# VONOVIA

# FY 2017 Earnings Call March 6, 2018

Rolf Buch, CEO Dr. A. Stefan Kirsten, CFO 1. Highlights



2. FY2017 results

3. Housekeeping

4. Wrap-up

| 1 | Highlights     |
|---|----------------|
| 2 | FY2017 Results |
| 3 | Housekeeping   |
| 4 | Wrap-up        |
| 5 | Appendix       |

1. Highlights

# Reporting annual results for the fifth time since the IPO, Vonovia once again delivered on all metrics and continued on its sustainable growth trajectory

| Operations                   | <ul> <li>&gt; Organic rent growth accelerated to 4.2% in 2017 (+90bps)</li> <li>&gt; EBITDA margin of 73.2% incl. maintenance (+230bps)</li> <li>&gt; Cost per unit down to €526 (-7.7%)</li> <li>&gt; Adj. EBITDA Operations €1,224.2m (+11.9%)</li> </ul>  |
|------------------------------|--|
| FFO 1                        | <ul> <li>≥ €920.8m (+21%)</li> <li>&gt; €1.90 per share, eop NOSH (+16.3%)</li> <li>&gt; €1.93 per share, avg. NOSH (+18.4%)</li> </ul>  |
| Valuation<br>and<br>Adj. NAV | <ul> <li>Aggregate value growth of €4,229m in 2017 (+14.8% I-f-I), of which 3.0% from performance, 3.0% from investments and 8.9% from yield compression</li> <li>Fair value of €1,475 per sqm and 19.7x in-place rent multiple</li> <li>Adj. NAV of €38.49 per share (+25.2%)</li> </ul>  |
| Governance                   | <ul> <li>The Supervisory Board of Vonovia SE will propose to the AGM to be held on May 9, 2018, the election of Jürgen Fitschen as Member of the Supervisory Board. If elected, the Supervisory Board intends to elect Jürgen Fitschen as its Chairman.</li> <li>CFO Dr. Stefan Kirsten will step down from Vonovia's Management Board at his own request, effective from the end of the 2018 AGM to enable the company to take the next steps in its development under the financial leadership of Helene von Roeder as CFO of Vonovia SE, who will assume joint responsibility for all financial functions.</li> </ul> |

# 16.3% FFO 1 Growth on a Broadly Stable Portfolio



Highlights

2 FY2017 results

3. Housekeeping

4. Wrap-up

5. Appendix

On a broadly stable portfolio (+2.3% more residential units on average), Vonovia delivered 8.4% rental income growth, 11.9% Adj. EBITDA Operations growth and €160m FFO 1 growth, equaling +16.3% FFO 1 growth per share (in spite of 4.1% NOSH growth as a result of scrip dividend, conwert acquisition and Gagfah legal merger)

|                                     |             | FY2017  | FY2016  | Delta  |          |
|-------------------------------------|-------------|---------|---------|--------|----------|
| Average number of residential sqm   | `000        | 22,056  | 21,509  | +2.5%  |          |
| Average number of residential units | #           | 352,848 | 344,884 | +2.3%  |          |
| Organic rent growth (y-o-y)         | %           | 4.2     | 3.3     | +90bps |          |
| In-place rent (eop)                 | €/month/sqm | 6.27    | 6.02    | +4.2%  |          |
| Vacancy rate (eop)                  | %           | 2.5     | 2.4     | +10bps |          |
| Rental income                       | €m          | 1,667.9 | 1,538.1 | +8.4%  | +€129.8r |
| Maintenance expenses                | €m          | -258.0  | -247.4  | +4.3%  |          |
| Operating expenses                  | €m          | -259.9  | -244.5  | +6.3%  |          |
| Adj. EBITDA Rental                  | €m          | 1,150.0 | 1,046.2 | +9.9%  | +€103.8ı |
| Adj. EBITDA Value-add business      | €m          | 102.1   | 57.0    | +79.1% |          |
| Adj. EBITDA Operations              | €m          | 1,224.2 | 1,094.0 | +11.9% | +€130.2  |
| FFO interest expense                | €m          | -287.5  | -322.7  | -10.9% |          |
| Current income taxes FFO 1          | €m          | -15.9   | -10.5   | +51.4% |          |
| FFO 1                               | €m          | 920.8   | 760.8   | +21.0% | +€160.0r |
| FFO 1 per share (eop NOSH)          | €           | 1.90    | 1.63    | +16.3% |          |
| FFO 1 per share (avg. NOSH)         | €           | 1.93    | 1.63    | +18.4% |          |

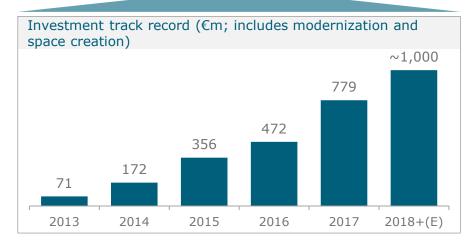
#### Rent Growth Still in Acceleration Phase



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Appendix

|   |      | /    |          |
|---|------|------|----------|
| Rent growth drivers (last 12M)                  | 2017 | 2016 | Delta    |
|   |      | ı    |          |
| Sitting tenants (incl. subsidized rents)        | 1.2% | 0.9% | +30 bps  |
| New lettings                                    | 0.4% | 0.6% | -20 bps  |
| Subtotal market-driven rent growth              | 1.6% | 1.5% | +10 bps  |
| Modernization                                   | 2.5% | 1.8% | +70 bps  |
| Subtotal I-f-I rent growth                      | 4.1% | 3.3% | +80 bps  |
| Space creation                                  | 0.1% | 0.0% | +10 bps  |
| Subtotal organic rent growth                    | 4.2% | 3.3% | +90 bps  |
| Portfolio management (+ acquisitions ./. sales) | 0.0% | 1.4% | -140 bps |
| Total rent growth                               | 4.2% | 4.7% | -50 bps  |

| Positive rent growth trajectory |      |      |      |      |      |                   |
|---------------------------------|------|------|------|------|------|-------------------|
|                                 | 2013 | 2014 | 2015 | 2016 | 2017 | 2018(E)           |
| Market driven                   | 1.6% | 1.6% | 1.7% | 1.5% | 1.6% | <b>≈</b>          |
| Modernization                   | 0.4% | 0.9% | 1.2% | 1.8% | 2.5% | 1                 |
| Space creation                  |      |      |      |      | 0.1% | 1                 |
| Organic rent growth             | 1.9% | 2.5% | 2.9% | 3.3% | 4.2% | 4.6%<br>-<br>4.8% |



#### Continued EBITDA Margin Expansion



1. Highlights

2. FY2017 results

Housekeeping

4. Wrap-up

5. Appendi:

- > 9.9% EBITDA Rental growth translates into an EBITDA Operations growth of 11.9% y-o-y because of €102.1m contribution from Value-add Business.
- > EBITDA Operations margin expansion (incl. maintenance) to 73.2% (+230 bps y-o-y).



| €m<br>(unless indicated otherwise) | 2017     | 2016    | Delta   |
|------------------------------------|----------|---------|---------|
| Rental income                      | 1,667.9  | 1,538.1 | +8.4%   |
| Maintenance expenses               | -258.0   | -247.4  | +4.3%   |
| Operating expenses                 | -259.9   | -244.5  | +6.3%   |
| Adj. EBITDA Rental                 | 1,150.0  | 1,046.2 | +9.9%   |
|                                    |          |         |         |
| Income                             | 1,170.5  | 851.2   | +37.5%  |
| of which external                  | 161.6    | 108.1   | +49.5%  |
| of which internal                  | 1,008.9  | 743.1   | +35.8%  |
| Operating expenses                 | -1,068.4 | -794.2  | +34.5%  |
| Adj. EBITDA Value-add Business     | 102.1    | 57.0    | +79.1%  |
|                                    |          |         |         |
| Adj. EBITDA Other <sup>1</sup>     | -27.9    | -9.2    | +203.3% |
| Adj. EBITDA Operations             | 1,224.2  | 1,094.0 | +11.9%  |

<sup>&</sup>lt;sup>1</sup> Mainly consolidation

# LTV below Target Range



Highlights 2. FY2017 results

3. Housekeeping

4. Wrap-up

| €m<br>(unless indicated otherwise)                  | Dec 31, 2017 | Sep. 30, 2017 | Jun. 30, 2017 | Mar. 31, 2017 | Dec. 31, 2016 |
|---|--------------|---------------|---------------|---------------|---------------|
| Non-derivative financial liabilities                | 14,060.5     | 13,921.1      | 14,257.6      | 14,435.3      | 13,371.0      |
| Foreign exchange rate effects                       | -23.5        | -26.5         | -137.2        | -194.8        | -209.9        |
| Cash and cash equivalents                           | -266.2       | -339.8        | -378.1        | -1,007.9      | -1,540.8      |
| Net debt  | 13,770.8     | 13,554.8      | 13,742.3      | 13,232.6      | 11,620.3      |
| Sales receivables                                   | -201.2       | -177.6        | -180.0        | -144.4        | -135.4        |
| Additional loan amount for outstanding acquisitions |              |               |               | 275.0         |               |
| Adj. net debt                                       | 13,569.6     | 13,377.2      | 13,562.3      | 13,363.2      | 11,484.9      |
| Fair value of real estate portfolio                 | 33,436.3     | 30,948.1      | 30,830.2      | 29,607.6      | 27,115.6      |
| Shares in other real estate companies               | 642.2        | 605.4         | 564.6         | 520.4         | 503.1         |
| Adj. fair value of real estate portfolio            | 34,078.5     | 31,553.5      | 31,394.8      | 30,128.0      | 27,618.7      |
| LTV   | 39.8%        | 42.4%         | 43.2%         | 44.4%         | 41.6%         |
| Debt/EBITDA   | 11.1x        |               |               |               | 10.5x         |

# FFO1 per Share +16.3%



L. Highlights

2. FY2017 results

3. Housekeeping

4. Wrap-up

6. Appendix

> Driven by better operational performance and lower interest expenses, FFO1 per share was up 16.3% y-o-y for eop NOSH and up 18.4% for avg. NOSH<sup>1</sup>.

| €m (unless indicated otherwise)                           | 2017    | 2016    | Delta  |
|---|---------|---------|--------|
| Adj. EBITDA Operations                                    | 1,224.2 | 1,094.0 | 11.9%  |
| FFO interest expense                                      | -287.5  | -322.7  | -10.9% |
| Current income taxes FFO 1                                | -15.9   | -10.5   | 51.4%  |
| FFO 1   | 920.8   | 760.8   | 21.0%  |
| of which attributable to Vonovia shareholders             | 866.2   | 713.4   | 21.4%  |
| of which attributable to Vonovia hybrid capital investors | 40.0    | 40.0    | 0.0%   |
| of which attributable to non-controlling interests        | 14.6    | 7.4     | 97.3%  |
| Capitalized maintenance                                   | -85.7   | -71.6   | 19.7%  |
| AFFO  | 835.1   | 689.2   | 21.2%  |
| Adjusted EBITDA Sales                                     | 110.8   | 92.5    | 19.8%  |
| Current income taxes Sales                                | -19.2   | -29.5   | -34.9% |
| FFO 2   | 1,012.4 | 823.8   | 22.9%  |
| FFO 1 € / share (eop NOSH)                                | 1.90    | 1.63    | 16.3%  |
| FFO 1 € / share (avg. NOSH)                               | 1.93    | 1.63    | 18.4%  |

<sup>&</sup>lt;sup>1</sup> See page 59 for reconciliation of shares.

#### Adj. NAV per Share +25.2%



Highlights

2. FY2017 results

3. Housekeeping

4. Wrap-up

Appendix

- > Adj. NAV grew by 30.3% in 2017 driven by the operating performance, value-enhancing investments and yield compression.
- In spite of the 4.1% increase in NOSH<sup>1</sup>, the **Adj. NAV per share is up 25.2% y-o-y**.

| €m<br>(unless indicated otherwise)   | Dec. 31,<br>2017          | Sep. 30,<br>2017 | Jun. 30,<br>2017 | Mar. 31,<br>2017 | Dec. 31,<br>2016 |
|--|---------------------------|------------------|------------------|------------------|------------------|
| Equity attributable to Vonovia's shareholders  | 15,080.8                  | 13,784.0         | 13,368.0         | 12,706.5         | 12,467.8         |
| Deferred taxes on investment properties and assets held for sale                         | 6,185.7                   | 5,385.4          | 5,307.9          | 4,827.4          | 4,550.3          |
| Fair value of derivative financial instruments <sup>2</sup>                              | 26.9                      | 36.2             | 39.0             | 29.0             | 44.4             |
| Deferred taxes on derivative financial instruments                                       | -8.8                      | -10.3            | -12.1            | -14.3            | -15.4            |
| EPRA NAV   | 21,284.6                  | 19,195.3         | 18,702.8         | 17,548.6         | 17,047.1         |
| Goodwill   | -2,613.5                  | -2,931.8         | -2,931.8         | -2,931.8         | -2,718.9         |
| Adj. NAV   | 18,671.1                  | 16,263.5         | 15,771.0         | 14,616.8         | 14,328.2         |
|  | L                         |                  | +30.3%           |                  |                  |
| EPRA NAV €/share   | 43.88                     | 39.57            | 39.25            | 37.43            | 36.58            |
| Adj. NAV €/share   | 38.49                     | 33.53            | 33.10            | 31.18            | 30.75            |
| $^{1}$ See page 59 for reconciliation of number of shares. $^{2}$ Adjusted for effects f | rom cross currency swaps. |                  | +25.2%           |                  |                  |

FY 2017 Earnings Call

## Invest Cluster Offers Long-Term Organic Growth Potential



1. Highlights

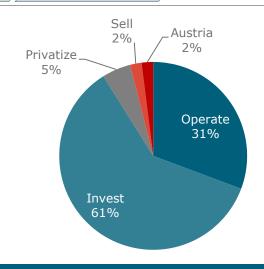
2. FY2017 results

3. Housekeeping

4. Wrap-up

. Appendix

- 92% of the total portfolio is allocated to the two strategic clusters Operate and Invest, with another 5% earmarked for privatization.
- More than 217k units in the Invest cluster (61% of total fair value) safeguard sufficient potential for the annual €1bn investment volume.



| Dec. 31, 2017               | Residential | In-place rent | Vacancy rate | Fair value |            |
|-----------------------------|-------------|---------------|--------------|------------|------------|
|                             | units       | (€/sqm/month) | (%)          | (€bn)      | % of total |
| Operate                     | 101,697     | 6.55          | 2.3          | 10,252.9   | 31%        |
| Invest                      | 217,317     | 6.22          | 2.2          | 20,255.1   | 61%        |
| Subtotal Strategic Clusters | 319,014     | 6.33          | 2.3          | 30,508.0   | 92%        |
| Privatize                   | 14,099      | 6.13          | 3.4          | 1,509.7    | 5%         |
| Sell                        | 11,473      | 4.93          | 8.4          | 535.6      | 2%         |
| Total Germany               | 344,586     | 6.27          | 2.5          | 32,553.3   | 98%        |
| Austria                     | 2,058       | 6.51          | 2.9          | 551.6      | 2%         |
| Total Residential Portfolio | 346,644     | 6.27          | 2.5          | 33,104.9   | 100%       |
|                             |             |               |              |            |            |

Fair value of the developed land excluding €331.4 million for undeveloped land, inheritable building rights granted and other.

