

2024 Annual General Meeting



UNIBAIL-RODAMCO-WESTFIELD





The documents and information required by the applicable laws have been made available to the shareholders and on the Company's website.

Documents available to shareholders

Including:

- A notice of meeting to this General Meeting was published on March 18, 2024 in the *Bulletin des Annonces Légales Obligatoires*. A press release was also issued to the French Financial Markets Authority (*Autorité des Marchés Financiers*) on March 19, 2024.
- A convening notice was published in the legal notices newspaper *Journal Spécial des Sociétés* on April 12, 2024.

No request for the inclusion of drafts of resolutions on the agenda has been made by any shareholder.

WRITTEN QUESTIONS


UNIBAIL-RODAMCO-WESTFIELD



QUORUM



UNIBAIL-RODAMCO-WESTFIELD



INTERVENTION FROM

JEAN-MARIE TRITANT
CHAIRMAN OF THE MANAGEMENT BOARD



UNIBAIL-RODAMCO-WESTFIELD

2023: strong operational performance across all activities

Strong operations across Shopping Centres, Offices and Convention & Exhibition supported by dynamic leasing activity and indexation

2023 AREPS at **€9.62/share**, above guidance

Continued deleveraging with 11 transactions secured in 2023 for €1.0 Bn⁽¹⁾, leading to €5.1 Bn⁽¹⁾ net debt reduction since 2021

Comprehensive evolution of Better Places roadmap

1st-of-its-kind hybrid exchange followed by a **successful green bond issuance**

Proposed **cash distribution**⁽²⁾ of **€2.50/share**⁽³⁾

1. On an IFRS basis, including disposals and foreclosures completed or secured by February 8, 2024
2. Equity repayment, pursuant to article 112-1 of the French General Tax Code
3. Subject to approval by Annual General Meeting of Unibail-Rodamco-Westfield SE held on April 30, 2024



2023 Financial Highlights

+6.7%

LFL EBITDA⁽¹⁾
vs. FY-2022

+3.3%

AREPS
vs. FY-2022

€950 Mn

IFRS NET DEBT
REDUCTION⁽²⁾
vs. December 31, 2022

9.3x

NET DEBT TO EBITDA
vs. 9.6x at FY-2022

1. Excluding the impact of disposals, pipeline, DD&C and FX
2. Including disposals secured by February 8, 2024

2023 Full-Year Results

€ Mn	FY-2023	FY-2022	Change	Lfl Change
Shopping Centres	2,031	2,021	+0.5%	+8.0% ⁽¹⁾
Offices & Others	84	73	+14.5%	+22.1%
Convention & Exhibition	95	132	-27.9%	n.m.
Net Rental Income	2,210	2,226	-0.7%	+7.3% ⁽²⁾
EBITDA	2,199	2,209	-0.4%	+6.7% ⁽³⁾
Recurring Net Result (Group Share)	1,409	1,339	+5.2%	
Recurring EPS	10.14	9.66	+5.0%	
<i>Adjusted Recurring EPS⁽⁴⁾</i>	9.62	9.31	+3.3%	

1. Shopping Centres Lfl NRI excluding airports

2. Group Lfl NRI including airports

3. Excluding the impact of disposals, pipeline, DD&C and FX

4. The Adjusted Recurring Earnings are calculated based on the Recurring net result for the period attributable to the holders of the Stapled Shares minus the coupon on the Hybrid Securities

Figures may not add up due to rounding

Strong performance in Shopping Centre operating metrics in 2023

Sales & footfall⁽¹⁾

+6.4%

Tenant sales
vs. FY-2022

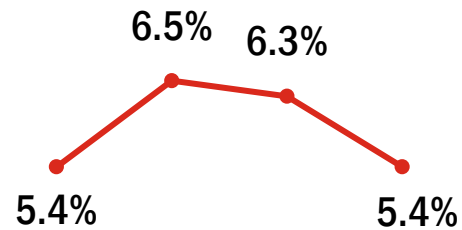
+4.9%

Footfall
vs. FY-2022

Vacancy rate⁽²⁾

-110 bps

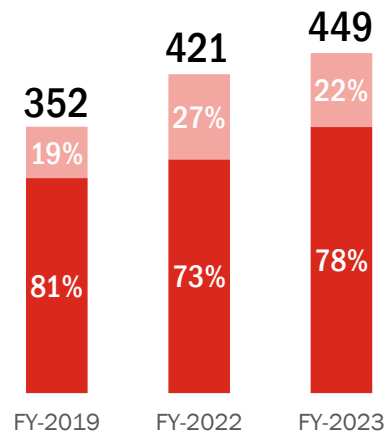
vs. FY-2022



FY-2019 FY-2022 H1-2023 FY-2023

MGR signed⁽³⁾

in € Mn



FY-2019 FY-2022 FY-2023

- 12-36 months (in % of MGR signed)
- >36 months (in % of MGR signed)

MGR uplift⁽³⁾

+6.2%



FY-2022

+6.8%



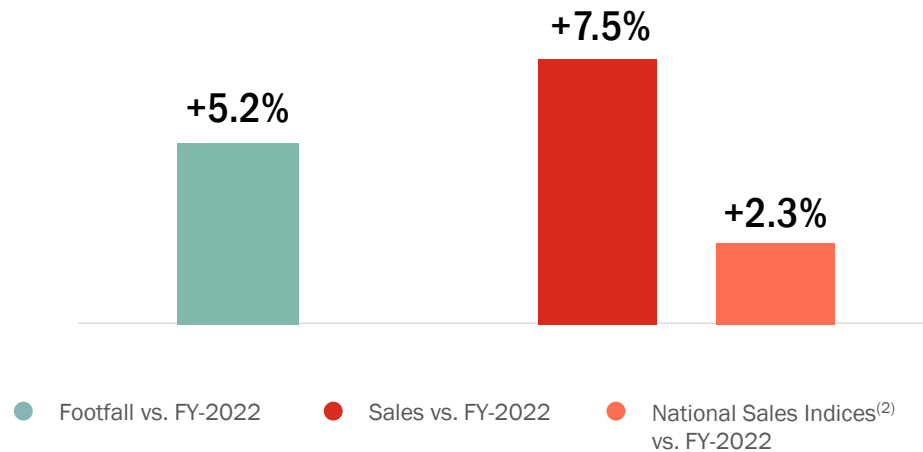
FY-2023⁽⁴⁾

- For the scope of tenant sales and footfall, please refer to the appendix to the Press Release published on February 8, 2024
- EPRA vacancy rate, Shopping Centres
- All letting figures exclude deals <12 months. Usual 3/6/9 leases in France are included in the long-term leases. All letting figures are restated from disposals of 2019, 2020, 2021 and 2022
- On top of indexed passing rents

