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**Vesteda Finance B.V. announces Tender Offer for its €500,000,000 Senior Unsecured Guaranteed 1.500% Fixed Rate Notes due 24 May 2027**

8 July 2026. Vesteda Finance B.V. (the **Offeror**) announces today its invitation to holders of the outstanding €500,000,000 Senior Unsecured Guaranteed 1.500% Fixed Rate Notes due 24 May 2027 (ISIN: XS2001183164) (the **Notes**), issued by the Offeror, to tender their Notes for purchase by the Offeror for cash (such invitation, the **Offer**). The Offer is being made on the terms and subject to the conditions contained in the tender offer memorandum dated 8 July 2026 (the **Tender Offer Memorandum**) prepared by the Offeror and is subject to the offer and distribution restrictions set out below and as more fully described in the Tender Offer Memorandum.

Copies of the Tender Offer Memorandum are (subject to the offer and distribution restrictions) available from the Tender Agent as set out below. Capitalised terms used in this announcement but not defined have the meanings given to them in the Tender Offer Memorandum.

**Summary of the Offer**

A summary of certain of the terms of the Offer appear below:

Description of the Notes	ISIN / Common Code	Outstanding Nominal Amount	First Call Date	Maturity Date	Purchase Price <sup>1</sup>	Amount subject to the Offer
€500,000,000 Senior Unsecured Guaranteed 1.500% Fixed Rate Notes due 24 May 2027	XS2001183164 / 200118316	€500,000,000	24 February 2027	24 May 2027	99.00 per cent.	Subject as set out in the Tender Offer Memorandum, up to €150,000,000 in aggregate nominal amount of the Notes (the <b>Maximum Acceptance Amount</b> ), although the Offeror reserves the right, in its sole discretion, to accept significantly more or significantly less than (or none of) the Maximum Acceptance Amount for purchase pursuant to the Offer

**Rationale for the Offer**

The Offer is being made as part of the Offeror’s proactive balance sheet management strategy in optimising its debt maturity profile in conjunction with the issue of the New Notes. Furthermore, the Offer provides liquidity to those Noteholders whose Notes are accepted in the Offer and, if they wish, apply for priority in the allocation of the New Notes, as more fully described in the Tender Offer Memorandum. It is intended that any Notes purchased by the Offeror pursuant to the Offer will be cancelled and not subsequently reissued or resold.

**Purchase Price and Accrued Interest**

The Offeror will (subject to the satisfaction or waiver of the New Issue Condition on or prior to the Settlement Date), on the Settlement Date, pay for Notes validly tendered and accepted by it for purchase pursuant to the Offer, a cash purchase price of 99.00 per cent. of the principal amount of the Notes (the **Purchase Price**). The Offeror will (subject to the satisfaction or waiver of the New Issue Condition on or prior to the Settlement Date) also pay accrued and unpaid interest in respect of Notes validly tendered and accepted for purchase pursuant to the Offer, from (and including) the immediately preceding interest payment date for such Notes to (but excluding) the Settlement Date, calculated in accordance with the terms and conditions of the Notes.

<sup>1</sup> The Accrued Interest Payment will be paid on the Settlement Date in addition to the Purchase Price.

## **Final Acceptance Amount and Scaling**

The Offeror proposes that (subject to satisfaction or waiver of the New Issue Condition) the aggregate nominal amount of Notes (if any) which it will accept for purchase pursuant to the Offer will be an amount of up to €150,000,000 (the **Maximum Acceptance Amount**), although the Offeror reserves the right, in its sole and absolute discretion, to accept significantly more or significantly less than (or none of) the Maximum Acceptance Amount for purchase pursuant to the Offer (the final nominal amount accepted for purchase pursuant to the Offer being the Final Acceptance Amount). If the Offeror decides to accept for purchase any Notes validly tendered pursuant to the Offer and the aggregate nominal amount of Notes validly tendered pursuant to the Offer is greater than the Final Acceptance Amount, the Offeror intends to accept such validly tendered Notes for purchase (subject to satisfaction or waiver of the New Issue Condition on or prior to the Settlement Date) on a *pro rata* basis such that the aggregate nominal amount of Notes accepted by the Offeror for purchase pursuant to the Offer is no greater than the Final Acceptance Amount.