# Performance, Investments and Yield Compression Drove Values in 2017



1. Hiahliahts

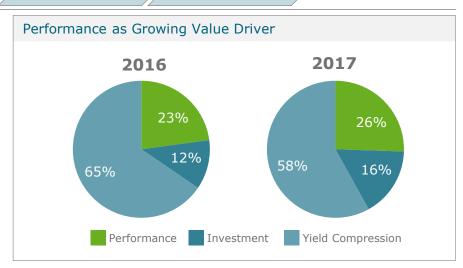
2. FY2017 results

3. Housekeeping

4. Wrap-up

Appendix

- > Overall I-f-I value growth of €4,229m (14.8%) driven by
  - > Performance: €1,079m (3.0%)
  - > Investments: €695m (3.0%)
  - Yield compression: €2,455m (8.9%)
- > Above 10% yield compression in the Regional Markets Berlin (13.2%), Hanover (12.4%), Rhine Main (11.6%), Kiel (11.5%), Bremen (11.2%) and Southern Ruhr Area (10.5%)
- High single-digit yield compression in the Regional Markets of Leipzig (9.1%), Westphalia (8.7%) and Freiburg (8.2%)
- Lowest yield compression in the Regional Markets of Munich (4.3%), which continues to have the highest multiple, and Northern Ruhr Area (6.0%)



| €m                     | FY2016 | H1 2017 | H2 2017 | FY2017 |
|------------------------|--------|---------|---------|--------|
| Performance            | 862    | 393     | 686     | 1,079  |
| Rental development     |        | 363     | 586     | 949    |
| Investments            |        | 30      | 100     | 130    |
| Investments            | 440    | 290     | 405     | 695    |
| VTS margin             | 9      | 10      | 15      | 25     |
| Investments (cash out) | 431    | 280     | 390     | 670    |
| Yield compression      | 2,470  | 830     | 1,625   | 2,455  |
| Total                  | 3,772  | 1,513   | 2,716   | 4,229  |

Note: Based on recent forecast of Vonovia calculations. Valuation results are subject to change during the ongoing valuation process.

#### Value Growth Across All Regional Markets



1. Highlights

2. FY2017 results

3. Housekeeping

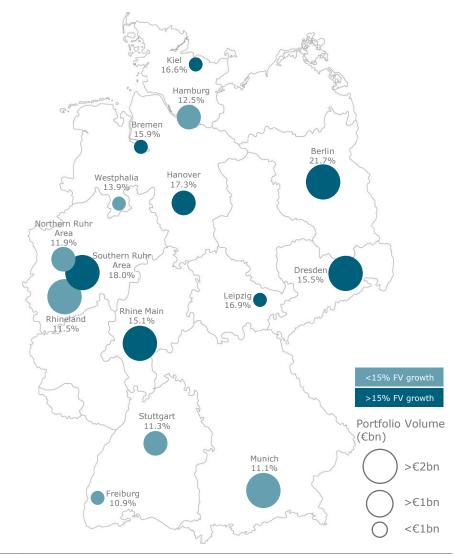
4. Wrap-up

5. Appendix

| Dealeral Mades                                       | Fair v | alue    |                             |       |
|--|--------|---------|-----------------------------|-------|
| Regional Market                                      | (€m)   | (€/sqm) | Multiple<br>(in-place rent) | YC    |
| Berlin   | 5,182  | 2,035   | 26.6                        | 13.2% |
| Rhine Main Area (Frankfurt,<br>Darmstadt, Wiesbaden) | 3,525  | 1,946   | 21.0                        | 11.6% |
| Rhineland (Cologne, Düsseldorf,<br>Bonn)             | 3,240  | 1,581   | 19.4                        | 6.7%  |
| Southern Ruhr Area (Dortmund,<br>Essen, Bochum)      | 2,884  | 1,051   | 15.8                        | 10.5% |
| Dresden  | 2,875  | 1,230   | 18.1                        | 6.5%  |
| Hamburg  | 1,940  | 1,795   | 21.6                        | 6.9%  |
| Munich   | 1,820  | 2,771   | 29.1                        | 4.3%  |
| Stuttgart  | 1,742  | 1,893   | 20.9                        | 7.6%  |
| Northern Ruhr Area (Duisburg,<br>Gelsenkirchen)      | 1,418  | 854     | 13.4                        | 6.0%  |
| Hanover  | 1,297  | 1,374   | 18.5                        | 12.4% |
| Kiel   | 992    | 1,192   | 17.2                        | 11.5% |
| Bremen   | 914    | 1,230   | 19.1                        | 11.2% |
| Leipzig  | 763    | 1,229   | 18.4                        | 9.1%  |
| Westphalia (Münster, Osnabrück)                      | 667    | 1,075   | 16.0                        | 8.7%  |
| Freiburg   | 545    | 1,949   | 23.0                        | 8.2%  |
| Other Strategic Locations                            | 2,103  | 1,404   | 18.4                        | 6.5%  |
| Total Strategic Locations                            | 31,908 | 1,495   | 19.8                        | 8.9%  |

# Yield compressionModernizationPerformanceBerlin (13.2%)S. Ruhr Area (6.0%)Leipzig (6.0%)Hanover (12.4%)Hanover (4.9%)Dresden (5.9%)Rhine Main (11.6%)Westphalia (4.5%)Berlin (5.8%)

#### Total fair value growth from performance, investments and yield compression



- > As part of the preparation of the IFRS annual accounts, an impairment test was conducted to test if any of the goodwill on the balance sheet needs to be impaired.
- > The 2017 WACC (post tax) was 3.60% after 3.10% for 2016.
- > The increase in WACC is primarily driven by a higher base rate and lower debt leverage.
- The higher WACC results in an impairment of the full goodwill amount allocated to Vonovia's Region
   East (predominantly Berlin) of €337m.
- > No impairment in any other region.
- > A WACC level similar to last year would have resulted in the same headroom as last year, supporting the view that the value growth seen in 2017 is supported by operating cash flow growth.

No impact on Adj. NAV, as the impairment only affects the goodwill and hence the EPRA NAV

#### Conservative Valuation Levels



.. Highlights

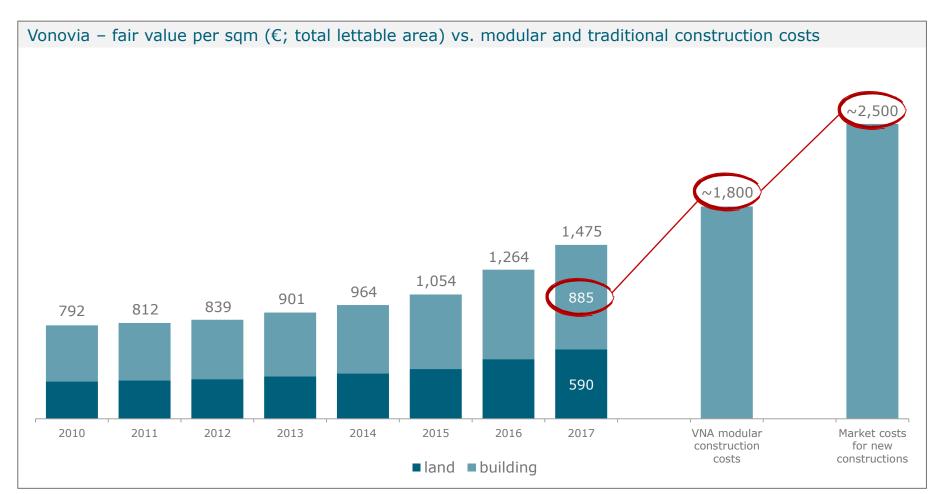
2. FY2017 results

3. Housekeeping

4. Wrap-up

. Appendix

> In-place values are still way below replacement values, in spite of accelerating valuation growth in recent years.



Note: VNA 2010 – 2014 refers to Deutsche Annington Portfolio at the time; construction costs excluding land. The land value refers to share of total fair value allocated to land. Source for market costs: Arbeitsgemeinschaft für zeitgemäßes Bauen e.V.

## Growing Contribution from Value-add Business



1. Highlights

2. FY2017 results

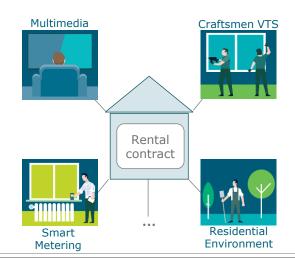
Housekeeping

4. Wrap-up

. Appendix

#### Concept

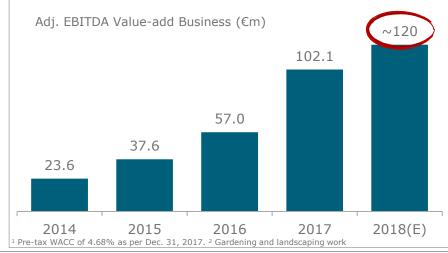
- > Expansion of core business to extend the value chain by offering additional services and products that are directly linked to our customers and/or the properties and offer the same cash flow stability as the rental business.
- > Insourcing of services to ensure maximum process management and cost control.
- > Two types of Value-add Business
  - 1. External income (e.g. multimedia, smart metering)
  - 2. Internal savings (e.g. craftsmen, resi environment)
- > New initiatives always follow same low risk pattern of
  - > Prototype development
  - > Proof of concept in pilot phase
  - > Roll-out across portfolio



#### **Economics**

- > NAV does not account for Vonovia's Value-add Business.
- Applying the impairment test WACC¹ to the 2018E Adj. EBITDA Value-add Business translates into an additional value of ~€5.3 per share (~14% on top of current Adj. NAV).

| Penetration                          |  |  |  |
|--------------------------------------|--|--|--|
| Multimedia                           | ca. 80%  |  |  |
| Smart metering                       | ca. 23%  |  |  |
| Residential environment <sup>2</sup> | ca. 30%  |  |  |
| Energy                               | <1%  |  |  |
| Craftsmen VTS                        | ca. 70% (maintenance) ca. 30% (modernization) target is around 70% to allow for enough flexibility in the volumes and to enable continuous benchmarking to market prices |  |  |



#### Sales – Steady Cash Flow at Attractive Margins



1. Highlights

2 FV2017 recults

3. Housekeeping

4. Wrap-up

- > In spite of value growth of the portfolio, privatization margins are still above 30% and the margin on non-core sales increased to 7.9% from 5.4% in 2016.
- > The fair value step-up in privatization excl. smaller package deals was 35.0%.

|                                    | <u>Privatize Por</u> | rtfolio | Sell Portfolio |        | TOTAL    |          |
|------------------------------------|----------------------|---------|----------------|--------|----------|----------|
| €m<br>(unless indicated otherwise) | 2017                 | 2016    | 2017           | 2016   | 2017     | 2016     |
|                                    | 2.600                | 2 701   | 0.470          | 22.020 | 11 700   | 26.624   |
| Residential units sold             | 2,608                | 2,701   | 9,172          | 23,930 | 11,780   | 26,631   |
| Income from disposals              | 305.9                | 267.4   | 900.5          | 960.5  | 1,206.4  | 1,227.9  |
| Fair value of disposals            | -230.6               | -196.3  | -834.9         | -911.4 | -1,065.5 | -1,107.7 |
| Adj. profit from disposals         | 75.3                 | 71.1    | 65.6           | 49.1   | 140.9    | 120.2    |
| Fair value step-up (%)             | 32.7%                | 36.2%   | 7.9%           | 5.4%   |          |          |
|                                    |                      |         |                |        |          |          |
| Selling costs                      |                      |         |                |        | -30.1    | -27.7    |
| Adj. EBITDA Sales                  |                      |         |                |        | 110.8    | 92.5     |

Compelling Guidance for 2018 Unchanged



2. FY2017 results

|                                  | 2017    | 2018                     |
|----------------------------------|---------|--------------------------|
|                                  | Actuals | Guidance                 |
| Organic rent growth (eop)        | 4.2%    | 4.6% - 4.8%              |
| Vacancy (eop)                    | 2.5%    | <2.5%                    |
| Rental Income (€m)               | 1,667.9 | 1,660 - 1,680            |
| FFO1 (€m)                        | 920.8   | 960 - 980                |
| FFO1 (€/share)                   | 1.90    | 1.98 - 2.02 <sup>2</sup> |
| Maintenance (€m)                 | 346.2   | ~360                     |
| Modernization & Investments (€m) | 778.6   | ~1,000                   |
| Privatization (number of units)  | 2,608   | ~2,300                   |
| FV step-up (Privatization)       | 32.7%   | ~30%                     |
| Non-core (number of units)       | 11,780  | opportunistic            |
| FV step-up (Sell Portfolio)      | 7.9%    | >0%                      |
| Dividend/share                   | €1.32¹  | ~70% of FFO1             |

Note: Excluding any impact from potential Buwog acquisition.

<sup>1</sup> Intended to be proposed to the 2018 Annual General Meeting. <sup>2</sup> Based on current number of 485.1m shares outstanding.

#### Update on Cooperation with SNI



1. Highlights

2 EV2017 results

3. Housekeeping

4. Wrap-up

. Appendix

- > Since indicating international interest Vonovia has seen a steady level of interest from Europe-wide brokers with investment opportunities. So far, these opportunities are mostly small in scale
- > Cooperation with cdc habitat in France (formerly "SNI"):
  - > Benchmarking workshops carried out between November 2017 and January 2018
  - > Basics of operations considered very similar (e.g. demand profile and type of tenants)
  - > Supply side structures differ in the regulation of social housing
  - > Vonovia more advanced in industrialization and efficiencies in leveraging its platform (Value-add Business)
  - > Next steps: Detailed areas of co-operation currently being considered

Vonovia will continue to explore opportunities in large European metropolitan areas in line with our established acquisition criteria

#### Governance – Supervisory Board Changes



1. Highlights

2 FY2017 results

3. Housekeeping

4. Wrap-up

- > Following the passing of Vonovia SE's former Chairman of the Supervisory Board, **Dr. Wulf H. Bernotat**, in late August 2017, Supervisory Board Member **Prof. Dr. Edgar Ernst** had been appointed Interim Chairman until the next Annual General Meeting.
- > The next AGM is scheduled for May 9, 2018, in Bochum, and Vonovia's Supervisory Board will propose

  Jürgen Fitschen as new member of the Supervisory Board. Following an approval by the AGM, Jürgen

  Fitschen is expected to be elected as the new Chairman of the Supervisory Board.
- > As previously announced, if the tender offer for Buwog AG is successful, **Vitus Eckert**, currently Chairman of Buwog AG's Supervisory Board, will be proposed as new member to the Supervisory Board of Vonovia SE.

