

JULY 26, 2019

PRESS RELEASE RESULTS FIRST HALF 2019

Direct result € 65.8m (H1 2018: € 59.7 from continuing operations)

EPRA EPS € 1.44 (H1 2018: € 1.33 from continuing operations)

Netherlands and Belgium solid performance, France challenging

Indirect result € -125.1m (H1 2018: € -29.3m from continuing operations)

Outlook: EPRA EPS 2019 between € 2.75 - € 2.80 (€ 2.75 - € 2.85)

Dividend 2019 unchanged at € 2.52, or € 0.63 per quarter



WERELDHAVE

OUR MARKETS

THE NETHERLANDS

A continued strong housing market has resulted in good turnover growth in the DIY, furniture and household goods segments. Retail sales in general are still showing decent growth, but this does not mean that the pressure on retailer margins is decreasing. The fashion segment continues to struggle, whilst supermarkets and food and beverage are still expanding. The number of retailer bankruptcies increased year-on-year, often resulting in a restart, which puts pressure on rents.

BELGIUM

As a result of increased spending power, private consumption in Belgium is expected to increase by some 1.2% in 2019. However, the retail market is lacklustre, which is particularly felt in peripheral areas and B-quality high streets. High-quality locations can still rely on a healthy demand from retailers, albeit larger floor-plates are less in demand. Where fashion operators take more time in their decision making and have a cautious stance, others are stepping in. Demand is strong from expanding food & beverage operators, optical chains, medical operators and services. As good quality locations are scarce, these retailers accept rent levels above ERV.

FRANCE

The French economic growth is stable at some 1.2%. Under pressure from yellow-vest protesters, the government announced plans to improve private spending power by reducing taxes. Private consumption picked up during the first half. However, demand from retailers to expand is low and the leasing process is protracted due to their cautious decision making. Demand is mainly coming from food & beverage, sports and health & beauty segments. Current rental levels are facing downward pressure. Mixed-use alternatives that are interested in opening on high footfall locations are becoming more active, such as co-working spaces, healthcare & medical and services.

OPERATIONS

- **Like-for-like rental growth shopping centres at 0.8% (indexation 1.7%).**
- **Occupancy rate of shopping centres at 95.6% (YE 2018: 96.3%)**
- **Q2 shows improving occupancy in the Netherlands and Belgium compared to Q1, decreasing in France**
- **Increase in YTD footfall of 1.0% from 62.9m to 63.5m**

Occupancy increased during the second quarter in Belgium (+0.4%) and the Netherlands (+0.2%). In France, occupancy decreased by 0.2%. At June 30, 2019, average occupancy stood at 95.6%, against 95.5% at the end of the first quarter (YE 2018: 96.3%).

Like-for-like rental growth of the shopping centres came out at 0.8%, with the indexation at 1.7%.

THE NETHERLANDS

In the Netherlands, occupancy stood at 97.2% at the end of the second quarter, against 97.0% at the previous quarter (YE 2018: 97.1%). Leasing activity and retailer expansion was the largest in the food & convenience segment. Six supermarket contracts were signed during the first half totaling 17,000 sqm with rents at or above ERV levels. The deal underpins the consistent demand from food & grocery retailers, and five of these transactions include an expansion. Lease levels were in line with market rents and rental contracts are typically for a ten-year's term.

A package deal was agreed with H&M for all their 7 units in our centres, taking effect in 2020 and 2021. Meanwhile, the mixed-use approach to replace struggling fashion retailers is making progress. A good first step was the lease of Basic Fit in Presikhaaf, Arnhem. Wereldhave aims to further increase the health sector presence in the centre.

Most of the bankruptcies that occurred during the first half of the year have already been dealt with. All Intertoys' stores have been leased out again, and the Op=Op Voordeelshop and Sissy Boy units in our centres will be continued. Like-for-like rental growth came out at a solid +1.5%, which is 0.2% above the indexation. The bankruptcy of 6 CoolCat units had limited impact on rental growth in the first half of the year. Commercialisation of these units is in progress.

Footfall in our Dutch centres saw a healthy increase, particularly in De Koperwiek in Capelle aan den IJssel (+9%) and the Pieter Vreedeplein in Tilburg (+11%). Overall, footfall increased by 1.1%, which is 1.7% above the market average.



OPERATIONS

BELGIUM

In Belgium, occupancy of the shopping centres improved from 95.8% at the end of Q1 to 96.2% at June 30, 2019 (year-end 2018: 97.2%). The occupancy of the Belgian offices improved from 90.6% at year-end 2018 to 92.6% at June 30, 2019. Like-for-like rental growth during H1 2019 was 1.9%.

The bankruptcy of CoolCat impacted occupancy of four units, but this was more than compensated by the good progress in letting of the former Carrefour unit in Belle-Île, Liège. The 5,500 sqm that were vacated by the Carrefour hypermarket are now almost fully let, with large new anchor tenants as Action, Decathlon and Medi-Market. Good progress is also made in Shopping 1 in Genk. The occupancy passed the 90% mark, but as the Carrefour is not yet entirely relet, occupancy in Shopping 1 is likely to drop in Q3 when the Carrefour unit will become partially empty. Albert Heijn and Medi-Market signed leases for the unit and The Fashion Store will open a 1,000 sqm shop in Genk. Eyes+more signed leases for the shopping centres in Genk, Nivelles and Liège.

Footfall increased by 4.4%, whilst the market average was 1.7% down. All shopping centres saw a positive development of footfall, with the exception of Belle-Île in Liège, where footfall declined by 4.7%. This can be fully attributed to the announcement by Carrefour to decrease its footprint and by the subsequent works to change the lay-out for new tenants.



OPERATIONS

FRANCE

In France, leasing was slow during the first half of 2019. Like-for-like rental growth in France during the first half amounted to -1.5%. Tenant bankruptcies were still relatively low, but retailers in several segments continue to struggle. Occupancy decreased from 92.2% at the end of the first quarter to 92.0% at June 30, 2019 (year-end 2018: 94.0%). Package deals were signed with Promod (Docks 76 and Docks Vauban), Jules (Rivetoile, Docks Vauban and Docks 76) and Histoire d'Or (Docks 76 and Saint Sever). The Saint Sever shopping centre in Rouen benefits from the opening of the Verrerie project, a food hall in front of the cinema. Sales were slow during the first quarter but picked up from May onwards. The development of sales is positive in Docks Vauban and Saint Sever and negative in the other centres. Overall, sales levels are still some 3.6% below the previous year. H&M, JD Sports, Stradivarius, Mango, KIABI and Promod are the top performing retailers in Wereldhave's French portfolio.

