account undrawn credit lines).

The average maturity of the Group's debt as at December 31, 2013, taking into account the unused credit lines improved to 5.4 years (versus 4.9 years as at December 2012 and 4.5 years as at December 2011).

Liquidity needs

Unibail-Rodamco's debt repayment needs for the next twelve months are covered by the available undrawn credit lines. The amount of bonds and bank loans outstanding as at December 31, 2013 and maturing or amortising within a year is €839 Mn[81] compared with €4,450 Mn of undrawn committed credit lines as at December 31, 2013.

1.4. Average cost of Debt

Unibail-Rodamco's average cost of debt in 2013 decreased to 2.9% from 3.4% for 2012. This average cost of debt results from low coupon levels achieved in 2012 and in 2013 on the fixed rate debt, the level of margins on existing borrowings, the Group's hedging instruments in place, the cost of carry of the undrawn credit lines, and to a lesser extent the low interest rate environment in 2013.

2. Ratings

Unibail-Rodamco is rated by the rating agencies Standard & Poor's and Fitch Ratings.

Standard & Poor's confirmed its long-term rating "A" and its short-term rating "A1" on June 10, 2013 and maintained its stable outlook. This rating remained unchanged following the implementation by Standard & Poor's of a new methodology for corporates at the end of 2013.

On May 14, 2013, Fitch confirmed the "A" long term rating of the Group with a stable outlook. Fitch also rates the short-term issuances of the Group as "F1".

3. Market risk management

Market risks can generate losses resulting from fluctuations in interest rates, exchange rates, raw material prices and share prices. Unibail-Rodamco's risk is limited to interest rate fluctuations on the loans it has taken out to finance its investments and maintain the cash position it requires, and exchange rate fluctuations due to the Group's activities in countries outside the Euro-zone. The Group's exposure to equity risk is immaterial.

Unibail-Rodamco's risk management policy aims to limit the impact of interest rate fluctuations on results, while minimising the overall cost of debt. To achieve these

[81] Excluding Commercial Paper's repayment amounting to €761 Mn.

objectives, the Group uses derivatives, mainly caps and swaps, to hedge its interest rate exposure through a macro hedging policy. Market transactions are confined exclusively to these interest rate hedging activities, which are managed centrally and independently.

To manage exchange rate risk, the Group aims to limit its net exposure by raising debt in local currency, by using derivatives and by buying or selling foreign currencies at spot or forward rates.

Due to its use of derivatives to minimise its interest rate and currency risks, the Group is exposed to potential counterparty defaults. The counterparty risk is the risk of replacing the derivative transactions at current market rates in the case of default. The Group implemented IFRS 13 for the mark-to-market calculations of its derivative transactions.

3.1. Interest rate risk management

Interest rate hedging transactions

During 2013, interest rates remained at low levels despite an increase in June and in the last weeks of 2013 on the back of the announcements of the FED and market anticipation on the tapering of Quantative Easing measures in the US.

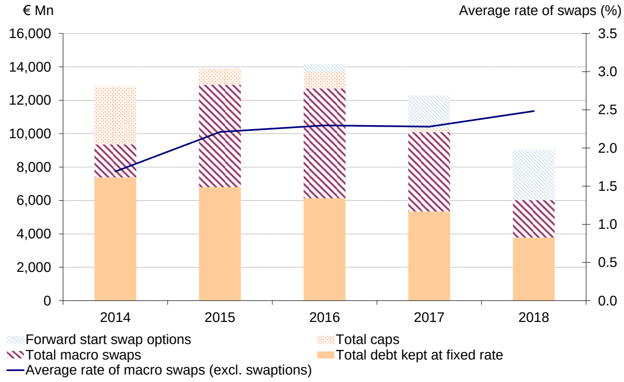
The Group took advantage of the low interest rates environment over the last 2 years and has increased its hedging position through:

- €4.2 Bn of debt raised and kept at fixed rate (including €2.0 Bn in 2013);
- The extension or restructuring of existing swaps for €5.0 Bn in 2012;
- The implementation of caps for €2.5 Bn on short maturities in early 2014.