Continued footfall and tenant sales improvement

EUROPE⁽¹⁾

Shopping Centres

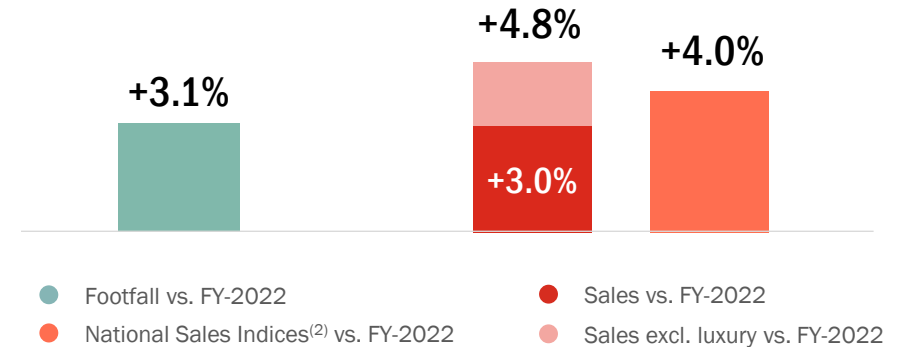


€58 Mn
Sales Based Rent⁽³⁾
(vs. €40 Mn in FY-2022)

€102 Mn
Other Variable Income⁽⁴⁾
(vs. €91 Mn in FY-2022)

UNITED STATES⁽¹⁾

Flagships



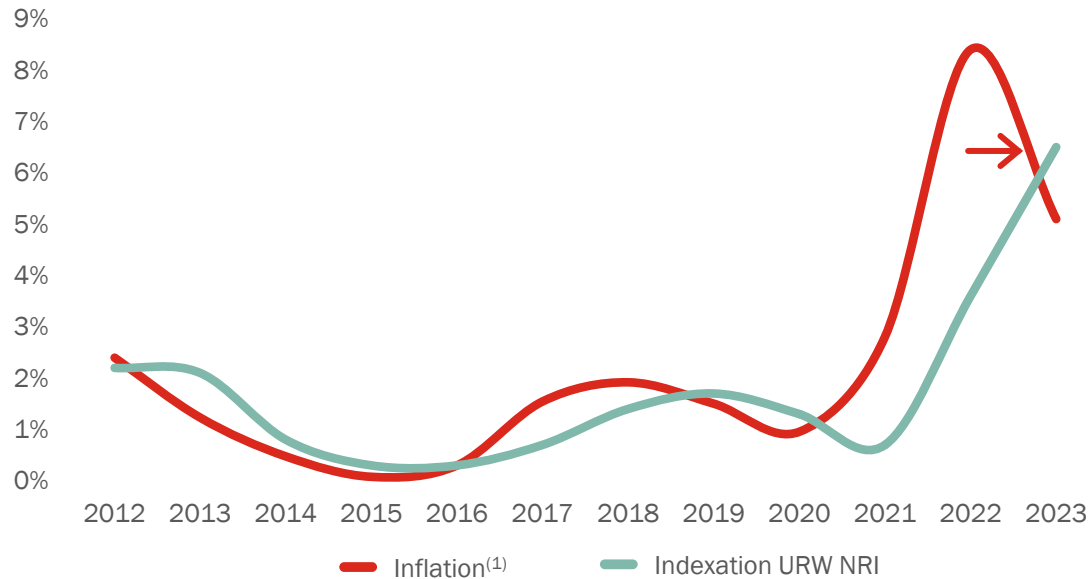
€44 Mn
Sales Based Rent⁽⁵⁾
(vs. €59 Mn in FY-2022)

€82 Mn
Other Variable Income⁽⁶⁾
(vs. €72 Mn in FY-2022)

1. For the scope of tenant sales and footfall, please refer to the appendix to the Press Release published on February 8, 2024
2. Please refer to the appendix to the Press Release published on February 8, 2024 for further details
3. Shopping Centres, like-for-like
4. Shopping Centres, like-for-like, includes Retail Media & other income and parking income, excludes Sales Based Rent (SBR)
5. Shopping Centres, like-for-like, excludes airports
6. Shopping Centres, like-for-like, includes Retail Media & other income and parking income, excludes SBR and airports