Footfall in the French shopping centres decreased by 0.4%. All centres recorded higher visitor numbers, with the exception of Mériadeck and Docks Vauban. Continuing Saturday yellow vest protests caused a 8.6% drop in visitor numbers in this centre. On the other hand, the Verrerie project in Rouen boosted footfall in Saint Sever by 11%.

Occupancy	Q2 2018	Q3 2018	Q4 2018	Q1 2019	Q2 2019
Belgium	96.7%	96.8%	97.2%	95.8%	96.2%
Finland	96.4%	96.5%	n.a.	n.a.	n.a.
France	93.6%	93.7%	94.0%	92.2%	92.0%
Netherlands	96.8%	97.0%	97.1%	97.0%	97.2%
Shopping centres	96.1%	96.2%	96.3%	95.5%	95.6%
Offices (Belgium)	90.6%	90.6%	90.6%	88.9%	92.6%
Total portfolio	95.8%	95.9%	96.1%	95.2%	95.5%

Occupancy Cost Ratio*	Q2 2018	Q4 2018	Q2 2019
Belgium	10.4%	10.8%	10.4%
France	13.4%	13.4%	13.1%
	12.3%	12.2%	11.7%

* The Occupancy Cost Ratio is defined as the ratio between 1) invoiced rents, including discounts, plus rental charges passed on to tenants, excluding taxes, for the past 12 months, and 2) the tenants' revenues over the past 12 months, excluding taxes, for the same tenant base, excluding supermarkets, hypermarkets and stores above 750 sqm).

PROPERTY PORTFOLIO

Investment portfolio

During the first half of 2019, in the Netherlands, Wereldhave acquired a C&A store in Tilburg for € 11m and sold the former V&D department store in Hoofddorp for € 7m to a residential property developer, at book value. This transaction is to be completed during the second half of the year. In Belgium the leasehold was acquired of a food & beverage unit directly adjacent to the Kortrijk Ring shopping centre. Also in Belgium, a unit of the Genk Shopping 1 shopping centre was acquired. The total investments in Belgium amounted to € 3m. At June 30, 2019, the value of the investment portfolio amounted to € 3,141.7m (December 31, 2018: € 3,213.5m).

The Customer Journey project to upgrade the shopping centres is making good progress. In 2019, 8 Play & Relax areas will be implemented and new restrooms will be installed in 4 shopping centres. Wayfinding will be improved in 9 shopping centres and parking facilities are to be upgraded in 3 assets in 2019. The capex involved for the year 2019 is estimated at € 5.0m, of which € 2.2m was spent during the first half year.

Development pipeline

At June 30, 2019, Wereldhave's development portfolio amounted to € 66m (December 31, 2018: € 60m).

The committed development portfolio consists of four projects in the Netherlands and several smaller projects across the portfolio.

In Dordrecht, agreement has been reached to create a new and larger unit to accommodate the Jumbo supermarket. The project is expected to be completed in 2021.

In Capelle aan den IJssel, the second phase of the redevelopment of De Koperwiek was completed in June 2019. The next phase includes a change in layout to accommodate an expansion for the Jumbo supermarket. The investment amounts to € 6m. The application for a building permit has been filed.

In Arnhem, the refurbishment of the Presikhaaf project is progressing well. The refurbishment of the centre is to be completed in the first quarter of 2020.

In Tilburg, the second phase of the inner city redevelopment has started, with the partial demolition of the Emmapassage. A new shopping street will be created, to make the connection to the Heuvelstraat.



De Koperwiek, Capelle aan den IJssel

PROPERTY PORTFOLIO

In Belgium, the refurbishment of smaller retail units directly opposite the Les Bastions retail park was completed during the second quarter. The investment amounted to € 2m and the units are fully let. The change in lay-out of the former Carrefour in the Belle-Île shopping centre in Liège will be completed during the third quarter. The investment amounts to € 8m. A further expansion of the centre is being studied. Wereldhave Belgium is focusing on the addition of more mixed-use elements, to evolve Belle-Île into a full-service concept that serves more purposes than just shopping.

Good progress was made on the revitalisation of Mériadeck in Bordeaux. The Truffaut gardening centre will open its doors in November and the applications for the permit to upgrade the food & beverage facilities will be filed in September.

(In €m)

Key Developments	Total investment	Capex (net) so far	Capex spent 2019	YoC	Prelet	Completion
Committed						
Koperwiek	38	30	5	5.0%	89%	2020
Presikhaaf	23	19	1	6.0%	78%	2020
Sterrenburg	14	3	1	5.6%	90%	2021
Tilburg	16	0	3	6.0%	6%	2021
Total	91	52	10			

RESULTS H1 2019

- **Total result € -59.3m (H1 2018: € 30.4m from continuing operations; € 29.0m including Finland)**
- **Direct result € 65.8m (H1 2018: € 59.7 from continuing operations; € 74.5m including Finland)**
- **Indirect result € -125.1m (H1 2018: € -29.3m from continuing operations; € -45.5m including Finland)**
- **Direct result per share € 1.44 (H1 2018: € 1.33 from continuing operations, € 1.70 including Finland)**
- **NAV per share (EPRA): € 40.90 (FY 2018: € 43.82)**
- **Loan-to-Value: 40.0% (FY 2018: 37.5%)**
- **Like-for-like shopping centres 0.8% (indexation 1.7%)**

Total result

The total result for the first half of 2019 amounts to € -59.3m (H1 2018: € 29.0m). The decrease is largely due to a lower indirect result compared to the first half of 2018. The direct result decreased by 12% to € 65.8m, mainly from the disposal of the Itis shopping centre in Finland. The indirect result for the first half of 2019 was € -125.1m, against € -45.5m in H1 2018. The total result per share amounted to € -1.65 (H1 2018: € 0.54).

