ubm development

Annual Report 2024

Key performance indicators

Key earnings figures (in €m)

	2024	Change	2023	2022
Total Output[1]	424.9	49.5%	284.2	390.7
Revenue	106.2	24.5%	85.3	133.9
Earnings before taxes	–23.2	41.1%	–39.4	31.5
Profit	–29.6	35.7%	–46.0	27.1

Key asset and financial figures (in €m)

	31.12.2024	Change	31.12.2023	31.12.2022
Total assets	1,182.4	-5.7%	1,253.8	1,451.8
Equity	343.7	-9.5%	379.7	501.4
Equity ratio	29.1%	-1.2 PP	30.3%	34.5%
Net debt[2]	545.9	-10.5%	610.2	500.2
Cash and cash equivalents	199.5	31.7%	151.5	322.9

Key share data and staff

	31.12.2024	Change	31.12.2023	31.12.2022
Earnings per share (in €)[3]	–4.77	32.1%	–7.03	2.25
Share price (in €)	16.10	-23.7%	21.10	22.80
Market capitalisation (in €m)	120.3	-23.7%	157.7	170.4
Dividend per share (in €)[4]	–	–	–	1.10
Payout ratio %[5]	–	–	–	48.9%
Staff	231	-13.8%	268	292

[1] Total Output includes the revenue from fully consolidated companies, the proportional share of revenue from companies consolidated at equity, and the revenue from property sales in the form of share or asset deals.
[2] Net debt equals current and non-current bonds and financial liabilities, excluding leasing liabilities, minus cash and cash equivalents.
[3] Earnings per share after the deduction of hybrid capital interest.
[4] The dividend is paid in the following financial year but is based on the previous year's net profit.
[5] Dividend in relation to earnings per share after deduction of hybrid capital interest.

Timber is the building material of the 21st century.

Contents

PODCAST

A look at the industry and the future by Thomas G. Winkler, CEO

What is the significance of UBM's strategic orientation in an extraordinarily difficult market environment? How relevant is its positioning in challenging circumstances – and what conclusions can be drawn from the 2024 financial results?

CEO Thomas G. Winkler talks about the situation in the industry, current challenges and a possible outlook for the future in a podcast with economics writer Christian Lenoble from Austrian newspaper DIE PRESSE.

Listen and enjoy!

[German only]

Dear Shareholders,
Dear Stakeholders,

The 2024 financial year could have been a lot worse – in the midst of a dangerous industry crisis, UBM displayed a high level of resilience.

Liquidity over profitability was our promise for 2024 and, with nearly €200m at year-end, this goal has been met – and even exceeded. Four hundred apartments sold – a fourfold increase over the previous year – are also proof that the crisis in residential construction has bottomed out and the downward trend in this asset class has now reversed. In other words, our business model for residential construction is working. It is, however, still uncertain whether the light industry & office business has yet to reach its low point. This is due, on the one hand, to a continuously low number of transactions and, on the other hand, to general uncertainty over the further development of the economy. The only certain fact up to now is that an increasing number of companies are bringing their staff back into their headquarters, but many of these older buildings are unable to compete with working from home. Most of the existing office buildings require thermal refurbishment, for cost as well as ESG reasons. Our new office and commercial space as timber hybrid constructions with pre-planned, well-conceived renewable energy supplies provides a more than competitive alternative.

The past year was also not as good for the four remaining real estate shares on the Vienna Stock Exchange. They closed 2024 with negative performance between -23% and -29%, whereby UBM recorded a minus of nearly 24%.

In view of the publication date for this annual report, the central question is what we can expect in 2025 – in any event, a variety of unknowns are beyond our control. It will be a transformation year, but we venture to predict that 2025 will be better than 2024 and transaction volumes on the real estate market will continue to rise. The price level depends significantly on the development of interest rates, which are influenced by inflation as well as the economic outlook. Impulses from the political sphere can be expected after the elections in our main markets. Another factor is the geopolitical situation and its definite influence on Europe – even though it looks as if Europe is increasingly being forced into the role of a supporting actor.

We have been monitoring the persistent undervaluation of UBM on the capital market for a longer time, for both fundamental and technical reasons. And this situation demands a concrete alternative course of action. We have therefore decided – based on authorisation by the 142nd Annual General Meeting on 19 May 2023 – to carry out a share buyback programme and repurchase up to €3m of UBM Development AG shares on the market in line with the intended mechanism.

All these factors and events will preoccupy UBM in 2025, and we therefore need the full support of our stakeholders. At this point, we would like to take the opportunity to express our thanks to all those who work for UBM for their unbroken commitment in the face of these ongoing challenges, and to our shareholders and investors for their continuing confidence.

Our promise to all of you is that we will continue these efforts unrelentingly in 2025.

The Management Board

Peter Schaller
CTO

Martina Maly-Gärtner
COO

Patric Thate
CFO

Thomas G. Winkler
CEO, Chairman

UBM at a glance:

Focus

- Residential and Light Industrial & Office
- Exclusively major European cities
- *green. smart. and more.*

Pipeline

- €1.9bn (pro rata over the next four years)
- Over 300,000m² timber (hybrid) construction
- 90% in Germany and Austria

Stock Exchange

- Prime Market listing in Vienna guarantees maximum transparency
- Ortner and Strauss syndicate as core shareholder (roughly 39%)
- Top management (ExCo) invested and incentivised (stock options programme)

Track Record

- More than 150 years of corporate history
- More than 150 years of capital markets history
- *competent. consequent. transparent.*

A leading developer of timber construction projects in Europe.

UBM breaks ground for HAVN residential and office project
The ground-breaking ceremony for the exclusive HAVN residential and office building by UBM Development marks another prominent addition to the Zollhafen Mainz. Located directly on the waterfront promenade of the Nordmole, the project comprises 44 condominiums and 5 office units with a total of around 6,700 square metres of gross floor area above ground.

Highlights 2024

Q1

UBM receives building permit for timber hybrid high-rise Timber Peak
At a height of over 40 metres with twelve storeys, Timber Peak offers around 9,500 square metres of gross floor area with flexible floor plans for a new way of working. With potential office sizes starting from 300 square metres, Timber Peak also creates space for individual utilisation concepts. In addition, tenants benefit from a terrace on the 5th floor as well as a rooftop terrace with spectacular panoramic views across Mainz, the Zollhafen and the Rhine landscape. Floor-to-ceiling windows allow the offices to merge with their surroundings.

Foundation stone laid for the sale of 22,000 m2 of office space in LeopoldQuartier OFFICE
The LeopoldQuartier OFFICE is in a prime location close to the city centre between the 1st district and the Augarten and offers a total of around 22,000 square metres of modern office space for new working concepts on nine office floors. High ceilings and natural wooden surfaces create a healthy working atmosphere, while flexible and efficient spaces offer the best conditions for individual office solutions. Smart technology enables intelligent and energy-efficient operation.

Q2

Start of construction work for 135 sustainable VILLAGE apartments
The PARK HOMES – planned by HNP architects – are situated between Adolf-Blamauer-Gasse and the corner of Leo-Perutz-Promenade, directly adjoining a roughly two-hectare park. 135 apartments are spread over eleven storeys and include various layouts for singles, couples and families ranging from two rooms with 35 square metres up to five rooms with a maximum of 166 square metres. In addition, almost all apartments will have their own private outdoor areas such as a loggia, balcony, terrace or garden. "UBM is currently developing 1,000 apartments in Vienna with geothermal energy and photovoltaic systems – half of these together with ARE at the Village im Dritten. Living without a guilty conscience is becoming a reality," says Thomas G. Winkler, CEO of UBM Development AG.

UBM sells interest in Center Wien Mitte for roughly €30m
UBM Development completes another successful sale from its standing asset portfolio at the end of the second quarter in 2024. Specifically, its 80% interest in W3 Errichtungs- und Betriebs-Aktien-Gesellschaft is sold for roughly €30m to RALT Raiffeisen-Leasing GmbH & Co KG. Raiffeisenbank International holds 20% of the shares. The closing takes place on 27 June 2024 in the form of a share deal. "With the W3, we are selling a further non-strategic asset to one of our partners. This is a win-win situation that generates cash for UBM – in line with our strategy to give liquidity priority over profitability during the current financial year," explained Thomas G. Winkler, CEO of UBM Development AG.

UBM Top Management invests heavily in Stock Options Programme
The company provides the top management with 600,000 stock options. The response is overwhelming, with nearly 90% participation. The Stock Options Programme (AOP) requires a personal investment in the form of company shares. For each share personally invested by an eligible participant, five stock options are granted. "With this outstanding participation rate, the top management demonstrates its strong commitment to UBM's strategy and belief in the new business model," says UBM CEO Thomas G. Winkler.

Q3

ESG industry leadership further expanded
UBM is again awarded Prime Status (B-) by the international rating agency ISS ESG, which makes the company the most sustainable in its sector in Germany and Austria. Its listing on the VBV Österreichischer Nachhaltigkeitsindex (VÖNIX) is also confirmed. This sustainability index comprises Austrian companies listed on the Vienna Stock Exchange with outstanding ecological/social activities and achievements.

Corporate ESG Performance

Prime

RATED BY ISS ESG

Second UBM Green Bond also successfully placed
The 7% UBM Green Bond 2024-2029 (AT0000A3FFK1) is successfully placed, and the books are closed prematurely. "With a volume nearly double that of the previous year and a five-year term, the trend for UBM in the capital market is positive," emphasized Patric Thate, CFO of UBM Development AG. "We have also been able to further smoothen UBM's repayment profile, an important competitive advantage in the current market phase." With the newly issued volume, over 80% of the bond financing now has a sustainability focus, allowing UBM to consistently implement its *green. smart. and more.* strategy in the current year as well."

Q4

UBM sells non-core asset in Poland for €18 million
UBM Development sells a non-core asset in Poland for €17.85m to a Polish entity – Rewa prosta spółka akcyjna (simple joint stock company) with its registered office in Krakow. The project Galeria Szperk is a shopping centre with 57 well-known chains, national and local brands, including attractive retail and service outlets in Kosakowo (Gdynia), Poland. Thomas G. Winkler, CEO of UBM Development AG, explains: "Liquidity over profitability is UBM's mantra in 2024 and our transaction in Gdynia lives up to this approach."

Share

Stock exchange developments

The international stock markets remained generally positive in 2024 despite the ongoing difficult economic and geopolitical environment. Hopes of declining inflation and the possible easing of central banks' monetary policy helped to stabilise the market, especially during the second half-year. Interest rates in the USA and Europe held steady at a high level in the first six months, while the first rate cuts in June created additional impulses for the markets.

In comparison with previous years, 2024 was characterised by growing market stability in spite of the volatility caused by geopolitical uncertainty and economic fluctuations. The MSCI World benefitted from the robust US economy and moderate recovery in Europe and rose by 24.8%.

Key interest rates were also a focal point of investors in the USA during 2024. The rate increases in the previous year were followed by a wait-and-see approach by the Federal Reserve before the first steps towards easing took effect during the second half of the year. Key interest rates in the US ranged from 4.25% to 4.50% at year-end and provided support, in particular, for the US stock market: the Dow Jones Industrial Index rose by 12.9%, while the S&P 500 recorded even stronger performance with a plus of 23.3%. The technology heavy Nasdaq Composite closed the year with an increase of 28.6%.

Developments on the European markets were also positive, in spite of regional differences. The Euro Stoxx 50 increased by 8.3%, and the German DAX index ended the reporting year with a plus of 18.9%.

The market climate in Austria remained challenging. Geopolitical uncertainty, especially the ongoing war in Ukraine, led to growing reservation on the part of international investors. The ATX failed to match the major international indexes and ended the year with an increase of 6.6%.

Development of the UBM share

UBM's share has been listed on the Vienna Stock Exchange since 10 April 1873. On 22 August 2016, it entered the Prime Market, the top segment of the Vienna Stock Exchange with the highest transparency standards. The share is also included in Austria's IATX real estate stock index.

The four remaining real estate shares on the Vienna Stock Exchange suffered from the almost daily negative reporting on Signa and other insolvent competitors throughout the entire year.

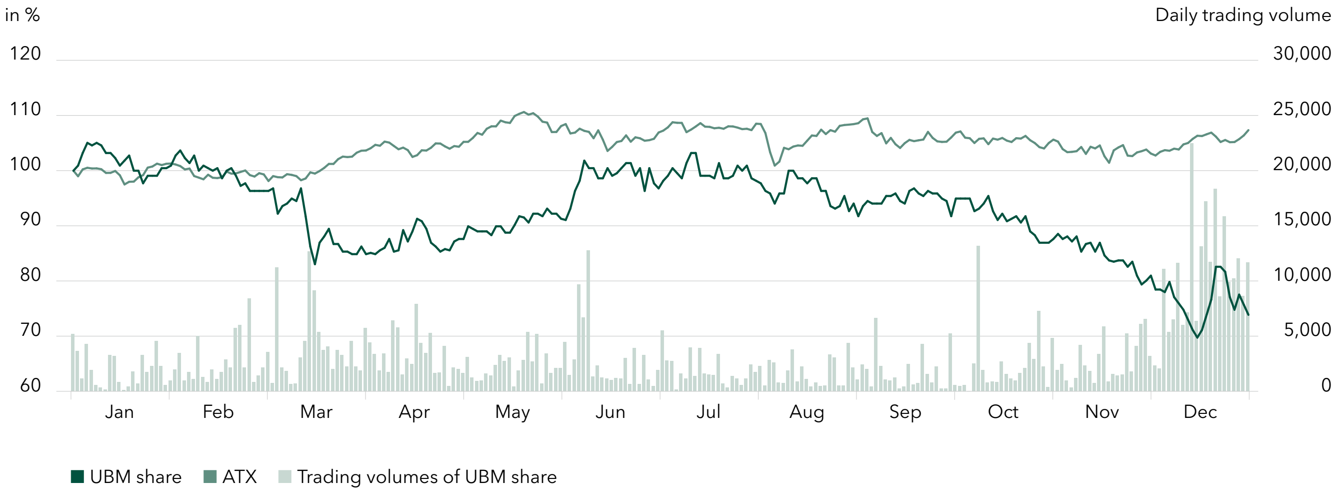
The UBM share reached its annual high of €22.90 on 5 January 2024 before falling to €19.00 by mid-April. This decline was only short-lived, however, because the share price stabilised slightly during the remainder of the year.

After a generally stable first half year, the share price started at €21.10 in July and moved sidewards during the following months before declining to €19.20 at the end of October and to the annual low of €15.20 on 10 December 2024. The UBM share recovered slightly towards the end of the year and closed 2024 at €16.10. The annual performance of -24% in year-on-year comparison was not satisfactory but still better than Vienna's two real estate heavyweights. UBM's market capitalisation totalled €120.3m at year-end 2024. The average daily stock exchange trading volume in UBM shares equalled 3,190 shares from January to December 2024 (2023: 3,966) and the turnover amounted to 810,315 shares.

Analyst coverage

The following investment firms regularly published estimates and analyses of UBM in 2024: Erste Group, NuWays by Hauck Aufhäuser, M.M.Warburg & CO, Raiffeisen Bank International and SRC Research. At the end of December, five investment houses issued buy recommendations for the UBM share and one issued a hold recommendation. The target price for the UBM share equalled €27.95 based on the analysts' consensus.

Performance of the UBM share vs ATX and trading volumes 2024



Key share data – UBM share

(in €)	2024	2023	2022
Price at year-end	16.10	21.10	22.80
Year high	22.90	32.90	44.00
Year low	15.20	20.00	22.80
Earnings per share[1]	-4.77	-7.03	2.25
Dividend per share	–	–	1.10
Dividend yield (in %)[2]	–	–	4.8%
Payout ratio (in %)[3]	–	–	48.9%
Market capitalisation (in €m as of 31 Dec)	120.30	157.70	170.40
Price-earnings ratio	n/a	n/a	10.13
Number of shares (weighted average)	7,472,180	7,472,180	7,472,180

[1] Earnings per share after the deduction of hybrid capital interest
[2] Based on the price at the end of the year
[3] Dividend in relation to earnings per share after deduction of hybrid capital interest

Shareholder structure

The share capital of UBM Development AG totalled € 52,305,260.00 as of 31 December 2024 and is divided into 7,472,180 shares. The syndicate comprising IGO Industries and the Strauss Group continued to hold 38.8% of the shares outstanding at year-end 2024. In addition, IGO Industries held 7.0% of UBM outside the syndicate. A further 5.0% were held by Jochen Dickinger, a private investor. Free float comprised 49.2% of the shares and included the 3.0% of the shares held by the Management and Supervisory Boards. Most of the other free float was held by investors in Austria (80%). German shareholders held 9%, shareholders in other European countries also held roughly 8%, and 2% were attributable to other investors.

Dividend policy

UBM has a reliable dividend policy that is based on continuity and reflects the company's future earning power. In view of the current situation, discussions by the Supervisory Board and Management Board at the Supervisory Board meeting on 7 April 2025 determined that the distribution of a dividend for the 2024 financial year would not be advisable. The waiver of the dividend will be presented to the Annual General Meeting as a precautionary measure considering developments in the sector and as solidarity towards all UBM stakeholders. This decision does not represent a reversal of UBM's continuous dividend policy, which generally focuses on a distribution rate of 35% to 50%, but instead reflects the economic situation.

Bonds

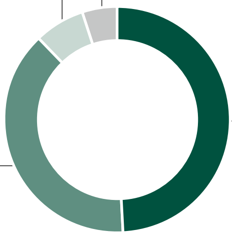
UBM had four bonds and one hybrid bond as well as five promissory note loans and bearer bonds under Austrian law outstanding as of 31 December 2024. A new bond was issued in October 2024: as part of UBM's Green Finance Framework, a second green bond was successfully placed. It has a volume of €93m, which is nearly double the volume of the green bond issued in the previous year. The cash subscription offer was preceded by an offer to the holders of the UBM bond 2019–2025 and the holders of the UBM bond 2021–2026 to exchange their securities for the new five-year UBM green bond 2024. This offer was accepted by roughly a quarter of the holders of the UBM bond 2019–2025, respectively the holders of the UBM bond 2021–2026. An overview of the outstanding bonds together with the respective terms, nominal value, coupon/margin and interest payment dates can be found on the following page.

Investor Relations

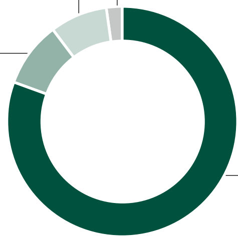
Continuous dialogue as well as transparent and timely information represent the core of UBM's communications strategy, which is designed to enable all investors to form a fair and realistic picture of the company. This also applies, in particular, during a difficult market environment. UBM's investor relations activities are focused not only on contacts with existing investors, but also on the acquisition of new long-term investors. UBM took part in numerous conferences with investors and analysts during 2024, whereby nearly all of the meetings in the first half-year took place in a virtual format. A number of the conferences were held in a hybrid format. The second half of the year brought an increase in on-site roadshows, which took place in Vienna, Frankfurt, Munich and Milan.

In addition to the investor events, the press conference in 2024 on the results for the 2023 financial year and the 143rd Annual General Meeting also included the direct attendance of shareholders. UBM reports regularly on its business performance in quarterly telephone conferences with analysts, institutional investors and banks as well as through press releases and social media to keep all stakeholders up to date.

Shareholder structure (in %)



Free float – geographical split (in %)[2]



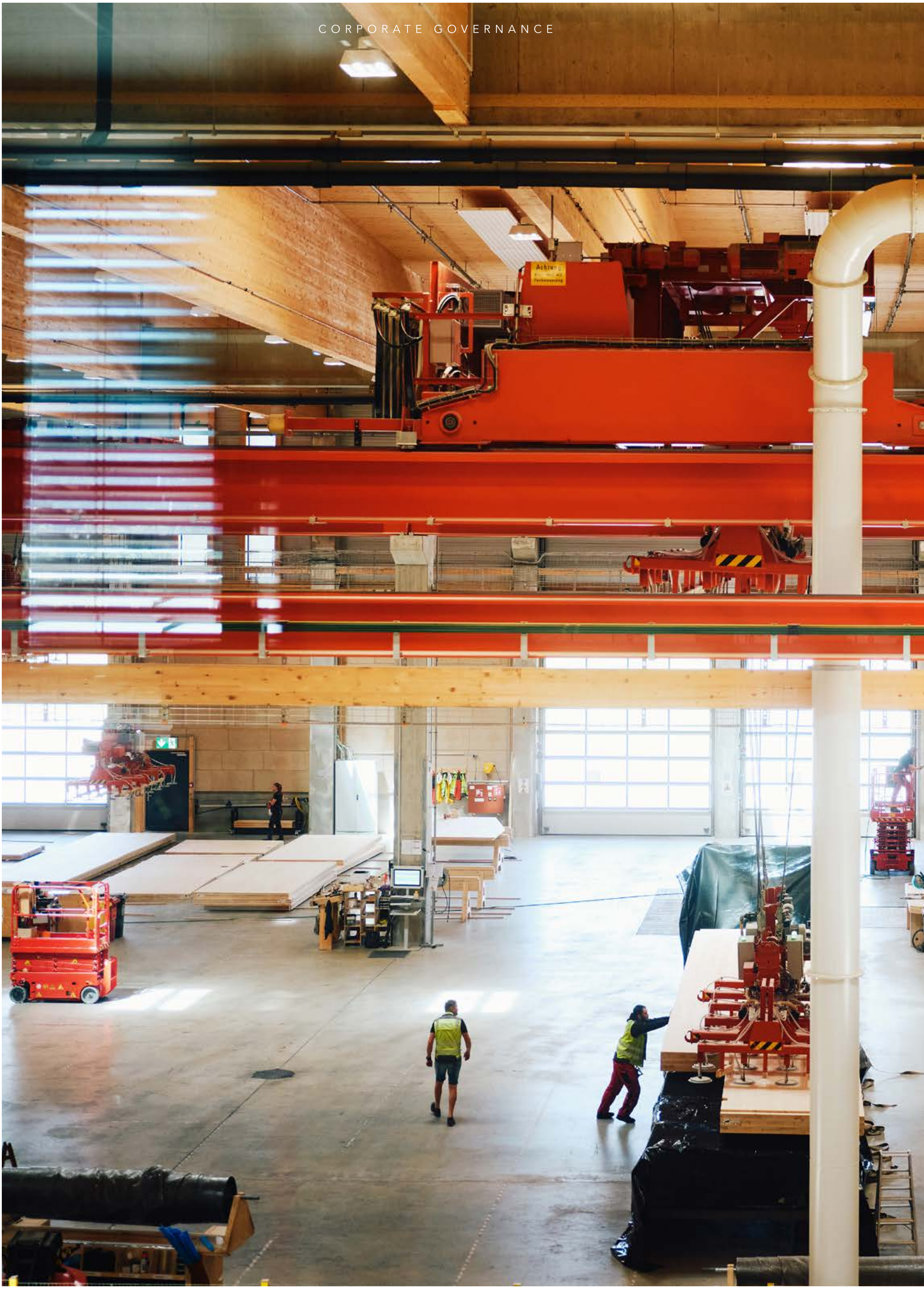
[1] Incl. shares held by the Management and Supervisory Board (3.0%) – Thomas G. Winkler 75,000 shares, Patric Thate 10,000 shares, Peter Schaller 10,000 shares, Martina Maly-Gärtner 2,200 shares
[2] Geographical split excl. 3.0% Management and Supervisory Board

Bonds 2025

Bond	Term	Nominal (in €m)	Coupon/ Margin	Interest Payment Date
2.750% UBM Bond	2019-2025	86.9	2.75%	13.11.
3.125% sustainability-linked UBM Bond	2021-2026	109.5	3.125%	21.05.
7% UBM Green Bond	2023-2027	50.0	7.00%	10.07.
7% UBM Green Bond	2024-2029	93.0	7.00%	29.10.
5.50% sustainability-linked Hybrid Bond	unlimited maturity	100.0	5.50%	18.06.
Bearer bond	2020-2025	13.5	3.00%	17.12.
Promissory note loans	2020-2025	26.0	3.00%	17.12.
Promissory note loans	2020-2025	4.0	3.00%	17.12.
Promissory note loans	2021-2026	4.0	3.00%	30.03.
Promissory note loans	2021-2026	3.0	3.00%	02.02.