#### Governance – Management Board Changes



.. Highlights

2. FY2017 results

3. Housekeeping

4. Wrap-uj

5. Appendi:

- As announced on August 4, 2017, **Gerald Klinck** will not seek an extension of his contract as Member of the Management Board of Vonovia SE and leave the Board upon termination of his current contract following the Annual General Meeting on May 9, 2018.
- As announced on January 23, 2018, **Helene von Roeder** has been appointed to Vonovia SE's Management Board and will take over Gerald Klinck's responsibilities during this year.
- > CFO **Dr. Stefan Kirsten** will step down from Vonovia's Management Board at his own request, effective from the end of the AGM on May 9, 2018. Dr. Kirsten wants to enable the company to take the next steps in its development under the financial leadership of Helene von Roeder as CFO of Vonovia SE, who will assume joint responsibility for all financial functions. Dr. Kirsten will maintain ties with Vonovia as a supervisory board member of various relevant holdings as well as in a consulting role.
- As previously announced, if the tender offer for Buwog AG is successful, **Daniel Riedl**, Chairman of Buwog AG's Management Board, will join Vonovia SE's Management Board at the next Annual General Meeting.

# Update on Tender Offer for Buwog



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Append

| Transaction timeline |   |
|----------------------|---|
|                      |   |
| 18 Dec 2017          | Announcement of the intention to make a voluntary take-over offer                                 |
| 05 Feb 2018          | Publication of the offer document   |
| 06 Feb 2018          | Start of the initial acceptance period  |
| 12 Mar 2018          | End of the initial acceptance period  |
| 15 Mar 2018          | Publication of final result of initial acceptance period by Vonovia                               |
| 16 Mar 2018          | Publication of final result of initial acceptance period in the official gazette (Wiener Zeitung) |
| 16 Mar 2018          | Start of the additional acceptance period   |
| 26 Mar 2018          | Payment and settlement (relating to acceptance during initial acceptance period)                  |
| 07 May 2018          | Consolidated Q1 reporting incl. Buwog   |
| 18 Jun 2018          | End of the additional acceptance period   |

Assuming a tender ratio of at least 50% plus 1 share during the initial acceptance period and hence a successful transaction, Vonovia would take control just a few days prior to the end of the first quarter. In this case, for the release of Vonovia's Q1 results, Buwog would be consolidated in terms of balance sheet numbers but not in terms of income and cash flow statements.

While a detailed guidance for Vonovia including Buwog would not be possible at that point, we would be looking to provide the market with our best estimate for 2018 FFO 1.

#### Next Portfolio Valuation in H1 2018



1. Highlights

2 FY2017 results

3. Housekeeping

4. Wrap-up

- > Vonovia expects to perform a portfolio valuation update as per June 30, 2018, as
  - > ongoing value growth can be observed in many markets throughout Germany;
  - > Vonovia's internal accounting policies call for an interim valuation at the end of Q2 if the expected value shift is considered material; and
  - current market observations suggest a significant value uplift
- > For practical reasons and similar to Q2 2017, the valuation exercise will not cover the entire portfolio but a meaningful subset.
- > The **valuation scope** is currently envisaged to include
  - > The 20 largest German cities by fair value
  - > Additional locations for which meaningful value growth is expected
  - > Vienna



- > Vonovia gave investors the choice between a cash dividend and a scrip dividend for the first time in the context of the 2017 AGM.
- > Nearly half of all shareholders opted for the scrip dividend.
- > For the 2018 AGM to be held on May 9, 2018, in Bochum, Vonovia intends to once again propose an optional scrip dividend, provided that the share price is not materially below the Adj. NAV per share when the final decision is taken.
- > The specifics will be laid out in the convening notice and related documentation to be published on or before March 29.
- > The final decision on whether to offer a scrip dividend alternative will be taken by the Supervisory Board just before the AGM.

#### Capital Markets Day 2018 in Berlin



1. Highlights

2 FY2017 results

Housekeeping

4. Wrap-up

- Vonovia's 2018 Capital Markets Day will take place in Berlin
- > Agenda
  - > June 4: Dinner at ca. 20:00
  - > June 5:
    - Presentations and Workshops
      - > Neighborhood Development Project in Berlin Tegel
      - Development Business
      - Value-add Business: Energy
    - > Property Tour
  - > CMD will finish in time for flights out of Berlin starting at around 18:30
- An invitation including the agenda, the exact location and the registration link will be sent out in April.
- > Following the CMD, we will be starting our bi-annual perception study and appreciate your cooperation in case you are contacted by h2glenfern.

## Proven 4+1 Strategy is Evolving into 4+2 Strategy



1. Highlights

2 EV2017 recults

3. Housekeeping

4. Wrap-up

. Appendix

#### **Reputation & Customer Satisfaction**

Systematic optimization of operating **Traditional** performance and core business productivity through leveraging scaling effects **Property Management** > High degree of standardization and industrialization throughout the entire organization Ensure well-balanced financing mix and maturity profile with low financing costs, investment grade credit rating and adequate liquidity at all Financing times > Fast and unfettered access to equity and debt capital markets at all times Portfolio optimization by way of tactical acquisitions and non-core/non-strategic disposals to ensure exposure to strong local markets Portfolio Management > Pro-active development of the portfolio through investments to offer the right products in the right markets and on a long-term basis Expansion of core business to extend the value Innovative chain by offering additional services and products that are directly linked to our Value-add Business customers and/or the properties > Insourcing of services to ensure maximum process management and cost control Core Strategies

Mergers & Acquisitions

- Continuous review of onand off-market opportunities to lever economies of scale and apply strategic pillars 1-4 to a growing portfolio
- All acquisitions must meet the stringent acquisition criteria

6 European Activities

- Building on existing German operations
- > Measured approach
- > Excellent partners for cooperation
- Leveraging know how, experience and best practices

Opportunistic Strategies

## Core Strategies with Impeccable Track Record



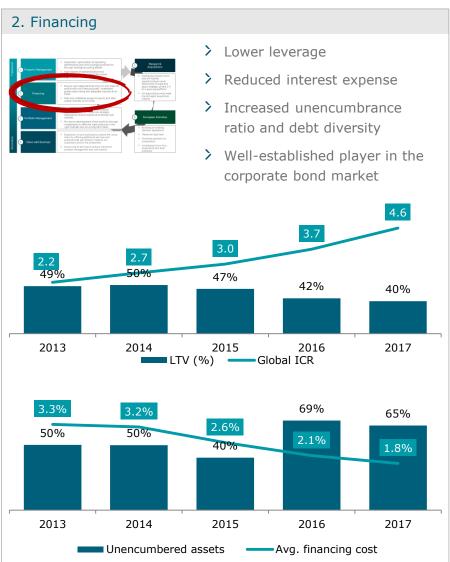
1. Highlights

2 FY2017 results

3. Housekeeping

4. Wrap-up





# Core Strategies with Impeccable Track Record...



1. Highlights

2 FY2017 results

3. Housekeeping

4. Wrap-up

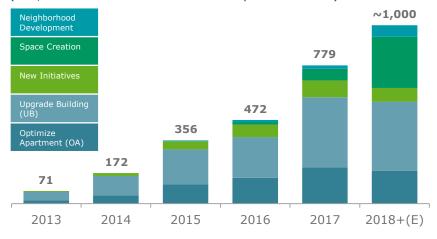
6. Appendix

#### 3. Portfolio Management



- More than 51k non-core units sold since IPO (28% of IPO portfolio volume)
- Number of portfolio locations reduced by 29%; portfolio now concentrated across 15 growth regions
- Investment program grown from €71m for 2013 to €1bn for 2018 and annually going forward

# Investment track record (€m; includes modernization and space creation)

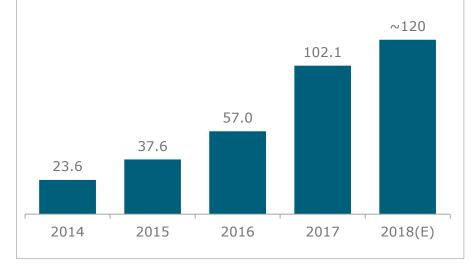


#### 4. Value-add Business



- Insourcing of services to increase customer satisfaction and extend the value chain
- Leveraging the B-to-C nature of the business and the longterm customer relationship
- > Most dynamic and innovative part of the business

#### Adj. EBITDA Value-add Business (€m)

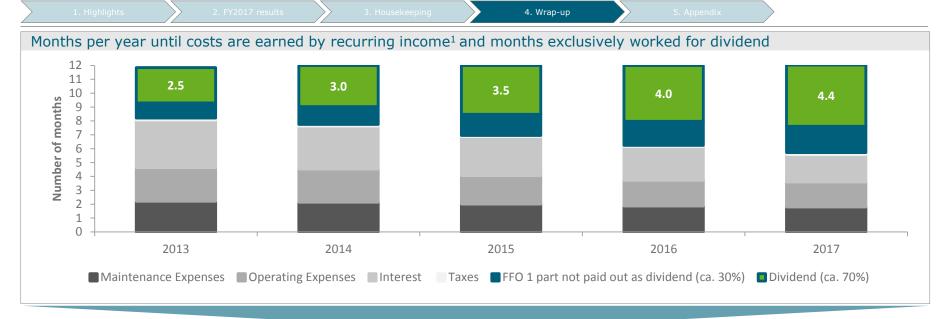


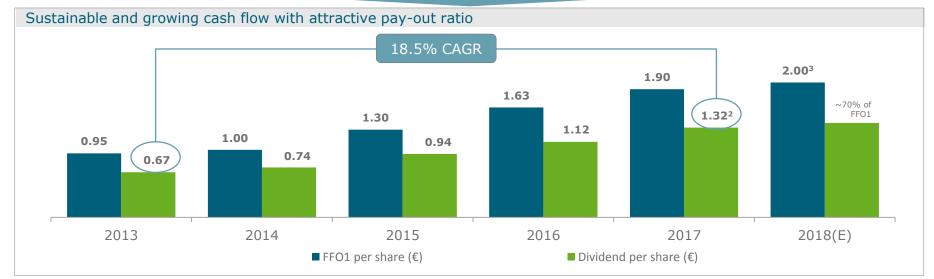
FY 2017 Earnings Call

page 27

# ...Leading to Sustainable FFO 1 Growth and an Attractive Dividend Policy







<sup>&</sup>lt;sup>1</sup> Rental income + EBITDA Value-add Business and Other; excluding sales effects. <sup>2</sup> Intended to be proposed to the Annual General Meeting. <sup>3</sup> Midpoint guidance.



- The successful development since the IPO continued in 2017, resulting in a compelling 5-year positive track record.
- In light of the sustainable growth trajectory on which we have put the company, we remain confident in our outlook for 2018 and beyond.
- Market fundamentals continue to be supportive.
- Q1 reporting on May 7 with first estimate on FFO 1 contribution from Buwog if tender offer is successful.
- Changes in the Supervisory Board and Management Board represent a smooth transition that safeguards the long-term stewardship of the company.

FY 2017 Earnings Call

#### IR Contact & Financial Calendar



Highlights >> 2. FY2017 result

3. Housekeeping

4. Wrap-up

. Appendix

#### Contact

Rene Hoffmann Head of Investor Relations Vonovia SE Philippstraße 3 44803 Bochum Germany

+49 234 314 1629 rene.hoffmann@vonovia.de investorrelations@vonovia.de www.vonovia.de

|                    | Financial Calendar 2018                                |
|--------------------|--|
| Mar 7-8            | Roadshow (London)                                      |
| Mar 9              | Roadshow (Amsterdam)                                   |
| Mar 12             | Roadshow (Paris)                                       |
| Mar 21             | Roadshow (NYC)   |
| Mar 27             | Commerzbank German RE Conference (London) <sup>1</sup> |
| Mar 28             | BofAML European RE Conference (London) <sup>1</sup>    |
| Apr 10-11          | Roadshow Dublin & Edinburgh <sup>1</sup>               |
| Apr 12             | HSBC RE Conference (Frankfurt) <sup>1</sup>            |
| Apr 18             | Roadshow Seoul   |
| Apr 19             | Roadshow Hong Kong                                     |
| Apr 20             | Roadshow Singapore                                     |
| May 7              | Interim results 3M 2018                                |
| May 9              | Annual General Meeting                                 |
| June 4-5           | Capital Markets Day                                    |
| Aug 2 <sup>2</sup> | Interim results 6M 2018                                |
| Nov 6 <sup>2</sup> | Interim results 9M 2018                                |

<sup>1</sup> IR only. <sup>2</sup> Dates are subject to change upon successful tender offer for Buwog. 6M results would then be late August; 9M results would then be late November.

. FY2017 results

3. Housekeeping

4. Wrap-up

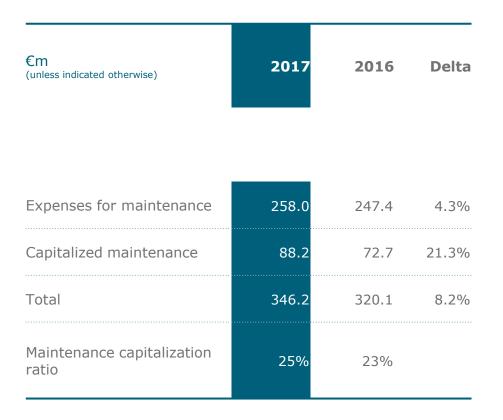
| PAGES | CONTENT   |
|-------|---|
| 32-41 | FY2017 results  |
| 42    | Organizational chart  |
| 43-47 | Portfolio Management & Valuation  |
| 48-53 | Financing   |
| 54    | Mergers & Acquisitions  |
| 55-56 | Follow the Light  |
| 57-59 | Vonovia shares  |
| 60-63 | Sustainability  |
| 64-68 | Residential market data   |
| 69-72 | Assessment of the most recent government plans regarding the housing market |
| 73    | No correlation between German residential yields and interest rates         |
| 74    | Three layers of perception  |
| 75-84 | Pictures  |
| 85    | Disclaimer  |

VONOVIA

2. FY2017 results

3. Housekeeping

4. Wrap-up





#### Reconciliation IFRS Profit to FFO



5. Appendix €m (unless indicated otherwise) 2017 2016 Delta 2,566.9 2,512.9 +2.1% IFRS PROFIT FOR THE PERIOD 326.3 433.0 -24.6% Financial result<sup>1</sup> 1,440.5 1,346.9 +6.9% Income taxes 372.2 27.0 >100% Depreciation and amortization -3,434.1 -3,236,1 +6.1% Net income from fair value adjustments of investment properties 1,271.8 1,083.7 +17.4% = EBITDA IFRS 86.9 94.5 -8.0% Non-recurring items -10.7 >-100% 17.9 Total period adjustments from assets held for sale -13.0-9.6 +35.4% Financial income from investments in other real estate companies 1,335.0 1,186.5 +12.5% = ADJUSTED EBITDA -110.8 -92.5 +19.8% Adjusted EBITDA Sales 1,224.2 1,094.0 +11.9% = ADJUSTED EBITDA OPERATIONS -287.5-322.7-10.9% FFO interest expense<sup>2</sup> -15.9 -10.5+51.4% Current income taxes FFO1 920.8 760.8 +21.0% = FFO1 -85.7 -71.6 +19.7% Capitalized maintenance 835.1 689.2 +21.2% = AFFO -19.2 -29.5 -34.9% Current income taxes Sales 1,012.4 823.8 +22.9% FFO2 (FFO1 incl. Adjusted EBITDA Sales / Current income taxes Sales) 1.90 1.63 +16.3% FFO1 per share in € (eop NOSH) 1.72 1.48 +16.4% AFFO per share in € (eop NOSH) 485.1 466.0 +4.1% Number of shares (million) eop

 $<sup>^{1}</sup>$  Excluding income from investments.  $^{2}$  Including financial income from investments in other real estate companies.