Direct result

The direct result from continuing operations for the first semester stood at € 65.8m against € 59.7m in 2018. The increase is partly due to the acquisition of two retail parks in Belgium in December 2018. The direct result for the first half of the year amounted to € 65.8m against € 74.5m in 2018. This reflects a 12% decrease, almost fully attributable to the disposal of the Itis shopping centre. The direct result per share amounted to € 1.44 (H1 2018: € 1.70).

Due to the ongoing focus on cost efficiency, general costs decreased by 12% from € 7.8m to € 6.9m in H1 2019 and interest costs decreased by 7% from € 15.5m to € 14.4m.

Indirect result

The indirect result consists of a negative property revaluation of € 123.0m and a negative revaluation of financial instruments of € 2.1m. In Belgium, property values of shopping centres remained more or less stable, with a depreciation of the Belgian offices, resulting in an overall slight decrease of € 2m or 0.2% of the value of the portfolio. The Belgian investment market saw several shopping centres on offer, with a broad variance in quality. The transaction of Woluwe's second part was the latest reference in the shopping centre investment market. These yields are still significantly below the valuation yields for our portfolio.

In the Netherlands, there was a negative revaluation of € 84m, reflecting 5.7% of the value of the portfolio. The investment market for shopping centres in the Netherlands has remained slow. Investors are demanding higher returns for retail real estate. The revaluation is predominantly caused by expanding yields on the portfolio. The effect is that although our operations are relatively strong, these rising yields have resulted in the mark-down of the portfolio.

RESULTS H1 2019

Since December 2018, there have been five transactions of convenience shopping centres that support the revised yield levels. The average size of the shopping centres were smaller than Wereldhave's average shopping centre size at ca. 11,000 sqm. The average valuation yield for these transactions were recorded at 5.9% and € 3,250 per sqm, which supports Wereldhave's adjusted valuation levels in the Netherlands.

In France, there was a negative revaluation of € 36m, or 4.1% of the value of the portfolio. The activity level of the investment market for shopping centres remained low in the first six months of the year. The lower property valuation is caused by lower market rents and yield expansion.

The EPRA net initial yield as at June 30, 2019 increased to 5.5% (December 31, 2018: 5.4%).

Equity

At June 30, 2019, Wereldhave's stake in Wereldhave Belgium stood at 66.53%, against 65.90% at year-end 2018. The increase is the result of Wereldhave's choice for a dividend in shares.

On June 30, 2019, shareholders' equity amounted to € 1,627.9m (December 31, 2018: € 1,744.5m). The net asset value per share (EPRA) including current profit stood at € 40.90 at June 30, 2019 (December 31, 2018: € 43.82). The number of ordinary shares in issue was unchanged at 40,270,921.

Financing

The repayment of debt maturing in the first half of 2019 (a € 56m in US Private Placements in February and a € 250m convertible bond in May) was funded by cash from the Itis disposal and by new drawings under revolving credit facilities. Interest-bearing debt was € 1,316.5m at June 30, 2019 (December 31, 2018: € 1,358.3m), which together with a cash balance of € 26.4m (December 31, 2018: € 125.9m) gives a net debt of € 1,290.1m (December 31, 2018: € 1,232.4m).

Undrawn borrowing capacity amounted to € 244m and the Loan-to-value ratio increased to 40.0% (2018: 37.5%) due to development capex and revaluation of investment property. As at June 30, 2019 the average cost of debt and ICR were 1.90% (2.08% YE 2018) and 6.5x (6.2x YE 2018) respectively. The weighted average term to maturity of interest-bearing debt was 4.4 years.

Dividend dates for the financial year 2019

ex-dividend #1 2019	July 30, 2019
Dividend record date	July 31, 2019
Payment date dividend #1 2019	August 2, 2019
ex-dividend #2 2019	October 29, 2019
Dividend record date	October 30, 2019
Payment date dividend #2 2019	November 1, 2019
ex-dividend #3 2019	January 28, 2020
Dividend record date	January 29, 2020
Payment date dividend #3 2019	January 31, 2020
ex-dividend #4 Final 2019	April 28, 2020
Dividend record date	April 29, 2020
Payment date dividend #4 2019	May 4, 2020

OUTLOOK 2019

- **Outlook: direct result 2019 between € 2.75 and € 2.80 per share (was: € 2.75 - 2.85)**
- **Dividend for 2019 confirmed at € 0.63 per quarter, or € 2.52 on an annual basis**
- **Strategy Review: to be published with the FY 2019 results.**

Bankruptcies and restarting tenants will impact rental growth during the second half of the year. The direct result for the year 2019 is expected to be between € 2.75 and € 2.80 per share (previously: € 2.75 - 2.85).

Dividend for 2019 is confirmed at a level of € 2.52, payable in four equal (interim) dividend payments of € 0.63 per quarter.

At the EGM on July 9, 2019, Matthijs Storm was appointed CEO, with effect from August 1, 2019. Herman van Everdingen, who acted as Interim CEO from February 1, 2019, will step down, but he will remain available to assist the Board of Management in August.

During the second half of 2019, the Board of Management will review Wereldhave's strategy, in close consultation with the Supervisory Board. The outcome of this review is to be presented with the publication of the FY 2019 results, on February 7, 2020.

Schiphol, 26 July 2019

Wereldhave N.V. Board of Management

Herman van Everdingen, interim CEO
Dennis de Vreede, CFO

Conference call / webcast

Wereldhave will present the results for the first half year of 2019 via a webcast and conference call at 10.00 CEST, today. This webcast will be available at <https://www.wereldhave.com/>.