Financial Calendar 2025

Publication of the Annual Report 2024	10.4.2025
Conference Call for the 2024 financial year	10.4.2025
Record date for participation in the 144th Annual General Meeting	11.5.2025
144th Annual General Meeting, Vienna	21.5.2025
Interest payment on UBM bond 2021	21.5.2025
Trading ex dividend on the Vienna Stock Exchange	26.5.2025
Dividend record date	27.5.2025
Publication of the Q1 Report 2025	28.5.2025
Payment date of the dividend for the 2024 financial year	2.6.2025
Interest payment on hybrid bond 2021	18.6.2025
Interest payment on UBM Green Bond 2023	10.7.2025
Publication of the Half-Year Report 2025	28.8.2025
Interest payment on UBM Green Bond 2024	29.10.2025
Repayment UBM bond 2019	13.11.2025
Publication of the Q3 Report 2025	27.11.2025



Corporate Governance Report

Supervisory Board Report

UBM is currently in the midst of another major transformation in its over 150-year history. The Management Board team identified the growing demand for ESG-compliant real estate in Europe – from tenants as well as investors – at an early stage. This led to the definition of a goal to position the company as a leading developer of timber construction projects in Europe. The ongoing transformation process was a focal point of activities during the past financial year. The timber-hybrid pipeline with more than 300,000 m² includes pioneering projects like the LeopoldQuartier in Vienna and the Timber Factory in Munich. Supported by the guiding principle "liquidity over profitability", UBM successfully held liquidity at a solid level during the past financial year. The company, as a result, is stable and well positioned for future challenges.

The Supervisory Board was informed regularly and in detail during the past year and is convinced that the Management Board team has not only set the right strategic focal points but is also optimally suited to pursue this course in a difficult operating environment.

The Supervisory Board extensively evaluated the resolutions required for this transformation and passed the necessary resolutions unanimously. In this respect, the Supervisory Board actively accompanied and supported the company's development within the scope of its assigned responsibilities. In accordance with Section 81 of the Austrian Stock Corporation Act, the Management Board provided the Supervisory Board with regular written and verbal reports that contained timely and comprehensive information on the development of business and the financial position of the Group and its investments, on issues related to employees and planning, and on investment and acquisition projects. The Management Board also discussed future business policies and risk management with the Supervisory Board.

The Supervisory Board held five meetings in 2024 at which the necessary resolutions were passed. Approvals were obtained for transactions which required the consent of the Supervisory Board according to Section 95 Para. 5 of the Stock Corporation Act; in urgent cases, the decisions were taken by a written vote. The average attendance at the Supervisory Board meetings equalled 92%.

The ESG Committee, which was created in 2021, held two meetings during 2024. Discussions with the Management Board at the meeting on 9 July 2024 covered the auditor's report on the voluntary review of the ESG report for 2023, recent developments in the regulatory environment, the further development of ESG reporting, ESG risks and opportunities as well as the progress on green building and social issues. At the meeting on 11 December 2024, the Management Board reported on the latest developments in ESG reporting and current progress by UBM in the area of ESG (e.g. green building, ESG ratings, supplier checks and social events). The members of the ESG Committee are Iris Ortner (Chairwoman), Susanne Weiss (Deputy Chairwoman), Birgit Wagner and Anke Duchow.

A meeting by the Nomination Committee was not required in 2024.

The Remuneration Committee held one meeting in 2024, on 20 March. Topics included the non-fulfilment of the requirements for payment of an annual bonus to the members of the Management Board, the adjustment of the pension rule for Management Board members Thomas Winkler and Patric Thate, modification of the remuneration policy, the remuneration report to the Annual General Meeting, and the recommendation for the implementation of a stock option programme for management.

The Audit Committee met five times during the 2024 financial year. The first meeting was held on 19 February without the Management Board in accordance with C-Rule 81a of the Austrian Code of Corporate Governance and concentrated on the audit schedule, audit focal points and communication between the auditor and the Audit Committee. In a meeting of the Audit Committee on 20 March 2024, the auditor reported on the status of the audit of the separate and consolidated financial statements as of 31 December 2023. The Audit Committee meeting on 9 April included the auditor and covered the evaluation of and preparations for the approval of the separate and consolidated financial statements for 2023. At this same meeting, the Supervisory Board dealt with the audit schedule for 2024 and reports by the Management Board on related party transactions in 2023 and risk management. The Audit Committee meeting on

26 September 2024 was also attended by the auditor and covered, among others, the report by the Management Board on the effectiveness of the internal control system, the internal audit system and risk management (fraud) as well as compliance (corruption) in the sense of C-Rules 18 and 18a of the Austrian Code of Corporate Governance, and planning for the audit of the separate and consolidated financial statements for 2024. In the last meeting of the year on 12 December, the Audit Committee addressed the report by the Management Board on the effectiveness of risk management in accordance with C-Rule 83 of the Austrian Code of Corporate Governance.

The separate financial statements of UBM Development AG as of 31 December 2024, including the notes and the management report, and the consolidated financial statements as of 31 December 2024, which were prepared in accordance with International Financial Reporting Standards (IFRS), as applied in the EU, together with the Group management report, were audited by Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H. The audit, which was based on the company's bookkeeping and records as well as explanations and documentation provided by the Management Board, indicated that the bookkeeping and the separate and consolidated financial statements comply with legal regulations and provide no grounds for material objections. The management reports for the company and the Group agree with the separate and consolidated financial statements. The above-mentioned auditor therefore issued an unqualified audit opinion for the separate and consolidated financial statements of the 2024 financial year.

All documents related to the financial statements, the corporate governance report, the proposal by the Management Board for the use of profits and the auditor's report were discussed in detail by the Audit Committee together with the auditors on 7 April 2025 and submitted to the Supervisory Board. Following extensive discussion and examination, the Audit Committee and the Supervisory Board approved the annual financial statements as of 31 December 2024, the management report, the corporate governance report and the Management Board's proposal for the use of profits.

The separate financial statements as of 31 December 2024 are therefore considered approved. In addition, the Audit Committee and the Supervisory Board approved the consolidated financial statements for 2024, which were prepared in accordance with IFRS, and the Group management report.

In view of the current situation caused by interest policies, discussions by the Supervisory Board and Management Board at the Supervisory Board meeting on 7 April 2025 determined that the distribution of a dividend for the 2024 financial year would not be advisable. The waiver of the dividend will be presented to the Annual General Meeting as a precautionary measure considering developments in the sector and as solidarity towards all UBM stakeholders. This decision does not represent a reversal of UBM's continuous dividend policy, which generally focuses on a distribution rate of 35% to 50%, but instead reflects the economic situation.

The Supervisory Board would like to thank UBM's customers and shareholders for their confidence and commitment to the company, and also commend the Management Board and all those who work for UBM Development for their tireless efforts and exceptional performance during the past year.

With my best wishes,

Karl-Heinz Strauss
Chairman of the Supervisory Board

Vienna, April 2025

Governance

Commitment to the Austrian Code of Corporate Governance

UBM Development AG views corporate governance as a comprehensive concept within the framework of responsible and transparent management as well as the related system of wide-ranging controls. The Management Board and Supervisory Board work closely together in the interests of the company and its employees to continuously evaluate and coordinate the strategic orientation of the UBM Group. The collaboration between the Supervisory Board and the Executive Board is consistently characterized by open discussions. An ongoing dialogue with the relevant stakeholder groups builds trust and creates the basis for sustainable growth in the future. One of UBM's top priorities is to develop and improve its standards for responsible and sustainable corporate management.

The Management Board and Supervisory Board issued a joint formal declaration in August 2016 which commits the UBM Group to compliance with the Austrian Code of Corporate Governance. Section 267b of the Austrian Commercial Code requires UBM, as a listed parent company whose shares are traded on a regulated market, to produce a consolidated corporate governance report as defined in Section 1 (2) of the Austrian Stock Exchange Act of 2018. As the UBM Group does not have any listed subsidiaries, the necessary disclosures are limited to the information required by Section 243c of the Austrian Commercial Code and included in the appropriate sections of this corporate governance report. UBM shares have been listed in the Prime Market, the premium segment of the Vienna Stock Exchange since 22 August 2016. This listing formally commits UBM to adherence with increased standards for transparency, quality and publication. UBM is committed to compliance with the behavioural rules defined by the Austrian Code of Corporate Governance – with reference to the deviations listed below in the comply or explain catalogue – and sees the code as a key precondition for responsible corporate management. The latest version of the Austrian Code of Corporate Governance, as issued by the Austrian Working Group for Corporate Governance, is available to the general public on the organisation's website under www.corporate-governance.at.

This corporate governance report is published as part of the annual report and is available on the Group's website under www.ubm-development.com, in the submenu investor relations/financial reports or under corporate governance. In accordance with C-Rule 36 of the Austrian Code of Corporate Governance, the Supervisory Board also conducted a self-evaluation during 2024. The questionnaire used for the evaluation addressed, in particular, the efficiency of the Supervisory Board, its organisation and its working procedures. The findings were evaluated and discussed by the Supervisory Board.

Comply or explain catalogue

C-Rule 27a: The contracts with the Management Board members prior to the implementation of the current remuneration policy follow the legal regulations in effect at that time and, therefore, do not include a specific provision that would limit severance compensation for the premature termination of their function without good cause to not more than twice the total annual remuneration and not more than the remaining contract term. Moreover, these contracts currently do not specify that severance payments will not be made when a Management Board contract is terminated prematurely with good cause. The Management Board contracts do not contain any provisions which would require consideration of the circumstances under which a member leaves the company and the economic position of the company in the event of premature resignation. Compliance with C-Rule 27a of the Austrian Corporate Governance Code was not yet in the foreground when the existing Management Board contracts were concluded. C-Rule 27a of the Austrian Code of Corporate Governance was implemented for the first time in 2021 in preparing the new employment contracts for the Management Board.

C-Rule 28: This comply or explain rule of the Austrian Corporate Governance Code requires a wating or retention period of at least three years for share transfer programmes. From the viewpoint of UBM's management, C-Rule 28 is not suited for the stock option programme (AOP) and the business area of UBM Development AG for several reasons: the AOP is a virtual stock options programme which means that the participants – if the requirements are met – do not receive shares but are only entitled to a cash settlement. Moreover, the C-Rule 28 does not take account of the fact that real estate development companies, in particular, are currently faced with an extremely volatile and difficult market environment due to inflation and rising interest rates. Inflation has trended downward for some time, but it is still not possible to predict the resulting sustainable long-term level. This volatility makes a timeframe of two years, instead of three years, especially for the real estate development sector more appropriate for a long-term remuneration component that, when the conditions are met, is not granted in shares but is only paid out in cash. It is particularly important, especially in a market environment that is difficult for real estate development companies, to retain the members of the Management Board and other managers in the UBM Group and to support their motivation and identification with corporate goals to safeguard and continue UBM's positive economic development. The company's current virtual AOP and its adjustment to reflect market conditions create the necessary requirements..

C-Rule 38: The job profile and procedure for appointing Management Board members are established on a case-by case basis. The Supervisory Board defines a job profile when a Management Board position is to be filled, whereby particular attention is paid to the individual candidates' qualifications, experience and industry knowledge. It is also ensured that no candidate has been legally convicted of an offense that would call into question their professional reliability as a member of the Executive Board. A formally defined appointment procedure and general job profile are not used in the interests of the company because this could exclude candidates from appointments to the Management Board in spite of their exceptional qualifications and outstanding industry knowledge.

C-Rule 49: In line with legal regulations and L-Rule 48 of the Austrian Code of Corporate Governance, the Supervisory Board is required to approve all contracts with its members which commit these persons to performing a service for the company or a subsidiary outside their activities on the Supervisory Board for compensation that exceeds an immaterial value. The company does not, however, publish the related details for operational and confidentiality reasons. Moreover, the notes to the consolidated financial statements of UBM Development AG include disclosures on related party transactions; these disclosures cover the remuneration for services by companies in which a Supervisory Board member holds a position on a corporate body and/or an investment outside his or her activities on the Supervisory Board of UBM Development AG.

C-Rule 83: UBM Development AG arranged for an evaluation of the effectiveness of risk management by an auditor who is not also responsible for auditing the annual financial statements. The aim of this decision is to award two separate audit contracts covering different subjects to different experts. The dual control principle is further strengthened, above all, through the independence of the auditor. A tender process led to the selection of PwC Wirtschaftsprüfung GmbH as the best bidder, and this firm was subsequently commissioned to evaluate the risk management system.

Members of the Management Board

Thomas G. Winkler was born in Salzburg, Austria, in 1963. He completed his law degree at Salzburg University in 1985, and graduated as Master of Laws (LL.M.) in 1987 from the University of Cape Town, South Africa. After graduating, he started his career at Erste Bank AG (formerly: Girozentrale); from 1990 he was an authorised signatory, head of Investor Relations and Corporate Spokesperson at Maculan Holding AG. From 1996 to 1998 he served as Vice President, Head of Special Projects at Magna (Europe) Holding AG. He was Head of Investor Relations at Deutsche Telekom AG in Bonn from 1998 to 2001 before moving to T-Mobile International AG & Co. KG, where he was responsible for finance as a member of the Executive Board. Mr. Winkler worked as a freelance consultant in London from 2007 to 2009. He was CFO of Lenzing AG from 2010 to 2013 and additionally served on the Supervisory Board of ÖIAG Österreichische Industrieholding AG from 2012 to 2015, finally as Deputy Chairman. He was also Chairman of the Audit Committee and an independent member of the Supervisory Board of Bashneft JSOC, Russia, up to April 2015. From 2014 to the end of 2021, he served as a Senior Advisory Board member at Minsait, Spain. Thomas G. Winkler was appointed Chairman of the Management Board of UBM Development AG on 1 June 2016. As the Chairman of the Management Board and CEO, he is responsible for Investor Relations & ESG, Investment Management, Corporate Communications, Legal, Corporate & Compliance and Strategy & Corporate Development.

Patric Thate was born in Bergisch Gladbach, Germany, in 1973. After studying economics at Wuppertal and Nottingham Universities, he started his career at Deutsche Telekom in Bonn during 1999, where he held various management positions in finance until the end of 2010. He was then responsible for finance at Lenzing AG, Austria, as Vice President Global Finance until 2015. Patric Thate was also substantially involved in major international capital market transactions, including the Re-IPO of Lenzing AG. In his most recent position, he served as Head of Finance and a member of the Executive Committee of UBM Development AG. He was appointed CFO of UBM on 1 July 2017, where he is responsible for Group Controlling, Accounting & Consolidation, Treasury, Tax and IT.

Martina Maly-Gärtner was born in Vienna, Austria, in 1975 and gained hotel management operating experience at the beginning of her career with well-known international hotel chains in America, the Near East and Europe. She then served for eight years as the Vienna managing director for Michaeler & Partner, a tourism consulting and hotel development company focused on Europe. Her international professional activities since 2018 included responsibility as COO for the hotel portfolio and strategy development of Arabella Hospitality, which is headquartered in Germany. She was appointed to the Management Board of UBM Development AG as COO on 1 September 2021. In accordance with the rules of procedure for the Management Board, Martina Maly-Gärtner, MRICS, is responsible for Hotel Operations, Human Resources & Work Safety, and Insurance.

Peter Schaller was born in Graz, Austria, in 1973. He completed studies in industrial engineering/construction at the Technical University in Graz in 1998, and joined PORR in the foreign department where he was in charge of projects in Poland, Czechia and Germany. In 2005, he moved to the Styrian unit in the PORR Group and headed the building construction business from 2010 up to his appointment to UBM. Peter Schaller also serves as Chairman of the Supervisory Board of SK Sturm Wirtschaftsbetriebe GmbH. He has been a member of the Management Board of UBM Development AG since 1 November 2023 and is responsible for Technical Competences and Timber Construction & Green Building. He is also Technical Managing Director of UBM Development Österreich GmbH.

Management Board

The Management Board must have between two and six members as defined in Section 6 of the Statutes and had four members in 2024. The Supervisory Board can designate one member as chairperson and one member as deputy chairperson of the Management Board and can also appoint deputy members (within the defined range of two to six persons). If one member is appointed as chairperson of the Management Board, he or she casts the deciding vote in the event of a tie. The members of the Management Board are appointed by the Supervisory Board for a maximum of five years, whereby the renewal or extension of this appointment (in each case, for a maximum of five years) is permitted. The Supervisory Board can dismiss a member of the Management Board before the end of his or her term in office for an important reason, i.e. for a serious breach of duty or if the Annual General Meeting passes a vote of no confidence in the Management Board member. The Management Board is required to conduct its business activities in line with the rules defined by the Austrian Stock Corporation Act, the Statutes, other relevant laws and the rules of procedure and to report regularly to the Supervisory Board. This reporting obligation also extends to subsidiaries. The Executive Board assumes full responsibility for communication tasks of material significance. The Supervisory Board is responsible for determining the assignment of Management Board responsibilities while, at the same time, maintaining the overall responsibility of the Management Board. The Management Board requires prior approval by the Supervisory Board before entering into the transactions listed in Section 95 Para. 5 of the Austrian Stock Corporation Act (current version). To the extent permitted by Section 95 Para. 5 of the Austrian Stock Corporation Act, the Supervisory Board sets monetary limits for transactions which do not require its approval. The Supervisory Board is also entitled to add additional transactions to the list of legally defined cases which require its approval (Section 95 Para. 5 of the Austrian Stock Corporation Act). The Supervisory Board is required to issue appropriate rules of procedure for the Management Board, and the Management Board must report regularly to the Supervisory Board on its activities. Regardless of individual responsibilities of Executive Board members or specific departments, all matters are coordinated in regular Executive Board meetings through open discussions among board members and with the involvement of the respective department heads. Activities on behalf of the company must represent the principal occupation for the members of the Management Board. They must manage the company's business with the care of responsible and conscientious managers and in accordance with the interests of shareholders, the staff and the general public. The members of the Management Board may not take on any other employment without the approval of the Supervisory Board and may not take on an executive function in any companies that are not part of the UBM Group. UBM is represented by two Management Board members, or by one Management Board member together with one authorised signatory. The company can also be represented by two authorised signatories, with certain legal restrictions. Any deputy Management Board members have the same rights of representation as regular Management Board members.

Members of the Management Board

Name	Date of birth	Position	Member since	Appointed until
Thomas G. Winkler	24.6.1963	Chairman of the Management Board	1.6.2016	20.4.2028
Patric Thate	25.5.1973	Management Board	1.7.2017	20.4.2028
Martina Maly-Gärtner	3.1.1975	Management Board	1.9.2021	30.4.2028
Peter Schaller	15.5.1973	Management Board	1.11.2023	31.10.2028

The list on page 21 shows the members of the Management Board, their dates of birth, their positions, the date of their initial appointment and the expected end of their term in office.

Supervisory board positions or comparable functions in Austrian or foreign companies (which are not included in the financial statements):
Thomas G. Winkler, Patric Thate and Martina Maly-Gärtner do not serve on a supervisory board or hold a comparable function in an Austrian or foreign company (that is not included in the financial statements). Peter Schaller serves as the chairman of the supervisory board of SK Sturm Wirtschaftsbetriebe GmbH.

Executive and non-executive board positions in material subsidiaries:
The Management Board members Thomas G. Winkler, Patric Thate and Martina Maly-Gärtner have executive functions in individual project companies, but do not hold any executive or supervisory board positions in material subsidiaries. Peter Schaller serves as Managing Director of UBM Development Österreich GmbH.

Supervisory Board

The UBM Supervisory Board is composed of members elected by the Annual General Meeting. In addition, the Works Council is authorised by Section 110 Para. 1 of the Austrian Labour Constitutional Act to delegate a specific number of members to the Supervisory Board. Section 9 of the Statutes states that the Supervisory Board must have a minimum of three and a maximum of 12 members elected by the Annual General Meeting. In 2024, the Supervisory Board had eight members elected by the Annual General Meeting plus four additional members designated by the Works Council as employee representatives.

The members of the Supervisory Board are elected up to the end of the Annual General Meeting which votes on their release from liability for the fourth financial year after their election unless the Annual General Meeting specifies a shorter term for one or all of the elected members; the financial year in which the Supervisory Board member is elected does not count towards this term. The re-election of a board member is permitted, also for departing members. If an elected Supervisory Board member leaves before the end of his or her term, a substitute must only be elected at the next Annual General Meeting. However, an Extraordinary General Meeting must be held within six weeks to elect a substitute if the number of Supervisory Board members falls below three. A substitute member is elected for the remaining term of the former Supervisory Board member, unless decided otherwise by the Annual General Meeting.