Proven ability to pass on inflation

Inflation / Indexation



Indexation⁽²⁾

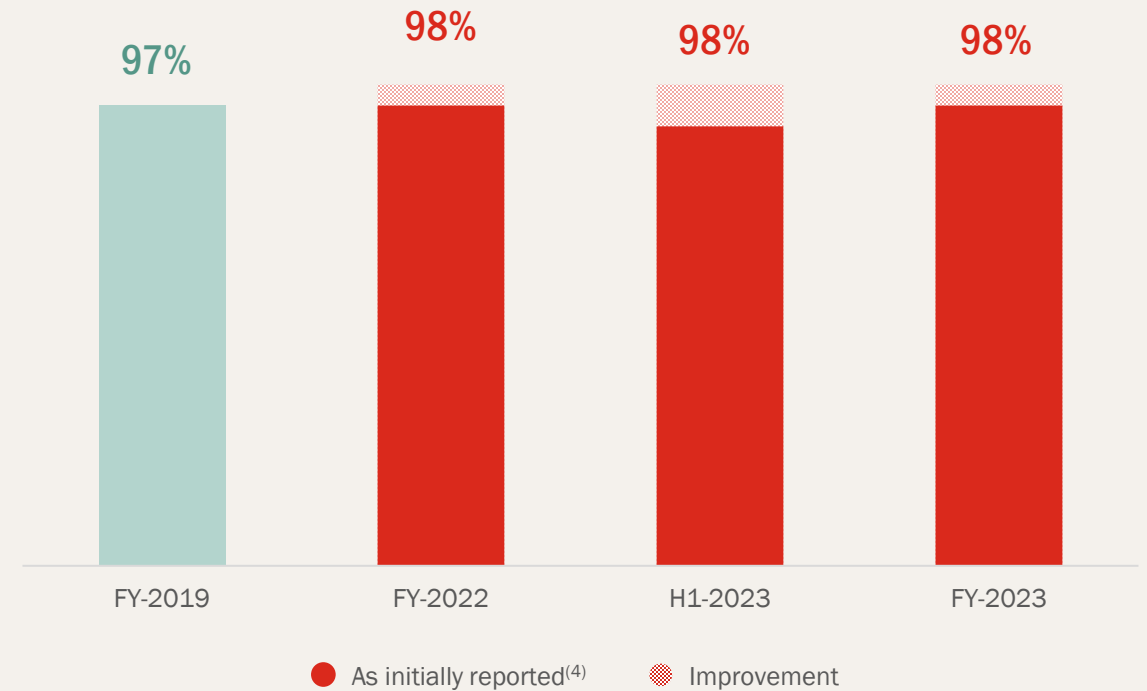
+6.5% in Continental Europe

Sales Based Rents

+3.5% at Group level⁽³⁾

5.8% of NRI

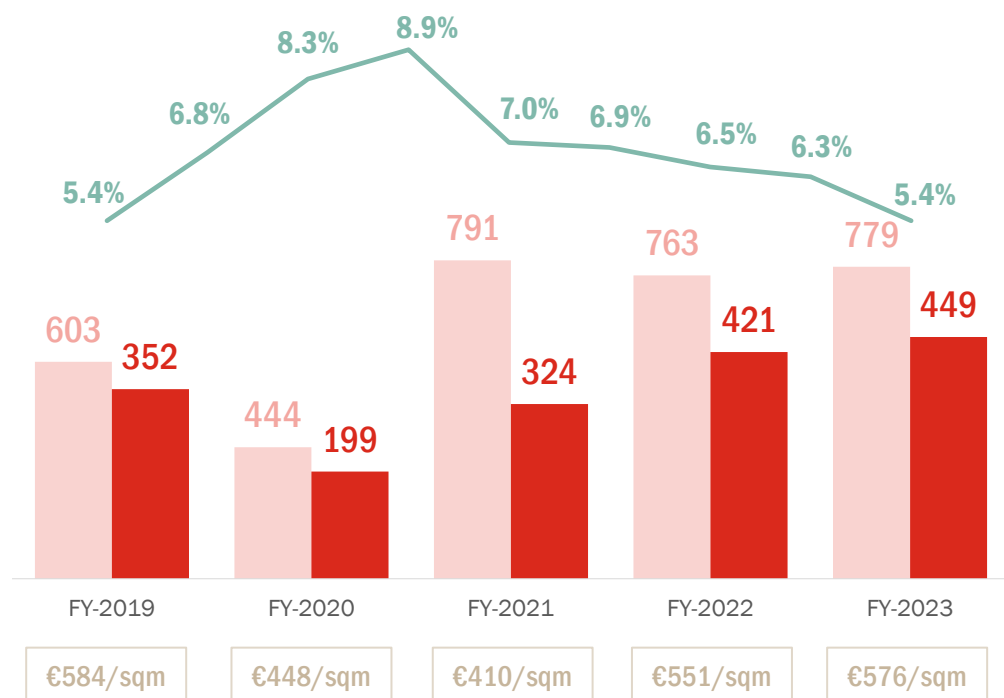
Rent collection



1. Average inflation in Continental Europe (consumer price index, ECB) weighted by MGR of each country where the Group operates in Continental Europe
 2. 2023 indexation contribution to like-for-like performance evolution
 3. Like-for-like, 2023 evolution vs. 2022, excluding FX impact
 4. As reported at the FY-2022, H1-2023 and FY-2023 results
 NB: Shopping Centres excluding airports

Dynamic leasing activity with longer-term deals & strong MGR uplift

INCREASE IN LONG-TERM DEALS & DECREASING VACANCY



● GLA signed (in k sqm) ● MGR signed (in € Mn) ● EPRA vacancy □ MGR/sqm

MGR UPLIFT ABOVE INDEXATION

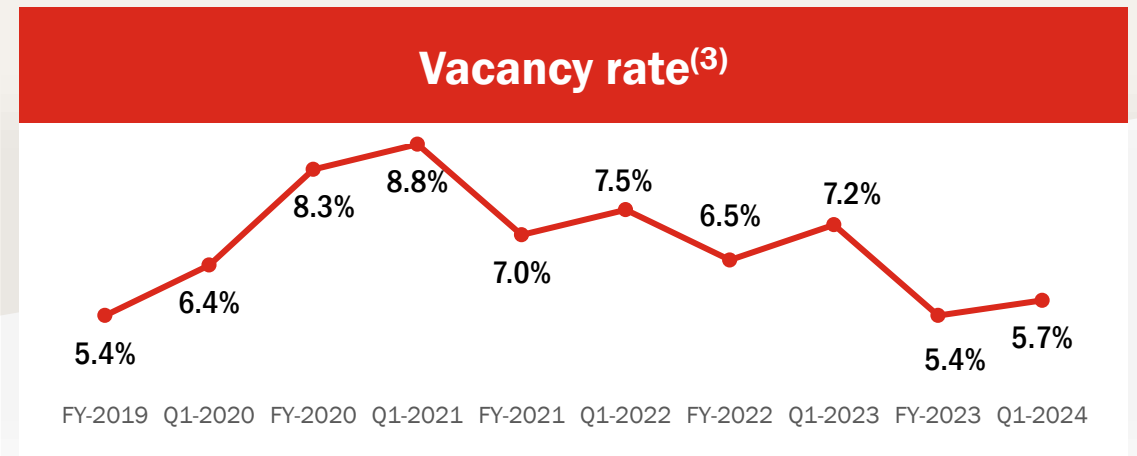
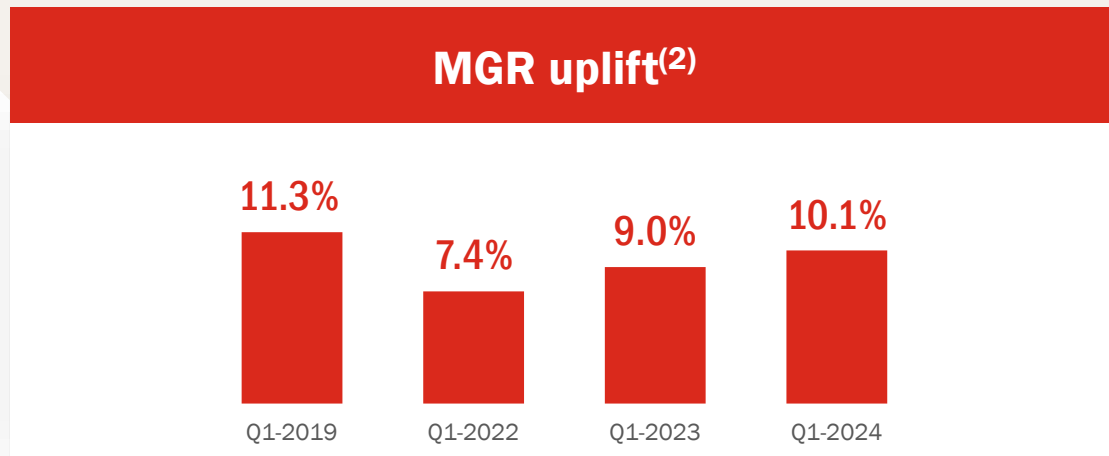
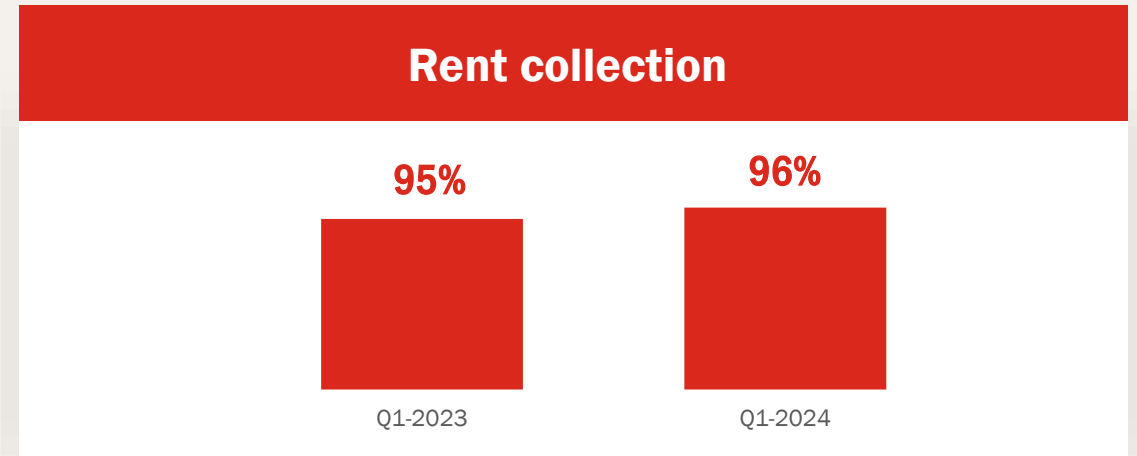
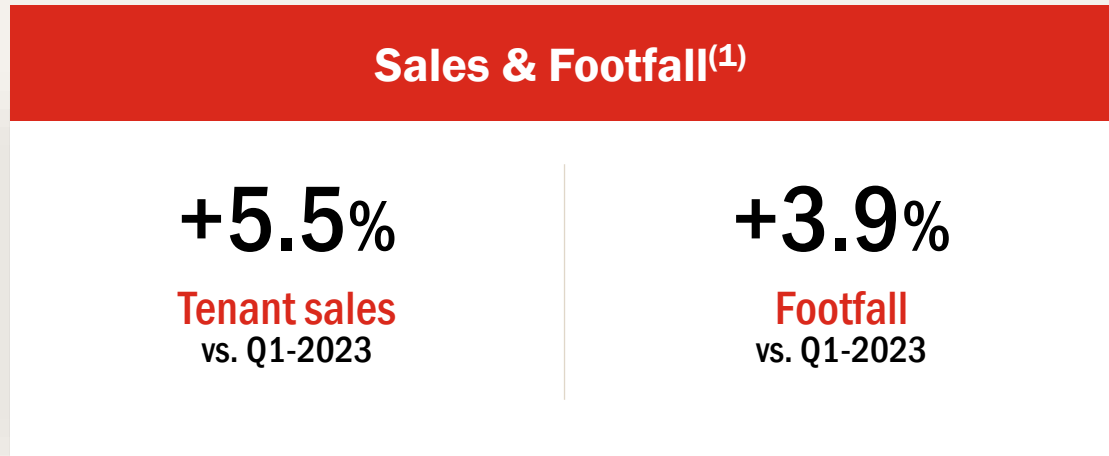
+10.6%
On long-term deals