## IFRS P&L



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Appendix

| €m (unless indicated otherwise)                                 | 2017     | 2016     | Delta  |
|---|----------|----------|--------|
| Income from property letting                                    | 2,344.0  | 2,170.0  | +8.0%  |
| Other income from property management                           | 47.6     | 39.3     | +21.1% |
| Income from property management                                 | 2,391.6  | 2,209.3  | +8.3%  |
| Income from disposal of properties                              | 1,206.4  | 1,227.9  | -1.8%  |
| Carrying amount of properties sold                              | -1,136.0 | -1,177.7 | -3.5%  |
| Revaluation of assets held for sale                             | 81.1     | 52.0     | +56.0% |
| Profit on disposal of properties                                | 151.5    | 102.2    | +48.2% |
| Net income from fair value adjustments of investment properties | 3,434.1  | 3,236.1  | +6.1%  |
| Capitalized internal expenses                                   | 458.1    | 341.0    | +34.3% |
| Cost of materials   | -1,176.4 | -1,081.9 | +8.7%  |
| Personnel expenses  | -416.0   | -353.8   | +17.6% |
| Depreciation and amortization                                   | -372.2   | -27.0    | >100%  |
| Other operating income  | 116.2    | 105.3    | +10.4% |
| Other operating expenses  | -273.3   | -249.5   | +9.5%  |
| Financial income  | 46.8     | 27.1     | +72.7% |
| Financial expenses  | -353.0   | -449.0   | -21.4% |
| Earnings before taxes   | 4,007.4  | 3,859.8  | +3.8%  |
| Income taxes  | -1,440.5 | -1,346.9 | +6.9%  |
| Profit for the period   | 2,566.9  | 2,512.9  | +2.1%  |
| Attributable to:  |          |          |        |
| Vonovia's shareholders  | 2,410.7  | 2,300.7  | +4.8%  |
| Vonovia's hybrid capital investors                              | 40.0     | 40.0     |        |
| Non-controlling interests                                       | 116.2    | 172.2    | -32.5% |
| Earnings per share (basic and diluted) in €                     | 5.06     | 4.94     | +2.4%  |

# IFRS Balance Sheet (1/2 - Total Assets)



5. Appendix

142.6

796.7

37,516.3

61.6

2,062.3

32,522.1

>100%

-61.4%

+15.4%

€m (unless indicated otherwise) Dec. 31, 2017 Dec. 31, 2016 Delta Assets 2,637.1 2,743.1 Intangible assets -3.9% 177.6 115.7 Property, plant and equipment +53.5% 33,182.8 26,980.3 Investment properties +23.0% 698.0 585.9 Financial assets +19.1% 15.2 13.8 -9.2% Other assets 10.3 19.6 Deferred tax assets -47.4% 36,719.6 30,459.8 **Total non-current assets** +20.6% 6.2 Inventories 5.0 +24.0% 234.9 Trade receivables 164.4 +42.9% 0.5 153.2 Financial assets -99.7% 98.4 102.7 Other assets -4.2% 47.9 34.6 Income tax receivables +38.4% 1,540.8 266.2 Cash and cash equivalents -82.7%

Assets held for sale

**Total assets** 

**Total current assets** 

# IFRS Balance Sheet (2/2 – Total Equity and Liabilities)

**VONOVIA** 

Highlights

2 FV2017 results

3. Housekeeping

4. Wrap-up

| €m (unless indicated otherwise)  | Dec. 31, 2017 | Dec. 31, 2016 | Delta  |
|--|---------------|---------------|--------|
| Equity and liabilities   |               |               |        |
| Subscribed capital   | 485.1         | 466.0         | +4.1%  |
| Capital reserves   | 5,966.3       | 5,334.9       | +11.8% |
| Retained earnings  | 8,471.6       | 6,665.4       | +27.1% |
| Other reserves   | 157.8         | 1.5           | >100%  |
| Total equity attributable to Vonovia's shareholders                              | 15,080.8      | 12,467.8      | +21.0% |
| Equity attributable to hybrid capital investors                                  | 1,001.6       | 1,001.6       | 0.0%   |
| Total equity attributable to Vonovia's shareholders and hybrid capital investors | 16,082.4      | 13,469.4      | +19.4% |
| Non-controlling interests  | 608.8         | 419.0         | +45.3% |
| Total equity   | 16,691.2      | 13,888.4      | +20.2% |
| Provisions   | 607.2         | 607.9         | -0.1%  |
| Trade payables   | 2.4           | 1.3           | +84.6% |
| Non derivative financial liabilities   | 12,459.4      | 11,643.4      | +7.0%  |
| Derivatives  | 8.7           | 19.1          | -54.5% |
| Liabilities from finance leases  | 94.7          | 94.7          | 0.0%   |
| Liabilities to non-controlling interests   | 24.9          | 9.9           | >100%  |
| Other liabilities  | 65.3          | 83.3          | -21.6% |
| Deferred tax liabilities   | 5,322.6       | 3,769.5       | +41.2% |
| Total non-current liabilities  | 18,585.2      | 16,229.1      | +14.5% |
| Provisions   | 376.5         | 370.8         | +1.5%  |
| Trade payables   | 130.7         | 138.8         | -5.8%  |
| Non derivative financial liabilities   | 1,601.1       | 1,727.6       | -7.3%  |
| Derivatives  | 4.4           | 57.5          | -92.3% |
| Liabilities from finance leases  | 4.6           | 4.5           | +2.2%  |
| Liabilities to non-controlling interests   | 9.0           | 2.7           | >100%  |
| Income tax liabilities   | 0.4           | -             | -      |
| Other liabilities  | 113.2         | 102.7         | +10.2% |
| Total current liabilities  | 2,239.9       | 2,404.6       | -6.8%  |
| Total liabilities  | 20,825.1      | 18,633.7      | +11.8% |
| Total equity and liabilities   | 37,516.3      | 32,522.1      | +15.4% |

## IFRS Cash Flow



2. FY2017 results 3. Housekeeping 4. Wrap-up

5. Appendix

| €m   | 2017     | 2016     | Delta  |
|--|----------|----------|--------|
| Cash flow from operating activities                      | 946.0    | 828.9    | 14.1%  |
| Cash flow from investing activities                      | -1,350.1 | 416.4    | -      |
| Cash flow from financing activities                      | -870.5   | -2,812.4 | -69.0% |
| Net changes in cash and cash equivalents                 | -1,274.6 | -1,567.1 | -18.7% |
| Cash and cash equivalents at the beginning of the period | 1,540.8  | 3,107.9  | -50.4% |
| Cash and cash equivalents at the end of the period       | 266.2    | 1,540.8  | -82.7% |

## Income from Property Management



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Appendix

| €m (unless indicated otherwise)       | 2017    | 2016    | Delta |
|---------------------------------------|---------|---------|-------|
| Rental income                         | 1,672.1 | 1,542.5 | 8.4%  |
| Ancillary cost                        | 671.9   | 627.5   | 7.1%  |
| Income from Property Letting          | 2,344.0 | 2,170.0 | 8.0%  |
| Other income from property management | 47.6    | 39.3    | 21.1% |
| Income from property management       | 2,391.6 | 2,209.3 | 8.3%  |

Rental income under IFRS definition. Includes €4.2m of rental income attributable to Value-add Business.

## **Cost of Materials**



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Appendix

| €m<br>(unless indicated otherwise)         | 2017    | 2016    | Delta  |
|--|---------|---------|--------|
| Expenses for ancillary costs               | 625.6   | 611.9   | +2.2%  |
| Expenses for maintenance                   | 446.8   | 387.3   | +15.4% |
| Other cost of purchased goods and services | 104.0   | 82.7    | +25.8% |
| Total cost of materials                    | 1,176.4 | 1,081.9 | +8.7%  |

FY 2017 Earnings Call

## Historical Key Figures (1/2)



Highlights 2. FY2017 results 3. Hou

sekeeping  $\rightarrow$  4. Wrap

5. Appendix

| Financial Key Figures (€m, unless stated otherwise)          | 2017     | 2016     | 2015     | 2014     | 2013   |
|--|----------|----------|----------|----------|--------|
| Rental income  | 1,667.9  | 1,538.1  | 1,414.6  | 789.3    | 728.0  |
| Adjusted EBITDA Operations                                   | 1,224.2  | 1,094.0  | 957.6    | 503.4    | 442.4  |
| Adjusted EBITDA Rental                                       | 1,150.0  | 1,046.2  | 924.4    | 482.6    | 433.0  |
| Adjusted EBITDA Value-add Business                           | 102.1    | 57.0     | 37.6     | 23.6     | 10.5   |
| Adjusted EBITDA Other  | -27.9    | -9.2     | -4.4     | -2.8     | -1.1   |
| Income from disposal of properties                           | 1,206.4  | 1,227.9  | 726.0    | 287.3    | 353.5  |
| Adjusted EBITDA Sales  | 110.8    | 92,5     | 71.1     | 50.1     | 27.7   |
| Adjusted EBITDA  | 1,335.0  | 1,186.5  | 1,028.7  | 553.5    | 470.1  |
| EBITDA IFRS  | 1,271.8  | 1,083.7  | 838.4    | 500.3    | 431.0  |
| FFO1   | 920.8    | 760.8    | 608.0    | 286.6    | 223.5  |
| thereof attributable to Vonovia shareholders                 | 866.2    | 713.4    | 555.5    | 275.1    | 218.4  |
| thereof attributable to Vonovia hybrid capital investors     | 40.0     | 40.0     | 33.0     | -        | -      |
| thereof attributable to Non-controlling interests            | 14.6     | 7.4      | 19.5     | 11.5     | 5.1    |
| FFO2   | 1,012.4  | 823.8    | 662.1    | 336.7    | 251.2  |
| AFFO   | 835.1    | 689.2    | 520.5    | 258.3    | 203.5  |
| FFO1 per share in €  | 1.90     | 1.63     | 1.30     | 1.00     | 0.95   |
| Income from fair value adjustments of investment properties  | 3,434.1  | 3,236.1  | 1,323.5  | 371.1    | 553.7  |
| EBT  | 4,007.4  | 3,859.8  | 1,734.5  | 589.1    | 689.6  |
| Profit for the period  | 2,566.9  | 2,512.9  | 994.7    | 409.7    | 484.2  |
| Cash flow from operating activities                          | 946.0    | 828.9    | 689.8    | 453.2    | 259.6  |
| Cash flow from investing activities                          | -1,350.1 | 416.4    | -3,239.8 | -1,177.9 | 171.3  |
| Cash flow from financing activities                          | -870.5   | -2,812.4 | 4,093.1  | 1,741.7  | -353.2 |
| Maintenance and modernization                                | 1,124.8  | 792.4    | 686.3    | 345.5    | 228.4  |
| thereof for maintenance expenses and capitalized maintenance | 346.2    | 320.1    | 330.7    | 173.8    | 157.6  |
| thereof for modernization                                    | 778.6    | 472.3    | 355.6    | 171.7    | 70.8   |

The key figures of prior years have been adjusted to match the definitions of the 2017 fiscal year. The key figures per share are based on the shares carrying dividend rights on the corresponding reporting date. Values for 2013 and 2014 are TERP-adjusted.

## Historical Key Figures (2/2)



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Appendix

| Key Balance Sheet Figures (€m, unless stated otherwise) | Dec. 31,<br>2017 | Dec. 31,<br>2016 | Dec. 31,<br>2015 | Dec 31,<br>2014 | Dec 31,<br>2013 |
|---|------------------|------------------|------------------|-----------------|-----------------|
| Fair value of real estate portfolio                     | 33,436.3         | 27,115.6         | 24,157.7         | 12,759.1        | 10,326.7        |
| Adjusted NAV  | 18,671.1         | 14,328.2         | 11,273.5         | 6,472.0         | 5,123.4         |
| Adjusted NAV per share in €                             | 38.49            | 30.75            | 24.19            | 22.67           | 21.74           |
| LTV (%)   | 39.8             | 41.6             | 46.9             | 49.3            | 48.1            |
| Non-Financial Key Figures                               | 2017             | 2016             | 2015             | 2014            | 2013            |
| Number of units managed                                 | 409,275          | 392,350          | 397,799          | 232,246         | 201,737         |
| thereof own apartments                                  | 346,644          | 333,381          | 357,117          | 203,028         | 175,258         |
| thereof apartments owned by others                      | 62,631           | 58,969           | 40,682           | 29,218          | 26,479          |
| Number of units bought                                  | 24,847           | 2,815            | 168,632          | 31,858          | 0               |
| Number of units sold                                    | 11,780           | 26,631           | 15,174           | 4,081           | 6,720           |
| thereof Privatize                                       | 2,608            | 2,701            | 2,979            | 2,238           | 2,576           |
| thereof Sell  | 9,172            | 23,930           | 12,195           | 1,843           | 4,144           |
| Vacancy rate (in %)                                     | 2.5              | 2.4              | 2.7              | 3.4             | 3.5             |
| Monthly in-place rent in €/sqm                          | 6.27             | 6.02             | 5.75             | 5.58            | 5.40            |
| Monthly in-place rent organic growth (%)                | 4.2              | 3.3              | 2.9              | 2.5             | 1.9             |
| Number of employees                                     | 8,448            | 7,437            | 6,368            | 3,850           | 2,935           |
| EPRA Key Figures  | 2017             | 2016             | 2015             | 2014            | 2013            |
| EPRA NAV  | 21,284.6         | 17,047.1         | 13,988.2         | 6,578.0         | 5,123.4         |
| EPRA NAV per share in €                                 | 43,88            | 36.58            | 30.02            | 23.04           | 21.74           |
| EPRA NNNAV  | 14,657.5         | 12,034.4         | 9,739.8          | -               | -               |
| EPRA Earnings   | 573.1            | 450.0            | 329.2            | -               | -               |
| EPRA Net Initial Yield in %                             | 3.7              | 4.1              | 4.5              | -               | -               |
| EPRA "topped-up" Net Initial Yield in %                 | 3.7              | 4.1              | 4.5              | -               | -               |
| EPRA Vacancy rate in %                                  | 2.3              | 2.2              | 2.5              | 3.0             | 3.1             |
| EPRA Cost Ratio (incl. direct vacancy costs) in %       | 26.2             | 28.4             | 31.9             | -               | -               |
| EPRA Cost Ratio (excl. direct vacancy costs) in %       | 24.7             | 27.0             | 30.2             | -               | _               |

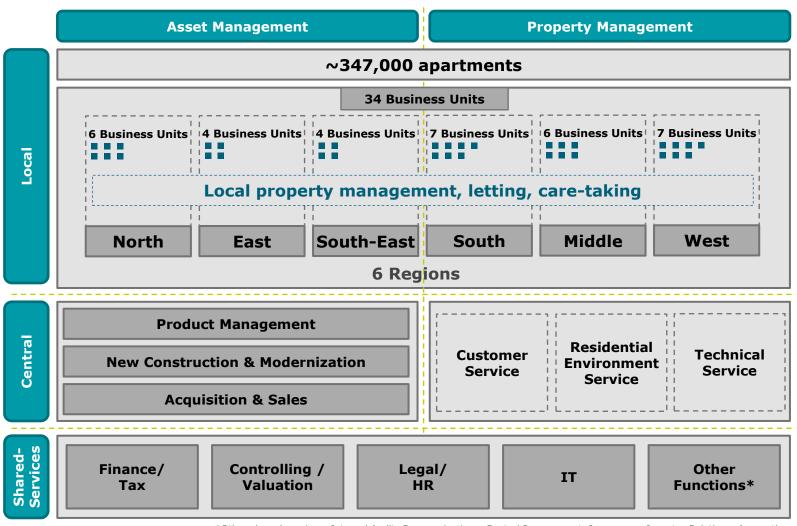
The key figures of prior years have been adjusted to match the definitions of the 2017 fiscal year. The key figures per share are based on the shares carrying dividend rights on the corresponding reporting date. Values for 2013 and 2014 are TERP-adjusted.