For further information

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ABOUT WERELDHAVE

Wereldhave invests in convenience shopping centres that are dominant in their micro environment in larger provincial cities in Northwest continental Europe. The catchment area of our centres comprises of at least 100,000 inhabitants within 10 minutes travel time. We focus on shopping centres that have a sound balance between shopping convenience and experience. With easy accessibility, an offer that covers 90% of shopping needs of goods and services, successful (inter) national and local retail formulas and strong food anchors, our centres provide convenience shopping to accommodate an ageing population, ongoing urbanisation and a busy lifestyle. We aim for attractive, immersive experiences that go beyond shopping, with fully embedded food & beverage functions, kid's playgrounds and high-quality facilities, to attract families and prolong average engagement times. For more information: www.wereldhave.com

DIRECT & INDIRECT RESULT

for the period ended June 30, 2019

(x € 1,000)

	Six months ended June 30, 2019		Six months ended June 30, 2018	
	direct result	indirect result	direct result	indirect result
Gross rental income	102,860	-	96,739	-
Service costs charged	15,162	-	13,450	-
Total revenues	118,022	-	110,190	-
Service costs paid	-19,088	-	-16,817	-
Property expenses	-11,571	-	-9,846	-
Total expenses	-30,659	-	-26,663	-
Net rental income	87,363	-	83,527	-
Valuation results	-	-122,951	-	-26,656
Results on disposals	-	-156	-	-250
General costs	-6,921	-1,313	-7,775	-1,476
Other income and expense	-	-27	-	-169
Operational result	80,442	-124,447	75,752	-28,551
Interest charges	-14,465	-	-15,589	-
Interest income	18	-	48	-
Net interest	-14,447	-	-15,540	-
Other financial income and expense	-	-2,089	-	-1,428
Result before tax	65,995	-126,535	60,212	-29,979
Income tax	-188	974	-530	710
Result from continuing operations	65,807	-125,561	59,682	-29,269
Result from discontinued operations	-	413	14,838	-16,264
Result	65,807	-125,148	74,520	-45,534
Profit attributable to:				
Shareholders	57,857	-124,351	68,482	-46,730
Non-controlling interest	7,950	-797	6,038	1,196
Result	65,807	-125,148	74,520	-45,534
Earnings per share from continuing operations (€)	1.44	-3.10	1.33	-0.75
Earnings per share from discontinued operations (€)	-	0.01	0.37	-0.41
Earnings per share (€)	1.44	-3.09	1.70	-1.16

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

at June 30, 2019

(x € 1,000)

Assets	Note	June 30, 2019	December 31, 2018
Non-current assets			
Investment property in operation		3,141,708	3,213,454
Lease incentives		6,854	6,754
Investment property under construction		66,072	59,999
Investment property	5	3,214,633	3,280,207
Property and equipment		6,899	2,120
Intangible assets		720	897
Derivative financial instruments		30,762	27,245
Other financial assets		784	717
Total non-current assets		3,253,799	3,311,185
Current assets			
Trade and other receivables		57,525	52,697
Tax receivables		8,071	13,693
Cash and cash equivalents		26,426	125,925
Total current assets		92,021	192,314
Investments held for sale		6,940	6,940
Total assets		3,352,760	3,510,440
Equity and Liabilities			
Equity			
Share capital	6	40,271	40,271
Share premium		1,711,033	1,711,033
Reserves		-123,363	-6,815
Attributable to shareholders		1,627,941	1,744,489
Non-controlling interest		228,114	231,347
Total equity		1,856,055	1,975,836
Non-current liabilities			
Interest bearing liabilities	7	1,209,532	1,019,151
Deferred tax liabilities		6,393	6,648
Derivative financial instruments		36,796	36,421
Other long term liabilities		35,383	14,774
Total non-current liabilities		1,288,104	1,076,994
Current liabilities			
Trade payables		5,461	8,529
Tax payable		6,576	11,651
Interest bearing liabilities	7	107,000	339,167
Other short term liabilities		89,565	96,031
Derivative financial instruments		-	2,230
Total current liabilities		208,602	457,610
Total equity and liabilities		3,352,760	3,510,440

CONDENSED CONSOLIDATED INCOME STATEMENT

for the period ended June 30, 2019

(x € 1,000)

	Note	June 30, 2019	June 30, 2018
Gross rental income		102,860	96,739
Service costs charged		15,162	13,450
Total revenue		118,022	110,190
Service costs paid		-19,088	-16,817
Property expenses		-11,571	-9,846
Net rental income	10	87,363	83,527
Valuation results		-122,951	-26,656
Results on disposals		-156	-250
General costs		-8,234	-9,251
Other income and expense		-27	-169
Operating result		-44,004	47,201
Interest charges		-14,465	-15,589
Interest income		18	48
Net interest		-14,447	-15,541
Other financial income and expense		-2,089	-1,428
Result before tax		-60,540	30,232
Income tax		786	180
Result from continuing operations		-59,754	30,412
Result from discontinued operations		413	-1,426
Result for the year		-59,341	28,986
Result attributable to:			
Shareholders		-66,495	21,752
Non-controlling interest		7,154	7,234
Result for the year		-59,341	28,986
Basic earnings per share from continuing operations (€)		-1.66	0.58
Diluted earnings per share from continuing operations (€)		-1.66	0.58
Basic and diluted earnings per share from discontinued operations (€)		0.01	-0.04
Basic earnings per share (€)		-1.65	0.54
Diluted earnings per share (€)		-1.65	0.54

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the period ended June 30, 2019

(x € 1,000)

	Six months ended June 30, 2019	Six months ended June 30, 2018
Result from continuing operations	-59,754	30,412
Result from discontinued operations	413	-1,426
Result	-59,341	28,986
<i>Items that may be recycled to the income statement subsequently</i>		
Effective portion of change in fair value of cash flow hedges	-636	-6,744
Changes in fair value of cost of hedging	693	1,683
Total comprehensive income	-59,284	23,925
Attributable to:		
Shareholders	-66,384	16,639
Non-controlling interest	7,100	7,286
	-59,284	23,925
<i>Total comprehensive income attributable to shareholders arises from:</i>		
Continuing operations	-66,797	18,065
Discontinued operations	413	-1,426
	-66,384	16,639

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the period ended June 30, 2019

(x € 1,000)