Unibail-Rodamco also adjusted its short term hedging position taking into account debt raised at fixed rate and the payment of part of the dividend in shares through partial cancellation of swaps (covering years 2013 and 2014).

In total, the anticipated debt of the Group is almost fully hedged for 2014, 2015 and 2016, and significantly hedged for 2017.

Annual projection of average hedging amounts and fixed rate debt up to 2018 (€ Mn)



The graph above shows:

- The part of debt which is kept at a fixed rate;
- The hedging instruments used to hedge the variable rate loans and fixed rate debt immediately converted into variable rate debt through the Group's macro hedging policy.

Note that, Unibail-Rodamco in general does not classify its financial hedging instruments as a cash flow hedge. As a result, any fair value changes in these instruments are recognised in the Group's income statement.

A cash flow hedge accounting policy according to IFRS is only applied for its derivative instrument on Täby Centrum loan raised in DKK and swapped into SEK.

Measuring interest rate exposure

As at December 31, 2013, net financial debt stood at €12,250 Mn, excluding partners' current accounts and after taking cash surpluses into account (€104 Mn).

The outstanding debt was hedged at 93% against an increase in variable rates, based on debt outstanding as at December 31, 2013 through both:

- Debt kept at fixed rate;
- Hedging in place as part of Unibail-Rodamco's macro hedging policy.

Based on the estimated average debt position of Unibail-Rodamco in 2014, if interest rates (Euribor, Stibor or Pribor) were to rise by an average of 0.5%[82] (50 basis points) during 2014, the resulting increase in financial expenses would have an estimated negative impact of €5.5 Mn on the 2014 recurring net profit. A further rise of 0.5% would have an additional adverse impact of €5.0 Mn. Conversely, a 0.5% (50 basis points) drop in interest rates (leading to slightly negative interest rates) would decrease financial expenses by an estimated €14.8 Mn and would impact 2014 recurring net profit by an equivalent amount.

[82] The eventual impact on exchange rates due to this theoretical increase of 0.5% in interest rates is not taken into account; theoretical impacts of rise or decrease in interest rates are calculated above 3-month Euribor 1-Y forward as of December 31, 2013 of 0.37%.

3.2. Managing and measuring currency risk exposure

The Group has activities and investments in countries outside the euro-zone (e.g. in Czech Republic, Poland and Sweden). When converted into euros, the income and value of the Group's net investment may be influenced by fluctuations in exchange rates against the euro. Wherever possible, the Group aims to match foreign currency income with expenses in the same currency, reducing the exchange effects on earnings volatility and net valuation of the investment. Translation risks can be hedged by either matching cash investments in a specific currency with debt in the same currency, or using derivatives to achieve the same risk management-driven goal. Currency risk during the building period of pipeline investments is covered as early as possible after signing of the actual building contract. Other monetary assets and liabilities held in currencies other than the euro are managed by ensuring that net exposure is kept to an acceptable level by buying or selling foreign currencies at spot or forward rates where necessary to address short term balances.

Measuring currency exposure

Main foreign currency positions (in €Mn)[83]

(in € Mn) Currency	Assets	Liabilities	Net exposure	Hedging Instruments	Exposure net of hedges
CHF	0	-109	-109	109	0
CZK	0	-138	-138	0	-138
DKK	386	-237	150	135	285
HKD	0	-165	-165	165	0
HUF	6	0	6	0	6
PLN	140	0	140	0	140
SEK	2,375	-730	1,645	-138	1,507
Total	**2,907**	**-1,380**	**1,527**	**271**	**1,799**

The main exposure kept is in Swedish Krona:

- A decrease of 10% in the SEK/EUR exchange rate would have a €137 Mn negative impact on shareholders' equity;
- The sensitivity of the 2014 recurring result[84] to a 10% depreciation in the SEK/EUR exchange rate is limited to €5.7 Mn;
- The SEK 1,750 Mn credit line signed in April 2012 is drawn as at December 31, 2013.