The Annual General Meeting can recall a Supervisory Board member before the end of his or her term with a resolution based on a simple majority of the votes cast. Any member of the Supervisory Board can resign, without due cause, by notifying the chairperson of the Supervisory Board in writing, subject to a notice period of 21 days. This notice period can be shortened by the chairperson of the Supervisory Board, or a deputy in the event the chairperson resigns.

A substitute member can be elected concurrently with a regular Supervisory Board member, whereby the substitute would fill the seat effective immediately if the Supervisory Board member resigns before the end of his or her term. If multiple substitutes are elected, the order in which they are to replace a resigning Supervisory Board member must be determined. A substitute member can also be elected for multiple Supervisory Board members to fill a seat on the Supervisory Board if any of these members steps down prematurely. The term of office of a substitute member ends with the election of a successor to the former Supervisory Board member or, at the latest, with the end of the term of the former Supervisory Board member. If the term of office of a substitute member ends because a successor to a former Supervisory Board member has been elected, the substitute member can still serve as a substitute for the other Supervisory Board members he or she has been chosen to represent.

The Supervisory Board elects a chairperson and one or more deputies from among its members each year at a meeting held after the Annual General Meeting. If there are two deputies, the order in which they are to substitute for the chairperson must be determined. Their terms of office end with the next Annual General Meeting. A replacement must be elected immediately if the chairperson or one of the elected deputies resigns. If, in this election, no candidate receives a simple majority of the vote cast, a run-off must be held between the persons who received the most votes. If the run-off results in a tie, lots will be drawn to decide the election. If the chairperson or one of the elected deputies resigns, the Supervisory Board must immediately hold a new election to appoint a successor. The chairperson and deputies can resign at any time by notifying the Supervisory Board in writing and in keeping with a 14-day notice period; however, they are not required to resign from the Supervisory Board at the same time.

Every deputy chairperson has the same rights and responsibilities as the chairperson he or she represents. This also applies to casting the decisive vote for resolutions and in elections. If the chairperson and his or her deputies are prevented from carrying out their duties, this obligation passes to the oldest Supervisory Board member (in terms of age) for the duration of the impairment. Declarations of intent by the Supervisory Board and its committees must be submitted by the chairperson of the Supervisory Board, or by his deputy if he or she is incapacitated.

The Supervisory Board issues rules of procedure in line with the responsibilities defined by law and the Statutes. Resolutions by the Supervisory Board on its rules of procedure require a simple majority of the members elected by the Annual General Meeting and must also comply with the general requirements for resolutions.

The Supervisory Board can form committees from among its members. Their responsibilities and powers as well as their general rules of procedure are determined by the Supervisory Board. The authority to take decisions can also be delegated to the committees, which can be established as permanent bodies or for individual tasks. The employee representatives on the Supervisory Board are entitled to designate voting members to the committees based on the ratio specified by Section 110 Para. 1 of the Austrian Labour Constitutional Act. This does not apply to meetings and voting which involve relationships between the company and the Management Board members, with the exception of resolutions on the appointment or recall of a Management Board member as well as resolutions to grant options in company shares.

The Supervisory Board passes resolutions in its regular meetings. These meetings are to be held as often as required by the interests of the company and at least once each quarter. Five regular Supervisory Board meetings were held in 2024. The chairperson determines the form of the meeting, the way in which resolutions are passed outside of meetings, and the procedure for counting votes. The Management Board members attend all meetings of the Supervisory Board and its committees, unless otherwise decided by the person chairing the meeting.

A member of the Supervisory Board can designate another member in writing to represent him or her at a meeting. A member represented in this way is not included in determining the quorum for the meeting. The right to chair the meeting cannot be delegated. A member who is unable to attend a meeting of the Supervisory Board or its committees is entitled to submit his or her vote on individual agenda items in writing through another board or committee member.

The Supervisory Board is considered to have a quorum when all members have been correctly invited to attend and when at least three members, including the chairperson or a deputy, participate in the decision-making process. A topic of negotiation which is not on the agenda can only be ruled on by the Supervisory Board if all members are present or represented and no member objects. The Supervisory Board passes its resolutions by a simple majority of the votes cast, whereby abstentions are not counted as votes. In the case of a tie – also in elections – the chairperson casts the deciding vote. A deputy representing the chairperson is also entitled to cast the deciding vote on resolutions and in elections; this also applies to committee chairpersons.

Members of the Supervisory Board

Name	Date of birth	Position	Member since	Appointed until
Karl-Heinz Strauss[1]	27.11.1960	Chairman	14.4.2011	AGM 2029
Iris Ortner[2]	31.8.1974	Deputy Chair	14.4.2011	AGM 2029
Klaus Ortner[4]	26.6.1944	Member	15.1.2015	AGM 2029
Ludwig Steinbauer[3]	26.10.1965	Member	15.1.2015	AGM 2029
Paul Unterluggauer	28.4.1967	Member	15.1.2015	AGM 2029
Bernhard Vanas[3]	10.7.1954	Member	15.1.2015	AGM 2029
Birgit Wagner[3]	9.1.1972	Member	29.5.2019	AGM 2029
Susanne Weiss[3]	15.4.1961	Member	15.1.2015	AGM 2029
Anke Duchow	19.1.1968	Member	27.5.2019	n/a[5]
Martin Mann	14.2.1972	Member	30.6.2016	n/a[5]
Hannes Muster	28.11.1967	Member	30.6.2016	n/a[5]
Günter Schnötzinger	20.8.1973	Member	30.6.2016	n/a[5]

1 Karl-Heinz Strauss was Deputy Chairman of the Supervisory Board from 27 February 2013 until 18 September 2014 and has been Chairman since 18 September 2014
2 Iris Ortner has been Deputy Chairwoman of the Supervisory Board since 18 September 2014 and previously served a member of the Supervisory Board from 2 July 2003 to 5 May 2010
3 Klaus Ortner was previously a member of the Supervisory Board from 18 March 2000 to 14 May 2014
4 Independent member who does not hold more than 10% of the shares (C-Rule 54)
5 Appointed by the Works Council on 2 May 2024 in accordance with Section 110 Paragraph 1 of the Austrian Labour Constitutional Act

Composition of the Supervisory Board
The above table shows the members elected to the Supervisory Board in 2024 together with their date of birth, their position, the date of their initial appointment to the Supervisory Board and the expected end of their term. As of 31 December 2024, the members of UBM's Supervisory Board held additional positions on supervisory boards or exercised comparable functions in Austrian and foreign companies (that are not included in the consolidated financial statements). These positions are listed in the table on page 26.

Criteria for independence
C-Rule 53 of the Austrian Code of Corporate Governance requires the majority of the Supervisory Board members elected by the Annual General Meeting or appointed by shareholders in line with the Statutes to be independent of the company and its Management Board. A Supervisory Board member is considered to be independent if he or she does not have any business or personal relationships with the company or its Management Board which would constitute a material conflict of interests and could therefore influence the member's behaviour.

These principles form the basis for the independence criteria established by the UBM Supervisory Board, which are available for review by the general public on the UBM website:

a) The Supervisory Board member did not serve as a member of the Management Board or key employee of UBM or one of its subsidiaries during the past five years.

b) The Supervisory Board member does not at the present time or did not during the past year have any business relationships with UBM or one of its subsidiaries in a scope material for that member. The same applies to relationships with companies in which a member of the Supervisory Board has a considerable economic interest, but does not apply to functions in UBM corporate bodies; knowledge of Group issues and the mere exercise of activities as a management board member or managing director by a Supervisory Board member do not, as a rule, lead to the involved company being viewed as a "company in which a member of the Supervisory Board has a considerable economic interest" as long as circumstances do not give rise to speculation that the Supervisory Board member gains a direct personal benefit from a business transaction with these companies. The approval of individual transactions by the Supervisory Board pursuant to L-Rule 48 does not automatically lead to classification as not independent.

c) The Supervisory Board member did not serve as an auditor of UBM or as a shareholder or employee of the company that audited UBM during the past three years.

d) The Supervisory Board member is not a member of the management board of another company in which a member of the UBM Management Board serves on that supervisory board.

e) The Supervisory Board member has not served on the Supervisory Board for more than 15 years. This does not apply to Supervisory Board members who are shareholders with a direct investment in the company or who represent the interests of such shareholders.

f) The Supervisory Board member is not a close family member (direct offspring, spouse, life partner, parent, uncle, aunt, sibling, niece, nephew) of a member of the UBM Management Board or a person to whom any of the aforementioned items (a to e) apply.

In accordance with these criteria, the following Supervisory Board members have declared themselves to be independent: Karl-Heinz Strauss (Chairman), Birgit Wagner, Ludwig Steinbauer, Bernhard Vanas and Susanne Weiss.

Committees

The Statutes allow the Supervisory Board to establish committees from among its members. To support and ensure the efficient handling of complex issues, the Audit Committee, Nomination Committee, Remuneration Committee and ESG Committee were active in 2024.

The responsibilities of the **Audit Committee** include (i) monitoring the accounting process and issuing recommendations or suggestions to ensure its reliability; (ii) monitoring the effectiveness of the Group's internal control system, internal audit system (where appropriate) and risk management system; (iii) monitoring the auditing of the separate and consolidated financial statements under consideration of the findings and conclusions in the reports published by the Regulatory Authority on Auditors in accordance with Section 4 Para. 2 (12) of the Supervision of Auditors Act (APAG); (iv) assessing and monitoring the independence of the chartered auditors, in particular as regards any additional services they may have provided for UBM; (v) reporting to the Supervisory Board on the results of the audit, stating how the audit contributed to the reliability of financial reporting and the role played by the Audit Committee in this process; (vi) assessing the annual financial statements and preparing their approval, evaluating the proposal for the use of profit, the management report and the corporate governance report, and reporting on the audit findings to the Supervisory Board; (vii) examining the consolidated financial statements, the Group management report and the consolidated corporate governance report as well as reporting to the Supervisory Board on the audit findings;

Additional functions of the Supervisory Board members

Name	Company	Function
Karl-Heinz Strauss	PORR Bau GmbH PORR GmbH & Co. KGaA PORR SUISSE AG Sappho dreiundneunzigste Holding GmbH	Chairman of the Supervisory Board Chairman of the Supervisory Board President of the Administrative Board Deputy Chairman of the Supervisory Board
Iris Ortner	ELIN GmbH PORR AG[1] ÖBAG Liechtensteinische Landesbank (Austria) AG TKT Engineering Sp. z.o.o. (Poland)	Chairwoman of the Supervisory Board Chairwoman of the Supervisory Board Supervisory Board member Supervisory Board member Deputy Chairwoman of the Supervisory Board
Klaus Ortner	ELIN GmbH PORR AG[1]	Supervisory Board member Supervisory Board member
Ludwig Steinbauer	Klinikum Austria Gesundheitsgruppe GmbH	Supervisory Board member
Paul Unterluggauer	ELIN GmbH	Deputy Chairman of the Supervisory Board
Bernhard Vanas	PORR AG[1] Wolfgang Denzel Holding AG Bankhaus Denzel AG Wolfgang Denzel AG Wolfgang Denzel Auto AG	Supervisory Board member Supervisory Board member Supervisory Board member Supervisory Board member Supervisory Board member
Birgit Wagner	–	–
Susanne Weiss	ROFA AG PORR AG[1] Wacker Chemie AG[1]	Chairwoman of the Supervisory Board Supervisory Board member Supervisory Board member
Anke Duchow	–	–
Martin Mann	–	–
Hannes Muster	–	–
Günter Schnötzinger	–	–

[1] Listed

and (viii) conducting the procedures for the selection of the auditor under consideration of the appropriateness of the fee and preparing the Supervisory Board's recommendation for the appointment of the auditor.

The Audit Committee met five times during the 2024 financial year. The first meeting was held on 19 February without the Management Board in accordance with C-Rule 81a of the Austrian Code of Corporate Governance and concentrated on the audit schedule, audit focal points and communication between the auditor and the Audit Committee. In a meeting of the Audit Committee on 20 March 2024, the auditor reported on the status of the audit of the separate and consolidated financial statements as of 31 December 2023. The

Audit Committee meeting on 9 April included the auditor and covered the evaluation of and preparations for the approval of the separate and consolidated financial statements for 2023. At this same meeting, the Supervisory Board dealt with the audit schedule for 2024, reports by the Management Board on related party transactions in 2023, and risk management. The Audit Committee meeting on 26 September 2024 was also attended by the auditor and covered, among others, the report by the Management Board on the effectiveness of the internal control system, the internal audit system and risk management (fraud) as well as compliance (corruption) in the sense of C-Rules 18 and 18a of the Austrian Code of Corporate Governance, and planning for the audit of the separate and consolidated financial statements for 2024. In the last meeting of the year on 12 December, the Audit Committee addressed the report by the Management Board on the effectiveness of risk management in accordance with C-Rule 83 of the Austrian Code of Corporate Governance. The members of the Audit Committee are Karl-Heinz Strauss (Chairman), Iris Ortner, Bernhard Vanas (financial expert) and Susanne Weiss.

Nomination Committee: The responsibilities of this committee are as follows: (i) to prepare appointments to the Management Board, including succession planning: in advance of an appointment to Management Board, the Nomination Committee defines a profile for the position, which also reflects the corporate strategy and state of the company, and prepares the decision for the full Supervisory Board; (ii) to recommend candidates for election to the Supervisory Board when seats become available: the Nomination Committee is involved in planning for appointments to the Supervisory Board. It proposes candidates for positions on the Supervisory Board; after approval by the full Supervisory Board, these recommendations are presented to the Annual General Meeting for a decision. Recommendations for appointments to the Supervisory Board must be based on the qualifications and personal skills of the members and be selected to achieve a balance of specialists in line with UBM's structure and business. Appropriate consideration must also be given to diversity with regard to gender, age and internationality. Persons who have been convicted of a crime which questions their professional reliability are excluded from recommendations for appointments to the Supervisory Board.

The Nomination Committee did not meet in 2024. Its members are Karl-Heinz Strauss (Chairman), Iris Ortner and Susanne Weiss.

Remuneration Committee: This committee is responsible for the following duties in connection with the current remuneration policy and in accordance with applicable legal regulations: (i) matters related to the remuneration of the Management Board members and the content of the employment contracts with these persons, in particular, the definition and implementation of the underlying principles for the remuneration of the Management Board members and the criteria for the variable remuneration components in line with C-Rules 27 (above all, the preparation of a catalogue for the variable remuneration components), 27a and 28 of the Austrian Code of Corporate Governance; (ii) evaluating the remuneration policy for the Management Board members at regular intervals; (iii) approving the assumption of sideline activities by the Management Board members.

The Remuneration Committee held one meeting in 2024, on 20 March. Topics included the non-fulfilment of the requirements for payment of an annual bonus to the members of the Management Board, the adjustment of the pension rule for Management Board members Thomas Winkler and Patric Thate, modification of the remuneration policy, the remuneration report to the Annual General Meeting, and the recommendation for the implementation of a stock option programme for management. The members of the Remuneration Committee are Karl-Heinz Strauss (Chairman), Iris Ortner and Susanne Weiss (remuneration expert).

ESG Committee: The activities of the ESG Committee include the analysis of sustainability criteria and social responsibility concepts in corporate processes – in particular, identifying the most important environmental, social and governance factors (ESG) that are determined by the company's sector affiliation and business model and subject to regional influence. ESG focuses on including the factors which result from a company's influence on or through the environment (ecological), society and corporate governance and from the company's statutes and management. The ESG Committee is also responsible for overseeing and supporting actions in line with the ESG catalogue of measures with the clear assignment of responsibilities at Management Board and Supervisory Board levels. It also monitors and evaluates the implemented ESG measures – above all, the impact of procurement and development processes on ecosystems, on the use of resources, on the direct and indirect neighbourhood, and on good corporate governance.

The ESG Committee held two meetings during 2024. Discussions with the Management Board at the meeting on 9 July 2024 covered the auditor's report on the voluntary review of the ESG report for 2023, recent developments in the regulatory environment, the further development of ESG reporting, ESG risks and opportunities as well as the progress on green building and social issues. At the meeting on 11 December 2024, the Management Board reported on the latest developments in ESG reporting and current progress by UBM in the area of ESG (e.g. green building, ESG ratings, supplier checks and social events). The members of the ESG Committee are Iris Ortner (Chairwoman), Susanne Weiss (Deputy Chairwoman), Birgit Wagner and Anke Duchow.

Support for women

UBM is reinforcing its efforts to increase the share of women in its organisation. In comparison with other companies in the real estate sector, the UBM Group had a positive standing with 22 women in key positions (Supervisory Board, managing directors, authorised signatories and key staff at UBM Development AG and its subsidiaries) as of 31 December 2024 (31 December 2023: 24). As a company that believes in sustainable operations, UBM places high priority on socially relevant topics that include equal opportunities in the workplace. Eighteen new employees were hired during 2024: seven women and 11 men (excluding hotel employees). There are no salary differences between men and women who perform the same activity and have equal qualifications. Women are specifically addressed in job advertisements. In order to support the work-life balance, the company offers flexible working hours through a flexi-time system.

UBM is proactively and sustainably committed to a working environment free of discrimination and a culture of mutual respect and appreciation among all employees. The company treats all employees equally – regardless of gender, social background, sexual orientation, nationality, religion or age. Any form of discrimination is categorically opposed.

Diversity concept in connection with appointments to the Management Board and Supervisory Board

With regard to the composition of the Management and Supervisory Boards, the Supervisory Board does not follow a specific diversity concept. UBM is increasing its efforts to raise the percentage of women in the overall workforce and in managerial positions. Moreover, employees – regardless of their function and hierarchical level – are never discriminated against because of their gender, social background, sexual orientation, nationality, religion or age. The Supervisory Board therefore views the establishment of diversity targets for control bodies to be neither expedient nor useful. Education and professional experience play a significant role because a person under consideration for a Supervisory Board position must be capable of optimally performing his or her duties. These preconditions are not defined abstractly in advance but evaluated on a case-by-case basis. Consequently, the expertise and specific requirements for the respective employment situation are the only deciding factors in preparing proposals for the Annual General Meeting. The Supervisory Board also believes these same principles apply to the composition of the Management Board.

Remuneration

Information on the remuneration of the Management Board and Supervisory Board is provided in the remuneration report which will be presented at the 144th Annual General Meeting in 2025.

External evaluation

Compliance with the provisions in the Austrian Code of Corporate Governance by UBM Development AG was evaluated by the auditor Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H. within the scope of the audit (Other assurance engagement pursuant to KFS/PG13) of the Corporate Governance Report, and a corresponding report was prepared that can be viewed on the website of UBM Development AG. The evaluation of the Corporate Governance Report for 2024 raised no objections.

Group Management Report

Group Management Report

The general economic environment in 2024

Global economic outlook

The global economy appears to be resilient, but growth still lags below historical levels. The World Economic Outlook published by the International Monetary Fund (IMF) in January 2025 places global growth for the year at 3.3%. This fails to match the 3.7% average for the period from 2000 to 2019 and signals a continuation of the current fragile economic recovery. However, the IMF report does not include any predictions concerning initial action taken by the new US government and their potential impact on global markets. The challenges are unchanged: geopolitical tensions, especially the ongoing war in Ukraine and the conflicts in the Near East, are high and contribute to the prevailing economic uncertainty. Restrictive central bank monetary policies and fiscal consolidation continue in many countries and are accompanied by economic challenges, while inflation is another central issue. The global inflation rate is expected to drop from 6.7% in 2023 to 4.2% in 2025, but raw material and energy prices, in particular, are a source of uncertainty.[1]

The European economy

The eurozone economy remains challenging. The aggressive monetary policy pursued by the European Central Bank (ECB) in 2022 and 2023 was followed in January 2025 by the fifth interest rate cut in succession since June 2024.[2] The ECB reduced the key interest rate by a further 25 basis points to reflect the downward trend in inflation, which should approach the 2% target over the medium term.[3] However, economic uncertainty has in no way declined despite this monetary easing. Several ECB Council members have indicated the possibility of further rate reductions in 2025, while others urge caution. Investors currently expect an adjustment in the key interest rate from 4.5% at the end of September to 2% by the end of 2025[4]. Growth forecasts for the eurozone are, nevertheless, reserved. IMF forecasts point to a slight year-on-year improvement with growth of 1.0% in 2025.[5] The persistent weakness in private consumption – in spite of rising real incomes – could slow any recovery in the currency union. The seasonal unemployment rate in the eurozone equalled 6.2% in January and reflects a slight decline compared with the previous year.[6]

Developments in Austria

The Austrian National Bank (OeNB) forecasts GDP growth of 0.8% in 2025, which represents a slight improvement compared with the recession year in 2023 but is still seen as weak. The unemployment rate will, in all probability, rise to 7.4% and further undermine the labour market. High energy prices, rising interest rates and hesitant investors continue to slow Austria's economic recovery. Inflation also remains an important issue: HICP inflation equalled 7.7% in January 2023 but dropped noticeably to 2.9% in 2024 and is expected to decline further in 2025 towards the target rate of 2%. The Austrian economy is still distressed by weakness in the industrial sector, especially as regards exports. Corporate investment activity in 2024 was substantially impaired by the sharp rise in energy prices and high wage increases, combined with higher financing costs and slow foreign demand – and an improvement is not expected before mid-2025. Private sector consumption is also weak in spite of the growth in real incomes.[7]

1 International Monetary Fund (2025). World Economic Outlook. Update, Global Growth: Divergent and Uncertain.
2 Reuters (2025). ECB accounts show lingering inflation worries.
3 European Central Bank (2025). Economic Bulletin, February 2025.
4 Statista (2025). EZB-Leitzinsen: Hauptrefinanzierungssatz bis 2025.
5 International Monetary Fund (2025). World Economic Outlook. Update, Global Growth: Divergent and Uncertain.
6 Eurostat (2025). Arbeitslosenquote im Euroraum bei 6,2%..
7 Austrian National Bank (2024). Wirtschaftliche Prognose für Österreich. Industrieschwäche und Konsumzurückhaltung dämpfen Wirtschaftsaussichten.