	Attributable to shareholders						Non-controlling interest	Total equity
	Share capital	Share premium	General reserve	Hedge reserve	Cost of hedging reserve	Total attributable to shareholders		
Balance at January 1, 2018	40,271	1,711,033	186,071	-4,847	-4,366	1,928,162	188,351	2,116,513
Comprehensive income								
Result	-	-	21,752	-	-	21,752	7,234	28,986
Effective portion of change in fair value of cash flow hedges	-	-	-	-6,796	-	-6,796	52	-6,744
Changes in fair value of cost of hedging	-	-	-	-	1,683	1,683	-	1,683
Total comprehensive income	-	-	21,752	-6,796	1,683	16,639	7,286	23,925
Transactions with shareholders								
Shares for remuneration	-	-	202	-	-	202	-	202
Dividend	-	-	-62,016	-	-	-62,016	-4,598	-66,614
Change non-controlling interest	-	-	-224	-	-	-224	1,504	1,280
Other	-	-	-301	-	-	-301	15	-286
Balance at June 30, 2018	40,271	1,711,033	145,484	-11,643	-2,683	1,882,462	192,558	2,075,020
Balance at January 1, 2019	40,271	1,711,033	4,495	-9,605	-1,706	1,744,489	231,347	1,975,835
Comprehensive income								
Result	-	-	-66,495	-	-	-66,495	7,154	-59,341
Effective portion of change in fair value of cash flow hedges	-	-	-	-582	-	-582	-54	-636
Changes in fair value of cost of hedging	-	-	-	-	693	693	-	693
Total comprehensive income	-	-	-66,495	-582	693	-66,384	7,100	-59,284
Transactions with shareholders								
Shares for remuneration	-	-	318	-	-	318	-	318
Dividend	-	-	-50,740	-	-	-50,740	-5,947	-56,687
Change non-controlling interest	-	-	276	-	-	276	-4,386	-4,110
Other	-	-	-18	-	-	-18	-	-18
Balance at June 30, 2019	40,271	1,711,033	-112,164	-10,187	-1,013	1,627,941	228,114	1,856,055

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

for the period ended June 30, 2019

(x € 1,000)

	Note	Six months ended June 30, 2019	Six months ended June 30, 2018
Operating activities			
Result		-59,341	28,986
Adjustments:			
Valuation results		122,951	44,918
Net interest		14,447	15,533
Other financial income and expense		2,089	1,428
Results on disposals		-257	250
Deferred tax		-974	-3,861
Amortisation		773	424
Movements in working capital		-14,692	-1,027
Cash flow generated from operations		64,996	86,651
Interest paid		-12,894	-13,536
Interest received		18	37
Income tax paid		-904	-689
Cash flow from operating activities		51,216	72,463
Investment activities			
Proceeds from disposals direct investment properties		-156	12,450
Proceeds from disposals indirect investment property		-2,318	-
Investments in investment property		-41,569	-80,522
Investments in equipment		-142	-332
Investments in financial assets		-68	32
Investments in intangible assets		-37	-79
Cash flow from investing activities		-44,290	-68,451
Financing activities			
Proceeds from interest bearing debts	7	261,760	93,316
Repayment interest bearing debts	7	-312,317	-36,416
Proceeds of other long-term liabilities		500	402
Other movements in reserve		319	-
Transactions non-controlling interest		-	4,241
Dividend paid		-56,687	-66,614
Cash flow from financing activities		-106,425	-5,071
Increase/decrease in cash and cash equivalents		-99,499	-1,059
Cash and cash equivalents at January 1		125,925	13,585
Cash and cash equivalents at June 30		26,426	12,526

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

1. REPORTING ENTITY

Wereldhave N.V. ('the Company') is an investment company which invests in real estate (shopping centres and offices). The property portfolio of Wereldhave N.V. and its subsidiaries ('the Group') is located in Belgium, France and the Netherlands. The Group is principally involved in leasing investment property under operating leases. The property management is performed by Group management companies. The Company is a limited liability company incorporated and domiciled in the Netherlands. The address of the Company's registered office is Schiphol Boulevard 233, 1118 BH Schiphol. The shares of the Company are listed on the Euronext Stock Exchange of Amsterdam. These condensed consolidated interim financial statements for the period ended June 30, 2019 were approved for issue on July 25, 2019. The figures of this press release are unaudited.

2. TAX STATUS

Wereldhave N.V. has the tax status of an investment company (FBI status) in accordance with section 28 of the Dutch 'Wet op de Vennootschapsbelasting 1969'. This status assumes that the Group is (almost) exclusively engaged in portfolio investment activities. As a consequence, corporation tax is due at a rate of 0% in the Netherlands, provided that certain conditions are met. The main conditions concern the requirement to distribute the taxable result as dividend and restrictions with regard to the leverage. The taxable result of Wereldhave N.V. must be distributed as a dividend to its shareholders within eight months after the year during which the result was made. In general terms, the leverage restrictions imply that investments in real estate (including qualifying real estate companies) may only be financed through debt up to a maximum of 60% of their value. For investments in other assets the maximum level of debt allowed is only 20%. There is no requirement to include capital gains, arising on disposal of investments, in the result to be distributed.

The subsidiaries in Belgium (OGV status) and France (SIIC status) have a similar status. Subsidiaries in Finland are subject to corporation tax. In Belgium the net value of one single asset may not exceed 20% of the total Belgium portfolio. A concession was granted by the FSMA for a maximum period of 2 years expiring December 31, 2020. At June 30, 2019, the net value of Belle-Ile was below the threshold of 20%.

3. ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these condensed consolidated interim financial statements for the period ended June 30, 2019 are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

3.1 Basis of accounting

Statement of compliance

This condensed consolidated interim financial information for the six months ended June 30, 2019 has been prepared in accordance with IAS 34 Interim Financial Reporting. The condensed consolidated interim financial information should be read in conjunction with the financial statements for the year ended December 31, 2018, which have been prepared in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union (EU-IFRS) and with Part 9 of Book 2 of the Dutch Civil Code.

Income and cash flow statement

The Group presents a separate 'statement of profit or loss' and 'other comprehensive income'.

The Group reports cash flows from operating activities using the indirect method. Interest received and interest paid is presented within operating cash flows. The acquisitions of investment properties are disclosed as cash flows from investing activities as this most appropriately reflects the Group's business activities.

Preparation of the condensed consolidated interim financial statements

These condensed consolidated interim financial statements for the period ended June 30, 2019 have been prepared on a going concern basis, applying a historical cost convention, except for the measurement of investment property and derivative financial instruments that have been measured at fair value.