## **New Issue Condition**

The Offeror announces today its intention to issue a new series of euro-denominated fixed rate notes (the **New Notes**) pursuant to its Guaranteed Euro Medium Term Note Programme (the **Programme**), the proceeds of which will be used, in whole or in part, to finance the Offer. Whether the Offeror will accept for purchase Notes validly tendered in the Offer is subject (unless such condition is waived by the Offeror in its sole and absolute discretion), without limitation, to the successful completion (in the sole determination of the Offeror) of the issue of the New Notes (the **New Issue Condition**).

Even if the New Issue Condition is satisfied (or waived), the Offeror is not under any obligation to accept for purchase any Notes validly tendered pursuant to the Offer. The acceptance for purchase by the Offeror of Notes validly tendered pursuant to the Offer is at the sole and absolute discretion of the Offeror and tenders may be rejected by the Offeror for any reason.

## **Allocation of the New Notes**

The Offeror intends, in connection with the allocation of the proposed issue of New Notes by or on behalf of the Offeror, to consider among other factors whether or not the relevant Noteholder seeking an allocation of the New Notes has validly tendered, or indicated a firm intention to the Offeror or the Dealer Managers to tender, their Notes pursuant to the Offer, and, if so, the aggregate nominal amount of the Notes validly tendered or intended to be tendered by such Noteholder (subject to such Noteholder making a separate application for the subscription of the New Notes to the joint lead managers of the issue of the New Notes). When considering allocation of the New Notes, the Offeror intends to give preference to those Noteholders who, prior to such allocation (which is expected to take place prior to the Expiration Deadline), have validly tendered or indicated their firm intention to the Offeror or to the Dealer Managers to tender their Notes pursuant to the Offer and subscribe for New Notes. A Noteholder wishing for its Tender Instruction or its intention to tender Notes to be taken into account in the allocation process for the New Notes should contact the Dealer Managers (each in its capacity as a joint lead manager of the issue of the New Notes) in accordance with the standard new issue procedure of such Dealer Manager, or by contacting the Dealer Managers using the contact details set out below. Please refer to the Tender Offer Memorandum for further information.

## **Expected Timetable of Events**

The Offer commences today and the Expiration Deadline shall be 5.00 p.m. CEST on 15 July 2026. The results of the Offer will be announced as soon as reasonably practicable on 16 July 2026, with the Settlement Date expected to be the latest of (i) 17 July 2026 and (ii) one Business Day after the settlement of the New Notes (subject to satisfaction or waiver of the New Issue Condition on or prior to such date). Pricing of the issue of the New Notes may occur prior to the Expiration Deadline for the Offer.

## **Further Information**

Coöperatieve Rabobank U.A. (Telephone: +31 30 216 9022; Attention: Capital Markets/Corporate DCM; Email: [corporate.liabilitymanagement@rabobank.com](mailto:corporate.liabilitymanagement@rabobank.com)) and ING Bank N.V. (Telephone: +44 20 7767 6784; Attention: Liability Management Team; Email: [liability.management@ing.com](mailto:liability.management@ing.com)) are acting as Dealer Managers for the Offer and Kroll Issuer Services Limited (Telephone +44 (0)20 7704 0880; Attention: Jacek Kusion; Email: [vesteda@is.kroll.com](mailto:vesteda@is.kroll.com); Website: <https://deals.is.kroll.com/vesteda>) is acting as Tender Agent.

**This press release contains inside information within the meaning of Article 7(1) of the EU Market Abuse Regulation (Regulation 596/2014).**

**DISCLAIMER** This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully before any decision is made with respect to the Offer. If any Noteholder is in any doubt as to the contents of this announcement and/or the Tender Offer Memorandum, or is unsure of the impact of the Offer or the action it should

take, it is recommended to seek its own financial and legal advice, including in respect of any financial, accounting and tax consequences, immediately from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Noteholders should consult with their own advisers as needed to assist them in making an investment decision and to advise them whether they are legally permitted to tender Notes for cash. Any individual or company whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee or intermediary must contact such entity if it wishes to tender such Notes pursuant to the Offer.