Developments on the real estate markets

Europe

Signs of slight recovery were visible in the European real estate market during 2024, in contrast to the substantial declines recorded in 2023. The transaction volume rose by 4% to €188.8bn which, however, was the second worst result in the past 12 years.[8] The real estate market in Germany was responsible for transactions totalling €35.3bn, an increase of 14% over the previous year. In spite of this growth, the volume did not reach the long-term average due to the continuing challenges on the market. Residential properties were the highest revenue asset class in Germany during 2024.[9] A total of €9.3bn was invested in larger housing stocks, which represents a year-on-year increase of 78% but is 50% below the long-term average. The investment market in Munich doubled over the previous year to €2.7bn in 2024, but is 52% under the long-term benchmark. Prime yields stabilised in most assets classes during 2024. Yield compressions of 10 to 20 basis points were recorded on residential properties at the top locations in Germany, and current developments point to a final consolidation phase.[10]

Further market recovery is expected in 2025 with growth of 13 to 19% in transactions to a total volume of €40 to €42bn. In spite of these positive signals, the market remains challenging. Factors like geopolitical uncertainty, economic conditions and the development of interest rates will continue to have a significant influence on the real estate market.[9]

Germany

The German real estate market followed two years of significant declines with slight recovery in 2024. The transaction volume rose by 14% to €35.3bn, but was unable to reach the long-term average.[11]

Developments on the residential property market were positive in 2024. The volume of transactions in larger property stocks rose by 78% to €9.3bn, supported by growing investor interest in this segment.[12]

Investments in the office segment rose by a slight 6% year-on-year to €5.5bn in 2024. The volume fell short of expectations in spite of this growth due to the cautious approach taken by investors in this business. The prime yields for office properties stabilised during the year and equalled 3.56% in the top seven cities.[12] Prime rents varied by location, whereby Munich recorded the highest value at €53.50/m².[13] Take-up in the office segment of the five most important office locations in Germany (Berlin, Düsseldorf, Frankfurt, Hamburg and Munich) was 4% higher than the previous year at roughly 2.14m/m².[14]

The seven largest real estate hubs – Berlin, Düsseldorf, Frankfurt, Hamburg, Cologne, Munich and Stuttgart – benefitted from the market recovery. With a total volume of €16.8bn, the transaction volume in these cities was 39% higher year-on-year. Berlin led the ranking with €6.1bn. A moderate increase of 13 to 19% in the transaction volume is expected in 2025, which would mean a total volume of €40 to €42bn.[12]

8 Reuters (2025). European office sales slumped to lowest since 2009 last year, data shows.
9 JLL (2025). Investmentmarktüberblick – 4. Quartal 2024.
10 BNP Paribas Real Estate (2024). München At A Glance – Investmentmarkt.
11 JLL (2024). Investmentmarktüberblick – 4. Quartal 2024.
12 BNP Paribas Real Estate Deutschland (2024). Deutschland At A Glance – Wohnungsmarkt.
13 BNP Paribas Real Estate (2024). Büroimmobilienmarkt München Q4 2024.
14 Cushman & Wakefield (2025). Büroflächenumsatz minimal über dem Vorjahr – Mietpreise steigen weiter.

Austria

The Austrian real estate market was confronted with massive challenges in 2024 as a result of the general economic uncertainty, rising interest rates and regulatory changes. These factors were responsible for noticeable reservation on the part of investors, which influenced transaction volumes as well as price trends in various property segments.[15]

The total investment volume on the Austrian real estate market fell by 17.8% year-on-year in the first half of 2024 to 47,823 ownership registrations.[16]

Vienna's residential property market was particularly hard hit. The apartment market in Vienna recorded a slight decline of 7.5% in the transaction volume to €1.19bn in the first half of 2024, while the purchase prices for used residential properties in Vienna trended downward. However, high interest rates and stricter lending requirements still make home ownership a challenge for many potential buyers in spite of these lower prices. Rents in Vienna increased slightly during 2024: prime rents in the city centre equalled up to €21.10/m². The apartment market has been considerably slowed by the real estate financing directive ("KIM-Verordnung"), which took effect in summer 2022, and the resulting strong negative effect on potential buyers.[16]

Developments on the Vienna office market have also been weak, but the vacancy rate was among the lowest in the past five years at 3.56%. Rents rose significantly throughout the capital city, with prime rents reaching €28.50/m² in central locations.[17]

A cautious recovery is expected in 2025. Market participants assume that the challenges, especially higher financing costs and regulatory changes, will continue to influence the real estate market. Any subsequent recovery could depend on the stabilisation of the economy and the adjustment of market strategies.[17]

Developments in CEE

Average growth for 2024 in the CEE-6 countries – Poland, Czechia, Slovakia, Romania, Hungary and Bulgaria – is estimated at 1.9%. Poland leads the ranking with an increase of 2.9%, followed by Bulgaria and Slovakia at 2.2% and 2.1% respectively. Growth is placed at 1.0% in Czechia and at 0.5% and 0.9%, respectively in Hungary and Romania.[18]

The real estate investment market in the CEE region experienced a significant revival in 2024. The transaction volume rose by 70% over the previous year to €8.8bn, with substantial support provided by Poland, Czechia, Romania and Bulgaria.[18]

Despite this positive development, the investment volumes in several countries failed to meet expectations. Growth was more reserved in Hungary and Slovakia.[18]

Forecasts point to further growth in the CEE region during 2025. The conversion of office space into housing is becoming an increasingly important issue in these countries, especially at popular locations. The investment market is expected to recover in 2025 based on the support provided by interest rate reductions. All in all, an improvement in financing conditions point to rising market activity during the course of the year.[18]

[15] OTTO Immobilien (2024). Wiener Wohnmarktbericht.
[16] Die Presse (2024). Experten sehen eine Trendwende bei Immobilienkäufen in Österreich.
[17] OTTO Immobilien (2025). Büro Marktbericht.
[18] Colliers (2025). The CEE Investment Scene 2024 - 2025.

Business performance

UBM Development generated Total Output of €424.9m in 2024, compared with €284.2m in the previous year. Total Output for the reporting year is attributable, above all, to the partial sale of real estate projects and the progress of construction on previously sold projects, which is recognised in revenue and earnings over time in accordance with the percentage of completion and realisation. The largest contribution to Total Output came from the sale of the W3 Wien Mitte standing asset and the sale of shares in the LeopoldQuartier section A in Vienna, the Hotel Andaz in Prague, parts of the Poleczki Business Park in Warsaw and a retail park in Gdynia. Other positive contributions were made by residential construction projects like the Gmunder Höfe in Munich or the Astrid Garden Residences and Arcus City project in Prague. Total Output from the hotel segment amounted to €110.3m in 2024, compared with €110.4m in the previous year. This result is attributable to the continued high level of travel activity following the end of the Covid-19 pandemic and the sale of shares in the Andaz Hotel.

Total Output in the **Germany segment** declined from €62.8m in 2023 to €61.0m in 2024. Important contributions to Total Output in the reporting year were made by residential projects like the Flösserhof and Havn in Mainz and the forward-sold Gmunder Höfe. The residential construction company operated by the city of Munich purchased 124 apartments in Obersendling from this latter project, which were subsequently transferred in turnkey condition to Münchner Wohnen.

The **Austria segment** reported an improvement in Total Output from €78.2m in the previous year to €133.5m, which represents the largest share of Total Output in 2024. A major component of Total Output in this segment was generated by the sale of an interest in the LeopoldQuartier section A and the sale of the W3 Wien Mitte standing asset. Positive contributions from the residential business were made primarily by the PEAK HOMES project in the Village im Dritten, which recorded 67 apartment sales following the groundbreaking ceremony in early December 2023.

Total Output in the **Poland segment** rose to €105.4m in 2024 (2023: €50.5 m) and was based on ongoing hotel operations, the sale of a share in the Poleczki Business Park and various services. In addition, a retail park in Gdynia was sold during the last quarter of 2024.

The **Other Markets segment** reported an increase in Total Output from €92.8m in the previous year to €124.9m in 2024. The largest component was generated by the sale of an interest in the Andaz luxury hotel in Prague. Total Output also included the Arcus City residential project in the Prague district of Stodůlky and the Astrid Garden residential project in the heart of Holešovice. The Arcus City project involves the construction of 283 housing units which are also accounted for according to the percentage of completion (PoC).

Total Output by region

in €m	1-12/2024	1-12/2023	Change
Germany	61.0	62.8	-2.9%
Austria	133.5	78.2	70.7%
Poland	105.4	50.5	>100%
Other markets	124.9	92.8	34.6%
Total	**424.9**	**284.2**	**49.5%**

Total Output in the **Residential segment** increased to €122.4m in 2024 (2023: €62.6m). The progress of construction on previously sold residential projects in Germany, Austria and Czechia was responsible for most of Total Output for the reporting year. The sale of individual apartments in two residential projects, Arcus City in Prague and Village im Dritten, made an important contribution. The Gmunder Höfe in Germany also recorded a significant share of Total Output through the sale of apartments to Münchner Wohnen.

In the **Office segment**, Total Output improved significantly to €125.6m (2023: €35.0m). Performance for the reporting period was based primarily on the proportional sale of the Poleczki Business Park and the W3 Wien Mitte standing asset. The W3 – Center Wien Mitte covers the entire location and includes numerous well-known tenants, for example offices for the Raiffeisen banking group, Thalia booksellers and the Cineplexx Village Cinema. It contains approximately 9,200 m² of office space, 5,900 m² of retail space, 4,730 m² for the cinema centre and 136 parking spaces.

The **Hotel segment** reported Total Output of €110.3m in 2024 (2023: €110.4m). The overall results of the Hotel segment during the reporting period were positively impacted by ongoing hotel operations, driven by the continued increase in travel activity following the Covid-19 pandemic. In addition, the sale of shares in the Andaz Hotel made a significant positive contribution to overall performance. Hoverer, there are still no hotel projects under development at the present time.

The **Other segment** recorded a moderate increase in Total Output to €29.5m in 2024 (2023: €23.4m). Total Output for the reporting year includes, above all, income from the rental of mixed-use standing assets in Austria. A significant contribution was made by the sale of a retail park in Gdynia, Poland, which represented a non-core asset.

In the **Service segment**, Total Output fell from €53.0m in 2023 to €37.2m in 2024. A major component resulted from the provision of services for various projects in Czechia, Austria and Germany. This position also includes charges for management services and intragroup allocations.

Total Output by asset class

in €m	1-12/2024	1-12/2023	Change
Residential	122.4	62.6	95.5%
Office	125.6	35.0	>100%
Hotel	110.3	110.4	-0.1%
Other	29.5	23.4	26.1%
Service	37.2	53.0	-29.8%
Total	**424.9**	**284.2**	**49.5%**

Financial performance indicators

Business development and earnings

The core activities of the UBM Group revolve around the project-based real estate business. The revenue reported on the income statement can be subject to strong fluctuations because these projects are developed over a period of several years. Real estate projects are recognised as of the signing date based on the progress of construction and realisation (percentage of completion, PoC). The sale of investment properties and the development and sale of projects within the framework of equity-accounted investments are not included in revenue. In order to provide a better overview and improve the transparency of information on UBM's business performance, Total Output is also reported. This managerial indicator includes – similar to revenue – the proceeds from the sale of residential asset class properties, rental income and income from hotel operations as well as the general contractor and project management services capitalised or provided to third parties. It also contains the profit or loss from companies accounted for at equity and the results from the sale of investment properties. Total Output is based on the amount of the investment held by UBM. It does not include advance payments, which are primarily related to large-scale or residential construction projects.

Total Output rose by €140.7m to €424.9m in 2024 (2023: €284.2m). Substantial contributions were made by the sale of the W3 Wien Mitte standing asset and the sale of an interest in the LeopoldQuartier section A in Vienna, the Hotel Andaz in Prague and parts of the Poleczki Business Park in Warsaw. A detailed description of the total results is provided under "Business performance". Revenue as reported on the consolidated income statement increased to €106.2m (2023: €85.3m) and was influenced, above all, by the progress of construction on previously sold real estate projects which are recorded over time based on the progress of construction and realisation. Substantial contributions were made by various residential projects in Germany and Czechia as well as forward sales in Austria.

The profit from companies accounted for at equity amounted to €-13.1m in 2024 (2023: €-14.1m). Significant contributions to the result stemmed in particular from revaluations of real estate projects and the sale of residential development projects, including Village im Dritten. In addition, the handover of the Gmunder Straße project contributed to the result.

Income from fair value adjustments on investment properties amounted to €16.1m in 2024, compared to T€318 in 2023, largely attributable to a large-scale project in Vienna, and reflects the receipt of the zoning permit from the municipal authority. The expenses from fair value adjustments totalled €23.2m in 2024 and resulted, in particular, from larger office projects in Austria, Germany and Poland as well as a hotel. In 2023, the expenses from fair value adjustments totalled €40.8m.

Other operating income amounted to €10.5m and included, among others, income from the release of provisions, employee-related settlements, and foreign exchange gains. In the previous year, other operating income equalled €55.9m. Other operating expenses declined year-on-year from €40.8m to €26.5m. The decline is primarily attributable to lower IAS 2 write-downs. This position also includes office operating costs, legal and consulting fees, and management fees as well as taxes, duties and miscellaneous expenses.

The cost of materials and other related production services decreased to €66.2m (2023: €70.4m). These expenses consist largely of material costs for the construction of fully consolidated residential properties and various other development projects which were sold through forward transactions.

Income of €12.3m was recorded in 2024 from changes in the portfolio related to residential property inventories (2023: €33.0m).

Personnel expenses were lower year-on-year at €22.7m in 2024 (2023: €30.9m). This reduction followed the decision not to fill vacant positions and was also based on the release of bonus provisions. The number of employees in the companies included in the consolidated financial statements totalled 231 at the end of December 2024 (31 December 2023: 268).

Financial income decreased from €16.9m in 2023 to €18.1m in 2024 due to interest and similar income from project financing for equity-accounted and subsidiaries. Financial costs rose to €32.1m in 2024 (2023: €31.1m), above all as a result of higher interest costs for project financing.

EBT amounted to €–23.2m in 2024 and represents an improvement of €16.2m over the previous year (2023: €-39.4m). Tax expense totalled €6.4m, compared with €6.7m in 2023, and the tax rate equalled 27.6% (2022: 17.0%).

The net loss (after-tax result for the period) totalled €29.6m, compared with a net loss of €46.0m in 2023. The net loss attributable to the shareholders of the parent company in 2024 equalled €35.6m (2023: net loss of €52.5m). The calculation of the net loss attributable to the shareholders of the parent company includes a deduction for the net loss attributable to the hybrid capital holders. The share attributable to the hybrid capital holders fell from €5.9m in 2023 to €5.5m in 2024, and the resulting loss per share declined from €7.03 to a loss per share of €4.77 in 2024.

Asset and financial position

Total assets recorded by the UBM Group amounted to €1,182.4m as of 31 December 2024 and were €71.4m below the level on 31 December 2023 (€1,253.8m). This decline resulted primarily from the sale of an interest in the Poleczki Business Park and a related reduction in the project-related debt.

Non-current assets declined by €117.7m year-on-year to €627.6m. Property, plant and equipment totalled €9.6m as of 31 December 2024 and were slightly lower than on 31 December 2023 (€11.1m). This position consists primarily of capitalised rights of use from lease liabilities.

The carrying amount of investment property fell by €113.0m to €294.9m as of 31 December 2024. The investments in equity-accounted companies declined by €37.8m year-on-year to €112.4m. Project financing rose by €51.5m to €195.1m.

Current assets totalled €554.8m at year-end 2024 and were €46.3m higher than at year-end 2023. Cash and cash equivalents increased following the sale of non-core assets during the year, as announced, and equalled €199.5m as of 31 December 2024.

Real estate inventories totalled €293.9m at the end of December 2024 (31 December 2023: €265.4m). This position includes miscellaneous inventories as well as residential properties under development which are designated for sale.

Trade receivables declined from €37.3m at the end of 2023 to €26.2m at year-end 2024. This position consists primarily of real estate inventories which are sold during development.

Equity totalled €343.7m as of 31 December 2024 (31 December 2023: €379.7m), whereby the decline is primarily attributable to the negative earnings. The equity ratio equalled 29.1% at the end of the reporting year and was slightly outside the target range of 30–35% (31 December 2023: 30.3%).

Liabilities from bonds and promissory note loans (current and non-current) amounted to €387.8m at the end of December 2024 and were €11.7m higher than the previous year (31 December 2023: €376.1m). Trade payables declined slightly from €25.7m at year-end 2023 to €25.2m at the end of the reporting year. This amount consists primarily of outstanding payments for subcontractor services.

Other financial liabilities (current and non-current) declined from €27.9m as of 31 December 2023 to €16.3m as of

31 December 2024. Deferred taxes and current taxes payable decreased by an immaterial amount to €11.7m (2023: €17.2m). Financial liabilities (current and non-current) were €29.3m lower at € 378.9m.

Net debt totalled €545.9m at the end of the 2024 financial year (31 December 2023: €610.2m). This indicator includes current and non-current bonds and financial liabilities, excluding lease liabilities, less cash and cash equivalents.

Cash flow
Operating cash flow rose from €31.6m in 2023 to €37.2m in 2024. The fair value adjustments included in profit for the reporting year were excluded from operating cash flow because of their non-cash character.

Cash flow from operating activities totalled €11.4m, compared with €–54.5m in the previous year. Cash flow was reduced, above all, by an increase in real estate inventories (€12.9m), interest paid (€32.0m), and a decline in liabilities (€0.9m).

Cash flow from investing activities totalled €5.3m in 2024, compared with €12.4m in 2023. Investments in project financing amounted to €70.8m, and investments in property, plant and equipment, investment property and financial assets equalled €42.1m. Cash inflows from the repayment of project financing and from the disposal of financial assets had an effect of €35.7m and €38.4m, respectively, on cash flow from investing activities.

Cash flow from financing activities amounted to €32.0m in 2024 (2023: €-129.7m). New borrowings totalled €102.5m, and loans of €75.7m were repaid. In addition, hybrid interest of €5.5m was paid during the reporting year.

Outlook

The global economy appears to be resilient, but growth still lags below historical levels. The World Economic Outlook published by the International Monetary Fund (IMF) in January 2025 places global growth for the year at 3.3%. This fails to match the 3.7% average for the period from 2000 to 2019 and signalises a continuation of the fragile economic recovery but does not reflect initial action by the Trump administration and its effects on the global market economy. The challenges are unchanged: geopolitical tensions, especially the ongoing war in Ukraine and the conflicts in the Near East, have a massive influence on the worldwide economy. Momentum has also been slowed by restrictive central bank monetary policies and fiscal consolidation in many countries, and inflation is another central issue. The global inflation rate is expected to decline from 6.8% in 2023 to 4.2% in 2025 but raw material and energy prices, in particular, remain an uncertainty factor. [1,2,3]

UBM can continue to rely on a solid financial position. The priorities for 2024 were clearly set at the beginning of the year: liquidity over profitability. This maxim helped UBM to strengthen its financial position. With liquidity of €199.5m as of 31 December 2024, UBM clearly exceeded its own Q3/2024 guidance of €150m. The sale of non-strategic assets generated significant cash flow. Among others, two buildings in the Poleczki Business Park, shares in the Andaz Prague and the LeopoldQuartier (section A), the W3 – Center Wien Mitte, and a retail park in Poland were sold. The successful placement of a second green bond in the fourth quarter of 2024 brought additional fresh capital but served primarily to smoothen UBM's repayment profile – an important competitive advantage in the current market phase. Nearly double the volume compared with the bond issued in July 2023 and a five-year term confirmed the positive trend for UBM on the debt market. The equity ratio reached 29.1% at year-end 2024 (31 December 2023: 30.3%) despite the difficult operating environment and was acceptable although outside the target range of 30–35%. However, the above-mentioned liquidity situation offers a comparatively comfortable position for these still uncertain times in the real estate sector.

Over 400 apartments were sold in 2024, which represents an impressive fourfold increase compared to the previous year. This also reflects UBM's long-term strategy: 58% of the €1.9bn project pipeline up to the end of 2028 is focused on the residential asset class. The influx into the cities where UBM is active and the growing supply gap lead to expectations of a steady increase in the demand for housing.

UBM expects a further improvement over the previous year in 2025. The crisis in residential construction has bottomed out, and the recovery in this asset class is visible in all UBM markets. Initial signs have also appeared in the light industrial & office segment: increasing rents and the growing number of companies that are bringing their staff back into the office point to stabilisation.

Based on these developments, UBM expects a return to the profit zone during the second half of 2025. Concrete guidance for the 2025 financial year will, however, not be issued at this time due to the persistent volatility and hardly predicable market conditions. A solid financial position and continuing strategic measures place UBM in an excellent position. Proactive cash management will remain a special focal point to maintain a stable liquidity situation at all times.

[1] IWF: World Economic Outlook – Januar 2025
[2] Reuters: Bericht zur EZB-Geldolitik – Februar 2025
[3] EZB: Economic Bulleting, Issue 1– Januar 2025

Risk report

The principal business activity of UBM Development AG and its operating subsidiaries and investments involves the development of real estate projects in selected European countries. This business model exposes the UBM Group to a variety of risks. At the same time, diversification – meaning an active presence in different countries and asset classes – supports the distribution and reduction of risk because changes do not normally take place at the same time or in all markets. Diversification, as a risk management tool, also creates opportunities to give preference to one asset class over another or to expand or reduce the focus on individual asset classes, countries and markets.

In spite of the possibilities for diversification, risks exist that must be met and mastered. That is the responsibility of UBM's risk management system (RMS).

General goals of UBM risk management

- To ensure full compliance with legal regulations at all times
- To protect the company's assets (e.g. property, capital, liquidity, image)
- To safeguard annual results and sustainably increase the value of the company
- To meet payment obligations at all times
- To create the necessary flexibility to permit the conscious acceptance of risks and the utilisation of opportunities based on adequate knowledge of the risk situation and its interdependencies
- To support the attainment of corporate goals by making the company's risk situation visible, evaluating risks and providing risk management capabilities
- To create a risk culture in UBM

Material risks

The material risks for UBM arise from project development as the core business activity and include operating risks as well as macroeconomic and ESG risks.

UBM has defined the following as its main risk categories:

- Real estate acquisition risks
- Project calculation and planning risks
- Construction and quality risks
- Operating risks
- Distribution, realisation and selling risks
- General business risks (supporting and commercial processes)
- Macroeconomic and other risks
- ESG risks

UBM has many years of experience in the early identification, analysis, assessment, monitoring and control of risks within its business model. The company monitors all material risks that could have a significant impact on its operating performance and on its asset, earnings and financial position.

Risk Management System (RMS) measures in 2024

1. Risk identification and analysis/risk system

The comprehensive identification and analysis of risks carried out in 2016 forms the basis for the annual critical assessment of the individual risks in UBM's value chain. These individual risks were also evaluated in 2024 by way of a risk inventory. UBM's risk management system is also reviewed annually by an external auditor.