The preparation of these condensed consolidated interim financial statements for the period ended June 30, 2019 in conformity with EU-IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. Changes in assumptions may have a significant impact on the condensed consolidated interim financial statements in the period the assumptions changed. Management believes that the underlying assumptions are appropriate.

Change in accounting policy and disclosures

New and amended standards adopted by the Group

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended December 31, 2018.

IFRS 16

Wereldhave adopted IFRS 16, 'Leases' from January 1, 2019. IFRS 16 replaces existing leases guidance including IAS 17 Leases, IFRIC 4 Determining whether an arrangement contains a Lease, SIC-15 Operating Leases-Incentives and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for most leases under a single on-balance sheet model.

Classification and Measurement

The Group as a lessee

A right-of-use asset and a lease liability is recognised at the lease commencement date. The right-of-use asset is initially measured at cost and subsequently at cost less any accumulated depreciation, impairment losses and adjusted for certain remeasurements of the lease liability. Right-of-use assets are presented under property and equipment. Right-of-use assets that meet the definition of investment property are presented under investment property and subsequently measured at fair value in accordance with the Group's accounting policies.

The lease liability is initially measured at the present value of the lease payments that are not paid at commencement date which are discounted using the Group's incremental borrowing rate, unless the interest rate implicit in the lease is available. The lease liability is subsequently increased by the interest costs on the lease liability and decreased by any lease payments made. Lease liabilities are remeasured when there is a change in future lease payments arising from a change in an index or changes to the assessment whether a purchase or extension options is reasonably certain to be exercised. Judgement may need to be applied to determine the lease term for some lease contracts that contain renewal or termination options. The assessment may significantly affect the amount of lease liabilities and right-of-use assets recognised.

For the transition at January 1, 2019 the Group accounted for its leasehold contracts, office and car leases under IFRS 16 using the modified retrospective approach. As permitted under the specific transitional provisions, the 2018 comparative information is not restated. On adoption of IFRS 16 Wereldhave elected to use the transition practical expedient to recognise only lease liabilities in relation to leases which had previously been classified as operating leases under the principles of IAS 17. Therefore, the definition of a lease under IFRS 16 has only been applied to contracts entered into or changed on or after January 1, 2019. Wereldhave elected to use the recognition exemptions for leases with a lease term of 12 months or less at date of initial application and lease contracts for which the underlying asset is of low value.

Lease liabilities were measured at the present value of the remaining lease payments and discounted using the incremental borrowing rate as of January 1, 2019. The weighted average rate applied is 5%. Lease liabilities are included in other long-term liabilities in the statement of financial position.

Right-of-use assets were measured at the amount equal to the lease liability and adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet at December 31, 2018.

The impact of the transition to IFRS 16 is summarised below.

(x € 1,000)

	January 1, 2019
Assets	
Investment property	16,050
Property and equipment	5,180
Total right-of-use assets recognised under IFRS 16	21,230

	January 1, 2019
Liabilities	
Other long-term liabilities	21,230
Total lease liabilities recognised under IFRS 16	21,230

Operating lease commitments at December 31, 2018	85,518
Discounted using the incremental borrowing rate at January 1, 2019	21,230
Lease liabilities recognised at January 1, 2019	21,230

For leases under IFRS 16 the Group recognised depreciation and interests costs instead of operating lease expenses. For the six months ended June 30, 2019 the Group recognised depreciation charges of € 0.4m and interest costs of € 0.5m. No depreciation is recognised for right-of-use assets that meet the definition of investment property. Payments of lease liabilities are presented as cash flows from financing activities in the cash flow statement.

The Group as a lessor

IFRS 16 did not result in any changes to the accounting of leases where Wereldhave acts as the lessor.

New standards and interpretations not yet adopted

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning after January 1, 2019, but do not have an impact on these interim condensed consolidated financial statements.

3.2 Consolidation

Changes in ownership interests in subsidiaries without change of control

As result of the election to receive stock dividend from Wereldhave Belgium the Group's stake in Wereldhave Belgium changed to 66.53% at June 30, 2019 (year-end 2018: 65.90%).

4. SEGMENT INFORMATION

Geographical segment information - the period ended June 30, 2019

(x € 1,000)

Result	Belgium	Finland	France	Netherlands	Headoffice	Total
Gross rental income	30,053	-	26,216	46,591	-	102,860
Service costs charged	4,806	-	6,184	4,171	-	15,162
Total revenue	34,860	-	32,400	50,762	-	118,022
Service costs paid	-6,057	-	-8,223	-4,808	-	-19,088
Property expenses	-1,537	-	-3,956	-6,079	-	-11,571
Net rental income	27,266	-	20,222	39,876	-	87,363
Valuation results	-2,473	-	-36,058	-84,420	-	-122,951
Results on disposals	-19	-	-6	-131	-	-156
General costs	-1,813	-	-2,060	-1,319	-3,043	-8,234
Other income and expense	-	-	-2	-	-25	-27
Operating result	22,962	-	-17,904	-45,994	-3,068	-44,004
Interest charges	-1,438	-	-7,915	-10,244	5,132	-14,465
Interest income	9	-	-	5	3	18
Other financial income and expense	-664	-	-	-	-1,425	-2,089
Income tax	214	-	30	543	-	786
Result from continuing operations	21,083	-	-25,789	-55,690	642	-59,754
Result from discontinued operations	-	413	-	-	-	413
Result	21,083	413	-25,789	-55,690	642	-59,341
Total assets at June 30, 2019						
Investment properties in operation	957,341	-	849,049	1,335,318	-	3,141,708
Investment properties under construction	12,165	-	-	53,907	-	66,072
Assets held for sale	-	-	-	6,940	-	6,940
Other segment assets	32,478	-	55,438	324,002	1,148,241	1,560,159
minus: intercompany	-10,033	-	-	-65,000	-1,347,085	-1,422,118
	991,950	-	904,487	1,655,167	-198,844	3,352,760
Investments six months ended June 30, 2019	6,546	-	7,461	13,024	-	27,031
Gross rental income by type of property						
Shopping centres	22,182	-	26,216	46,591	-	94,989
Offices	7,871	-	-	-	-	7,871
	30,053	-	26,216	46,591	-	102,860