VOUONIA

FY2017 results

4. Wrap-

5. Appendix

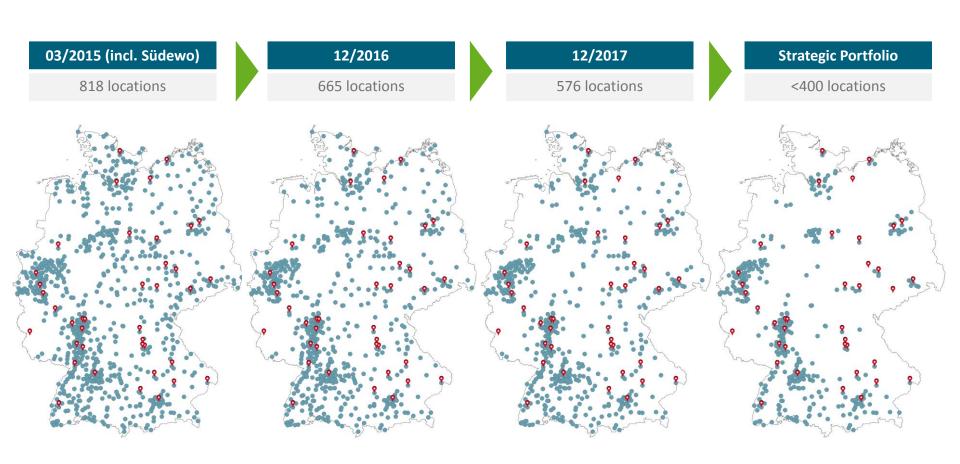


\*Other shared services: Internal Audit, Communications, Central Procurement, Insurances, Investor Relations, Accounting

## Substantial Reduction of Portfolio Locations



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Appendix



- Vonovia location
- High-influx cities ("Schwarmstädte"). For more information: http://investoren.vonovia.de/websites/vonovia/English/4050/financial-reports-\_-presentations.html

## All Strategic Markets Show Upward Potential



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Appendix

|  | Fair va | lue     |                      | In-place rent             |                | In-place rent       |                             |                             |                               |                             |  |   |
|--|---------|---------|----------------------|---------------------------|----------------|---------------------|-----------------------------|-----------------------------|-------------------------------|-----------------------------|--|---|
| Regional Market                                      | (€m)    | (€/sqm) | Residential<br>units | Living area<br>('000 sqm) | Vacancy<br>(%) | Total<br>(p.a., €m) | Residential<br>(p.a., €m) ( | Residential<br>€/sqm/month) | Organic rent<br>growth<br>(%) | Multiple<br>(in-place rent) | Average rent<br>growth forecast<br>CBRE (5 yrs)<br>(%) | Average rent<br>growth (%) from<br>Optimize<br>Apartments |
| Berlin   | 5,182   | 2,035   | 38,664               | 2,449                     | 1.5            | 195                 | 184                         | 6.35                        | 3.9                           | 26.6                        | 4.3  | 51.2  |
| Rhine Main Area (Frankfurt,<br>Darmstadt, Wiesbaden) | 3,525   | 1,946   | 27,921               | 1,781                     | 1.4            | 168                 | 162                         | 7.70                        | 3.8                           | 21.0                        | 3.4  | 41.7  |
| Rhineland (Cologne,<br>Düsseldorf, Bonn)             | 3,240   | 1,581   | 29,753               | 1,992                     | 2.6            | 167                 | 159                         | 6.82                        | 3.8                           | 19.4                        | 3.1  | 27.3  |
| Southern Ruhr Area<br>(Dortmund, Essen, Bochum)      | 2,884   | 1,051   | 43,900               | 2,682                     | 2.9            | 183                 | 176                         | 5.64                        | 4.2                           | 15.8                        | 2.9  | 28.1  |
| Dresden  | 2,875   | 1,230   | 38,563               | 2,193                     | 2.4            | 159                 | 148                         | 5.79                        | 5.7                           | 18.1                        | 3.7  | 35.4  |
| Hamburg  | 1,940   | 1,795   | 16,534               | 1,048                     | 2.0            | 90                  | 85                          | 6.86                        | 5.2                           | 21.6                        | 3.3  | 42.4  |
| Munich   | 1,820   | 2,771   | 9,708                | 639                       | 0.8            | 62                  | 59                          | 7.71                        | 3.1                           | 29.1                        | 4.8  | 51.0  |
| Stuttgart  | 1,742   | 1,893   | 14,152               | 891                       | 1.5            | 83                  | 79                          | 7.53                        | 2.4                           | 20.9                        | 3.1  | 39.8  |
| Northern Ruhr Area (Duisburg,<br>Gelsenkirchen)      | 1,418   | 854     | 26,532               | 1,640                     | 3.4            | 105                 | 102                         | 5.37                        | 3.6                           | 13.4                        | 2.5  | 22.7  |
| Hanover  | 1,297   | 1,374   | 14,592               | 926                       | 2.7            | 70                  | 67                          | 6.21                        | 5.2                           | 18.5                        | 2.9  | 39.1  |
| Kiel   | 992     | 1,192   | 13,801               | 802                       | 1.8            | 58                  | 55                          | 5.81                        | 5.7                           | 17.2                        | 3.2  | 40.1  |
| Bremen   | 914     | 1,230   | 11,905               | 722                       | 2.9            | 48                  | 45                          | 5.42                        | 3.2                           | 19.1                        | 3.6  | 29.3  |
| Leipzig  | 763     | 1,229   | 9,174                | 588                       | 4.0            | 41                  | 39                          | 5.74                        | 2.6                           | 18.4                        | 2.9  | 23.1  |
| Westphalia (Münster,<br>Osnabrück)                   | 667     | 1,075   | 9,471                | 613                       | 1.9            | 42                  | 41                          | 5.64                        | 4.1                           | 16.0                        | 3.0  | 35.3  |
| Freiburg   | 545     | 1,949   | 4,048                | 277                       | 0.9            | 24                  | 23                          | 6.98                        | 3.8                           | 23.0                        | 4.1  | 44.6  |
| Other Strategic Locations                            | 2,103   | 1,404   | 23,172               | 1,464                     | 2.3            | 114                 | 110                         | 6.40                        | 5.2                           | 18.4                        | 3.3  | 37.7  |
| <b>Total Strategic Locations</b>                     | 31,908  | 1,495   | 331,890              | 20,705                    | 2.3            | 1,608               | 1,534                       | 6.32                        | 4.2                           | 19.8                        | 3.4  | 35.6  |

Note: Difference between number of resi units in strategic locations and number of resi units in strategic clusters is due to privatization units that are included in the strategic locations but not in the strategic clusters.

FY 2017 Earnings Call

## Investment Program on an Increasingly Broader Footing



1. Highlights

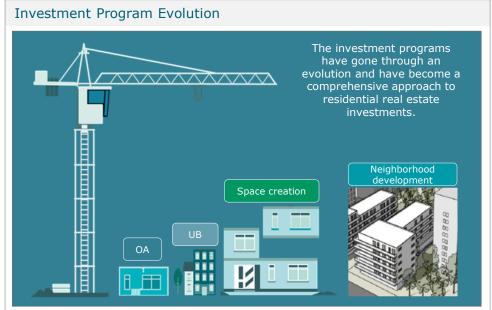
2 EV2017 recults

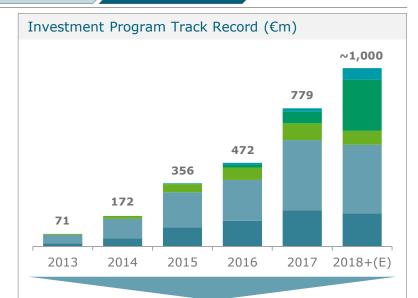
3. Housekeeping

4. Wran-un

5. Appendix

Neighborhood Full-scale approach to developing entire areas in a city, taking economic and social criteria into account. Development Investment Program Evolution **Space Creation** New constructions between existing buildings and additional floors on buildings and on land that we already own. **New Initiatives** Primarily bathrooms and kitchens modernized upon tenants' initiatives as well as replacement of old heating systems with modern installations. Energy-efficient modernization of the building shell and Upgrade Building (UB) communal areas (heat insulation for facades and roofs, windows, heating systems). Refurbishment of turnover apartments (bathroom, Optimize flooring, wiring), usually senior-friendly modernization. Apartment (OA)





- > The investment program has not only grown in size but also in complexity.
- While a yield-to-cost calculation is appropriate for investments that generate relatively quick pay-back periods, such as OA or UB, the larger investments space creation and neighborhood development generate value only over a longer period of time.
- > For these types of projects, an **IRR** calculation is more adequate and after using it for internal reporting purposes already from the program inception, we will now use this metric in the external reporting as well.
- > The **target IRR** for the **overall investment** program is >8%.
- > OA and UB will continue to be measured against a 7% yield-to-cost target.

VOUONIA

2. FY2017 results

3. Housekeeping

4. Wrap-up

5. Appendix

## Wood



## Steel



### Concrete





Max. 3-4 floors
Full flexibility re room sizes
Light-weight framework construction



Floor space: 897 sqm

14 apartments

Completion: December 2016

Costs: ~€1,800 per sqm



Max. 7 floors possible
Full flexibility re room sizes
Medium-weight framework construction



Floor space: 1,156 sqm

19 apartments

Completion: July 2017

Costs: ~€1,850 per sqm



More than 7 floors possible Less flexibility re room sizes Heavy-weight framework construction



Floor space: 1,280 sqm

20 apartments

Completion: March 2018

Costs: €1,900 per sqm

## Valuation Results and Parameters



. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up

- Value growth results in compression of net initial yield to 3.6% (after 4.0% for YE 2016)
- > Future rent growth potential is evidenced by rent growth CAGR

| Valuation Results        | YE2016 | YE2017 |
|--------------------------|--------|--------|
| Net Initial Yield        | 4.0%   | 3.6%   |
| Gross yield              | 5.7%   | 5.1%   |
| Multiple (in-place rent) | 17.6x  | 19.7x  |
| Fair Value €/sqm         | 1,264  | 1,475  |

5. Appendix

| Valuation Parameters (average over Germany) | YE2016 | YE2017 |
|---|--------|--------|
| Market rent (€/sqm)                         | 6.66   | 6.96   |
| Market rent growth p.a.                     | 1.2%   | 1.3%   |
| Rent growth CAGR 10yrs. (excl. investment)  | 2.0%   | 2.1%   |
| Stabilized vacancy rate                     | 2.4%   | 2.1%   |
| Management cost residential                 | 255    | 259    |
| Maintenance cost residential (€/sqm)        | 13.66  | 13.81  |
| Discount rate                               | 5.5%   | 5.2%   |
| Cap rate                                    | 4.3%   | 3.9%   |

FY 2017 Earnings Call page 47

## Smooth Maturity Profile with Diverse Funding Mix



1. Highlights

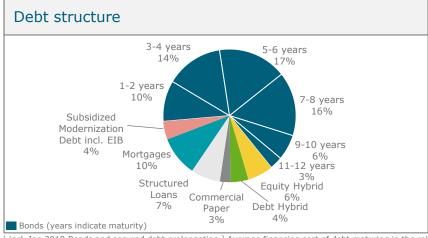
2 FV2017 results

Housekeeping

4. Wrap-up

5. Appendix





| KPIs                                 | December 31, 2017 | Target               |
|--------------------------------------|-------------------|----------------------|
| LTV                                  | 39.8%             | Mid-to low forties   |
| Unencumbered assets in %             | 65.2%             | ≥50%                 |
| Debt/EBITDA <sup>4</sup> multiple    | 11.1x             |                      |
| Fixed/hedged debt ratio <sup>5</sup> | 97%               | Ongoing optimization |
| Global ICR (YTD)                     | 4.6x              | with most economic   |
| Financing cost                       | 1.8%              | funding              |
| Weighted avg. maturity               | 8.2 years         |                      |
| Corporate Rating                     | BBB+              |                      |

incl. Jan 2018 Bonds and secured debt prolongation <sup>2</sup> Average financing cost of debt maturing in the relevant year. <sup>3</sup> Weighted avg. financing costs excl. Equity Hybrid. Including Equity Hybrid avg. interest rate of debt maturing in 2021 is 3.6%. <sup>4</sup> Net Debt as of December 31 over Q4 2017 EBITDA Operations annualized. <sup>5</sup> excl. Equity Hybrid.