ESG-relevant risks were fully integrated into the UBM risk system during the 2024 financial year. The UBM risk catalogue was expanded to include 29 individual ESG risks from the following categories:

- Environmental risks
  - Acute physical climate risks
  - Chronic physical climate risks
  - Non-climate related environmental risks
  - Transitory climate risks
- Social risks
- Governance risks

In addition to the assessment of operating business risks and macroeconomic risks, ESG risks on earnings and liquidity were evaluated from a quantitative perspective in 2024. This ESG evaluation differed from the methodology applied to operating business risks and macroeconomic risks by also including the definition of ESG opportunities. These opportunities were ranked according to a cash flow scale as part of the regular risk assessment. The risks and opportunities are not presented from a net viewpoint to avoid distorting the overall corporate risk position.

2. Risk assessment

The assessment of risks in the form of a risk inventory is based on a description of the risks as well as an estimate of the probability of occurrence and the potential extent of damage from events that could cause annual results and cash flows to deviate from forecasts. The Management Board prepares this estimate with the assistance of local experts and is supported by regular status and project reports from the country managing directors and by calculation models. This review takes place every six months to allow the company to react quickly to possible changes in individual risk positions.

The evaluation includes an analysis of the potential damage and probability of occurrence for each risk. The results are presented on a risk map which provides a clear overview of the greatest individual risks for UBM.

Based on an evaluation of the individual positions, UBM's risks are aggregated into an earnings-oriented risk indicator (value at risk, VaR) and a cash flow-oriented risk indicator (cash flow at risk, CFaR). The total risk indicators are then examined to determine their agreement with the defined risk appetite and the company's risk-bearing capacity at corporate level.

3. Risk documentation

Risk management reporting is designed to provide UBM's Management Board, Supervisory Board and Audit Committee with regular and comprehensive information on the current risk situation, changes and developments as well as risk assessments and risk measures. This report is submitted to the Supervisory Board twice each year.

4. Risk control and monitoring

UBM's first step for controlling risks is top-down. It involves the preparation of work instructions and guidelines, followed by communication throughout the Group. Responsibilities are assigned by management to the individual risk owners. In a bottom-up process, the risk owners report to the Management Board on a regular basis or as required.

5. Risk management

Risk management is handled in project teams, at departmental level or directly by the Management Board depending on the importance.

This structured approach is embedded in the RMS as a continuous process.

Risk categories

UBM's most important individual risks were aggregated in ten main risk categories.

1. Real estate acquisition risks: The direct and indirect risks connected with the purchase of real estate include the interpretation of zoning regulations, third-party rights (neighbours, easements, etc.), the timeliness of the land register, the length of time needed to secure a building permit, incomplete information on potentially hazardous areas (land register), undocumented contamination, protective legislation (heritage protection, tree stocks, protected areas), more difficult development and/or access, unknown wells, ground water, emissions, etc. Other relevant issues involve market entry risks, country risks, political risks, and competition and market environment risks.

These risks are minimised by the operating subsidiaries' knowledge of their respective region and competitive environment, their know-how and established local market networks as well as by standardised due diligence and acquisition processes.

2. Project calculation and planning risks: This project phase focuses on the risks associated with procurement and selling prices, rent levels and changes, project financing and interest rates as well as market viability and third party usage. Internal and external experts develop the necessary fundamentals for decisions by the Management Board.

3. Construction and quality risks: This category includes all risks linked to the actual property construction. These risks arise in connection with construction and ancillary costs, the duration of construction and possible delays, the potential loss of suppliers and the quality of work (including the costs for subsequent reworking).

UBM minimises these risks with experienced project managers to filter out overpriced offers in the tender phase and to ensure continuous cost, quality and schedule controls during construction. Regular project reports to the Management Board, which include target/actual comparisons, support the early identification of variances.

4. Operating risks: The operation of a property together with office rentals or hotel leasing is connected with a variety of risks. In particular, the assessment process covers the tenant's credit standing (creditworthiness, security of rental income), cluster risk (loss of an important major tenant), vacancy risk, maintenance risk (regular checks, maintenance, servicing, repairs, subsequent technical investments), and facility management risks (insufficient processes for debt collection and payment reminders, inadequate invoicing of operating costs).

In order to protect the value of a property, a wide range of experts from UBM's subsidiaries and specialist departments or external firms are involved during the operating phase to ensure the steady generation of planned revenues and to protect the technical quality of the buildings over the long term.

5. Distribution, realisation and sale risks: A differentiation is made between the marketing risks associated with the sale of condominiums, realisation risks (rental risks for first-time letting) and the risks connected with the sale of entire properties. Rental price risk is relevant for these categories because a reduction in rental income has a direct impact on the company's revenue and, in the event of a sale, on the realisable purchase price. Valuation risks are also involved because the sale of a property at a market price (realisable sale price) below the respective carrying amount can result in write-downs. Unforeseen guarantee and warranty risks can materialise after a transaction is settled and lead to increased costs and reduced sale proceeds.

At the beginning of each development project, UBM's activities include the technical departments together with separate rental and transaction teams which rely on their wide-ranging expertise in the calculation and determination of rental and selling prices. Continuous contact with major customers, market expertise (for example, knowledge of the buyer's yield expectations) and the identification of the optimal selling time ensure that the product is optimally placed on the market. Additional support is provided by the experts in the legal department and external consultants to ensure the optimal design of the entire realisation and sale process.

6. General business risks: Included here, in particular, are IT risks (hardware, software, data loss, hacking, espionage, etc.), commercial risks (liquidity risk, tax risks, financial penalties, etc.) and legal risks (compensation for damages, general contractual and insurance risks, the legal environment, etc.). These risks are monitored continuously by the respective specialist departments and communicated to the Management Board as required.

7. Macroeconomic and other risks: These risks include the development of the economy (inflation, unemployment, purchasing power, etc.), interest rate risk and exchange rate risk. They are continuously monitored by the responsible Management Board members in close cooperation with the staff units, and appropriate countermeasures are implemented where necessary.

8. Environmental risks: This risk category includes acute and chronic physical climate risks (temperature fluctuations, fluctuations in precipitation or hydrology, change in wind conditions, etc.), non-climate related environmental risks (impairment of critical infrastructure, etc.) and transitory climate risks (costs for the transition to low-emission technologies, expanded requirements for emission reporting, etc.) and their potential effects. These risks are monitored by the ESG department and reported to the Management Board as required.

9. Social risks: All employee-related risks are included here, among others the risks arising from human error, unscheduled staff turnover, reputation damage and the effects of heat waves on the health of the workforce. These risks are monitored by the Human Resources department and reported to the Management Board where necessary.

10. Governance risks: This risk category covers, above all, the compliance risks which can arise from the violation of contracts, regulations or laws in the global supply chain. It also deals with the risk associated with a lack of diversity in UBM's corporate bodies. Here, the Management Board is supported, above all, by the legal department and external consultants.

Additional risks: Information on the risks associated with financial instruments is provided in note 45. "Notes on financial instruments" in the consolidated financial statements.

Risks connected with the economic environment and the war in Ukraine

General situation

The geopolitical situation remained unstable throughout 2024. The war in Ukraine continues, and the resulting tensions between western countries (USA, EU, Canada) and the Russian Federation have in no way declined. Moreover, the escalating situation in the Near East as a result of the Israel-Hamas-Hezbollah war is accompanied by the risk of further potential clashes with new geopolitical and economic consequences, especially if Iran officially enters the conflict. Economic sanctions against the Russian Federation were further intensified, with the result that direct trading and capital market transactions have virtually come to a standstill. The EU's growing independence in the area of gas supplies has eased the pressure on the energy sector, but prices are still substantially above the pre-war level. There are currently no signs of a return to the "old" price levels for energy, and the primary and secondary effects on inflation persist. The Ukraine war has been reflected in strong support from European partners and a sharp rise in defence spending. This reduces the flexibility for national households and has led to the cancellation of budgets in other areas. The election of Donald Trump as US President could mean further assistance for Ukraine from European governments. Trump has repeatedly signalised his criticism of US financial aid for Kyiv, which could lead to a reduction or cancellation of this support. Any steps in this direction would require increased efforts from the European countries to fill the gap. That would not only mean more funds from the EU Member States but also an increase in military and logistical support for Ukraine. Given the current tense economic situation, this could create a substantial burden for European governments and require stronger coordination within the EU.

Inflation slowed significantly in 2024 and gradually approached the ECB's medium-term goal of 2% towards the end of the year. High energy prices initially served as one of the main drivers, but the core inflation rate (inflation rate excluding energy) also began to rise during the year. The increase was supported by higher prices for food, rents, services and other everyday products. As a consequence, wage negotiations again ended with higher results – even exceeding inflation in several sectors – which fuelled, or will fuel, inflation.

2024 marked a turning point for the ECB's monetary policy. After a phase of rising interest rates to fight inflation, the ECB started a series of rate reductions during the year in line with the decline in inflation and signs of an economic upturn. Interest rate cuts in June, September, October and December 2024 resulted in an interest rate of 3.15% at year-end 2024. These reductions are intended to support the economy and increase lending after inflation in the eurozone has declined.

The impact on UBM's business model is described in greater detail in the following section.

Impact on UBM's business model

Even though UBM is not directly engaged in the countries involved in the war (the commitment in Russia ended in

2021), this military conflict can have a future influence on the countries bordering Ukraine. The geographical and cultural proximity to its Ukrainian neighbour creates a risk that the Polish market – where UBM acts as both a real estate developer and hotel operator – will suffer from the current crisis. This risk has, however, not materialised to date. Direct financial support for Ukraine by the countries where UBM is active and increased household spending for defence have led, in total, to strained government budgets. In addition to discussions on tax increases, this has had, and could further have, an influence on subsidies for the real estate sector.

UBM's primary business model is the development and sale of properties. The rapid rise in interest rates has been responsible for a near standstill on the real estate market since 2023. Major transactions, apart from the sale of individual apartments, are limited and generally involve emergency sales. The pressure on interest rates is not only visible in higher interest costs for development projects but, above all, in low selling prices because financing costs for buyers have increased significantly and alternative investments generate substantially better yields. Higher yield expectations and lower purchase prices for properties are the result. Other important factors for a functioning real estate business include the ability to obtain loans and the inflow of capital.

The real estate sector was again shaken by the insolvency of major developers in 2024, which had far-reaching implications for the financing capacity of banks in the eurozone. The ECB warned these banks of the increasing risks connected with the real estate sector and classified this financing as one of the main priorities for its supervisory activities. Potential capital losses were addressed, above all in the commercial property business, and the ECB called on banking institutions to review their risk management practices and, if necessary, increase their capital buffers for potential losses. This led the banks to apply a more restrictive financing policy for commercial real estate projects and, in turn, to higher equity requirements for property developers and investors.

The capital market climate for the issue of bonds and other debt instruments by non-rated (real estate) companies is expected to remain difficult. This will add to the already high volatility and instability on the capital market. The capital markets remain volatile for real estate companies, but UBM successfully placed bonds in both 2023 and 2024. These accomplishments were supported by the company's clear commitment to sustainability in the form of green bonds.

Inflation in the EU is currently declining, which means further interest rate hikes by the ECB cannot be expected in the near future. In contrast, forecasts point to additional steps by the ECB to reduce interest rates. This could trigger a decline in expected yields on the investor side over the medium term and, based on rising rent levels, could lead to a new market equilibrium. The risk of an EU-wide recession failed to materialise in 2024, but the economic outlook remains cloudy the short and medium term due to the high interest levels.

These risks have been incorporated into both current planning and the risk assessment. With its sound liquidity and equity base together with a pipeline that is focused on EU Taxonomy-aligned properties, UBM is solidly positioned to remain active in this volatile market environment.

Hotel operations: The Near East conflict and the war in Ukraine are expected to disrupt travel, especially by international guests. Countries that support Israel directly or indirectly are exposed to an increasing risk of terrorism, which could influence international tourism flows.

High inflation has also increased the costs of hotel operations. These costs have been passed on in part to customers through higher room prices, but the profitability of the hotel business model remains under pressure.

Internal Control System

The main objectives of UBM's Internal Control System (ICS) are to

- ensure the observance of external and internal regulations (legal and statutory requirements)
- verify compliance with business policies and defined goals
- safeguard the company's assets
- ensure the reliability of accounting and reporting
- guarantee the effectiveness and efficiency of operating processes
- permit the timely identification of risks and the reliable assessment of potential risks
- support the efficient use of resources and cost savings.

In addition to the internal controls which represent an integral part of core processes, UBM has installed commercial and technical controlling units which report directly to the Management Board. Commercial controlling monitors current business developments for deviations from target figures and ensures that the necessary information is communicated to management in the event of differences. Technical controlling supervises the ongoing realisation of projects with regard to schedules, construction costs, the progress of construction and all processes relevant to the technical implementation. Its regular reports provide management with the basis for any measures required to meet the agreed goals.

In addition to legal requirements, UBM has implemented a broad spectrum of rules and process flows. The roles and responsibilities within the processes are clearly assigned, and control mechanisms are regularly adapted to reflect changing conditions. The related procedures and rules provide employees with appropriate tools for performing their duties and support the efficient design of processes and controls. These types of work instructions, guidelines and models create transparency, facilitate communication and documentation, help to create efficient work processes, and allow for effective controls.

UBM has therefore taken the necessary precautions to ensure compliance with both legal and internal guidelines and allow for the fast identification and correction of potential weaknesses in operating and organisational processes.

In the accounting area, uniform accounting and valuation rules ensure that financial reporting is correct and informative. Reliable and accurate bookkeeping and accounting are ensured by the clear separation of functions and control measures such as plausibility tests, regular control activities and invoice approval procedures, together with the dual-control principle.

This systematic control management ensures that accounting processes in the UBM Group are consistent with national and international accounting standards as well as internal guidelines.

As part of the internal control system, the Audit Committee is responsible for monitoring accounting procedures and financial reporting on behalf of the Supervisory Board.

Internal Audit

The goal of the Internal Audit department is to provide independent and objective audit and consulting services within the UBM Group. Its work is based on internal audit rules, which establish its legitimation externally, and the internal audit manual, which specifies the tasks, competencies and responsibilities within UBM. In accordance with C-Rule 18 of the Austrian Code of Corporate Governance, this department reports directly to the full Management Board. Internal Audit reviews corporate processes and the effectiveness of internal controls and contributes to their improvement.

The findings and recommendations in the audit reports are used to develop specific measures for improvement. The implementation of these measures is monitored by Internal Audit to ensure the realisation of the improvements on schedule.

Individual audit procedures are supported by external consultants on a project-related basis.

Internal Audit also serves as an advisor to the Management Board. Its integrated perspective and knowledge of the company allow it to highlight constructive ways to improve the effectiveness, efficiency and profitability of processes.

The annual audit plan is approved by the Management Board and submitted to the Supervisory Board.

This department also carries out ad-hoc audits as required by the Management Board.

No such audits were commissioned in 2024.

Disclosures acc. to Section 243a of the Austrian Commercial Code as of 31 December 2024

1. Composition of capital
Share capital comprised 7,472,180 zero par value shares as of 31 December 2024, each of which represents an equal investment in the total share capital of €52,305,260.00. As of that date, all 7,472,180 shares were outstanding. All shares carry the same legal rights and obligations, in particular the right to vote which is exercised based on the number of shares held. The company's share capital is fully paid in. In accordance with Section 5 Para. 3 of the Statutes and Section 10 Para. 2 of the Austrian Stock Corporation Act, these bearer shares must be securitised in one or more global certificates and deposited at a collective securities depository in accordance with Section 1 Para. 3 of the Austrian Securities Deposit Act or at a comparable foreign institution. Section 4 Para. 5(b) of the Statutes also stipulates that the share capital may be conditionally increased in accordance with Section 159 Para. 2 (1) of the Austrian Stock Corporation Act up to a nominal amount of €5,230,526.00 through the issue of up to 747,218 new, ordinary, zero par bearer shares for issue to the holders of convertible bonds (conditional capital increase).

2. Limitations on voting rights or the transfer of shares
A syndicate agreement is in place between the IGO Industries Group and the Strauss Group (Ortner & Strauss Syndicate). The Management Board has no knowledge of the content of this agreement. The syndicate members are required to vote in line with all resolutions passed by the syndicate, and a reciprocal purchase right is in effect.

3. Direct or indirect investment
The following shareholders held a direct or indirect interest amounting to at least ten per cent of the share capital as of 31 December 2024: Ortner & Strauss Syndicate 38.84% (of which the IGO Industries Group holds 27.62% and the Strauss Group 11.22%). In addition, the IGO Industries Group holds a further 6.99% which are not part of the Ortner & Strauss Syndicate.

4. Shares with special control rights
The company has no shares with special control rights.

5. Employee participation models
UBM Development AG has no employee participation models under which employees do not exercise voting rights directly.

6. Provisions on the composition of the Management Board and Supervisory Board and on amendments to the Statutes
In accordance with Section 6 Para. 1 of the Statutes, the Management Board consists of between two and six members as determined by the Supervisory Board. The Supervisory Board may appoint deputies (in total two to six persons) to the Management Board within these limits according to Section 6 Para. 2 of the Statutes. Section 6 Para. 3 of the Statutes authorises the Supervisory Board to designate one member as chairperson and one member as deputy chairperson of the Management Board. Any deputy Management Board members have the same powers of representation as the regular Management Board members as defined by Section 8 Para. 3 of the Statutes.

In accordance with Section 9 Para. 1 of the Statutes, the Supervisory Board must have a minimum of three and a maximum of twelve members elected by the Annual General Meeting. Section 9 Para. 8 of the Statutes permits the election of a substitute member concurrent with the election of a Supervisory Board member, whereby the substitute would fill the seat effective immediately if the Supervisory Board member retires before the end of his/her term. If multiple substitute members are elected, the order in which they are to replace a retiring Supervisory Board member must be determined. A substitute member can also be elected for multiple Supervisory Board members to fill a seat on the Supervisory Board if any of these members steps down prematurely. The term of office of a substitute member ends with the election of a successor to the former Supervisory Board member or, at the latest, with the end of the term of the former Supervisory

Board member. If the term of office of a substitute member ends because a successor to a former Supervisory Board member has been elected, the substitute member can still serve as a substitute for the other Supervisory Board members he or she has been chosen to represent. In accordance with Section 9 Para. 2 of the Statutes, the Annual General Meeting can approve a shorter term of office than legally stipulated for individual elected Supervisory Board members or all of the elected members. If an elected Supervisory Board member retires before the end of his or her term, Section 9 Para. 6 of the Statutes does not require the election of a substitute before the next Annual General Meeting. However, an Extraordinary General Meeting must be held within six weeks to elect a substitute if the number of Supervisory Board members falls below three. In accordance with Section 9 Para. 4 of the Statutes, the Annual General Meeting can rescind the appointment of a Supervisory Board member before the end of his or her term with a resolution based on a simple majority of the votes cast.

Section 20 Para. 1 of the Statutes determines the voting process at the Annual General Meeting: Resolutions are passed with a simple majority of the votes cast, unless otherwise required by legal regulations, and, in cases where a majority of share capital is required, resolutions are passed with a simple majority of the share capital represented at the time of voting. From the legal viewpoint of the Management Board, this provision of the Statutes reduces the majority of at least three quarters of share capital represented at the time of voting, which is generally required by the Austrian Stock Corporation Act for amendments to the Statutes, to a simple majority of share capital unless voting involves a change in the corporate purpose.

7. Authority of the Management Board members

Section 4 Para. 4 of the Statutes authorises the Management Board as of 31 December 2024 to increase share capital by up to €26,152,630.00, with the approval of the Supervisory Board, through the issue of up to 3,736,090 new ordinary zero par value bearer shares in exchange for cash and/or contributions in kind, also in multiple tranches, through indirect subscription rights pursuant to Section 153 Para. 6 of the Austrian Stock Corporation Act and through the exclusion of subscription rights (authorised capital). Furthermore, the Management Board is authorised to determine the issue price, issue conditions, subscription ratio and other details with the approval of the Supervisory Board. This authorisation by the Annual General Meeting on 21 May 2024 is valid for five years beginning on the date of recording in the company register, i.e. up to 27 August 2029. The subscription rights of shareholders to the new shares issued from authorised capital are excluded if and to the extent that the exercise of this authorisation (authorised capital) involves the issue of shares in exchange for cash under greenshoe options connected with the placement of new shares in the company. The Management Board is also authorised, with the approval of the Supervisory Board, to exclude the subscription rights of shareholders. Furthermore, the Supervisory Board is authorised to approve amendments to the Statutes which result from the use of this authorisation by the Management Board.

As of 31 December 2024 and in accordance with Section 4 Para. 5(b) of the Statutes, the Management Board is authorised to determine the remaining details for the conditional capital increase and its implementation with the approval of the Supervisory Board, in particular the details of the issue and the conversion procedure for the convertible bonds, the issue price and the exchange or conversion ratio. The Supervisory Board is authorised to pass resolutions on amendments to the Statutes arising from the issue of shares from conditional capital. The issue price and conversion ratio are to be determined on the basis of recognised actuarial methods and the company's share price using an accepted pricing procedure. If the terms and conditions for the issue of convertible bonds include a conversion obligation, the contingent capital will also be used to meet this conversion obligation.

Section 4 Para. 6 of the Statutes authorises the Management Board, in accordance with Section 159 Para. 3 of the Austrian Stock Corporation Act, to conditionally increase the company's share capital in agreement with Section 159 Para. 2 no. 3 of the Austrian Stock Corporation Act, with the approval of the Supervisory Board, by up to €3,917,480.00 through the issue of up to 559,640 new ordinary zero par bearer shares, also in multiple tranches. These new shares are intended to service the stock options granted to employees, key managers and members of the Management Board of the company and its subsidiaries within the framework of the Long Term Incentive Programme 2017 and within the framework of the continuation and extension of the Long-Term Incentive Programme 2017 (including the modification of plan conditions in 2017) which was approved by the Annual General Meeting on 27 May 2021. This authorisation by the Annual General Meeting on 27 May 2021 is valid for five years beginning on the date of recording in the company register, i.e. up to 9 July 2026. The strike price was set at €36.33. The Supervisory Board was authorised to pass resolutions on amendments to the Statutes arising from the conditional capital increase.