	FY-2019	FY-2022	FY-2023 ⁽¹⁾
12-36 months	-15.6%	-8.7%	-3.9%
>36 months	+11.3%	+13.1%	+10.6%
Total	+6.3%	+6.2%	+6.8%

1. MGR uplift on top of indexed passing rents

NB: All letting figures exclude deals <12 months. Usual 3/6/9 leases in France are included in the long-term leases. All letting figures are restated from disposals of 2019, 2020, 2021 and 2022

Strong operating performance confirmed in Q1-2024



1. For the scope of tenant sales and footfall, please refer to the Press Release published on April 25, 2024
 2. All letting figures exclude deals <12 months. Usual 3/6/9 leases in France are included in the long-term leases.
 All letting figures are restated from disposals of 2019, 2020, 2021, 2022 and 2023
 3. EPRA vacancy rate, Shopping Centres

Strong growth of URW's retail media business

UNPARALLELED IN-MALL MEDIA NETWORK IN EUROPE

1,735
Screens⁽¹⁾



HALO, Westfield Mall of Scandinavia, Dec. 2023

ATTRACTIVE TO MAJOR BRANDS

~1,300

Physical activations in 2023
(+12% vs. 2022)

1st Global long-term deal on platform
L'ORÉAL LUXE



ROBUST FINANCIAL PERFORMANCE

+10%

Average revenue per visit
vs. 2022

€53 Mn

2023 Net Margin⁽²⁾
(+17.4% vs. 2022)

56%

of 2024 budget already secured⁽³⁾

**On-track to deliver €75 Mn target⁽⁴⁾
in 2024**

1. Including Large Format, Immersive Digital Screens and Digital Totems
2. At 100%
3. As at March 31, 2024
4. Net margin at 100%

Strong achievements on best-in class office assets

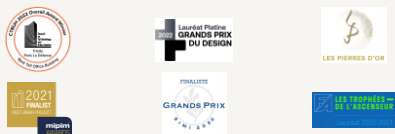
TRINITY

100%
occupancy rate

€562
average rent
per sqm per year⁽¹⁾



Highly awarded building



LIGHTWELL

80%
pre-let to **ARKEMA**

H2-2024
delivery date



Converting an aging office into....



...a state-of-the-art asset

-51%
primary energy
consumption⁽²⁾

-53%
CO₂ equivalent
emissions

88%
of strip-out
waste re-used
or recycled



1. Excluding rent incentives
2. Based on the regulatory conventional perimeter

Convention & Exhibition: strong 2024 outlook

**HIGH LEVEL OF
COMMITMENT FROM
ORGANISERS**

96%
pre-bookings
vs. expected 2024
rental income⁽¹⁾

HOSTING KEY OLYMPIC & PARALYMPIC ORGANISATIONS & EVENTS

Paris Nord Villepinte (North Paris Arena)

- Olympics: Boxing, Modern Pentathlon Fencing
- Paralympics: Sitting Volleyball

Paris Expo Porte de Versailles (South Paris Arena)

- Olympics: Handball, Table Tennis, Volleyball, Weightlifting
- Paralympics: Bocce, Goalball, Para Table Tennis

Palais des Congrès de Paris

- Main Press Centre (MPC)
- International Olympic Committee

Paris-Le Bourget

- International Broadcast Centre (IBC)



**“Viparis will be an essential
player in the organisation of
the 2024 Paris Games”**

Tony Estanguet,

President of the Paris 2024 Organising
Committee for the Olympic and Paralympic
Games

