



PRESS RELEASE

REGULATED INFORMATION

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Nextensa offers its shareholders an optional dividend

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The ordinary and extraordinary general meetings of shareholders of Nextensa NV/SA (the Company' or 'Nextensa') of 21 May 2024 approved all agenda items submitted to them with the necessary majorities, including the proposal to distribute a gross dividend of EUR 1.50 (EUR 1.05 net, after deduction of withholding tax of 30%) for the 2023 financial year.

The board of directors of the Company subsequently decided, in the context of the authorised capital, to offer the shareholders an optional dividend. From 27 May 2024 until 7 June 2024 (16:00 CEST), Nextensa shareholders will have the opportunity to subscribe to new shares at an issue price of EUR 44.10 per new share by contributing the net dividend rights attached to their shares, represented by coupon no. 29. The issue price corresponds to a discount of 8.13% to the closing price on 21 May 2024.

Nextensa's board of directors has for the first time decided to offer shareholders in the context of the authorised capital an optional dividend. In this context, shareholders are given the option to (i) contribute their net dividend claim into the Company's capital in exchange for the issue of new shares, (ii) receive the dividend in cash, or (iii) choose a combination of these two options.

The new Nextensa shares to be issued under the optional dividend will confer the same rights as the existing shares and will share in the Company's results for the ongoing financial year 2024 (i.e. with effect from 1 January 2024).

The optional dividend allows Nextensa to strengthen its equity and thereby reduce its debt ratio. The optional dividend also allows funds to be retained within the Company (corresponding to the amount of the dividend rights contributed to the Company's capital), which in turn strengthens the Company's liquidity position.

The Company has already been informed of the intention of its reference shareholder, Ackermans & van Haaren NV/SA, to contribute its dividend rights into the Company under the optional dividend.

All information on the optional dividend is set out in an Information Memorandum available (in Dutch) as of today on the Company's website: <https://www.nextensa.eu/en/investing-in-nextensa/optional-dividend>. Here, shareholders can also take note of the board of directors' report and the auditor's report in relation to the optional dividend.

OVERVIEW OF THE MAIN KEY FEATURES OF THE OPTIONAL DIVIDEND

1. SHAREHOLDER CHOICES

The shareholder has a choice of:

- Contribution of its net dividend claim into the capital of the Company, in exchange for new Nextensa shares;
- Payment of the dividend in cash; or
- A combination of the two previous options.

2. ISSUE PRICE AND RATIO

The issue price per new share is EUR 44.10.

In order to obtain one new share, the net dividend rights associated with 42 coupons no. 29 must be contributed.

3. OPTION PERIOD

- Start option period: Monday 27 May 2024 (at the opening of the stock exchange)
- End of option period: Friday 7 June 2024 (16:00 CEST)

Shareholders who did not express a choice in the manner provided for during the option period will in any case receive the dividend in cash.

4. NUMBER OF NEW SHARES TO BE ISSUED

Up to 236,597 new shares will be issued.

5. AMOUNT OF CAPITAL INCREASE

The total maximum capital increase is EUR 2,601,952.60. The total maximum issue price of the newly issued shares is EUR 10,433,927.70.

6. WHO CAN PARTICIPATE?

Any (former or current) shareholder holding a sufficient number of coupons no. 29, attached to shares of the same form, i.e. 42 net dividend rights or a multiple thereof to subscribe to one new share or a multiple thereof. Shareholders who do not have the necessary number of net dividend rights represented by coupons no. 29 attached to shares of the same form to subscribe to at least one share will be paid their dividend in cash. It will not be possible to acquire additional coupons no. 29 nor will it be possible as from 23 May 2024 (i.e. the "ex date", or the date on which coupon no. 29 will be detached) to acquire additional shares with coupon no. 29 attached. Coupon no. 29 will also not be admitted to trading on the stock exchange. The contribution of net dividend rights cannot be supplemented by a contribution in cash. The coupons attached to shares in a different form cannot be combined.

7. HOW TO REGISTER?

Shareholders wishing to contribute their net dividend rights (in whole or in part) to the capital of the Company in exchange for new shares should during the option period contact:

- the Company, in respect of registered shares; and
- the financial institution where they hold their shares in their securities account, as regards dematerialised shares.

8. CAPITAL INCREASE AND PAYOUT

On 12 June 2024, the realisation of the capital increase and the issue of new shares will be decided. Cash dividends will also be paid as of that date.

Coupons number 29 which have not been contributed by Friday 7 June 2024 16:00 (CEST) in the manner provided for that purpose, with a view to participating in the capital increase, will thereafter no longer entitle the holder to new shares.

9. ADMISSION TO TRADING ON THE REGULATED MARKET

The Company will make an application to Euronext Brussels for the additional admission to trading of the new shares issued as a result of the capital increase in the context of the optional dividend and intends that the new shares, which will be entitled to participate in the profits as from financial year 2024, will be able to be traded on Euronext Brussels from the date of their issue (i.e. 12 June 2024).

10. RESULT PARTICIPATION

The new shares issued as part of the capital increase participate in the result as from 1 January 2024.

ABOUT NEXTENSA

Nextensa is a mixed property investor and developer.

The company's investment portfolio is divided between the Grand Duchy of Luxembourg (43%), Belgium (42%) and Austria (15%); its total value as at 31/03/2024 was approximately € 1.3 billion.

As a developer, Nextensa is mainly active in shaping large urban developments. At Tour & Taxis (development of more

than 350,000 m²) in Brussels, Nextensa is building a mixed-use district consisting of a revaluation of iconic buildings and new construction. In Luxembourg (Cloche d'Or), it is working in partnership on a major urban extension of more than 400,000 m² consisting of offices, retail and residential.

The company is listed on Euronext Brussels and has a market capitalisation of €445M (value 31/03/2024).

For more information

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