8. Significant agreements

The UBM bond 2019–2025 with a total nominal value of €120,000,000.00 and a six-year term (2019–2025) was issued in October/November 2019. It included an offer to investors to exchange the UBM bond 2015–2020 for the UBM bond 2019–2025 as well as a cash subscription offer. Partial debentures from the bond issued in 2015, and subsequently repaid in full, with a total nominal value of €25,164,000.00 were exchanged for 2019 UBM partial debentures, while the cash subscription involved the issue of partial debentures with a total nominal value of €94,836,000.00. In connection with the 2019 UBM partial debentures, the company made an offer to investors in October 2024 to exchange the 2019 UBM partial debentures for the UBM green bond 2024–2029. This exchange offer was accepted for 2019 UBM partial debentures with a total nominal value of €33,100,500.00 and subsequent conversion into the UBM green bond 2024–2029. The outstanding nominal value of the UBM bond 2019–2025 totals € 86,899,500.00.

A bearer bond (UBM bearer bond 2020–2025) with a total nominal value of €21,500,000.00 was issued in December 2020. The bearer bond issued in November 2016 (term: 2016–2021; total nominal value: €18,500,000.00) was extended to December 2025 at an amount of €10,500,00.00 (the remaining amount of the 2016–2021 bearer bond that was not extended was repaid in December 2021) and an additional €11,000,000.00 were newly arranged. Bearer bonds with a total nominal value of €8.0m were repaid in October 2024, and the bearer bond 2020–2025 currently has an outstanding nominal value of €13.5m.

In the first quarter of 2021, the company issued a bearer bond with a total nominal value of €7,000,000.00 (term: 2021–2025). An additional bearer bond totalling €500,000.00 (term: 2021–2025) was issued during this period and repaid in full during 2024.

The sustainability-linked UBM bond 2021–2026 (2021 UBM partial debentures) with a total nominal volume of €150,000,000.00 and a five-year term (2021–2026) was issued by the company in May 2021. It included an option for investors to exchange the UBM bond 2017–2022 (2017 UBM partial debentures) for the new UBM bond 2021–2026 as well as a cash subscription offer. Partial debentures from the bond issued in 2017 with a total nominal value of €68,897,500.00 were exchanged for 2021 UBM partial debentures, while the cash subscription involved the issue of partial debentures with a total nominal value of €81,102,500.00. An exchange offer was made to investors in October 2024 to exchange their 2021 UBM partial debentures for the UBM green bond 2024–2029. This offer led to the exchange of 2021 UBM partial debentures totalling €40,481,000.00 for the UBM green bond 2024–2029. The outstanding nominal amount of the UBM bond 2021–2026 therefore totals €109,519,000.00. The bond issued in May 2021 with a five-year term (2021–2026) is a sustainability-linked bond. That means the repayment amount can exceed 100% of the nominal value if the company's ESG rating deteriorates during the term of the bond.

A deeply subordinated sustainability-linked hybrid bond (total nominal volume: €100,000,000.00) was issued in the second quarter of 2021. Within the framework of this issue, nearly 50% of the hybrid bond 2018 were repurchased prematurely and the remainder was extended to 2026. The terms of the sustainability-linked hybrid bond 2021 entitle the issuer to call the hybrid partial debentures prematurely and in full in the event of a change of control as defined by the Austrian Takeover Act (as defined in the bond terms) at an increased nominal amount plus accrued interest as of the repayment date; the increased nominal value equals at least the nominal amount of the partial debentures, subject to the increase(s) after the occurrence of an adjustment event involving the ESG rating and the issuer's sustainability recognition level.

In July 2023, the company issued its first green bond (UBM green bond 2023–2027 or 2023 UBM partial debenture) with a total nominal value of €50,000,000.00 and a four-year term (2023–2027) to finance sustainable development projects. This issue included an option for the holders of the UBM bond 2018–2023 to exchange their partial debentures for the new UBM green bond 2023–2027 as well as a cash subscription offer. Partial debentures from the bond issued in 2018 with a nominal amount of €28.94m were exchanged for partial debentures of the UBM green bond 2023–2027, and partial debentures with a total nominal volume of €91.05m were issued in connection with the cash subscription.

The company issued a further green bond (UBM green bond 2024–2029 or 2024 UBM partial debentures) with a total nominal volume of €93,000,000.00 and a five-year term (2024–2029) to finance sustainable development projects. In addition to a cash subscription offer, the issue also included two exchange offers: (i) for investors of the UBM bond 2019–2025 and (ii) for investors of the sustainability-linked UBM bond 2021–2026. These offers gave investors the option to exchange their bonds for the second UBM green bond 2024–2029 (also see the above sections for information on the exchange offers for the bonds issued in 2019 and 2021). The exchange offer for the 2019 UBM partial debentures and the 2021 UBM partial debentures with a total nominal value of €73,581,500.00 were exchanged for UBM green bonds 2024–2029, and the cash subscription led to the issue of UBM partial debentures with a nominal value of €19,418,500.00.

The terms and conditions of these bonds include, above all, the following stipulation: If there is a change of control in the sense of a takeover, respectively, the attainment of a direct controlling interest in the issuer as defined in the Austrian Takeover Act with the legal consequence of a mandatory offer by a natural person or legal entity who/which did not hold any, or any controlling, interest when the bond was issued; i.e. a change of control event as defined in the bond terms and conditions, and this change of control leads to a deterioration of the issuer's credit rating, and the issuer is unable to produce proof of its credit standing within 60 days of the announcement of the change of control, every bondholder is entitled to call his or her partial debentures and demand immediate repayment at the nominal amount together with accrued interest up to the repayment date.

Moreover, the company concluded contracts for promissory note loans with a total nominal value of €32,000,000.00 in November 2016; €20,500,000.00 of this total was extended up to December 2025 and the remaining amount not extended was repaid in December 2021. Further promissory note loans with a total nominal value of €9,500,000.00 were concluded in December 2020. The related contracts include a termination right in the event of a change of control which leads to (i) a significant impairment of the company's ability to meet its obligations from the respective loan agreement or (ii) a breach of legally binding regulations by the respective lender. (In this context, a change of control means the acquisition of a direct controlling interest in the company pursuant to the Austrian Takeover Act with the legal consequence of a mandatory offer by a natural or legal person who did not hold an interest in the company when the respective loan agreement was concluded.) According to the December 2020 contracts for the promissory note loans, the bondholders are only entitled to call their partial debentures and demand immediate repayment, together with accrued interest up to the repayment date, if this change of control leads to a deterioration of the issuer's credit rating, and the issuer is unable to produce proof of its credit standing within 60 days of the announcement of the change of control.

An overview of the bonds is provided on page 13.

In the Annual General Meeting on 21 May 2024 the company approved a stock option programme for managers (AOP 2024). The AOP 2024 awards certain eligible persons virtual stock options which can be exercised after the end of a two- or three-year period in accordance with certain participation requirements. The right to exercise the stock options only arises with the expiration of defined periods and in agreement with the attainment of performance criteria and other requirements defined in the AOP 2024. The AOP 2024 provides for the granting of a maximum of 600,000 virtual stock options, whereby each virtual stock option entitles the holder to a cash settlement of the virtual amount of a common share in the company. In the event of a change of control, the participating persons are no longer tied to the exercise windows but to the unweighted average closing price of at least €27.00 for the company's share. The participating persons can exercise their stock options ten trading days after the start of the extension period which follows a voluntary offer for the attainment of control as defined by § 25a of the Austrian Takeover Act or a public mandatory offer as defined by §§ 22ff of the Austrian Takeover Act, whereby the exercise period equals 20 trading days in such cases. The relevant monitoring period equals 12 weeks before the date of the public announcement of a takeover on at least 15 successive trading days.

There are no other significant agreements in the sense of Section 243a Para. 1 No. 8 of the Austrian Commercial Code.

9. Compensation agreements

There are no compensation agreements in the sense of Section 243a Para. 9 of the Austrian Commercial Code.

10. Other information

Branch offices

UBM Development AG maintains the following branch offices which are recorded in the company register: Styria (Thalerhofstrasse 88, 8141 Premstätten) and Tyrol (Porr-Strasse 1, 6175 Kematen).

Website

Die Website of UBM Development AG is www.ubm-development.com

Non-financial performance indicators

UBM prepares a separate non-financial report which meets the requirements of Section 267a of the Austrian Commercial Code. This ESG report is published concurrently with the annual report.

Environmental concerns

The real estate and construction sector is, from the global viewpoint, the most CO2- and energy-intensive sector. Nearly 40% of all global CO2 emissions and more than one-third of worldwide energy consumption are attributable to the construction and operation of buildings. It is, consequently, clear that ecological aspects play a key role in all UBM's decisions. Our commitment to timber construction, the special attention we give to renewable energies and energy efficiency as well as our focus on green building certification and our efforts on behalf of the circular economy are an expression of this conviction.

With the Timber Construction & Green Building department, UBM has established a competence centre with six experts to underscore the strategic importance of timber construction. It supports and monitors the operational implementation of green building processes throughout the UBM Group. New national and European requirements are evaluated and implemented at project level in agreement with the *green. smart. and more.* strategy. This department also coordinates the evaluation and organisation of building certification and EU Taxonomy checks for development projects by external partners. Project managers are responsible for the operational implementation of the green building strategy in development projects. Their work involves the optimisation of projects, together with external experts, in many areas – such as energy – based on the specifics of the respective locations. The implementation of the green building strategy in standing assets and at Group locations is the responsibility of UBM's asset managers.

Future-oriented real estate development
With our properties, we design the living space of the future – and that means we also design the environment. Real estate development is not only our core business, it also gives us the greatest leverage to significantly reduce our carbon footprint. UBM directly addresses the ecological impact of its activities in all project phases. A commitment to timber construction, the special attention we give to renewable energies and energy efficiency as well as our focus on green building certification and our efforts on behalf of the circular economy are an expression of this conviction. Our activities concentrate on the following areas:

- Energy efficiency, renewable energies and CO_2 emissions
- Durability and recyclability of materials
- Ground sealing, climate change and biodiversity
- Refurbishment and revitalisation
- Healthy building materials and the quality of life

We measure our locations based on their footprint
In addition to our development projects, we want to make our own business operations more sustainable. Our goal in this area is to steadily reduce our ecological footprint. Relevant activities to reach this goal involve energy consumption and emissions. The efficient use of water and correct waste management are also important issues for UBM and are internally managed and reported.

Fewer standing assets
The strategic focus of UBM's business activities involves the development and sale of properties. Accordingly, the number of standing assets has been steadily reduced since 2015. UBM also takes action to support sustainability in these properties – here, the key issue is whether the properties are rented and UBM therefore only has an indirect influence on energy consumption and emissions, for example through the use of energy-saving lighting or efficient heating and cooling solutions.

Further information on environmental concerns can be found in UBM's ESG Report 2024.

Employees
The average number of employees in the UBM Group equalled 231 in 2024 (2023: 268).

Responsible management is in no way limited to environmental aspects. It also covers a company's social accountability, in other words the impact of its actions on society.

This also includes fair interaction with our employees in our direct sphere of influence. The women and men who work for UBM are an important factor for our long-term success and essential for the positive development of our company. In this connection, we have defined the following focus areas:

- Attractive employer and training & education
- Diversity and equal opportunities
- Health and occupational safety

At Management Board level, the COO is responsible for personnel-related issues which are centrally combined under human resources. The head of human resources meets regularly with the COO to discuss developments in this area. Targets, measures and the strategic focus are defined together with the Management Board and communicated to the organisation. The human resources team also includes an HR business partner who implements human resources measures together with local management in agreement with the HR strategy.

With our values – competent. consequent. transparent. – we create a working climate in which each person feels included, authorised and called upon to make a personal contribution. We encourage our employees to be proactive through short decision paths and flat hierarchies.

The design of our working environment reflects our strict compliance with the national and international rules and requirements in the markets where we are active. We also base our actions on agreements that include the Universal Declaration of Human Rights, the United Nations Guidelines and the international labour standards set by the International Labour Organisation. Our activities exceed minimum standards. This commitment is anchored in our codes of conduct (ethics code and code of conduct for business partners).

Specially planned training and continuing education programmes are a fixed part of human resources development at UBM. The basis is formed by an annual appraisal meeting, which includes an agreement on focus topics and specific training measures together with the responsible supervisor. UBM actively offers numerous educational opportunities ranging from internal workshops and idea competitions to external training programmes, but also encourages and supports the independent development of its employees.

Further information on employee concerns can be found in UBM's ESG Report 2024.

Corporate Governance Report

This report is part of the annual report and can be downloaded under www.ubm-development.com, submenu investor relations/financial reports or corporate governance.

Research and Development

The company does not engage in any research and development activities.

Vienna, 31 March 2025

The Management Board

Thomas G. Winkler
CEO, Chairman

Patric Thate
CFO

Martina Maly-Gärtner
COO

Peter Schaller
CTO


1m x 3m
1m x 3m

Consolidated Financial Statements

Consolidated Income Statement
for the 2024 Financial Year

in T€	Notes	2024	2023 revised
Revenue	(8)	106,239	85,315
Changes in the portfolio		12,323	33,011
Share of profit/loss from companies accounted for at equity	(21)	–13,102	–14,059
Income from fair value adjustments to investment property	(20)	16,084	318
Other operating income	(9)	10,477	55,894
Cost of materials and other related production services	(10)	–66,218	–70,389
Personnel expenses	(11)	–22,728	–30,910
Expenses from fair value adjustments to investment property	(20)	–23,220	–40,767
Other operating expenses	(12)	–26,549	–40,842
EBITDA		**–6,694**	**–22,429**
Depreciation and amortisation	(13)	–2,475	–2,779
EBIT		**–9,169**	**–25,208**
Financial income	(14)	18,087	16,905
Financial costs	(15)	–32,109	–31,060
EBT		**–23,191**	**–39,363**
Income tax expenses	(16)	–6,402	–6,682
Loss/Profit for the year		**–29,593**	**–46,045**
of which: attributable to shareholders of the parent		–35,646	–52,499
of which: attributable to holder of hybrid capital		5,500	5,922
of which: attributable to non-controlling interests		553	532
Basic earnings per share (in €)	**(17)**	**–4.77**	**–7.03**
Diluted earnings per share (in €)	**(17)**	**–4.77**	**–7.03**

Consolidated Statement of Comprehensive Income

for the 2024 Financial Year

in T€	Notes	2024	2023
Loss/Profit for the year		**–29,593**	**–46,045**
Other comprehensive income			
Remeasurement of defined benefit obligations	(34)	287	–33
Income tax expense (income) on other comprehensive income		–69	4
Other comprehensive income which cannot be reclassified to profit or loss (non-recyclable)		**218**	**–29**
Currency translation differences		–956	–5,344
Other comprehensive income which can subsequently be reclassified to profit or loss (recyclable)		**–956**	**–5,344**
Other comprehensive income of the year		**–738**	**–5,373**
Total comprehensive income of the year		**–30,331**	**–51,418**
of which: attributable to shareholders of the parent		–36,384	–57,872
of which: attributable to holder of hybrid capital		5,500	5,922
of which: attributable to non-controlling interests		553	532

Consolidated Statement of Financial Position

as of 31 December 2024

in T€	Notes	2024	2023
Assets			
Non-current assets			
Intangible assets	(18)	1,818	1,915
Property, plant and equipment	(19)	9,601	11,129
Investment property	(20)	294,938	407,894
Investments in companies accounted for at equity	(21)	112,362	150,208
Project financing	(22)	195,077	143,552
Other financial assets	(23)	10,886	19,358
Financial assets	(26)	2,242	2,356
Deferred tax assets	(29)	667	8,883
		627,591	**745,295**
Current assets			
Inventories	(24)	293,925	265,411
Trade receivables	(25)	26,243	37,315
Financial assets	(26)	27,385	40,089
Other receivables and assets	(27)	7,715	14,147
Cash and cash equivalents	(28)	199,537	151,520
		554,805	**508,482**
Assets total		**1,182,396**	**1,253,777**
Equity and liabilities			
Equity			
Share capital	(30, 31)	52,305	52,305
Capital reserves	(32)	98,954	98,954
Other reserves	(32)	85,151	121,535
Hybrid capital	(33)	101,605	101,605
Equity attributable to shareholders of the parent		**338,015**	**374,399**
Equity attributable to non-controlling interests		5,638	5,323
		343,653	**379,722**
Non-current liabilities			
Provisions	(34)	7,229	11,129
Bonds and promissory note loans	(35)	257,688	376,066
Financial liabilities	(36)	175,819	287,815
Other financial liabilities	(38)	1,141	1,404
Deferred tax liabilities	(29)	2,929	10,415
		444,806	**686,829**
Current liabilities			
Provisions	(34)	3,790	3,554
Bonds and promissory note loans	(35)	130,131	-
Financial liabilities	(36)	203,073	120,365
Trade payables	(37)	25,155	25,653
Other financial liabilities	(38)	15,130	26,502
Other liabilities	(39)	7,924	4,325
Taxes payable		8,734	6,827
		393,937	**187,226**
Equity and liabilities total		**1,182,396**	**1,253,777**

Consolidated Cash Flow Statement
for the 2024 Financial Year

in T€	2024	2023
Loss/Profit for the year	–29,593	–46,045
Depreciation, impairment and reversals of impairment on fixed assets and financial assets	9,612	43,227
Interest income/expense	14,280	14,167
Income from companies accounted for at equity	13,102	14,059
Dividends from companies accounted for at equity	31,775	5,822
Decrease in long-term provisions	–3,613	–2,085
Deferred income tax	1,636	2,498
Operating cash flow	**37,199**	**31,643**
Decrease in short-term provisions	–766	220
Increase in tax provisions	2,000	–4,334
Losses/Gains on the disposal of assets	780	-37,143
Increase in inventories	–12,869	–6,114
Decrease in receivables	16,581	5,265
Decrease in payables (excluding banks)	–946	–13,660
Interest received	3,297	3,152
Interest paid	-32,036	-27,737
Other non-cash transactions	–1,814	–5,774
Cash flow from operating activities	**11,426**	**-54,482**
Proceeds from the sale of property, plant and equipment and investment property	24,206	344
Proceeds from the sale of financial assets	38,405	6,414
Proceeds from the repayment of project financing	35,727	62,927
Investments in intangible assets	–145	-378
Investments in property, plant and equipment and investment property	-42,080	-37,737
Investments in financial assets	–792	–10,000
Investments in project financing	–70,780	–35,554
Proceeds from the sale of consolidated companies less cash and cash equivalents acquired	20,733	42,996
Payments made for the purchase of subsidiaries less cash and cash equivalents acquired	-	–16,636
Cash flow from investing activities	**5,274**	**12,376**
Dividends	-5,500	–16,629
Dividends paid to non-controlling interests	–296	–780
Proceeds from bonds	93,000	20,251
Repayment of bonds	-82,082	-91,054
Increase in loans and other financing	102,502	45,915
Repayment of loans and other financing	–75,720	–34,537
Repayment of mezzanine capital	-	–52,900
Contribution provided by non-controlling interests	58	-
Cash flow from financing activities	**31,962**	**–129,734**
Cash flow from operating activities	**11,426**	**-54,482**
Cash flow from investing activities	**5,274**	**12,376**
Cash flow from financing activities	**31,962**	**–129,734**
Change in cash and cash equivalents	**48,662**	**–171,840**
Cash and cash equivalents at 1 Jan	151,520	322,929
Currency translation differences	–645	431
Cash and cash equivalents at 31 Dec	**199,537**	**151,520**
Taxes paid	–3,960	–8,803

Consolidated Statement of Changes in Equity
for the 2024 Financial Year

in T€	Share capital	Capital reserves	Remeasurement of defined benefit obligations	Currency translation reserve
Balance as of 1 January 2023	**52,305**	**98,954**	**–2,426**	**2,231**
Total profit/loss for the year	-	-	-	-
Other comprehensive income	-	-	–29	–5,344
Total comprehensive income for the year	-	-	–29	–5,344
Dividend	-	-	-	-
Hybrid capital	-	-	-	-
Balance as of 31 December 2023	**52,305**	**98,954**	**–2,455**	**–3,113**
Total profit/loss for the year	-	-	-	-
Other comprehensive income	-	-	218	–956
Total comprehensive income for the year	-	-	218	–956
Dividend	-	-	-	-
Capital increase	-	-	-	-
Balance as of 31 December 2024	**52,305**	**98,954**	**–2,237**	**–4,069**

Other reserves	Hybrid capital	Equity attributable to equity holders of the parent	Non-controlling interests	Total
188,419	**156,395**	**495,878**	**5,571**	**501,449**
-52,499	5,922	-46,577	532	-46,045
-	-	-5,373	-	-5,373
-52,499	5,922	-51,950	532	-51,418
-8,219	-8,410	-16,629	-780	-17,409
-598	-52,302	-52,900	-	-52,900
127,103	**101,605**	**374,399**	**5,323**	**379,722**
-35,646	5,500	-30,146	553	-29,593
-	-	-738	-	-738
-35,646	5,500	-30,884	553	-30,331
-	-5,500	-5,500	-296	-5,796
-	-	-	58	58
91,457	**101,605**	**338,015**	**5,638**	**343,653**

Notes to the Consolidated Financial Statements

1. General information

The UBM Group comprises UBM Development AG (UBM) and its subsidiaries. UBM is a public limited company under Austrian law which maintains its registered headquarters at 1100 Vienna, Austria, Laaer-Berg-Strasse 43. It is registered with the commercial court of Vienna under reference number FN 100059x. The business activities of the Group are focused primarily on the development, sale and management of real estate.

The consolidated financial statements were prepared in accordance with Section 245a of the Austrian Commercial Code ("Unternehmensgesetzbuch") and in agreement with the International Financial Reporting Standards (IFRS) which were issued by the International Accounting Standards Board (IASB) and adopted by the European Union as well as the interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC).

The reporting currency is the euro, which is also the functional currency of UBM. The functional currency of the subsidiaries included in the consolidated financial statements is the respective national currency. Amounts are reported in thousands of euros (T€) and rounded using the compensated summation method. The reporting year corresponds to the calendar year and ended on 31 December 2024.

2. Scope of consolidation

The consolidated financial statements include UBM as well as 39 (2023: 51) domestic subsidiaries and 65 (2023: 73) foreign subsidiaries.

Two subsidiaries were sold in 2024 and 17 were deconsolidated following their liquidation. The method of inclusion for one company was changed due to a reduction in the investment where only significant influence remains. The net sale price (less cash and cash equivalents of T€1,800) of T€20,733 was paid in cash. The related disposals included investment property of T€107,891, financial liabilities of T€55,744 due to credit institutions and trade payables of T€7,054.

In addition, 22 (2023: 23) domestic and 20 (2023: 20) foreign associated companies and joint ventures were accounted for at equity. One company was sold in 2024, another was deconsolidated following its liquidation, and one company is now accounted for at equity following a partial sale.