1. As at March 31, 2024

90% of Committed Pipeline to be delivered in 2024

H1-2024

H2-2024

CNIT EOLE, PARIS LA DÉFENSE



URW SHARE 100%

€80 Mn
100% TIC

96%
Contracted costs⁽¹⁾

91%
Pre-let

WESTFIELD HAMBURG-ÜBERSEEQUARTIER



URW SHARE 100%

€1,640 Mn
100% TIC

95%
Contracted costs⁽¹⁾

87%
Pre-let⁽²⁾ including
92% for retail

LIGHTWELL, PARIS LA DÉFENSE



URW SHARE 100%

€150 Mn
100% TIC

100%
Contracted costs⁽¹⁾

80%
Pre-let

COPPERMAKER SQUARE FINAL PHASE, LONDON



URW SHARE 25%

€810 Mn
100% TIC⁽³⁾

90%
Contracted costs⁽¹⁾

62% - 99%
Letting status⁽⁴⁾

1. On construction costs at URW share
 2. Offices pre-letting 56%, Retail pre-letting 92%, Hotels pre-letting 100%, Letting / pre-letting: GLA signed, all agreed to be signed and financials agreed for GLA to be delivered in 2024
 3. Including the phases already delivered
 4. For the 3 phases delivered before December 2023
- NB: In the case of staged phases in a project, the date corresponds to the opening date of the main phase

Comprehensive evolution of Better Places roadmap

A SUSTAINABILITY ROADMAP DRIVING VALUE CREATION

- ✓ Core to business **strategy**
- ✓ **Science-based**
- ✓ Ambitious, **comprehensive &** detailed with clear targets
- ✓ **Action-oriented** with identified technical levers
- ✓ **Fully-financed**

BETTERPLACES 3 CORE COMMITMENTS



ENVIRONMENTAL
TRANSITION



SUSTAINABLE
EXPERIENCE



THRIVING
COMMUNITIES

ACTIONS & KPIs CLEARLY GOVERNED & EXECUTED

Recognized by **key frameworks** including SBTi

Embedded across the Group and asset level **through Better Places certification**

Supported by **clear governance, annual reporting** and audits by statutory auditors

Developed with **strong independent partners** such as Good On You, Bureau Veritas, WWF France



Creating & operating places

That reinvent being together & advance the sustainable transition of cities

ENVIRONMENTAL TRANSITION

2023 ACHIEVEMENTS

-43%

**reduction in carbon emissions
from Scopes 1, 2 & 3⁽⁴⁾**
vs. -50% target in 2030⁽¹⁾

-30%

reduction in energy intensity⁽⁴⁾
vs. -50% target in 2030⁽¹⁾

103.3 GWh

energy savings compared to 2022
equivalent to more than 61,000 average
EU citizens energy consumption⁽²⁾

23.8 MWp

solar photovoltaic installed capacity
including 13.8 MWp in Europe and
10.0 MWp in the US

SUSTAINABLE EXPERIENCE

BETTER PLACES CERTIFICATION

100% of assets⁽³⁾ certified by 2027

SUSTAINABLE RETAIL INDEX (SRI)

Rolled out by 2027 on
100% of eligible URW revenues^(3,4)

SUSTAINABILITY-DRIVEN CUSTOMER JOURNEY

100% of assets⁽³⁾ with at least 1 annual
campaign or event by 2025



THRIVING COMMUNITIES

2,600 jobs⁽⁵⁾

provided through the URW for Jobs
programme

**43% senior management
positions held by women**

surpassing our target to maintain
at least 40%

**93% of URW employees have
completed a sustainability course**

1. From 2015 reference
2. Like-for-like scope in 2023 compared to 2022. Average EU citizen energy consumption from Eurostat
3. Standing European retail assets
4. Revenues in Minimum Guaranteed Rents; Eligible revenues in the following categories: Fashion Apparel, Sport Apparel, Jewelry, Bags & Footwear & Accessories, Health and Beauty, Home, Culture, Food & Beverage
5. Or qualifying certifications

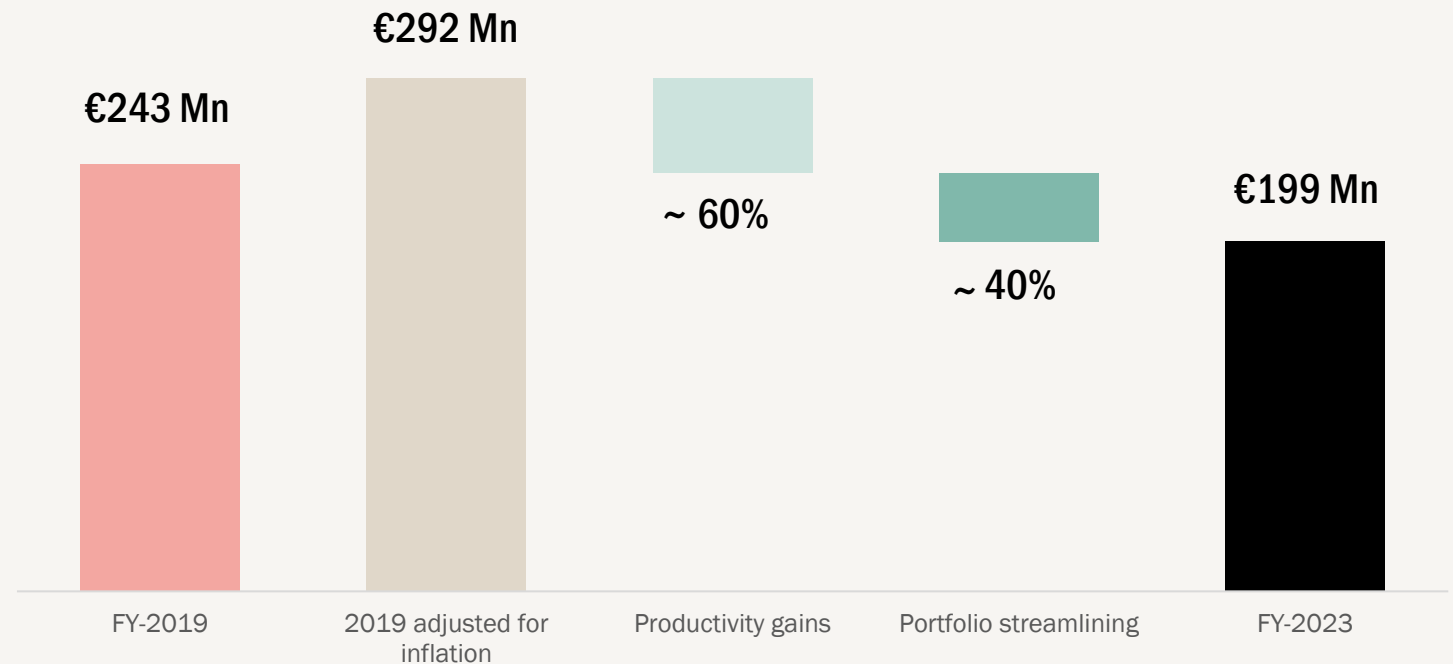
Cost discipline: continuous efficiency improvement beyond portfolio streamlining