[83] The Assets in SEK take into account cash held following funds raised in SEK in 2013 for an amount of SEK 3,011 Mn and currently used in the cash pooling.

[84] The sensitivity is measured by applying a change in exchange rate to the net revenues in SEK (net rents - administrative and financial expenses - taxes), based on an EUR/SEK exchange rate of 8.9075.

Financial structure

As at December 31, 2013, the portfolio valuation (including transfer taxes) of Unibail-Rodamco amounted to €32,134 Mn.

Debt ratio

As at December 31, 2013, the Loan-to-Value ratio (LTV) ratio calculated for Unibail-Rodamco stood at 38%, versus 37% as at December 31, 2012.

Interest coverage ratio

The Interest Coverage Ratio (ICR) ratio for Unibail-Rodamco improved to 4.0x for 2013 as a result of strong rental levels with the delivery of assets and the lower cost of debt. It is in line with the solid levels achieved in recent years and increased from 3.5x in 2012.

Financial ratios	December 31, 2013	December 31, 2012
LTV[85]	38%	37%
ICR[86]	4.0x	3.5x

Those ratios show ample headroom vis-à-vis bank covenants usually set at a maximum of 60% LTV and a minimum of ICR of 2x, which the Group reports to the banks twice a year.

As at December 31, 2013, 98% of the Group's credit facilities and bank loans allowed indebtedness up to 60% of the Group's total asset value or of the value of the asset of the borrowing entity, as the case may be.
There are no financial covenants (such as LTV or ICR) in the EMTN and the CP programs.

[85] Loan-to-Value (LTV) = Net financial debt / Total portfolio valuation including transfer taxes. Total Portfolio valuation includes consolidated portfolio valuation (€32,134 Mn as at December 31, 2013 versus €29,292 Mn as at December 31, 2012) + the valuation of Unibail-Rodamco's 7.25% stake in Société Foncière Lyonnaise (€128 Mn as at December 31, 2013 versus €120 Mn as at December 31, 2012) + a €60 Mn bond issued by the owner of a shopping centre in France.

[86] Interest Cover Ratio (ICR) = Recurring Ebitda / Recurring Net Financial Expenses (including capitalised interest); Recurring Ebitda being calculated as total recurring operating results and other income less general expenses, excluding depreciation and amortisation.

EPRA PERFORMANCE MEASURES

In compliance with the EPRA[87] best practices recommendations[88], Unibail-Rodamco summarises below the Key Performance Measures over 2013.

1. EPRA earnings

EPRA earnings are defined as 'recurring earnings from core operational activities', and are equal to the Group's definition of recurring earnings.

		2013	2012	2011
EPRA Earnings	€ Mn	985.8	886.3	826.4
EPRA Earnings / share	€ / share	10.22	9.60	9.00
Growth EPRA Earnings / share	%	6.5%	6.7%	-2.9%

2. EPRA Net Asset Value and EPRA NNNAV

For a more detailed description of the EPRA NAV and triple NAV, please see the Net Asset Value section, included in this report.

		Dec. 31, 2013	Dec. 31, 2012	Dec. 31, 2011
EPRA NAV	€ / share	154.60	149.50	137.50
EPRA NNNAV	€ / share	146.20	138.40	130.70
% change over 1 year	%	5.6%	5.9%	4.9%

3. EPRA Net Initial Yields

The following table provides the Group yields according to the EPRA net initial yield definitions per sector and with a bridge from Unibail-Rodamco's net initial yield:

	Dec. 31, 2013		Dec. 31, 2012	
	Retail (3)	Offices (3)	Retail (3)	Offices (3)
Unibail-Rodamco yields	**5.1%**	**7.2%**	**5.3%**	**6.9%**
Effect of vacant units	0.0%	-1.0%	0.0%	-0.8%
Effect of EPRA adjustments on NRI	0.1%	0.0%	0.1%	0.1%
Effect of estimated transfer taxes and transaction costs	-0.2%	-0.2%	-0.2%	-0.2%
EPRA topped-up yields (1)	**5.0%**	**6.0%**	**5.2%**	**6.0%**
Effect of lease incentives	-0.2%	-0.8%	-0.2%	-0.6%
EPRA Net Initial Yields (2)	**4.8%**	**5.2%**	**5.0%**	**5.4%**

Notes:
1) EPRA topped-up yield: EPRA Net Initial Yield adjusted in respect of the expiration of rent free periods (or other unexpired lease incentives such as discounted rent periods and step rents).
2) EPRA Net Initial Yield: annualised rental income based on the cash rents passing at the balance sheet date, less non-recoverable property operating expenses, divided by the gross market value of the portfolio.

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[87] EPRA: European Public Real estate Association.
[88] Best Practices Recommendations. See www.epra.com

3) Assets under development or held by companies consolidated under equity method are not included in the calculation.

4. EPRA Vacancy rate

The EPRA vacancy rate is defined as the Estimated Rental Value (ERV) of vacant space divided by the ERV of total space (let plus vacant).

	Dec. 31, 2013	Dec. 31, 2012 Restated	Dec. 31, 2011
Retail			
France	2.6%	2.2%	1.7%
Spain	2.2%	2.1%	2.2%
Central Europe	1.1%	0.3%	0.6%
Austria	2.1%	2.3%	1.1%
Nordic	3.1%	3.1%	2.7%
Netherlands	4.1%	2.5%	4.1%
Total Retail	**2.5%**	**2.1%**	**1.9%**
Offices			
France	9.1%	10.4%	6.5%
Total Offices	**10.3%**	**10.9%**	**7.3%**

5. EPRA Cost ratios

		31/12/2013	31/12/2012 Restated	31/12/2011
	Include:			
(i-1)	General expenses	- 82.7	- 84.5	- 86.7
(i-2)	Development expenses	- 4.0	- 4.5	- 5.2
(i-3)	Operating expenses	- 112.7	- 100.7	- 92.9
(ii)	Net service charge costs/fees	- 25.2	- 20.1	- 13.8
(iii)	Management fees less actual/estimated profit element		-	-
(iv)	Other operating income/recharges intended to cover overhead expenses		-	-
(v)	Share of Joint Ventures expenses	- 16.9	- 13.1	-
	Exclude (if part of the above):			
(vi)	Investment Property Depreciation	-	-	-
(vii)	Ground rents costs	-	-	-
(viii)	Service charge costs recovered through rents but not separately invoiced	25.9	23.7	23.1
	EPRA Costs (including direct vacancy costs) (A)	**- 215.6**	**- 199.2**	**- 175.5**
(ix)	Less: Direct vacancy costs	- 25.2	-20.1	- 13.8
	EPRA Costs (excluding direct vacancy costs) (B)	**- 190.4**	**- 179.1**	**- 161.7**
(x)	Gross Rental Income (GRI) less ground rents	1,409.2	1,309.9	1,284.1
(xi)	Less: service fee and service charge costs component of GRI	- 25.9	- 23.7	- 23.1
(xii)	Add Share of Joint Ventures (Gross Rental Income less ground rents)	110.7	79.2	-
	Gross Rental Income (C)	**1,494.0**	**1,365.4**	**1,261.0**
	EPRA Cost Ratio (including direct vacancy costs) (A/C)	**14.4%**	**14.6%**	**13.9%**
	EPRA Cost Ratio (excluding direct vacancy costs) (B/C)	**12.7%**	**13.1%**	**12.8%**

Note:
The calculation is based on the EPRA recommendations and applies to the shopping centre and office sectors.