UBM is entitled to the majority of voting rights in 18 (2023: 19) subsidiaries but does not exercise control over these companies because of specific rules defined by the respective partnership agreements. These companies are accounted for as joint ventures.

3. Significant accounting policies

Business combinations are accounted for based on the acquisition method. This method requires the measurement of the assets acquired and the liabilities and contingent liabilities assumed at their fair value as of the acquisition date. Any difference between the acquisition cost and the attributable proportion of the acquired net assets at fair value is recognised as goodwill. This goodwill is not written off or reduced through scheduled amortisation but is tested for impairment at least once each year.

All accounts receivable and payable between consolidated companies are eliminated during the consolidation of liabilities. Intragroup income and expenses are offset during the consolidation of income and expenses. Interim profits or losses from intragroup deliveries are eliminated if the related amounts are material and the respective assets are still included in the consolidated financial statements.

Shares in the net assets of fully consolidated subsidiaries which are not attributable to UBM are reported separately as part of equity under "non-controlling interests".

4. Accounting policies and valuation methods

Measurement principles
The annual financial statements of all companies included in the consolidated financial statements are prepared according to standardised accounting and measurement methods. The measurement methods were applied consistently, apart from the newly applied standards.

Currency translation
The companies included in the consolidated financial statements prepare their annual financial statements in their respective functional currencies, whereby the functional currency represents the relevant currency for each company's business activities.

The items in the consolidated statement of financial position are translated at the average exchange rate at the end of the financial year, while income statement items are translated at the average annual exchange rate for the financial year (as an arithmetic mean of all end-of-month quotations). Differences resulting from currency translation are recognised directly in equity and transferred to profit or loss when the business operations are derecognised.

The following key exchange rates were used for the inclusion and translation of foreign subsidiaries:

	Mean exchange rate as of 31 Dec 2024	Average annual exchange rate
PLN	4.2750	4.3056
CZK	25.1850	25.1180

	Mean exchange rate as of 31 Dec 2023	Average annual exchange rate
PLN	4.3395	4.5428
CZK	24.7240	24.0009

In connection with the acquisition of companies, any adjustments to the carrying amounts of the acquired assets, assumed liabilities and contingent liabilities to reflect fair value as of the acquisition date or, respectively, goodwill, are treated as assets or liabilities of the acquired subsidiary and are therefore subject to currency translation.

Exchange rate gains or losses on transactions by consolidated companies in a currency other than the functional currency are recognised in profit or loss. Monetary items not denominated in the functional currency of the consolidated companies are translated at the average exchange rate in effect at the end of the reporting period.

Intangible assets are capitalised at their acquisition cost and amortised on a straight-line basis over the expected useful life. The amortisation rates range from 10.00% to 50.00% (2023: 10.00% to 50.00%).

The identification of impairment leads to the write-down of the involved intangible asset to its recoverable amount, which represents the higher of fair value less selling costs or the value in use. If the reasons for impairment cease to exist, the impairment loss is reversed at an amount equal to the increase in value, but up to a maximum of the carrying amount which would have resulted from the application of scheduled amortisation to the original acquisition or production cost.

Property, plant and equipment are carried at their acquisition cost, including any ancillary expenses less reductions in this cost, or at production cost. The carrying amount reflects the deduction of accumulated depreciation and the straight-line depreciation recorded for the reporting year. The following depreciation rates are applied:

	2024	2023
Buildings	1.50 to 33.33	1.50 to 33.33
Technical equipment and machinery	4.00 to 50.00	4.00 to 50.00
Other facilities, fixtures and office equipment	4.00 to 50.00	4.00 to 50.00

The identification of impairment leads to the write-down of the involved item of property, plant or equipment to its recoverable amount, which represents the higher of fair value less selling costs or the value in use. If the reasons for impairment cease to exist, the impairment loss is reversed at an amount equal to the increase in value, but up to a maximum of the carrying amount which would have resulted from the application of scheduled depreciation to the original acquisition or production cost. Major renovation is capitalised, while ongoing maintenance, repairs and minor renovation are expensed as incurred.

Rights of use to property, plant and equipment acquired through leases are capitalised at the present value of future lease payments and amortised over the term of the lease or at the indicated amortisation rates on a straight-line basis.

Low-value assets are written off in full in the year of purchase because they are immaterial for the consolidated financial statements.

Assets under construction and buildings which are to be used for operational purposes are accounted for at acquisition or manufacturing cost less any applicable impairment losses.

Investment property is real estate that is held to generate rental income and/or for value appreciation. It includes office and commercial buildings that are not used for the company's own business purposes as well as residential buildings and undeveloped land. Investment property is carried at their fair value, and any gains or losses from changes in this fair value are recognised in profit or loss of the applicable period. Buildings under construction are accounted for at acquisition or production cost if fair value cannot be reliably determined or at fair value as generally determined by the residual value method.

The fair value of investment property is based on appraisals by independent experts, on the present value of the estimated future cash flows expected from the use of the property, or on the amounts realised in comparable transactions.

The rights of use to investment property acquired through leases are capitalised at the present value of the future lease payments and measured at fair value in subsequent periods.

Borrowing costs for qualified assets are included in acquisition or production costs. For investment property, the capitalisation of borrowing costs ends with the conclusion of a forward deal. Depreciation on these assets begins with their completion or the attainment of operating condition. Interest totalling T€5,782 was capitalised on properties in 2024 (2023: T€6,449). Information on the financing cost rate is provided in note 36.

Real estate inventories are valued at acquisition or production cost or at the lower recoverable amount. If the fair value of a property determined by the sales comparison approach or cost approach is lower, the asset is written down to this lower fair value. Any write-ups recognised in subsequent years only increase the carrying amount up to depreciated acquisition or production cost.

Non-current assets held for sale represent properties that are available for immediate sale in their current condition and whose sale is considered highly probable. These properties are measured at the lower of the carrying amount and net realisable value. Investment property is carried at fair value. The probability of sale is evaluated quarterly, and the resulting reclassifications are reported in the notes under the development of property, plant and equipment and investment property.

Investments in companies accounted for at equity are recognised at acquisition cost, which is allocated between the proportional share of the acquired net assets at fair value and any applicable goodwill. The carrying amount is increased or decreased annually by the proportional share of annual profit or loss, dividends received and other changes to equity. Goodwill is not subject to scheduled amortisation but is tested for impairment in accordance with IAS 36 once each year or when circumstances point to a possible decline in value. If the recoverable amount falls below the carrying amount, the difference is written off.

Deferred taxes are recognised to reflect temporary differences between the values of assets and liabilities in the consolidated financial statements, on the one hand, and the values for tax purposes, on the other hand, at the amount of the expected future tax expense or tax relief. In addition, deferred tax assets are recognised for future asset benefits arising from tax loss carryforwards if realisation is sufficiently certain.

The calculation of deferred taxes is based on the applicable income tax rate in the respective country. The Austrian eco-social tax reform which was enacted in 2022 provided for a gradual reduction in the corporate tax rate from 25.00% to 23.00% (2023: 24.00%, beginning in 2024: 23.00%). The calculation for UBM Development AG and the Austrian subsidiaries included in the consolidated financial statements for the reporting year was therefore based on a tax rate of 23.00%.

The **provisions for severance payments, pensions and anniversary bonuses** were calculated in accordance with IAS 19 based on the projected unit credit method with the application of the AVÖ 2018-P Generation Life Table, whereby an actuarial valuation is performed at the end of each financial year. The calculation parameters for these provisions included an interest rate of 3.30% (2023: 3.50%) for Austria as well as salary increases of 3.37% and 3.70% (2023: 3.37% and 3.70%) per year in Austria. The calculation of the provisions for severance payments in Austria did not include any deductions for employee turnover. For anniversary bonuses in Austria, the calculation included deductions for employee turnover based on statistical data within a range of 0.00% to 13.20% (2023: 0.00% to 13.20%). The retirement age assumed for employees in the Austrian companies represents the earliest possible retirement age permitted by law following the 2004 pension reform (corridor pension), also taking all transitional arrangements into account. The calculation of the provisions for Austria is based on the AVÖ 2018-P – Pagler & Pagler Mortality Table.

Actuarial gains and losses on severance payments and pensions are recognised in full in other comprehensive income, while the actuarial gains and losses on anniversary bonuses are included in profit or loss for the period. Service costs are reported as part of personnel expenses, and interest expense is recorded under financial costs.

Other provisions cover all identifiable risks and uncertain obligations. They are recognised at the amount that will presumably be required to settle the underlying obligation.

Lease liabilities are measured at the present value of future lease payments, whereby discounting is based on the interest rate underlying the lease. If this rate cannot be determined, the Group's incremental borrowing rate for the applicable term is used.

Financial instruments

Financial instruments which are in scope of IFRS 9 are assigned to valuation categories based on the underlying business model and the characteristics of the contractually agreed cash flows and subsequently measured at amortised cost or fair value depending on the category.

For financial instruments carried at amortised cost or at fair value through other comprehensive income (FVTOCI), the loss allowance is based on the expected credit loss model. This procedure involves the creation of a risk provision equal to the 12-month expected credit loss (Level 1) on the initial recognition date. In the event of a significant deterioration in the credit risk, the lifetime expected loss is calculated (Level 2). Objective evidence of impairment results in reclassification to Level 3.

UBM applies the simplified approach provided by IFRS 9.5.5.15 to trade receivables, contractual assets and leasing receivables and measures the loss allowance in line with the lifetime expected loss. In general, external credit ratings are not available for financial instruments. The expected credit loss is calculated on the basis of the expected net claim to the financial instrument, the period-based probability of default and the loss on actual default.

The general impairment model is applied to project financing. Due to the absence of external credit evaluations, credit risk is monitored according to the development of key indicators, e.g. the loan-to-value ratio or collection period.

Trade receivables, project financing and other financial assets are recognised at amortised cost. No allowances for expected credit losses were recognised in the 2024 financial year because neither the historical nor the forecast data indicated any loss rates.

The investments in unconsolidated subsidiaries and other investments reported under **other financial assets** are measured at fair value through profit or loss (FVTPL), which is generally determined with valuation procedures like the discounted cash flow method.

Securities are classified as FVTPL and measured at fair value. If these securities represent debt instruments and consist solely of interest and principal payments, they are carried at amortised cost. **Liabilities** are carried at amortised cost in accordance with the effective interest method. **Derivative financial instruments** are recognised at fair value through profit or loss (FVTPL).

Purchases and sales of financial assets are recognised as of the settlement date in accordance with IFRS 9.3.1.2.

Revenue from contracts with customers

Revenue is reported after the deduction of value added taxes, rebates and other sales-based taxes. The recognition of revenue is based on the transaction type as follows:

Revenue from the sale of properties during the construction phase is recognised over time when the company has a legal entitlement to payment for previously provided performance as well as no alternative use for the asset. Revenue from previously invoiced construction services is also recognised over time. Revenue from the sale of completed apartments, rental income and the income from hotel operations are recognised at a point in time.

The recognition of revenue over time is based on the progress of construction (percentage of completion, PoC method). The percentage of completion represents the previously provided performance as a per cent of the total contract performance. For revenue from the sale of real estate, this indicator is calculated as the investment costs incurred to date in relation to the total investment costs for the respective project. The identified performance is recognised, after the deduction of prepayments by customers, as a **contract asset** under trade receivables or, if the prepayments exceed the previously provided performance, as a **contract liability** under other liabilities. If the total costs for a contract are expected to exceed the related revenue, the expected loss is recognised in full and immediately at an amount equal to the costs required to fulfil the contract.

Interest income and expenses are accrued in line with the outstanding balance of the respective loan and the applicable interest rate.

Dividend income from financial investments is recognised when a legal entitlement arises.

A **lease** represents an agreement under which the lessor provides the lessee with a contractual right to control an identified asset for a defined period in return for consideration. The UBM Group acts as a lessee in connection with office properties and one property which is sublet. There are numerous individual contracts with comparatively low annual rental payments, fixed and open-ended terms, and agreed termination rights. Leases are presented on the statement of financial position as rights of use and corresponding lease liabilities. The lease payments are allocated between an interest and a principal component. The finance costs are recognised to profit or loss over the lease term to produce a periodic cost of interest on the remaining balance of the liability. The rights of use are amortised on a straight-line basis over the shorter of the useful life and the lease term. Lease payments are discounted to their present value by applying a country-specific incremental borrowing rate, i.e. at the interest rate which the Group would have to pay to borrow funds to purchase an asset of comparable value under comparable conditions in a similar economic environment. Payments for short-term leases and leases of low-value assets are expensed as incurred. Short-term leases are defined as leases with a term of up to 12 months. The UBM Group also serves as a lessor, primarily for office space which is only rented to renowned tenants with a top credit rating. The related contracts qualify for classification as operating leases. The rental income from these leases is reported under revenue over the term of the lease, and any rental incentives are distributed over this term as a reduction of revenue.

Changes in the presentation of the financial statements

In the consolidated financial statements as of 31 December 2024, the results from the sale of investment properties through share deals are reported for the first time under other operating income and expenses. The allocation of these types of transactions to operating result was selected to underscore their comparable nature with the sale of investment property through asset deals. The comparative period was adjusted through a reduction of T€4,855 in financing income and an increase of the same amount in other operating income. Profit before tax remained unchanged at T€-39,363.

in T€	2023	Adjustment	2023 revised
Other operating income	51,039	4,855	55,894
EBIT	**–30,063**	**4,855**	**–25,208**
Financial income	21,760	–4,855	16,905
EBT	**–39,363**	**-**	**–39,363**

5. Discretionary judgment and major sources of estimation uncertainty

The preparation of annual financial statements invariably involves the use of estimates and assumptions by management for the amount and recognition of assets and liabilities as well as income and expenses and the disclosures on contingent liabilities. The major assumptions and sources of estimation uncertainty as defined in IAS 1.125 ff are related to the following:

Determining the fair value of real estate: Fair value generally equals the present value of the realisable rental income. Any change in the estimated future realisable rental income or the expected return on alternative investments will also lead to a change in the fair value of the involved property. The capitalisation rate (2024: 3.81% to 10.00%; 2023: 2.96% to 7.50%) represents the average market rate of return on the property. One criterion for the selection of the capitalisation rate is the general and specific risk for the return on the property.

Most of the investment property was valued in accordance with internationally recognised earnings methodology in 2024, in particular the Term and Reversion approach (see note 20 for additional details on the valuation method and the fair value of investment property).

The residual value method was used to value the real estate under development (assets under construction – IAS 40). Under this method, the future income is estimated by the appraisers – provided there has been no pre-letting activity – in consultation with the project developers. The budgeted costs to complete the project, including an appropriate developer margin, are deducted from this income. The remainder represents the fair value of the properties under development.

The following sensitivity analysis shows the impact of changes in key parameters on the fair value of investment property:

in T€

Portfolio property IAS 40						
	Carrying amount as of 31 Dec 2024	**110,141**		**Carrying amount as of 31 Dec 2023**	**166,172**	
	Adjustment to long-term rent			Adjustment to long-term rent		
	0.00%	10.00%	-10.00%	0.00%	10.00%	-10.00%
Adjustment to yield						
0.00%	-	6,304	–6,254	-	13,271	–7,204
0.50%	–1,763	2,197	–4,783	–2,082	4,833	–8,738
-0.50%	1,077	5,207	–2,173	8,438	21,333	733

in T€

Development projects IAS 40				
	Carrying amount as of 31 Dec 2024	**184,797**	**Carrying amount as of 31 Dec 2023**	**241,722**
Developer profit	-5.00%	5.00%	-5.00%	5.00%
	19,450	-27,190	31,264	–35,036
Adjustment to yield	-0.50%	0.50%	-0.50%	0.50%
	35,105	–36,905	56,034	–52,266
Adjustment to construction costs	10.00%	-10.00%	10.00%	-10.00%
	–37,640	28,970	–48,156	41,384
Adjustment to rental income	-10.00%	10.00%	-10.00%	10.00%
	–47,952	47,772	–66,061	63,801

The classification as investment property (IAS 40) or inventories (IAS 2) requires discretionary decisions in individual cases. Projects that are held to generate rental income or for value appreciation are classified as investment property. Inventories comprise real estate that, in advance, is intended for resale. Properties which are sold before completion and for which UBM has no alternative use as well as a legal entitlement to payment for previous performance are accounted for as contract assets in accordance with IFRS 15. The degree of completion represents the costs incurred to date as a per cent of the total project cost. A provision for impending losses is recognised when these costs exceed revenue.

Properties (inventories) held for sale: The sales comparison approach or cost approach was used to determine the fair value of properties for which comparable market transactions were available. This applies primarily to real estate held as current assets (residential buildings) that is intended for immediate sale after completion. In accordance with accounting standards, the carrying amount is only adjusted to reflect a lower fair value. The external appraisers define the parameters together with the local project developers based on the size, age and condition of the buildings as well as country-specific considerations. Information on the carrying amounts and the potential impact of impairment is provided in note 24.

Provisions: The valuation of the provisions for severance payments, pension and anniversary bonus provisions is based on parameters that include discount factors, salary increases and/or employee turnover. Changes in these parameters can lead to higher or lower provisions, personnel expenses and interest costs. Other provisions are based on estimates for the likelihood of an event occurring and the probability of an outflow of funds. Changes in these estimates or the occurrence of an event previously considered unlikely can have a significant impact on the Group's financial performance.

Sensitivity analysis of provisions for pensions: The following actuarial assumptions were considered relevant and the following margins were applied: Discount rate +/-0.25%, pension trend +/-0.25%, life expectancy +/-1 year.

The sensitivity analysis of life expectancy was based on a shift in the average life expectancy for all candidates in the respective plan.

The following table shows the differences to the recorded amounts as a relative deviation:

	Interest +0.25%	Interest -0.25%
	liquid	liquid
Pension DBO	-2.10%	2.10%

	Pension trend +0.25%	Pension trend -0.25%
	liquid	liquid
Pension DBO	2.20%	-2.10%

	Life expectancy +1 year	Life expectancy –1 year
	liquid	liquid
Pension DBO	5.40%	-5.30%

Sensitivity analysis of the provision for severance payments: The following actuarial assumptions were considered material and the following margins were applied: Discount rate +/-0.25%, salary trend +/-0.25%, employee turnover +/-0.50% up to 25th year of service, life expectancy +/-1 year.

The sensitivity analysis of life expectancy was based on a shift in the average life expectancy for all candidates in the respective plan.

The following table shows the differences to the recorded amounts as a relative deviation:

	Interest +0.25%	Interest -0.25%	Salary trend +0.25%	Salary trend -0.25%
Severance payments DBO	-1.51%	1.55%	1.54%	-1.51%

	Fluctuation +0.50% until 25th year of service	Fluctuation -0.50% until 25th year of service	Life expectancy +1 year	Life expectancy -1 year
Severance payments DBO	-0.06%	0.07%	0.04%	-0.05%

Project financing: UBM, as the parent company, grants loans to its equity-accounted entities and subsidiaries. These loans serve as financing for the equity share of real estate projects. They are subject to interest at normal market rates and are payable after the project is sold.

The actual amounts realised in the future could differ from the estimates and assumptions depending on the success of the individual projects. Information on the carrying amounts and possible impact of impairment is provided in note 22.

6. New and revised accounting standards

6.1. Standards applied for the first time in the reporting year

The UBM Group applied the following standards for the first time as of 1 January 2024. The changes had no material effects on the Group.

Amendments to standards and interpretations

New or revised standard	Date of publication by IASB	Date of adoption into EU	Date of initial application
Amendments to IAS 1: Classification of Liabilities as Current or Non-Current	23.1.2020 + 15.7.2020 + 31.10.2022	19.12.2023	1.1.2024
Amendments to IFRS 16: Lease Liability in a Sale and Leaseback	22.9.2022	20.11.2023	1.1.2024
Amendments to IAS 1: Non-Current Liabilities with Covenants	31.10.2022	19.12.2023	1.1.2024
Amendments to IAS 7 and IFRS 7: Supplier Finance Arrangements	25.5.2023	15.5.2024	1.1.2024

6.2. New accounting standards not yet applied

The following standards and interpretations were published before the preparation of these consolidated financial statements but did not require mandatory application for the reporting year and were not applied prematurely. These new standards have no material effects on the UBM Group.

New standards and interpretations already adopted by the European Union

New or revised standard	Date of publication by IASB	Date of adoption into EU	Date of initial application
Amendments to IAS 21: Lack of Exchangeability	15.8.2023	12.11.2024	1.1.2025

New standards and interpretations not yet adopted by the European Union

New or revised standard	Date of publication by IASB	Date of adoption into EU law	Date of initial application
Amendments to IFRS 9 and IFRS 7: Amendments to the Classification and Measurement of Financial Instruments	30.5.2024	–	1.1.2026
Annual Improvements to IFRS Accounting Standards – Volume 11	18.7.2024	–	1.1.2026
IFRS 18: Presentation and Disclosure in Financial Statements	9.4.2024	–	1.1.2027
IFRS 19: Subsidiaries without Public Accountability: Disclosures	9.5.2024	–	1.1.2027

7. Effects of the risks arising from the economic environment and the war in Ukraine

Risks connected with the economic environment and the war in Ukraine
Even though UBM is not directly engaged in the countries involved in the war (the commitment in Russia ended in 2021), this military conflict can have a future influence on the countries bordering Ukraine. The geographical and cultural proximity to its Ukrainian neighbour creates a risk that the Polish market – where UBM acts as both a real estate developer and hotel operator – will suffer from the current crisis. This risk has, however, not materialised to date. Direct financial support for Ukraine by the countries where UBM is active and increased household spending for defence have led, in total, to strained government budgets. The resulting discussions could have an influence on government subsidies for the real estate sector.

UBM's primary business model involves the development and sale of real estate. The rapid increase in interest rates has caused a virtual standstill on the real estate market since 2023. Notable transactions, apart from the sale of individual apartments, are extremely rare and limited to emergency sales. Interest pressure is not only reflected in higher interest costs for development projects, but also in lower selling prices due to the significantly higher financing costs for buyers and substantially higher yields on alternative investments. This results in higher yield expectations/lower purchase prices for properties. A functioning real estate business also requires the ability to obtain property mortgages and a regular inflow of capital.