CONTINUOUS EFFICIENCY IMPROVEMENT

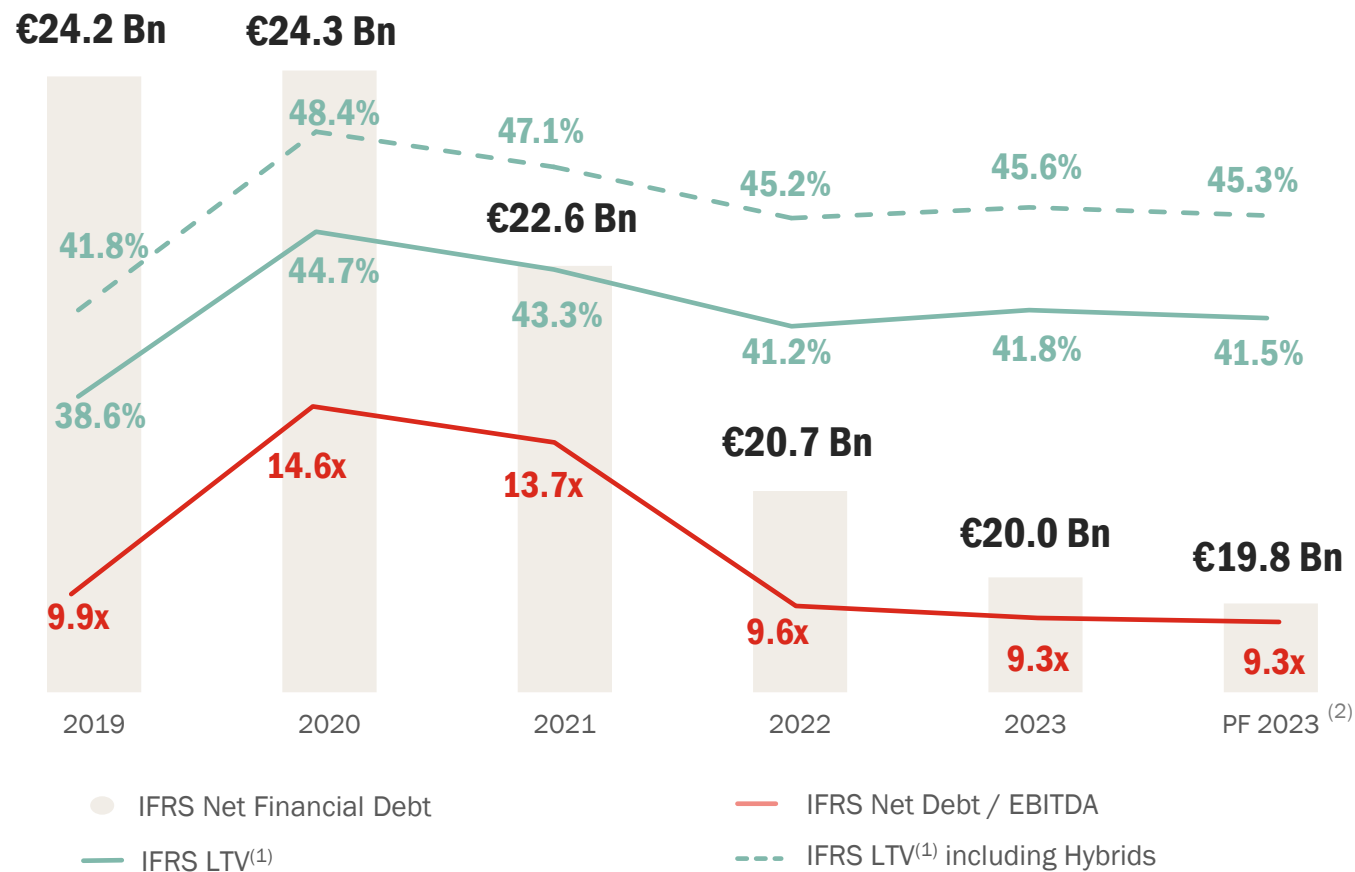
Improved productivity & disciplined cost management

Adaptation of URW organisation in line with deleveraging progress (incl. streamlining of the US portfolio)

NET ADMINISTRATIVE EXPENSES DOWN 18% OVER 2019-2023



Net debt reduction, improving net debt over EBITDA & strong liquidity



€3.3 Bn

debt raised in 2023

66%

of 2023 raised debt being sustainable financings

7.8 years

average debt maturity⁽³⁾

> 36 months

liquidity secured

1. Excluding goodwill not justified by fee business as per the Group's European bank debt leverage covenants
 2. Proforma for the receipt of the proceeds of the disposal of Westfield Oakridge and Equinoccio
 3. Taking into account the undrawn credit lines (subject to covenants) and cash on hand

Committed to deleveraging plan

- **Committed to our deleveraging plan**, including the radical reduction of US financial exposure
- Currently in **active discussions on more than €1.2 Bn of asset disposals**
- **Disciplined capital allocation** with tight Capex control including limited ESG related Capex
- **Ongoing cost discipline**
- **Further Net debt to EBITDA reduction** supported by €2.1 Bn of projects to be delivered, generating income in 2024



Proposed cash distribution in 2024 based on 2023 performance

**STRONG OPERATING
PERFORMANCE**

**DISCIPLINED CAPITAL ALLOCATION
WITH TIGHT CAPEX CONTROL**

**COMMITMENT ON
DELEVERAGING PLAN**

**STRONG ACCESS TO FINANCING
& LIQUIDITY POSITION**



CASH DISTRIBUTION⁽¹⁾

€2.50 PER SHARE

PAID IN ONE INSTALLMENT

ON MAY 16, 2024⁽²⁾

1. Equity repayment, pursuant to article 112-1 of the French General Tax Code
2. Subject to approval by Annual General Meeting of Unibail-Rodamco-Westfield SE held on April 30, 2024

Guidance for 2024

Main Assumptions

- **Consistent operating performance** supported by retailers' demand for premium space
- **Growing revenues** from large-scale deliveries, 2024 Olympic and Paralympic Games' positive impact for C&E and expanding retail media
- **Ongoing cost discipline**
- **Impact of 2023 and 2024 disposals** as part of the Group's ongoing deleveraging plan
- **Slight increase of cost of debt** with full year effect of 2023 financings and lower expected cash remuneration
- **Full year impact of the hybrid cost** following Perp-NC23 exchange

€9.65 to €9.80
2024 Adjusted Recurring
Earnings Per Share

This guidance does not include major disposals in the US in the context of the radical reduction of its financial exposure. The Group assumes no major deterioration of the macro-economic and geopolitical environment