AIVONOVIA

2. FY2017 resu

3. Housekeeping

4. Wrap-up

5. Appendix

**Corporate Investment grade rating** 

| Rating agency     | Rating | Outlook | Last Update |
|-------------------|--------|---------|-------------|
| Standard & Poor's | BBB+   | Stable  | 19 Dec 2017 |

#### **Bond ratings**

| Name                | Tenor & Coupon            | ISIN         | Amount   | Issue price | Coupon              | Final Maturity<br>Date | Rating |
|---------------------|---------------------------|--------------|----------|-------------|---------------------|------------------------|--------|
| Bond 002 (EUR-Bond) | 6 years 3.125%            | DE000A1HNW52 | € 600m   | 99.935%     | 3.125%              | 25 July 2019           | BBB+   |
| Bond 004 (USD-Bond) | 10 years 5.000%           | US25155FAB22 | USD 250m | 98.993%     | 4.580% <sup>1</sup> | 02 Oct 2023            | BBB+   |
| Bond 005 (EMTN)     | 8 years 3.625%            | DE000A1HRVD5 | € 500m   | 99.843%     | 3.625%              | 08 Oct 2021            | BBB+   |
| Bond 006 (Hybrid)   | 60 years 4.625%           | XS1028959671 | € 700m   | 99.782%     | 4.625%              | 08 Apr 2074            | BBB-   |
| Bond 007 (EMTN)     | 8 years 2.125%            | DE000A1ZLUN1 | € 500m   | 99.412%     | 2.125%              | 09 July 2022           | BBB+   |
| Bond 008 (Hybrid)   | perpetual 4%              | XS1117300837 | € 1,000m | 100.000%    | 4.000%              | perpetual              | BBB-   |
| Bond 009A (EMTN)    | 5 years 0.875%            | DE000A1ZY971 | € 500m   | 99.263%     | 0.875%              | 30 Mar 2020            | BBB+   |
| Bond 009B (EMTN)    | 10 years 1.500%           | DE000A1ZY989 | € 500m   | 98.455%     | 1.5000%             | 31 Mar 2025            | BBB+   |
| Bond 010B (EMTN)    | 5 years 1.625%            | DE000A18V138 | € 1,250m | 99.852%     | 1.625%              | 15 Dec 2020            | BBB+   |
| Bond 010C (EMTN)    | 8 years 2.250%            | DE000A18V146 | € 1,000m | 99.085%     | 2.2500%             | 15 Dec 2023            | BBB+   |
| Bond 011A (EMTN)    | 6 years 0.875%            | DE000A182VS4 | € 500m   | 99.530%     | 0.875%              | 10 Jun 2022            | BBB+   |
| Bond 011B (EMTN)    | 10 years 1.500%           | DE000A182VT2 | € 500m   | 99.165%     | 1.5000%             | 10 Jun 2026            | BBB+   |
| Bond 012 (EMTN)     | 2 years 0.380%+3M EURIBOR | DE000A185WC9 | € 500m   | 100.000%    | 0.140% hedged       | 13 Sep 2018            | BBB+   |
| Bond 013 (EMTN)     | 8 years 1.250%            | DE000A189ZX0 | € 1,000m | 99.037%     | 1.250%              | 06 Dec 2024            | BBB+   |
| Bond 014A (EMTN)    | 5 years 0.750%            | DE000A19B8D4 | € 500m   | 99.863%     | 0.750%              | 25 Jan 2022            | BBB+   |
| Bond 014B (EMTN)    | 10 years 1.750%           | DE000A19B8E2 | € 500m   | 99.266%     | 1.750%              | 25 Jan 2027            | BBB+   |
| Bond 015 (EMTN)     | 8 years 1.125%            | DE000A19NS93 | € 500m   | 99.386%     | 1.125%              | 08 Sep 2025            | BBB+   |
| Bond 016 (EMTN)     | 2 years 0.350%+3M EURIBOR | DE000A19SE11 | € 500m   | 100.448%    | 0.350%+3M EURIBOR   | 20 Nov 2019            | BBB+   |
| Bond 017A (EMTN)    | 6 years 0.750%            | DE000A19UR61 | € 500m   | 99.330%     | 0.750%              | 15 Jan 2024            | BBB+   |
| Bond 017B (EMTN)    | 10 years 1.500%           | DE000A19UR79 | € 500m   | 100.805%    | 1.500%              | 14 Jan 2028            | BBB+   |

<sup>&</sup>lt;sup>1</sup> EUR-equivalent Coupon

## Covenants and KPIs (December 31, 2017)



1. Highlights

2 FY2017 recults

3. Housekeeping

4. Wrap-up

5. Appendix

# > Bond KPIs

| Covenant                                    | Level  | Dec 31, 2017 |  |
|---|--------|--------------|--|
| LTV   | -600/  | 200/         |  |
| Total Debt / Total Assets                   | <60%   | 38%          |  |
| Secured LTV                                 | <45%   | 8%           |  |
| Secured Debt / Total Assets                 | <45%   | 8%           |  |
| ICR   | >1.80x | 4.6x         |  |
| Last 12M EBITDA / Last 12M Interest Expense | >1.00X | 4.0x         |  |
| Unencumbered Assets                         | >125%  | 234%         |  |
| Unencumbered Assets / Unsecured Debt        | >125%  | 254%         |  |

> Rating KPIs

| Covenant                                    | Level (BBB+) |  |
|---|--------------|--|
| Debt to Capital                             | <60%         |  |
| Total Debt / Total Equity + Total Debt      |              |  |
| ICR   | >1.80x       |  |
| Last 12M EBITDA / Last 12M Interest Expense |              |  |

FY 2017 Earnings Call page 50

## Cyclicality of Debt Instruments Requires Diversification



5. Appendix



Sources: Dealogic, Bloomberg, Broker research, Deutsche Bundesbank, Verband deutscher Pfandbriefbanken (VdP), FactSet

2 Corporate bond issuance volume includes senior unsecured and hybrid bonds ≥ €50m, issued in EUR in Western Europe

<sup>1</sup> Quarterly Mortgage Pfandbrief issuances for 2005-2012 based on equal distribution of annual issuances based on VdP data; 2013 -1Q2017 figures based on Deutsche Bundesbank

## Vonovia's House of Debt Financing



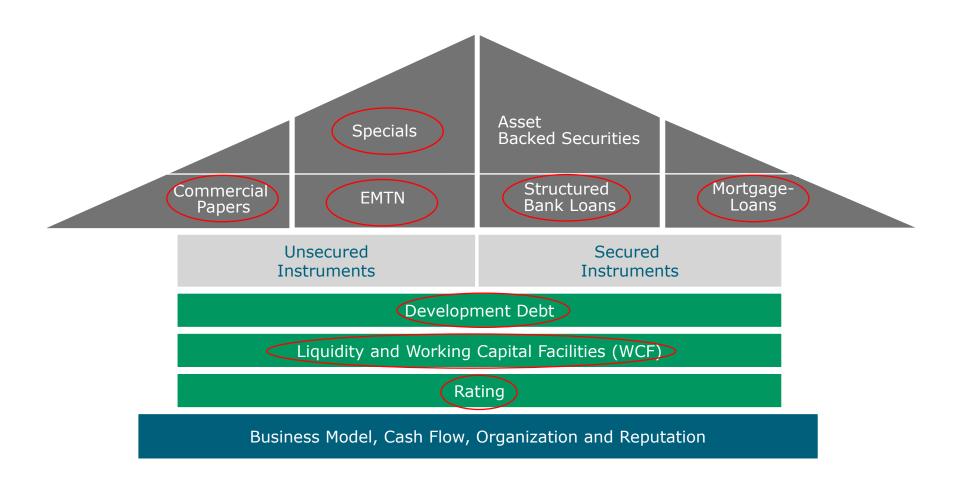
. Highlights

2 EV2017 results

3. Housekeeping

4. Wrap-up

5. Appendix





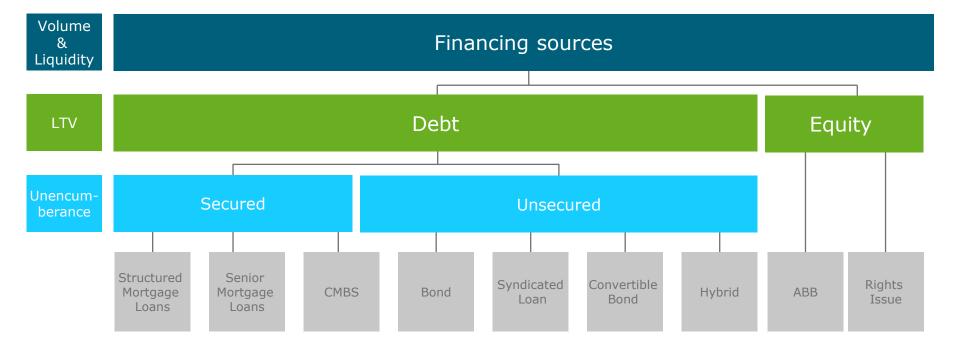
Currently used by Vonovia

2. FY2017 results

3. Housekeeping

4. Wrap-up

5. Appendix



FY 2017 Earnings Call

## Acquisitions – Opportunistic but Disciplined



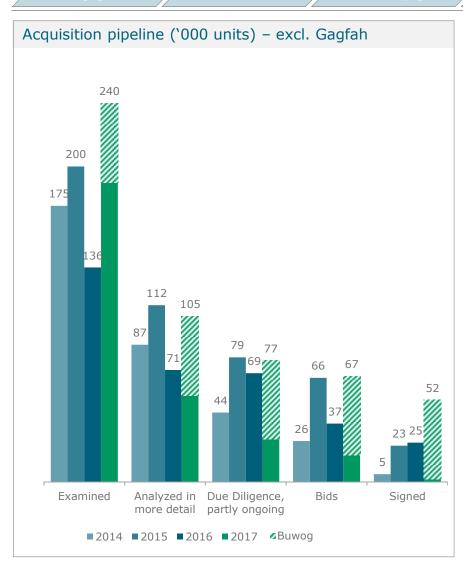
L. Highlights

2 EV2017 recults

3. Housekeeping

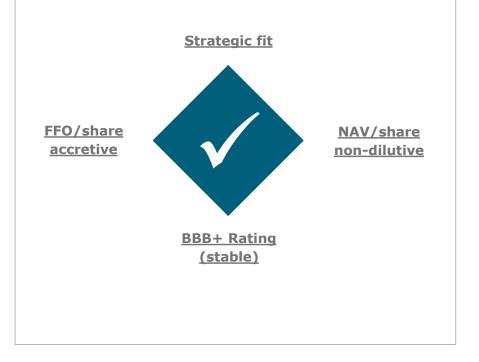
4. Wrap-up

5. Appendix



#### Acquisition criteria

- > No quantitative acquisition target.
- No management incentive for external growth.
- Any potential acquisition must meet all four stringent acquisition criteria assuming a 50/50 equity/debt financing.





. Highlights

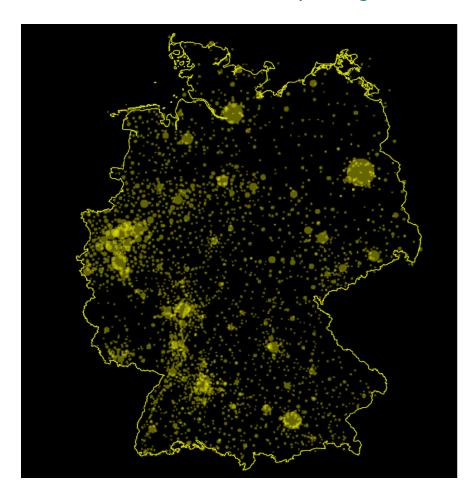
2 EV2017 results

3. Housekeeping

4. Wrap-up

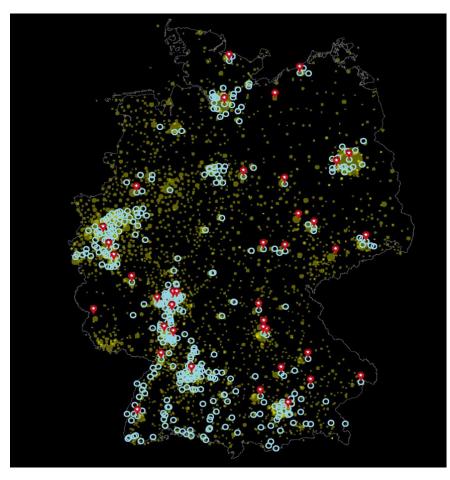
5. Appendix

## Illustration of Germany at Night



FY 2017 Earnings Call page 55

## Illustration of Germany at Night



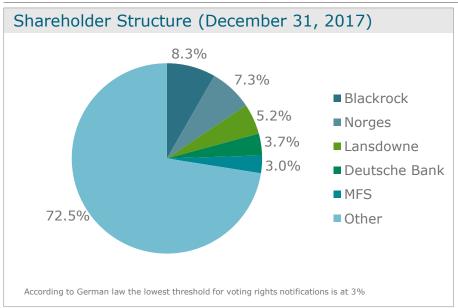
Note: Vonovia Strategic Portfolio

🗣 High-influx cities ("Schwarmstädte"). For more information: http://investoren.vonovia.de/websites/vonovia/English/4050/financial-reports-\_-presentations.html

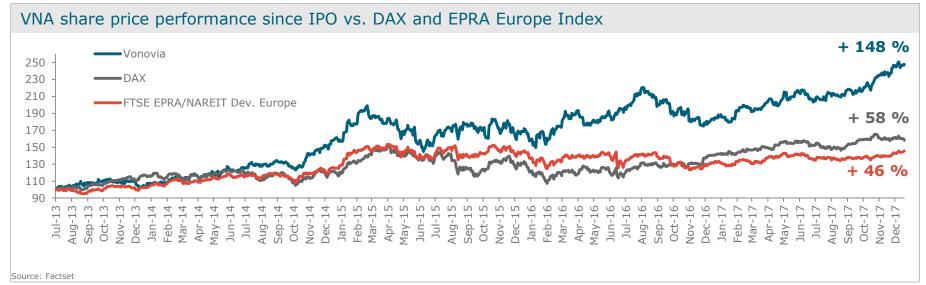
## Liquid Large-cap Stock



1. Highlights 2. FY2017 results 3. Housekeeping 4. Wrap-up 5. Appendix

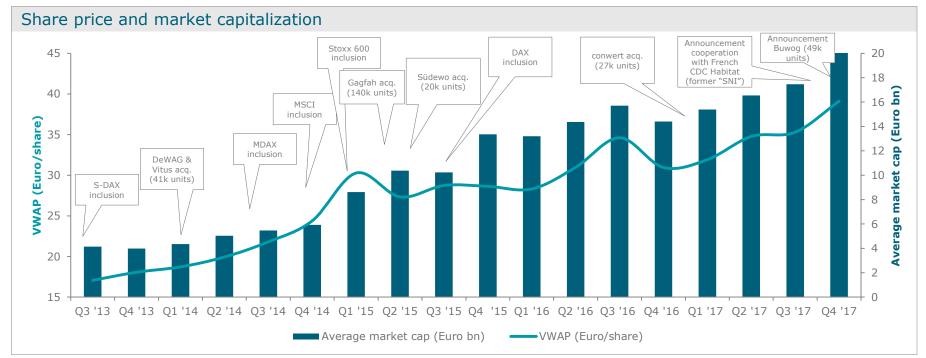


| Share Information                                  |  |
|--|--|
| First day of trading                               | July 11, 2013  |
| Number of shares outstanding                       | 485.1 million  |
| Free float based on Deutsche Börse definition      | 92.7%  |
| ISIN   | DE000A1ML7J1   |
| Ticker symbol                                      | VNA  |
| Share class  | Registered shares with no par value  |
| Listing  | Frankfurt Stock Exchange   |
| Market segment                                     | Regulated Market,<br>Prime Standard  |
| Major indices and weight (as of December 31, 2017) | DAX 1.8% Stoxx Europe 600 0.2% MSCI Germany 1.6% GPR 250 World 1.6% FTSE EPRA/NAREIT Europe 9.0% |



5. Appendix

- > Seed portfolios of today's Vonovia have origin in public housing provided by government, large employers and similar landlords with a view towards offering affordable housing.
- > At beginning of last decade, private equity invested in German residential on a large scale including into what is Vonovia today (mainly Deutsche Annington and Gagfah then).
- > IPO in 2013.
- > Final exit of private equity in 2014.