Geographical segment information - the period ended June 30, 2018

(x € 1,000)

Result	Belgium	Finland	France	Netherlands	Headoffice	Total
Gross rental income	25,574	-	24,866	46,300	-	96,739
Service costs charged	4,450	-	5,003	3,997	-	13,450
Total revenue	30,024	-	29,869	50,296	-	110,190
Service costs paid	-5,375	-	-6,860	-4,582	-	-16,817
Property expenses	-1,203	-	-2,565	-6,078	-	-9,846
Net rental income	23,446	-	20,445	39,636	-	83,527
Valuation results	3,341	-	-4,134	-25,863	-	-26,656
Results on disposals	-	-	-2	-249	-	-250
General costs	-1,821	-	-1,797	-944	-4,689	-9,251
Other income and expense	8	-	-	-	-176	-169
Operating result	24,974	-	14,512	12,580	-4,866	47,201
Interest charges	-1,293	-	-7,582	-9,810	3,096	-15,589
Interest income	34	-	-	14	-	48
Other financial income and expense	-	-	-	-	-1,428	-1,428
Income tax	-53	-	-175	408	-	180
Result from continuing operations	23,663	-	6,755	3,192	-3,198	30,412
						-
Result from discontinued operations	-	-1,426	-	-	-	-1,426
Result	23,663	-1,426	6,755	3,192	-3,198	28,986

Total assets at December 31, 2018

Investment properties in operation	940,584	-	877,646	1,395,224	-	3,213,454
Investment properties under construction	14,692	-	-	45,307	-	59,999
Assets held for sale	-	-	-	6,940	-	6,940
Other segment assets	35,712	-	37,410	308,617	1,411,925	1,793,664
minus: intercompany	-10,532	-	-	-65,000	-1,488,085	-1,563,617
	980,456	-	915,056	1,691,088	-76,160	3,510,440

Investments six months ended June 30, 2018	26,012	10,302	14,598	30,726	-	81,638
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Gross rental income by type of property

Shopping centres	21,475	-	24,866	46,300	-	92,640
Offices	4,099	-	-	-	-	4,099
	25,574	-	24,866	46,300	-	96,739

5. INVESTMENT PROPERTY

(x € 1,000)

	2019			
	Investment property in operation	Lease incentives	Investment property under construction	Total Investment property
Balance at January 1	3,213,454	6,754	59,999	3,280,207
Purchases	14,195	-	-	14,195
Investments	11,350	-	15,681	27,031
From / to development properties	9,805	-	-9,805	-
To / from investments held for sale	-	-	-	-
Valuations	-123,146	-	197	-122,949
Right-of-use assets recognised (IFRS 16)	16,050	-	-	16,050
Other	-	100	-	100
Balance at June 30	3,141,708	6,854	66,072	3,214,633

(x € 1,000)

	2018			
	Investment property in operation	Lease incentives	Investment property under construction	Total Investment property
Balance at January 1	3,643,322	8,014	122,361	3,773,697
Purchases	-	-	-	-
Investments	33,549	-	48,089	81,638
From / to development properties	108,780	-	-108,780	-
To investments held for sale	-18,370	-	-	-18,370
Valuations	-40,164	-	-4,753	-44,917
Other	-	1,310	-	1,310
Balance at June 30	3,727,117	9,324	56,917	3,793,358

Investment property in operation

In H1 2019 Wereldhave acquired a C&A store in Tilburg for € 11m and a part of the leasehold in Kortrijk for € 3m.

Fair value

In total 99.8% (2018: 99.8%) of the total property portfolio was measured at fair value. The assets in the Group and its subsidiaries mainly consists of the property portfolio. The market value of these assets cannot be assessed using official quotations or listings.

A valuation based on fair value is a time- and location based estimate. The estimate is based on the price level on which two well-informed parties under normal market conditions would make a transaction for that specific property on the date of valuation. The fair value of a property in the market can only be determined accurately at the moment of the actual sale of the property.

Twice a year (June 30 and December 31) the properties are valued by external valuers. The valuer appraises at fair value with his own market knowledge and information. The valuation is prepared by the valuer and verified and approved by Wereldhave.

The fair value is based on a net yield calculation, where market rents are capitalised. Elements of this calculation include current and future rent levels, expected vacancy rates, rent indexations, turnover rents, lease incentives, etc. The yields and market rents used are specific for the country, the location, the type of property, the level of maintenance and the general rent ability of every single property. The determination of applicable yields is based upon comparable transactions, supplemented with market and building specific knowledge and remaining other assumptions, in which the professional judgment of the valuer will become more important if the available transaction information is not sufficient.

Apart from assumptions with respect to yields, costs for future maintenance investments are also taken into account in the valuation. Furthermore, explicit assumptions are made per lettable location and per tenant with regard to (re)letting, the start date of such (re)letting and the costs related thereto. Also, adjustments are made for expected costs of vacancy (present and future) and for differences between the market rent and contractual rent. Sales costs at the expense of the buyer, including transfer tax payable, are deducted from the market value.

Investment properties in operation

The significant assumptions used relating to valuations are set out below. The portfolio is appraised every six months.

June 30, 2019	Belgium	France	Netherlands
Total market rent per sqm (€)	207	237	226
EPRA Net Initial Yield	5.7%	4.8%	5.8%
EPRA vacancy rate	4.3%	8.0%	2.8%
Average vacancy period (in months)	6-12	9	7
Bandwith vacancy (in months)	0-21	6-12	5-13

EPRA Net Initial Yield

The EPRA Net Initial Yield is calculated by annualised rental income based on cash rents passing at the balance sheet date, less non-recoverable property operating expenses, divided by the market value of the property, including estimated purchasers' cost. The total average EPRA Net Initial Yield amounts to 5.5% (year-end 2018: 5.4%).

A change in yield with 0.25% results in a change of approximately € 127m in equity and result (€ 3.15 per share). A 5% drop of the estimated market rent, assuming stable yields, has a negative impact on shareholders' equity and result of approximately € 157m (€ 3.90 per share).