GOVERNANCE



UNIBAIL-RODAMCO-WESTFIELD

The URW SE Management Board

April 2024

Jean-Marie Tritant
Chief Executive Officer
Chairman of the Management Board



Vincent Rouget
Chief Strategy
& Investment Officer



Anne-Sophie Sancerre
Chief Customer
& Retail Officer



Fabrice Mouchel
Chief Financial Officer



Sylvain Montcouquiol
Chief Resources & Sustainability Officer



The URW SE Supervisory Board (SB)

Post 2024 AGM⁽¹⁾



Mr Jacques Richier

SB Chair

Audit Committee Member
Independent
Joined May 11, 2023



Ms Cécile Cabanis

SB Vice-Chair

Audit Committee Chair
Independent
Joined Dec 23, 2020



Mr Roderick Munsters

GNRC⁽²⁾ Chair

Independent
Joined April 25, 2017



Ms Julie Avrane

Audit Committee Member

Independent
Joined Dec 23, 2020



Mr Michel Dessolain

Audit Committee Member

Non independent
Joined May 11, 2022

3 RENEWALS



Ms Dagmar Kollmann

GNRC⁽²⁾ Member

Independent
Joined Apr 23, 2014



Mr Xavier Niel

GNRC⁽²⁾ Member

Non independent
Joined Nov 10, 2020



Ms Susana Gallardo

GNRC⁽²⁾ Member

Independent
Joined Nov 10, 2020



Ms Sara Lucas

Audit Committee Member

Independent
Joined May 11, 2023



Ms Aline Sylla-Walbaum

GNRC⁽²⁾ Member

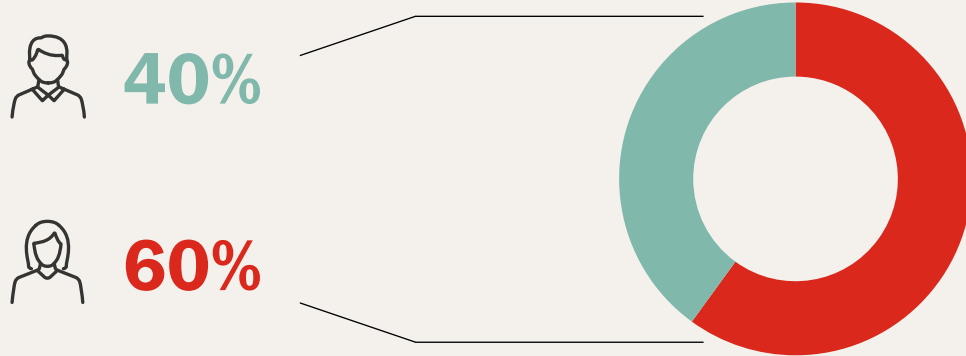
Independent
Joined May 12, 2021

1. Subject to the 2024 AGM approval
2. Governance, Nomination and Remuneration Committee

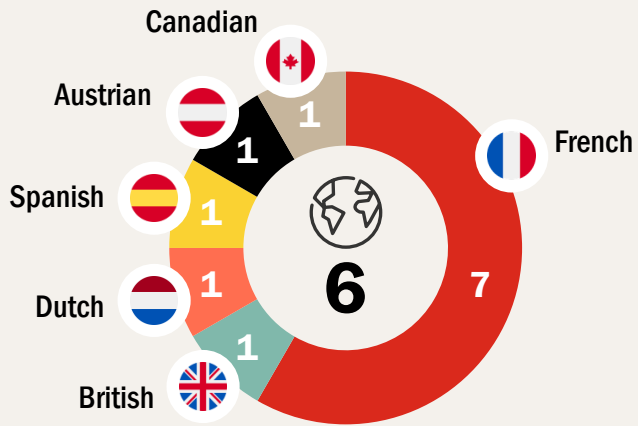
The URW SE Supervisory Board

Post 2024 AGM⁽¹⁾

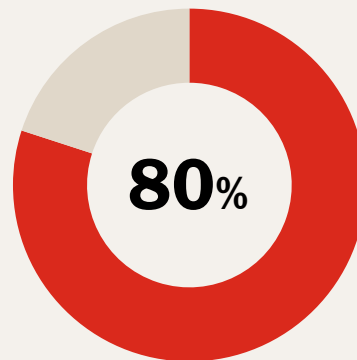
GENDER OF MEMBERS



NATIONALITIES⁽²⁾



INDEPENDENCE



AREAS OF EXPERTISE



1. Subject to the 2024 AGM approval
2. Some members have dual nationalities

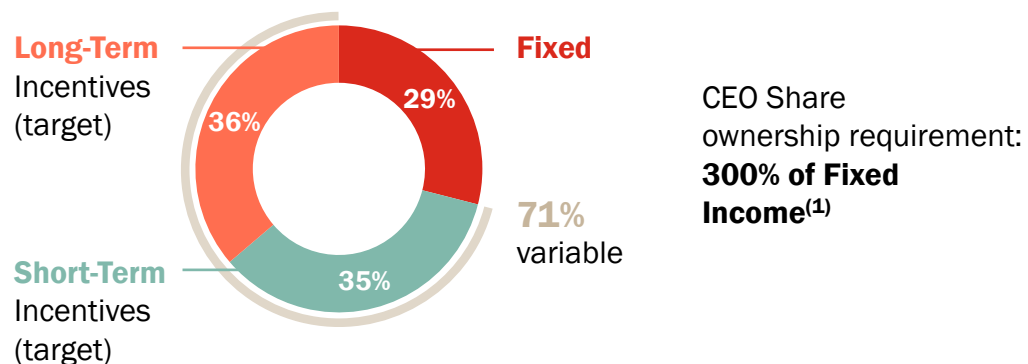
2023 REMUNERATION & 2024 REMUNERATION POLICY



UNIBAIL-RODAMCO-WESTFIELD

Stable Management Board remuneration policy in 2024, Renewal of MB in conformity with approved remuneration policy

UNCHANGED REMUNERATION POLICY & STRUCTURE



Minor KPI adjustments

- **Short-Term Incentives:** strengthening of cost discipline metric, evolution of deleveraging objectives with introduction of a Net Debt/EBITDA metric.
- **Long-Term Incentives:** reflecting stronger ESG commitments with the introduction of the 10-metric URW Sustainability Scorecard, with a stronger weighting (25%).

RENEWAL OF MANAGEMENT BOARD

Appointment of two new MB members

- Anne-Sophie Sancerre appointed CCRO on May 2, 2023 and Vincent Rouget appointed CSIO on June 1, 2023.
- Fixed Income determined based on their respective responsibilities, market benchmarks and the context of their nominations (one promoted, one hired).
- STI & LTI opportunities, and all elements of their remuneration fully aligned with the 2023 remuneration policy.
- 2023 STI calculated on a time pro-rata basis.