Source: Factset, company data

## Reconciliation of Shares Outstanding



L. Highlights

2 FV2017 recults

Housekeeping

4. Wrap-up

5. Appendix

| Date               | NOSH<br>(million) | Comment                    |
|--------------------|-------------------|----------------------------|
| December 31, 2016  | 466.0             |                            |
| March 31, 2017     | 468.8             | conwert acquisition        |
| June 30, 2017      | 476.5             | Scrip dividend             |
| September 30, 2017 | 485.1             | Gagfah cross-border merger |
| December 31, 2017  | 485.1             |                            |

The number of outstanding shares is always available at <a href="http://investoren.vonovia.de/websites/vonovia/English/2010/key-share-information.html">http://investoren.vonovia.de/websites/vonovia/English/2010/key-share-information.html</a>

## Sustainability at a Glance



1. Highlights

2 FY2017 results

3. Housekeeping

4. Wrap-up

5. Appendix

#### Integrated element of Vonovia's business model

- > With ca. 350,000 apartments throughout Germany, Vonovia is the country's leading residential real estate company. This role in the housing landscape imposes on us a particular responsibility to actively shape the development of the housing industry.
- > We aim to live up to the responsibility by pursuing a continuous dialogue with our stakeholder groups, and by considering social and ecological issues in our core activities. A key priority for us is to use our business model and our holistic approach to help resolve the most urgent challenges in the housing industry and make a positive contribution to social development.

#### Sustainability reporting at Vonovia

- > Separate Sustainability Reporting Unit at Vonovia.
- > Start Sustainability Reporting in 2015 with our first sustainability report published in 2016, based on GRI G4 guidelines.
- > Publication of second Sustainability Report in 2017, based on the new GRI standards (published in October 2016), report is available at:http://investoren.vonovia.de/websites/vonovia/English/7033/sustainability.html
- > Vonovia received the EPRA Silver Award for the 2016 Sustainability Report



Sustainability Report for 2017 to be published in June 2018

"Our sustainability approach results directly from our business model, on the one hand, and also addresses developments that influence our business, or which we can influence, on the other."

#### Vonovia's Sustainability approach



Vonovia implements extensive measures to maintain and develop its portfolio, in particular, measures to improve the energy
efficiency of the stock. This allows us to make a significant contribution to protecting our climate. At the same time, wellinsulated apartments increase efficiency and simultaneously reduce ancillary expenses for our customers.



• A nice, stable environment is part of a good residential atmosphere. Therefore, we become involved beyond our buildings and set trends with cities, companies and city planners, as well as with associations, initiatives and, last but not least, with our local customers for the **sustainable development of entire neighborhoods**.

#### Sustainability: Establishment within Vonovia

- At the highest level, the **CEO** of Vonovia SE is responsible for sustainability.
- The **Audit Committee** in particular handles sustainability on behalf of the Supervisory Board.
- Vonovia established a new function, **sustainability specialist**, in 2017, in order to ensure that sustainability issues can be tackled in a more structured, cross-departmental manner and to expand our dialogue with stakeholders.

FY 2017 Earnings Call

## Sustainability Stakeholder Groups and Facts



1. Highlights

2 FY2017 results

3. Housekeeping

4. Wrap-up

5. Appendix

### Sustainability Stakeholder-Groups at Vonovia



We maintain regular and close contact with suppliers and service providers, the media, NGOs and the public sector.

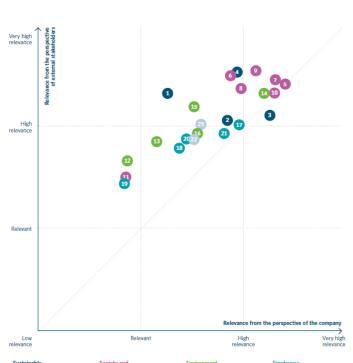
## FY Sustainability Facts and Figures

- Space creation for affordable living: annual run rate of 2,000 new apartments via floor addition, extension und densification
- 10 **Neighbourhood Developments projects** in 2018: We intend to increase the annual number from 2019 onwards.
- We pursue the goal of **renovating** more than 3 % of our building stock with regard to energy-efficiency every year.
- We will be investing in upgrading heating systems over the next few years, thus achieving annual CO2 savings of around 7,000 metric tons.
   And we will be investing in energy-efficient building upgrades. This is likely to result in a reduction in CO2 of around 28,000 metric tons in 2018. Our aim is to keep these investments at a stable level in the coming years.
- Expansion of renewable energy sources, the targeted purchase of renewable energies and the entry into own electricity production via photovoltaic systems and cogeneration plants. We plan the construction of 5 large-scale cogeneration units in 2018 which will produce ca. 2 million kWh of electricity per year. We intend to add more than 500 photovoltaic facilities to our portfolio annually over the next years with an annual power generation of ca. 15 million kWh, corresponding to CO2 savings of approx. 8,500 metric tons per year.

FY 2017 Earnings Call

5. Appendix





#### Sustainable Society and Management Customers

- 1 Adjustments to Reflect Climate Change
- 2 Compliance and Anti-Corruption
- 3 Long-Term Growth 4 Open Dialogue with Society Social and Labor Standards
- in the Supply Chain 23 Environmental Standards in the Supply Chain

Creation of Homes

10 Service Quality and

11 Social Commitment

- 5 Portfolio Maintenance 12 Impact of Transportation/ Affordable Rents Logistics Customer Health and Safety Neighborhood Development
  - 13 Company Environmental Protection 14 Energy Efficiency and Reducing Greenhous Gas Emissi-ons in the Portfolio Customer Satisfaction
    - 15 Environmental Protection in the Portfolio 16 Environmental Protection in Connection with Renovation and New Construction

- 17 Initial and Further Training 18 Occupational Health and Safety
- 19 Co-Determination 20 Diversity and Equal
- Opportunity 21 Work-Life Balance

#### Sustainable Corporate Governance:

- Long-term growth: Basis to Vonovia Business Model.
- Compliance and Anti-Corruption: Implemented Code of Conduct within Vonovia.
- Adherence to Labor, Social and Environmental Standards in the Supply Chain: Business Partner Code for subcontractors and suppliers: e.g. ruling out of illicit employment, payment of at least legal minimum wage.

#### **Society and Customer Interests:**

- CSI (Customer Satisfaction Index) is an element used in determining Management Board remuneration.
- Neighbourhood development: not only maintenance, modernization, shaping the residential environment, but also supporting social or cultural facilities or educational institutions
- Social Commitment: several initiatives, e.g. Vonovia Foundation, Vonovia Mieterstiftung e.V.

#### Climate and Environmental Protection:

Reduction of energy and emission consumption: e. g. modernization of energy systems, modern boilers, intelligent thermostats. Further measures against climate change: e. g. expansion of renewable energy sources, targeted purchasing of renewable energies, entry into own electricity production via photovoltaic systems

#### **Employees:**

- Several health programs, support work-life-balance, participation in company's success
- Employees from 60 different nations
- 2016: GdW: Award as an exemplary training company and from Focus Money the award "Germany's best training companies".
- German Olympic Sports Federation, representatives of the Sports Ministers' Conference and the German Chambers of Industry and Commerce honoured Vonovia as a top sports-friendly company in 2017

## German Residential – Safe Harbor and Low Risk



1. Highlights

2 FY2017 results

3. Housekeeping

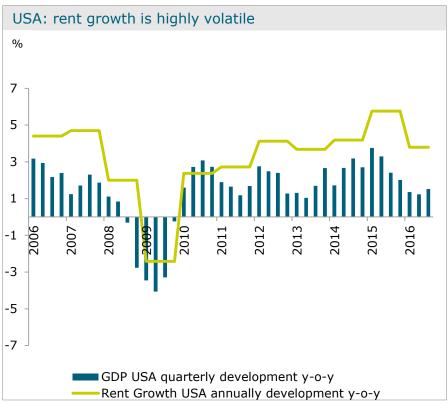
4. Wrap-up

5. Appendix

#### Rental regulation safeguards high degree of stability

- > Contrary to most other jurisdictions such as the USA, rental growth in Germany is regulated and not directly linked to CPI, GDP development etc.
- > Rents are regulated via "Mietspiegel" (city-specific rent indices), which look at the asking rents of the previous four years to determine a rent growth level for existing tenants for the next two years.





Sources: Federal Statistics Office, GdW (German Association of Professional Homeowners), REIS, BofA Merrill Lynch Global Research, OECD. Note: Due to lack of q-o-q US rent growth data, the annual rent growth for a year is assumed to also be the q-o-q rent growth of that year.

FY 2017 Earnings Call

# German Residential – Landlords Benefit from Structural Imbalance between Supply and Demand



1. Highlights

2 FY2017 results

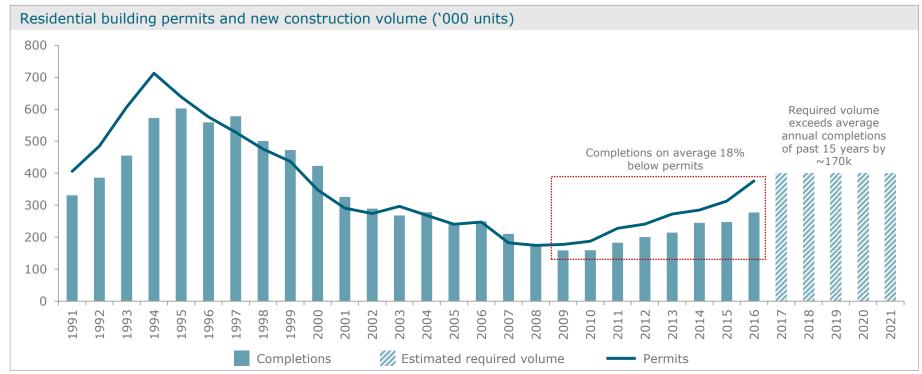
3. Housekeeping

4. Wrap-up

5. Appendix

#### New supply falls short of demand

- > Consensus estimates see a current shortage of around 1 million apartments in urban areas. Three main constraints stand in the way of material changes in the short and even medium term:
  - > Building permits often take several years because city administrations lack qualified personnel.
  - > Severe shortage of building capacity after years of downsizing.
  - > Substantial gap between in-place values and market replacement cost render construction in affordable segment economically unfeasible.



Sources: Federal Statistics Office, IW Köln, GdW (German Association of Professional Homeowners)

## German Residential - Favorable Fundamentals



1. Highlights

2. FY2017 results

3. Housekeeping

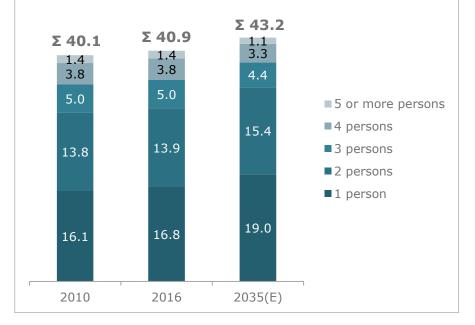
4. Wrap-up

5. Appendix

#### Growing number of smaller households

- > While the overall population in Germany is expected to slightly decline, the number of households is forecast to grow until at least 2035 with a clear trend towards smaller households.
- The household growth is driven by various demographic and social trends including divorce rates, employment mobility etc.

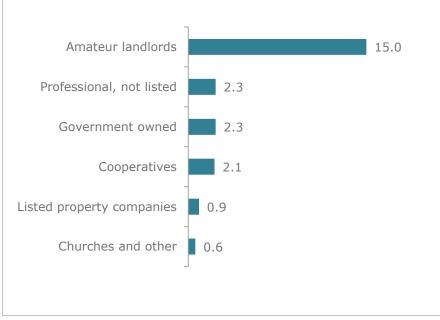
#### Distribution of household sizes (million)



#### Fragmented ownership structure

- Germany is the largest housing market in Europe with ~42m housing units, of which ~23m are rental units.
- Ownership structure is highly fragmented and majority of owners are non-professional landlords.
- > Listed sector represents ~4% of total rental market.

#### Ownership structure (million units)



Sources: German Federal Statistics Office, GdW (German Association of Professional Homeowners), 2035(E) household numbers are based on trend scenario of the German Federal Statistics Office,

## German Residential - Favorable Fundamentals



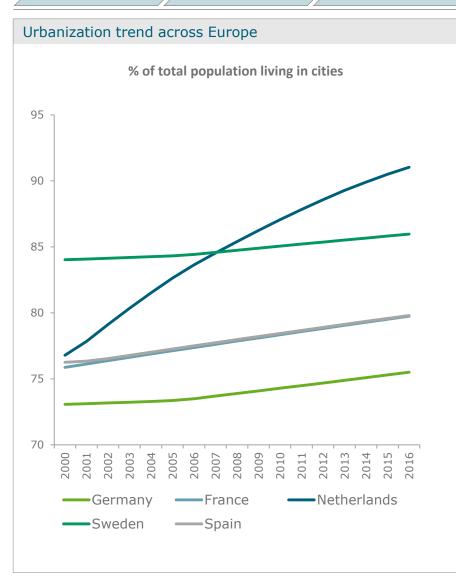
1. Highlights

2 EV2017 recults

3. Housekeeping

4. Wrap-up

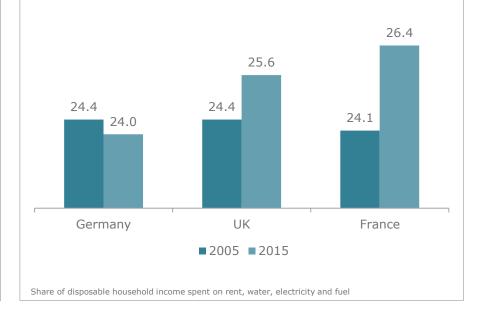
5. Appendix



#### Increasing affordability in Germany

- Affordability in Germany is higher than in the UK or France.
- Whereas most other European countries saw an increase, the share of rent-related payments in relation to disposable income declined in Germany between 2005 and 2015.