6. NET ASSET VALUE PER SHARE

The authorised capital comprises 75,000,000 million shares each with a nominal value of € 1. As at June 30, 2019, 40,270,921 ordinary shares were issued.

	the period ended June 30, 2019	the period ended December 31, 2018
Equity available for shareholders (x € 1,000)	1,627,941	1,744,489
Number of ordinary shares per 30 June	40,270,921	40,270,921
Purchased shares for remuneration	-14,729	-27,927
Number of ordinary shares per 30 June for calculation net asset value	40,256,192	40,242,994
Net asset value per share (x € 1)	40.44	43.35

7. INTEREST BEARING LIABILITIES

(x € 1,000)

	June 30, 2019	December 31, 2018
Long term		
Bank loans	469,820	283,835
Private placement	730,286	725,936
EMTN	9,426	9,380
	1,209,532	1,019,151
Short term		
Bank loans	9,000	-
Private placement	-	55,616
Treasury notes	98,000	35,000
Convertible bonds	-	248,551
	107,000	339,167
Total interest bearing liabilities	1,316,532	1,358,318

(x € 1,000)

	June 30, 2019	December 31, 2018
Balance at January 1	1,358,318	1,557,658
New funding	261,760	35,996
Repayments	-312,317	-247,819
Use of effective interest method	723	1,474
Effect of fair value hedges	2,181	531
Exchange rate differences	5,867	10,478
Balance at December 31	1,316,532	1,358,318

The carrying amount and fair value of long term interest bearing debt is as follows:

(x € 1,000)

	June 30, 2019		December 31, 2018	
	carrying amount	fair value	carrying amount	fair value
Bank loans, private placement and EMTN	1,209,532	1,251,506	1,019,151	1,056,633
Total	1,209,532	1,251,506	1,019,151	1,056,633

8. FAIR VALUE MEASUREMENT

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities:

(x € 1,000)

	Fair value measurement using			
	Total	Quoted prices Level 1	Observable input Level 2	Unobservable input Level 3
June 30, 2019				
Assets measured at fair value				
Investment property in operation	3,148,562	-	-	3,148,562
Investment property under construction	59,781	-	-	59,781
Investments held for sale	6,940	-	-	6,940
Financial assets				
Derivative financial instruments	30,762	-	30,762	-
Liabilities for which the fair value has been disclosed				
Interest bearing debt	1,358,506	-	1,358,506	-
Derivative financial instruments	36,796	-	36,796	-

	Total	Quoted prices	Observable input	Unobservable input
		Level 1	Level 2	Level 3
December 31, 2018				
Assets measured at fair value				
Investment property in operation	3,220,208	-	-	3,220,208
Investment property under construction	51,074	-	-	51,074
Investments held for sale	6,940	-	-	6,940
Financial assets				
Derivative financial instruments	27,245	-	27,245	-
Liabilities for which the fair value has been disclosed				
Interest bearing debt	1,398,692	251,443	1,147,249	-
Derivative financial instruments	38,651	-	38,651	-

Wereldhave categorizes its financial instruments measured at fair value in three hierarchies of inputs to valuation techniques used to measure fair value. Level 1 inputs are based on quoted prices, level 2 inputs are inputs other than quoted prices included in level 1 that are observable for the asset or liability, either direct or indirectly. Level 3 inputs are unobservable inputs for the asset or liability.

There were no transfers between levels during the year under review.

9. OFF BALANCE SHEET ASSETS AND LIABILITIES

The Group has contracted capital commitments for an amount of € 16m (YE 2018: € 11m) with regard to investment properties under construction. As of June 30, 2019 the Group has not issued guarantees to third parties (2018: € 34m).

10. RENTAL INCOME BY COUNTRY

(x € 1,000)

	Gross rental income		Property expenses, service costs and operating costs		Net rental income	
	Six months ended June	Six months ended June	Six months ended June	Six months ended June	Six months ended June	Six months ended June
	30, 2019	30, 2018	30, 2019	30, 2018	30, 2019	30, 2018
Belgium	30,053	25,574	2,787	2,128	27,266	23,446
France	26,216	24,866	5,994	4,421	20,222	20,444
The Netherlands	46,591	46,300	6,715	6,664	39,876	39,636
Total	102,860	96,739	15,497	13,212	87,363	83,527

11. RELATED PARTIES

The Board of Management, the Supervisory Board and subsidiaries of Wereldhave N.V. are considered to be related parties. The members of the Supervisory Board and of the Board of Management had no personal interest in any of the Company's investments during the year.

Related party transactions were made on terms equivalent to those that prevail in arm's length transactions if such terms can be substantiated.

12. EVENTS AFTER BALANCE SHEET DATE

In the Extraordinary Meeting of Shareholders held on July 9, 2019, Matthijs Storm was appointed as Chief Executive Officer (CEO) with effect from August 1, 2019.

13. DECLARATION OF THE BOARD OF MANAGEMENT

The Board of management of Wereldhave N.V., consisting of H.J. van Everdingen and A.W. de Vreede, hereby declares that, to the best of their knowledge:

1. the interim financial statement over the first half year of 2019 gives a true and fair view of the assets, liabilities, financial position and result of Wereldhave N.V. and the companies included in the consolidation as a whole;
2. the interim financial statement over the first half year of 2019 provides a true and fair view on the condition as at the balance sheet date and the course of business during the half year under review of Wereldhave N.V. and the related companies of which the data have been included in the interim statement, and the expected course of business, where, in as far as important interest do not oppose, particular attention is paid to the investments and the conditions of which the development of turnover and profitability depend; and
3. the interim financial statement over the first half year of 2019 includes a true and fair review of the information required pursuant to section 5:25d, subsections 8 and 9 of the Dutch Financial Markets Supervision Act (Wet op het financieel toezicht).

Wereldhave considers the market risk, liquidity risk and credit risk as financial risks. The market risk can be divided into interest risk and currency risk. Rapidly changing economic environments and uncertainty about the solidity of the Euro(zone) may affect the market circumstances, and thus both the letting prospects as well as the market value of the properties. The continuation of the Euro(zone) is assumed. For further comments we refer to the annual report 2018. Our risks are being monitored on a continuous basis.

Schiphol, 26 July 2019

Board of management

Herman van Everdingen, interim CEO

Dennis de Vreede, CFO