Stepping down of two MB members

- Olivier Bossard stepped down from CIO role and remains employed as Advisor to the CEO. No indemnity was paid for leaving the MB. 2023 STI time-prorated.
- Caroline Puechoultres stepped down from CCO role, her suspended employment contract was reactivated, then terminated after notice period. No indemnity was paid for leaving the MB. 2023 STI time-prorated.

1. Share ownership requirement for other MB members: 200% of Fixed Income

STATUTORY AUDITORS' REPORTS


UNIBAIL-RODAMCO-WESTFIELD

Statutory auditors' reports

Ordinary General Meeting

- Report on the annual financial statements
- Report on the consolidated financial statements
- Special report on regulated agreements

Extraordinary General Meeting

- Reports related to transactions on the capital



Report on annual financial statements

RESOLUTION NO. 1

- Key audit matters:
 - Evaluation of investments in subsidiaries and related receivables
 - Accounting for financial debt and derivative financial instruments
- In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the company as at December 31, 2023 and of the results of its operations for the year then ended in accordance with French accounting principles.

Report on the consolidated financial statements

RESOLUTION NO. 2

- Key audit matters:
 - Valuation of the investment property portfolio, including investment properties under construction, either held directly or within joint ventures
 - Recoverable amount of intangible assets with an indefinite useful life and goodwill related to the Westfield acquisition
 - Accounting for financial debt and related derivative financial instruments
- In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at December 31, 2023 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Special report on regulated agreements

RESOLUTION NO. 5

- No new agreement authorized and concluded during the year to be submitted to the approval of the AGM
- We have been informed that the following agreement, previously approved by prior Shareholders' Meetings, has remained in force during the year:

- **Settlement agreement entered into between your company and Mr Christophe Cuvillier** (Group CEO until December 31st, 2020)

This settlement agreement was signed on December 15, 2020, authorized by the November 18, 2020 Supervisory Board and approved by the May 12, 2021 General Meeting.

- The usual stipulations of the settlement agreement relating to confidentiality, cooperation, non-denigration, and temporary tax aid up to 15,000 for a total period of 36 months expiring on December 31, 2023. These continued in 2023 and expired on December 31, 2023.

Special reports regarding transactions on the capital

Authorizations granted to the Management Board

Authorization to reduce the share capital by the cancelling shares bought back by the Company

RESOLUTION NO. 25

Authorization to increase the share capital by issuing ordinary shares and/or securities giving access to the share capital of the Company reserved for participants in Company savings plan

RESOLUTION NO. 26

We have nothing to report on these transactions,
which comply with the conditions provided by the French Commercial Code

FINAL QUORUM



UNIBAIL-RODAMCO-WESTFIELD

SHAREHOLDERS' QUESTIONS



UNIBAIL-RODAMCO-WESTFIELD

Resolutions submitted to the combined general meeting

Operation for voting boxes

Your voting box is strictly personal

The number of votes, corresponding to the number of shares you hold and/or represent, is indicated on the screen



BUTTONS TO USE

Other buttons
are not considered



Operation for voting boxes

As soon as the resolution appears on the screen, it is indicated

The vote is open!

The voting time is represented by an electronic hourglass which fills up

The vote is open!



Operation for voting boxes

During the vote,
PLEASE turn off your mobile phones

Please return your voting box
when you leave the meeting



Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 1

- Approval of the statutory financial statements for the year ended December 31, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 2

- Approval of the consolidated financial statements for the year ended December 31, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 3

- Allocation of net income for the year ended December 31, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 4

- Distribution of an amount deducted from the “Additional paid-in capital” account

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 5

- Approval of the Statutory Auditors' special report on related party agreements governed by Articles L. 225-86 *et seq.* of the French Commercial Code

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 6

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Mr Jean-Marie Tritant, as Chairman of the Management Board

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 7

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Mr Sylvain Montcouquiol, as member of the Management Board

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 8

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Mr Fabrice Mouchel, as member of the Management Board

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 9

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Mr Vincent Rouget, as member of the Management Board from June 1, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 10

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Ms Anne-Sophie Sancerre, as member of the Management Board from May 2, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 11

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Mr Olivier Bossard, as member of the Management Board until April 21, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 12

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Ms Caroline Puechoultres, as member of the Management Board until April 21, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 13

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Mr Léon Bressler, as Chairman of the Supervisory Board until May 11, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 14

- Approval of the total remuneration and benefits of any kind paid during the financial year ended December 31, 2023 or granted in respect of the same financial year to Mr Jacques Richier, as Chairman of the Supervisory Board from May 11, 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 15

- Approval of the remuneration report of the corporate officers in accordance with Article L. 22-10-34 I of the French Commercial Code

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 16

- Approval of the remuneration policy of the Chairman of the Management Board

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 17

- Approval of the remuneration policy of the members of the Management Board, other than the Chairman

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 18

- Approval of the remuneration policy of the members of the Supervisory Board

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 19

- Renewal of the term of office of Ms Susana Gallardo as member of the Supervisory Board



Susana GALLARDO

Governance, Nomination & Remuneration Committee member

Independent

- Appointed in 2020
- To be renewed for a 3-year term
- 89% SB attendance, 100% GNRC attendance in 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 20

- Renewal of the term of office of Ms Sara Lucas as member of the Supervisory Board



Sara LUCAS

Audit Committee member

Independent

- Appointed in 2023
- To be renewed for a 3-year term
- 100% SB and AC attendance in 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 21

- Renewal of the term of office of Ms Aline Sylla-Walbaum as member of the Supervisory Board



Aline SYLLA-WALBAUM

Governance, Nomination & Remuneration Committee member

Independent

- Appointed in 2021
- To be renewed for a 3-year term
- 89% SB attendance, 86% GNRC attendance in 2023

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 22

- Appointment of KPMG S.A. as statutory auditor in charge of certifying the sustainability information

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 23

- Appointment of Deloitte & Associés as statutory auditor in charge of certifying the sustainability information

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 24

- Authorisation granted to the Management Board to enable the Company to purchase its shares in accordance with Article L. 22-10-62 of the French Commercial Code

Resolutions submitted to the extraordinary general meeting

RESOLUTION NO. 25

- Authorisation granted to the Management Board to reduce the share capital by the cancelling shares bought back by the Company in accordance with Article L. 22-10-62 of the French Commercial Code

Resolutions submitted to the extraordinary general meeting

RESOLUTION NO. 26

- Delegation of authority granted to the Management Board to increase the share capital by issuing ordinary shares and/or securities giving access to the share capital of the Company reserved for participants in Company savings plans (*Plan d'Épargne Entreprise*), without pre-emptive subscription rights, in accordance with Articles L. 3332-18 *et seq.* of the French Labour Code

Resolutions submitted to the ordinary general meeting

RESOLUTION NO. 27

- Powers for formalities



UNIBAIL-RODAMCO-WESTFIELD

www.urw.com