#### Rent as % of disposable household income



Sources: JLL Research, European Commission, Federal Statistics Office, Eurostat

## European Metropolitan Areas Large Markets and Low Homeownership Ratios



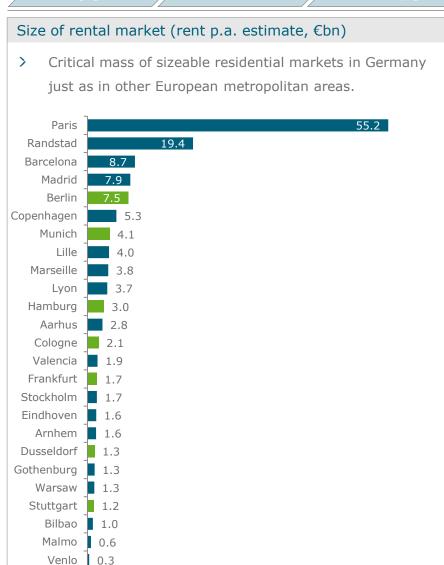
1. Highlights

2 FY2017 results

Housekeeping

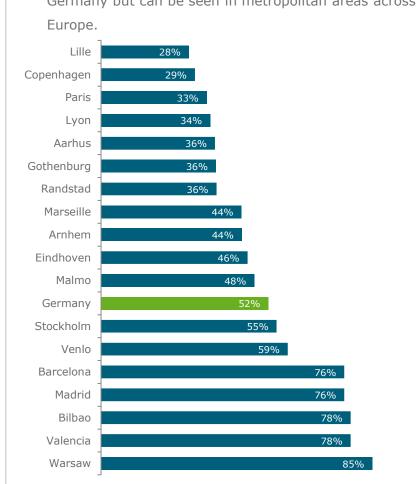
4. Wrap-up

5. Appendix





Low home ownership is not a phenomenon unique to Germany but can be seen in metropolitan areas across Europe.



Sources: Federal Statistics Office, Eurostat, JLL Research, own calculations



1. Highlights

2 EV2017 results

3. Housekeeping

4. Wrap-up

5. Appendix

- > On February 7, the coalition partners CDU, CSU and SPD signed a **coalition agreement**<sup>1</sup> that will serve as the basis for their work in the current legislative period. The following is an overview of the main elements of the coalition agreement as far as the housing market is concerned.
- > The overriding objective of the coalition agreement is to secure the affordability of housing for tenants while safeguarding modernization investments that are aimed towards successfully coping with climate change and demographic challenges. The proposed measures in terms of regulation suggest that the coalition partners are specifically targeting rogue landlords, who push the envelope by carrying out costly modernization at the expense of their tenants, as well as speculative land buyers.

## Rental cap ("Mietpreisbremse")

#### Coalition Agreement

The coalition partners want to make it mandatory for landlords to disclose the previous rental level.

Background: A new letting rent currently must not be more than 10% above the local comparable rent. This is national law that is applied by federal states in areas that are defined as "strained housing markets" by the respective municipalities. As such, the Mietpreisbremse does not apply to every location in Germany. Two federal states, NRW and Schleswig Holstein, have even passed legislation to discontinue the Mietpreisbremse in their jurisdiction. Landlords, however, are not forced to relet below the previous rent. Currently there is no mechanism to make the previous rent transparent to potential new tenants.

#### **Expected Impact**

This suggests that the Mietpreisbremse will not disappear as a concept. It will make it more difficult for rogue landlords to claim that the previous rent was more than 10% above the local comparable.

Vonovia has respected the existing legislation and will continue to do so. Vonovia does not expect this new disclosure requirement to have a material impact on its business.

<sup>1</sup> See https://www.cdu.de/system/tdf/media/dokumente/koalitionsvertrag\_2018.pdf?file=1 for the full text of the coalition agreement (German only)



5. Appendix

#### Modernization allocation

#### Coalition Agreement

# **Expected Impact**

Article 559 of the German Civil Code provides that up to 11% of the investment amount of a modernization project can be allocated to the annual rent of the property in perpetuity, provided the underlying work is modernization/value enhancing (i.e. not maintenance).

The coalition partners want to reduce the 11% to 8%. This shall only apply to areas with a lower "Kappungsgrenze," i.e. locations where rent growth on existing tenancies can be no more than 15% over three years (instead of 20%). This is within the discretion of the federal states and implemented in various ways by some and not by others. The coalition agreement states that this measure shall be reviewed after five years.

This measure will have a larger impact on landlords that carry out expensive modernizations and a smaller impact on landlords that do more efficient modernization work.

Historically, Vonovia has had an average allocation of around 7% of the investment amount, which is also the required average hurdle rate for approving the annual modernization budget. Hence, a reduction from 11% to 8% would have a minor impact on Vonovia.

As this applies to some and not to other regions, Vonovia will also have the opportunity to direct investment funds to those regions that are not affected.

#### €3.00 per sqm rent growth cap following a modernization

#### Coalition Agreement

#### The coalition partners want to cap the absolute rent growth after a modernization to a maximum of €3.00 per sqm and extend the moratorium on modernization-related rent growth form currently three to six years.

#### **Expected Impact**

This measure appears to be primarily aimed towards rogue landlords who use the modernization allocation to carry out luxury modernizations in order to implement excessive rent growth. Business models that push the envelope on the back of tenants by carrying out costly modernizations will find this to be more difficult going forward.

Historically, out of thousands of modernization projects carried out by Vonovia only a small fraction have led to a rent growth of more than €3 per square meter, so this measure will not impact Vonovia.

more detail on the Kappungsgrenze (German only)



1. Highlights

2 EV2017 recults

3. Housekeeping

4. Wrap-up

5. Appendix

#### Extension of validity period for Mietspiegel

#### Coalition Agreement Expected Impact

The coalition partners want to extend the validity period of Mietspiegel from currently two years to three years. This shall only apply to Detailed Mietspiegel ("qualifizierte Mietspiegel").

Out of a total of 275 Mietspiegel in Germany, 105 are Detailed Mietspiegel and would be affected; the remaining 170 are Simple Mietspiegel and would not be affected.

Markets with a Detailed Mietspiegel might see a time delay in rental growth or an expansion of the time frame under which rent growth can be implemented. It is unlikely that the main intended impact, lower costs for municipalities, will actually materialize.

This legislation would have a limited impact on Vonovia and mostly affect the timing of rent growth.

#### Extension of reference period for Mietspiegel

#### Coalition Agreement

#### **Expected Impact**

The coalition partners want to review the length of the reference period that serves as a basis for drafting a new Mietspiegel. The current reference period is 4 years. The coalition agreement only includes one sentence, expressing the parties' intentions to "review" the reference period without any further specifics. The absence of any concrete language or plans suggests that there was little common ground during the coalition talks, hence the rather unspecific reference to review the issue at a later date. Any legislation in that direction would most likely prove to be rather difficult given the absence of comparable data on a continuous basis, as criteria and other parameters in the different Mietspiegel keep changing.

In the absence of any specifics on this subject, the actual impact this could have on Vonovia cannot be estimated at this point. It is clear, however, that an extension of the reference period would have material negative consequences on the entire industry, and Vonovia would also be affected.



1. Highlights

€15k for each additional child)

2 EV2017 recults

3. Housekeeping

4. Wrap-up

5. Appendix

#### Subsidy for homebuyers

#### Coalition Agreement

The coalition partners want to grant €1,200 per annum and per child for up to ten years to families who are looking to buy or build, provided their taxable household income does not exceed certain thresholds (€90k in cases of families with one child and an additional

### Expected Impact

In light of the prices in most urban areas this measure is unlikely to help many families afford a home in a city.

Vonovia does not expect any substantial upward pressure on prices for its assets on the basis of these plans.

#### **Subsidies**

#### Coalition Agreement

The coalition agreement includes various examples how the new government would aim to subsidize energy efficient modernizations and renovations to enable the elderly to live in their homes longer. The coalition partners have also agreed to promote serial and modular construction and expressed their intention to support the individual federal states to streamline the building permit process and to investigate possibilities for serial construction permissions (potentially not dissimilar to the car industry, where a certain model receives standard approval rather than each vehicle being approved individually).

#### **Expected Impact**

Modernization of the housing stock and more affordable construction of new apartments are key for the German housing market.

Vonovia is a strong supporter of energy-efficient modernization, renovation of apartments for the elderly and intelligent, affordable space creation, as indicated by the annual €1bn investment program. Any further progress or additional support in this direction would be welcomed as a positive for the business.



1. Highlights

2 FY2017 results

3. Housekeeping

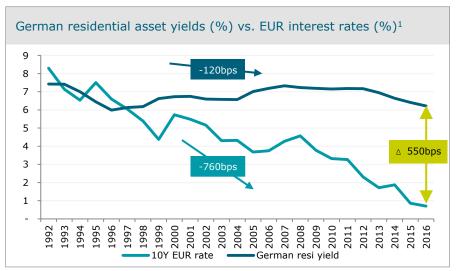
4. Wrap-up

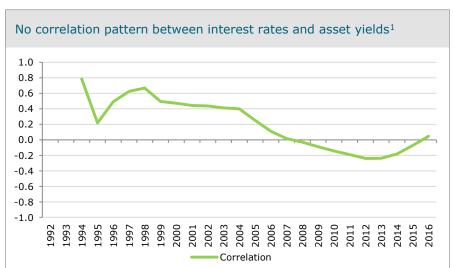
5. Appendix

#### Valuation methodology for German residential properties is primarily based on market prices for assets – not on interest rates

- > While market prices are affected by general interest rate levels, there is **no significant correlation**.
- > Other factors such as supply/demand imbalance, rental regulation, market rent growth, location of assets etc.

  outweigh the impact of interest rates when it comes to pricing residential real estate.
- > The **steep decline in interest rates** (down by 760bps since 1992) is **not mirrored by asset yields** (down by 120bps since 1992).
- > Asset yields outperformed interest rates by 240bps on average since 1992 and 550bps in June 2016.





FY 2017 Earnings Call

Yearly asset yields vs. rolling 200d average of 10y interest rates Sources: Thomson Reuters, bulwiengesa

## Three Valuation Layers with Different Volatilities



1. Highlights

judgment

and

perception

Increasing level of

2 EV2017 recults

3. Housekeeping

4. Wrap-up

5. Appendix

High degree of stability and predictability of underlying business (layer 1) and portfolio valuation (layer 2) is not reflected in share price development (layer 3), as equity markets appear to apply valuation parameters that are substantially less material for Vonovia's operating performance.



<sup>&</sup>lt;sup>1</sup> To be proposed to the Annual General Meeting.

VONOVIA

ghlights 2. FY2017 resul

3. Housekeeping

4. Wrap-up

5. Appendix



Dortmund



Frankfurt



Essen



Dresden

Modernization - Optimize Apartment

AIVONOVIA

Highlights 2. FY2017 resu

3. Housekeeping

4. Wrap-up

5. Appendix

















VONOVIA

ighlights 2. FY2

3. Housekeeping

4. Wrap-up

5. Appendix







Highlights 2. FY2017

3. Housekeeping

4. Wrap-up

5. Appendix



Kerpen



Köln





# Space Creation - Floor Addition

VONOVIA

1. Highlights

2 FV2017 results

3. Housekeeping

4. Wrap-up

5. Appendix







FY 2017 Earnings Call

# Space Creation – Modular Construction

VONOVIA

.. Highlights

2 EV2017 recults

3. Housekeeping

4. Wrap-up

5. Appendix









. Highlights

2. FY2017 results

3. Housekeepina

4. Wrap-up

5. Appendix











Highlights 2. FY2017 result

3. Housekeeping

4. Wrap-up

5. Appendix









. Highlights

2. FY2017 results

3. Housekeeping

4. Wrap-up

5. Appendix



### Disclaimer



This presentation has been specifically prepared by Vonovia SE and/or its affiliates (together, "Vonovia") for internal use. Consequently, it may not be sufficient or appropriate for the purpose for which a third party might use it.

This presentation has been provided for information purposes only and is being circulated on a confidential basis. This presentation shall be used only in accordance with applicable law, e.g. regarding national and international insider dealing rules, and must not be distributed, published or reproduced, in whole or in part, nor may its contents be disclosed by the recipient to any other person. Receipt of this presentation constitutes an express agreement to be bound by such confidentiality and the other terms set out herein.

This presentation includes statements, estimates, opinions and projections with respect to anticipated future performance of Vonovia ("forward-looking statements") which reflect various assumptions concerning anticipated results taken from Vonovia's current business plan or from public sources which have not been independently verified or assessed by Vonovia and which may or may not prove to be correct. Any forward-looking statements reflect current expectations based on the current business plan and various other assumptions and involve significant risks and uncertainties and should not be read as guarantees of future performance or results and will not necessarily be accurate indications of whether or not such results will be achieved. Any forward-looking statements only speak as at the date the presentation is provided to the recipient. It is up to the recipient of this presentation to make its own assessment of the validity of any forward-looking statements and assumptions and no liability is accepted by Vonovia in respect of the achievement of such forward-looking statements and assumptions.

Vonovia accepts no liability whatsoever to the extent permitted by applicable law for any direct, indirect or consequential loss or penalty arising from any use of this presentation, its contents or preparation or otherwise in connection with it.

No representation or warranty (whether express or implied) is given in respect of any information in this presentation or that this presentation is suitable for the recipient's purposes. The delivery of this presentation does not imply that the information herein is correct as at any time subsequent to the date hereof.

Vonovia has no obligation whatsoever to update or revise any of the information, forward-looking statements or the conclusions contained herein or to reflect new events or circumstances or to correct any inaccuracies which may become apparent subsequent to the date hereof.

This presentation does not, and is not intended to, constitute or form part of, and should not be construed as, an offer to sell, or a solicitation of an offer to purchase, subscribe for or otherwise acquire, any securities of the Company nor shall it or any part of it form the basis of or be relied upon in connection with or act as any inducement to enter into any contract or commitment or investment decision whatsoever.

This presentation is neither an advertisement nor a prospectus and is made available on the express understanding that it does not contain all information that may be required to evaluate, and will not be used by the attendees/recipients in connection with, the purchase of or investment in any securities of the Company. This presentation is selective in nature and does not purport to contain all information that may be required to evaluate the Company and/or its securities. No reliance may or should be placed for any purpose whatsoever on the information contained in this presentation, or on its completeness, accuracy or fairness.

This presentation is not directed to or intended for distribution to or use by, any person or entity that is a citizen or resident or located in any locality, state, country or other jurisdiction where such distribution, publication, availability or use would be contrary to law or regulation or which would require any registration or licensing within such jurisdiction.

Neither this presentation nor the information contained in it may be taken, transmitted or distributed directly or indirectly into or within the United States, its territories or possessions. This presentation is not an offer of securities for sale in the United States. The securities of the Company have not been and will not be registered under the US Securities Act of 1933, as amended (the "Securities Act") or with any securities regulatory authority of any state or other jurisdiction of the United States. Consequently, the securities of the Company may not be offered, sold, resold, transferred, delivered or distributed, directly or indirectly, into or within in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States unless registered under the Securities Act.

Tables and diagrams may include rounding effects.

# For Your Notes



# For Your Notes