The business climate in 2024 was again influenced by major real estate developer insolvencies, which also had far-reaching consequences for the financing capacity of eurozone banks. The ECB warned banks in the eurozone of the increasing risks in the real estate sector and classified property financing as one of its main regulatory priorities. Discussions focused on the potential capital drain, especially in the commercial property sector, and were reflected in calls by the ECB for banks to review their risk management practices and, where necessary, increase their capital buffer for potential losses. This set a series of events in motion that included increasingly restrictive bank financing policies for commercial real estate projects as well as substantially higher equity requirements for real estate developers and investors.

The capital market climate for the issue of bonds and other debt instruments by (real estate) companies, above all non-rated players, is expected to remain difficult. This will add to the already high volatility and instability on the capital market. UBM successfully placed bonds in 2023 and 2024 despite the continuing volatility on the capital markets. These positive results were also supported by the company's clear commitment to sustainability in the form of green bonds.

Inflation in the EU continues to trend downward, which means additional interest rate hikes by the ECB are unlikely over the short term – but forecasts point to the possibility of further interest rate cuts. This could trigger a decline in expected yields on the investor side over the medium term and, based on rising rent levels, could produce a new market equilibrium. The risk of an EU-wide recession failed to materialise in 2024, but the economic outlook remains clouded over the short and medium term due to the high interest levels.

These risks have been incorporated into both current planning and the risk assessment. With its sound liquidity and equity base together with a pipeline that is focused on EU Taxonomy-aligned properties, UBM is solidly positioned to remain active in this volatile market environment.

Hotel operations: The Near East conflict and the war in Ukraine are expected to disrupt travel, especially by international guests. Countries that support Israel, directly or indirectly, are exposed to an increasing risk of terrorism which could also influence international tourist flows.

High inflation has also increased the costs of hotel operations. These costs have been passed on in part to customers through higher room prices, but the profitability of the hotel business model remains under pressure.

8. Revenue

The UBM Group generated revenue of T€106,239 in 2024 (2023: T€85,315). This position includes the proceeds from the sale of real estate inventories, rental income, invoiced construction services, and other revenue from ordinary business activities.

The following table shows Total Output for the UBM Group based on internal reporting by region. The amounts include revenue as well as the proportional share of output from equity-accounted companies and revenue from property sales through share and asset deals.

in T€	2024	2023
Regions		
Germany	61,008	62,813
Austria	133,519	78,169
Poland	105,447	50,458
Other markets	124,880	92,806
Total Output Group	**424,854**	**284,246**
Less revenue from companies accounted for at equity and investment property sales	-318,615	-198,931
Revenue	**106,239**	**85,315**

The following table shows the classification of revenue by major category and the timing of revenue recognition as well as the reconciliation to segment reporting:

	Germany	Austria	Poland	Other markets	Group
in T€	1-12/2024	1-12/2024	1-12/2024	1-12/2024	1-12/2024
Revenue					
Residential	7,312	5,237	4,563	58,509	75,621
Office	582	905	2,280	-	3,767
Hotel	-	-	-	3,995	3,995
Other	-	1,027	4,248	-	5,275
Service	4,713	8,388	3,611	869	17,581
Revenue	**12,607**	**15,557**	**14,702**	**63,373**	**106,239**
Recognition over time	6,106	8,926	-	56,769	71,801
Recognition at a point in time	6,501	6,631	14,702	6,604	34,438
Revenue	**12,607**	**15,557**	**14,702**	**63,373**	**106,239**

in T€	Germany 1-12/2023	Austria 1-12/2023	Poland 1-12/2023	Other markets 1-12/2023	Group 1-12/2023
Revenue					
Residential	287	2,051	7,461	38,710	48,509
Office	905	819	6,800	-	8,525
Hotel	-	-	-	3,067	3,067
Other	190	1,063	4,377	-	5,631
Service	6,879	10,033	1,786	885	19,583
Revenue	**8,262**	**13,966**	**20,425**	**42,662**	**85,315**
Recognition over time	939	6,400	7,455	27,165	41,959
Recognition at a point in time	7,323	7,566	12,970	15,497	43,356
Revenue	**8,262**	**13,966**	**20,425**	**42,662**	**85,315**

Revenue is classified as follows:

in T€	2024	2023
Revenue from contracts with customers	90,205	67,084
Revenue from rentals	16,034	18,231
Total	**106,239**	**85,315**

9. Other operating income

in T€	2024	2023 revised
Income from the release of provisions	2,841	1,441
Income from the sale of property, plant and equipment and investment property	441	32,291
Income from deconsolidation	495	4,855
Staff cost allocations	202	202
Exchange rate gains	2,380	12,276
Miscellaneous	4,118	4,829
Total	**10,477**	**55,894**

The income from the reversal of provisions consists primarily of guarantee provisions and a provision for rental guarantees. Income from the sale of property, plant and equipment and investment property in 2023 basically includes a purchase price betterment from a property sale in Germany during 2020.

Miscellaneous operating income includes the results from the sale of investment property through share deals for the first time in 2024. Information on the change in presentation of the financial statements is provided under note 4.

10. Cost of materials and other related production services

in T€	2024	2023
Expenses for raw materials and supplies and for purchased goods	–3,233	–18,042
Expenses for purchased services	–62,985	–52,347
Total	**–66,218**	**–70,389**

11. Personnel expenses

in T€	2024	2023
Salaries and wages	–18,519	–25,597
Social welfare expenses	–3,909	–4,891
Expenses for severance payments and pensions	–300	–422
Total	**–22,728**	**–30,910**

The expenses for severance compensation and pensions include the current service cost and expenses for defined contribution obligations. The related interest expense is reported as part of financial costs (see note 15).

Personnel expenses include T€485 (2023: T€0) from the Long-Term Incentive Programme (LTIP) 2024.

12. Other operating expenses

The other operating expenses are classified as follows:

in T€	2024	2023
Office operations	–3,291	–3,724
Advertising	–2,299	–2,812
Legal and consultancy services	–6,712	–7,249
Impairments of current real estate assets	–234	–12,441
Exchange rate losses	–2,005	–5,412
Taxes, contributions and charges	–1,914	–1,988
Bank charges	–886	–1,178
Management fee	–995	–533
Expenses from deconsolidation	–1,211	-
Miscellaneous	–7,002	–5,505
Total	**–26,549**	**–40,842**

Miscellaneous other operating expenses consist primarily of other third-party services and also include duties and fees. The write-downs to current real estate assets in the previous year were related to undeveloped land in Germany and Poland.

13. Depreciation and amortisation

The scheduled amortisation of intangible assets totalled T€242 (2023: T€196) and the scheduled depreciation of property, plant and equipment amounted to T€2,233 (2023: T€2,583).

14. Financial income

in T€	2024	2023 revised
Income from investments	21	-
Interest and similar income	17,789	16,890
of which: from project financing for companies accounted for at equity	14,493	12,850
Income from the disposal and reversal of impairment to financial assets	277	15
Total	**18,087**	**16,905**

15. Financial costs

in T€	2024	2023
Interest and similar expenses relating to bonds and promissory note loans	–15,074	–15,486
Interest and similar expenses for other financial liabilities	–16,933	–15,462
Other interest and similar expenses	–62	–108
Costs from investments	–40	-
Expenses for other financial assets	-	–4
Total	**–32,109**	**–31,060**

16. Income tax expense

This item comprises the taxes on income and earnings paid or owed in the individual countries. It also includes the tax charge allocated to the non-Group parties in an investment joint venture (pursuant to Section 9 of the Austrian Corporate Tax Act). The tax charges from the tax group established by UBM Development AG (pursuant to Section 9 of the Austrian Corporate Tax Act) are related to fully consolidated companies and were eliminated during the consolidation. This position also includes the Group's deferred taxes.

The calculation is based on the tax rates defined by the tax laws currently in effect or substantively enacted, which are expected to apply on the probable realisation date.

in T€	2024	2023
Actual tax expense	4,767	4,184
Deferred tax expense/income	1,635	2,498
Tax expense (+)/income (–)	**6,402**	**6,682**

The reconciliation of tax expense resulting from the application of the Austrian corporate tax rate of 23.00% (2023: 24.00%) to actual tax expense is shown below:

in T€	2024	2023
Profit before income tax	–23,191	–39,363
Theoretical tax expense (+)/income (–)	–5,334	–9,447
Differences in tax rates	–2,407	1,347
Tax effect of non-deductible expenses and tax-exempt income	891	–5,186
Income/Expenses from companies accounted for at equity	3,546	2,170
Changes in deferred tax assets not recognised for loss carryforwards	10,683	16,430
Effect of changes in tax rates	–41	–119
Tax expenses (+)/income (–) related to other periods	–2,176	–3,319
Permanent differences	1,240	4,806
Income tax expenses	**6,402**	**6,682**

The tax income related to other periods includes income of T€517 from current income taxes (2023: expenses of T€589). In addition to the tax expense recognised in the consolidated income statement, the tax effect from the expenses and income included under other comprehensive income was also recognised in other comprehensive income. The amount recognised in other comprehensive income equalled T€-69 (2023: T€4) and was related primarily to the tax effect from the remeasurement of defined benefit obligations.

17. Earnings per share

Earnings per share are calculated by dividing the proportional share of annual profit attributable to the shareholders of the parent by the weighted average number of shares issued.

	2024	2023
Share of profit for the period attributable to shareholders of the parent, incl. interest on hybrid capital (in T€)	–30,146	–46,577
Less interest on hybrid capital (in T€)	–5,500	–5,922
Proportion of profit for the period attributable to shareholders of the parent (in T€)	–35,646	–52,499
Weighted average number of shares issued	7,472,180	7,472,180
Basic earnings per share = diluted earnings per share (in €)	**-4.77**	**-7.03**

18. Intangible assets

in T€	Concessions, licences and similar rights	Goodwill	Assets under construction	Total
Acquisition and production costs				
Balance as of 1 Jan 2023	1,888	-	192	2,080
Additions	3	-	375	378
Disposals	-	-	-	-
Reclassifications	97	-	-	97
Currency adjustments	–4	-	-	–4
Balance as of 31 Dec 2023	**1,985**	**-**	**567**	**2,552**
Additions	–11	-	156	145
Disposals	–2	-	-	–2
Reclassifications	710	-	–710	-
Currency adjustments	-3	-	-	-3
Balance as of 31 Dec 2024	**2,679**	**-**	**13**	**2,692**
Accumulated amortisation and impairment				
Balance as of 1 Jan 2023	444	-	-	444
Additions (scheduled amortisation)	196	-	-	196
Disposals	-	-	-	-
Reclassifications	-	-	-	-
Currency adjustments	–4	-	-	–4
Balance as of 31 Dec 2023	**636**	**-**	**-**	**636**
Additions (scheduled amortisation)	242	-	-	242
Disposals	–2	-	-	–2
Reclassifications	-	-	-	-
Currency adjustments	-3	-	-	-3
Balance as of 31 Dec 2024	**873**	**-**	**-**	**873**
Carrying amounts – balance as of 31 Dec 2023	**1,348**	**-**	**567**	**1,915**
Carrying amounts – balance as of 31 Dec 2024	**1,805**	**-**	**13**	**1,818**

The above table only includes the intangible assets with a finite useful life. Information on the useful lives and amortisation, depreciation and impairment is provided in the section on "Accounting and valuation methods".

Scheduled depreciation and amortisation are reported on the income statement under "Depreciation and amortisation".

19. Property, plant and equipment

in T€	Land and buildings	Right-of-use assets: land and buildings	Technical equipment and machinery	Fixtures and office equipment	Right-of-use assets fixtures and office equipment	Assets under construction	Total
Acquisition and manufacturing costs and revaluation							
Balance as of 1 Jan 2023	1,609	11,757	802	3,321	948	31	18,468
Additions	11	987	-	468	157	105	1,728
Disposals	-	–360	–1	–121	–507	–13	–1,001
Reclassifications	-	-	-	26	-	–123	–97
Currency adjustments	–6	41	21	6	17	-	79
Balance as of 31 Dec 2023	**1,613**	**12,425**	**822**	**3,700**	**615**	**-**	**19,176**
Additions	-	578	-	229	44	-	851
Disposals	-	–217	–7	–315	–269	-	–808
Reclassifications	-	-	-	-	-	-	-
Currency adjustments	–4	–6	4	–2	1	-	–7
Balance as of 31 Dec 2024	**1,609**	**12,780**	**819**	**3,612**	**391**	**-**	**19,212**
Accumulated depreciation and impairment							
Balance as of 1 Jan 2023	300	3,651	567	1,267	528	-	6,313
Additions (scheduled depreciation)	155	1,651	74	401	302	-	2,582
Disposals	-	–360	–1	–42	–507	-	–910
Currency adjustments	-3	33	18	4	10	-	62
Balance as of 31 Dec 2023	**452**	**4,975**	**658**	**1,629**	**333**	**-**	**8,047**
Additions (scheduled depreciation)	153	1,456	74	380	170	-	2,233
Disposals	-	–217	–7	–178	–269	-	–671
Currency adjustments	–2	1	4	–2	1	-	2
Balance as of 31 Dec 2024	**603**	**6,215**	**729**	**1,829**	**235**	**-**	**9,611**
Carrying amounts – balance as of 31 Dec 2023	**1,161**	**7,450**	**164**	**2,071**	**282**	**-**	**11,129**
Carrying amounts – balance as of 31 Dec 2024	**1,006**	**6,565**	**90**	**1,783**	**156**	**-**	**9,601**

Any impairment losses recognised in profit or loss are reported together with scheduled depreciation and amortisation under "Depreciation and amortisation". No items of property, plant and equipment were pledged as collateral or subject to restrictions on disposal as of 31 December 2024 or 31 December 2023.

Leases

The following amounts were recorded in connection with leases:

in T€	2024	2023
Interest expense on the lease liability	–1,032	–1,053
Short-term lease expense	–677	–1,286
Cash outflows from principal repayments	–1,788	–1,859
Total cash outflows from leases	**–3,497**	**–4,198**

The terms of the leases range from four to 15 years for operating properties and from three to eight years for movables. The lease for investment property has a term ending in 2054.

Several of the leases for property and movables include extension options. These options are included in the calculation of the lease liability only when there is sufficient certainty that they will be exercised. A maturity analysis of the lease liabilities is provided in notes 36 and 43.

20. Investment property

The carrying amounts of investment property correspond to the respective fair value and developed as follows:

in T€	Investment properties	Right-of-use assets: Investment properties	Total
Carrying amounts			
Balance as of 1 Jan 2023	379,707	12,018	391,725
Additions from property purchases	24,500	-	24,500
Additions in existing properties	37,154	1,331	38,485
Disposals	–8,183	-	–8,183
Reclassification	–524	-	–524
Currency adjustments	2,340	-	2,340
Adjustments to fair value	–40,045	–404	–40,449
Balance as of 31 Dec 2023	**394,949**	**12,944**	**407,894**
Additions in existing properties	41,851	-	41,851
Disposals	–132,394	-	–132,394
Reclassification from/to real estate inventories	–15,645	-	–15,645
Currency adjustments	368	-	368
Adjustments to fair value	–6,712	–424	–7,136
Balance as of 31 Dec 2024	**282,417**	**12,520**	**294,938**

The reclassification from investment property to real estate inventories involved a property in Germany, which was scheduled for residential development in 2024 based on a preliminary building permit.

Reconciliation for Level 3 valuations:

2024 in T€	Austria Office	Austria Other	Austria Residential	Austria Land bank
Carrying amount at start of financial year	**155,977**	**187**	**-**	**4,294**
Currency adjustments	-	-	-	-
Additions from property purchases	-	-	-	-
Additions in existing properties	25,933	-	-	-
Reclassification from/to real estate inventories	-	-	-	-
Disposals	–73,048	–123	-	–381
Net gains/losses from fair value adjustments [1]	–3,273	-	-	577
Carrying amount at end of financial year	**105,589**	**64**	**-**	**4,490**

[1] The net income from fair value adjustments consists of revaluation gains of T€16,084 and revaluation losses of T€–22,796.

2023 in T€	Austria Office	Austria Other	Austria Residential	Austria Land bank
Carrying amount at start of financial year	**127,620**	**187**	**202**	**4,309**
Currency adjustments	-	-	-	-
Additions from property purchases	24,500	-	-	-
Additions in existing properties	14,431	385	-	-
Reclassification	-	-	-	-
Disposals	-	-	–202	-
Net gains/losses from fair value adjustments [1]	–10,574	–385	-	–15
Carrying amount at end of financial year	**155,977**	**187**	**-**	**4,294**

[1] The net income from fair value adjustments consists of revaluation gains of T€333 and revaluation losses of T€–40,378.

Germany		Poland			Other markets		
Office	Land bank	Office	Other	Hotel	Hotel	Land bank	Total
80,263	**2,290**	**51,000**	**25,280**	**5,885**	**69,774**	**-**	**394,949**
-	-	80	256	32	-	-	368
-	-	-	-	-	-	-	-
15,561	-	60	10	237	50	-	41,851
-15,645	-	-	-	-	-	-	-15,645
-	-	-34,843	-17,844	-6,155	-	-	-132,394
-3,467	90	4,241	344	-	-5,224	-	-6,712
76,712	**2,380**	**20,538**	**8,046**	**-**	**64,600**	**-**	**282,417**

Germany		Poland			Other markets		
Office	Land bank	Office	Other	Hotel	Hotel	Land bank	Total
75,762	**2,130**	**52,925**	**32,044**	**6,345**	**70,262**	**7,921**	**379,707**
-	-	-2	2,097	449	-	-204	2,340
-	-	-	-	-	-	-	24,500
20,632	-	325	964	-99	36	480	37,154
-	-	-	-	-	-524	-	-524
-	-	-	-	-	-	-7,981	-8,183
-16,131	160	-2,248	-9,825	-810	-	-217	-40,045
80,263	**2,290**	**51,000**	**25,280**	**5,885**	**69,774**	**-**	**394,949**

Fair value of land and buildings
The fair value of properties is determined according to a revolving cycle. An internal valuation team establishes the fair value of properties which are not appraised externally. Discussions concerning the parameters used to determine fair value (Level 3) include the participation of operational project developers, the Management Board and the valuation team.

The fair values of all properties with a carrying amount over T€1,000 – including the properties held by non-controlling interests which flow into the consolidated financial statements – were established by external appraisers in 2024. These external appraisals covered investment property with a total carrying amount of T€280,550 (2023: T€371,416).

The fair value of portfolio properties was generally determined by capital earnings methods in 2024 and 2023. The most frequently used method was the term and reversion approach, an internationally recognised real estate valuation technique. The term and reversion approach separates the expected future cash flows into two distinct, independent areas. This separation is necessary for rented properties because the calculations required for the period up to the expiration of the rental agreements in effect on the valuation date – the so-called "term" – differ from the calculations for the period after the end of these rental agreements – the so-called "reversion" (subsequent rentals).

Term (contract term): The present value of the net income generated during the contract term is calculated. This present value is not a perpetual yield, but merely a temporary yield which ends with the expiration of the rental agreement.

Reversion (adjustment period): The net income for the reversion (market rent beginning with the subsequent rental agreement), including a vacancy period, is capitalised with a normal market interest rate as a perpetual yield. The resulting net income is not discounted separately but included in the selection of the capitalisation rate. Any structural vacancies are reflected in a separate reduction.

The selection of the capitalisation rate for the term and reversion method reflects current market conditions. In accordance with this estimate, an investor expects a certain return on the respective property. This forms the basis for the selection of an appropriate capitalisation rate for the property in the term and the reversion.

The selection of the interest rate includes factors like the market potential, vacancy rate and other risks connected with the property.

Real estate under development (assets under construction – IAS 40) was measured according to the residual value method. Under this method, the related income is estimated by the appraisers – provided there has been no pre-letting activity – in consultation with the project developers. The budgeted costs for completion, including an appropriate developer margin, are deducted from this income, and the remainder represents the fair value of the properties under development. UBM's real estate portfolio also includes undeveloped sites whose future use has not yet been decided (land bank).

The following table shows the allocation under the fair value hierarchy, the valuation method and quantitative information for the non-observable inputs used in valuation. The various levels of the fair value hierarchy are defined as follows:

- Quoted (non-adjusted) prices in active markets for identical assets or liabilities (Level 1)
- Input factors which are either indirectly observable (i.e. as a price) or directly observable (i.e. derived from the price) for the assets (Level 2)
- Input factors that are based on unobservable market data for the assets (Level 3)

Property type: Investment property	Segment	Fair value hierarchy	Fair value in T€ as of 31 Dec 2024	Range of non-observable inputs			
				Valuation method	Capitalisation rate in %	Rent in € per m²/sale price in € per m²	Maintenance in €/m² or %
Office	Austria	Level 3	11,506	CE	5.00–7.50	2.68–10.94	5.67 €/m²
Office	Austria	Level 3	1,360	CE	4.50	5.50–8.71	16.50%
Office	Austria	Level 3	38,640	CE/ Residual	3.83	15.00–28.00	12.00 €/m²
Residential	Austria	Level 3	20,074	CE/ Residual	4.60	1,125.00/ Apartment	11.00 €/m²
Residential	Austria	Level 3	34,008	CV/ Residual	5.75	8,300.00	
Land bank	Austria	Level 2	4,490	CV			
Other	Austria	Level 3	64	CE			
Office	Germany	Level 3	25,000	CE/ Residual	3.95	19.00–27.50	10.00 €/m²
Office	Germany	Level 3	8,602	CE/ Residual	3.81	21.00	6.00 €/m²
Office	Germany	Level 3	22,651	CE/ Residual	4.25	24.00	14.50 €/m²
Office	Germany	Level 3	5,275	CV/ Residual	5.75	7,000.00	
Office	Germany	Level 3	15,183	CE/ Residual	4.10	28.00	14.50 €/m²
Land bank	Germany	Level 2	2,380	CV			
Office	Poland	Level 3	3,790	CE	10.00	61.06/ Parking space	50.00 €/ Parking space
Other	Poland	Level 2	8,046	CV			
Land bank	Poland	Level 2	16,748	CV			
Hotel	Other markets	Level 3	64,600	DCF/CV	7.00	1,060.00/ Room	8.00 €/m²

CE = capitalised earnings, CV = comparative value, TR = term reversion, DCF = discounted cash flow

Property type: Investment property	Segment	Fair value hierarchy	Fair value in T€ as of 31 Dec 2023	Range of non-observable inputs			
				Valuation method	Capitalisation rate in %	Rent in € per m²/sale price in € per m²	Maintenance in €/m² or %
Office	Austria	Level 3	11,670	CE	4.00–5.00	5.36–10.20	5.42 €/m²
Office	Austria	Level 3	1,397	CE	4.50	5.50–8.71	16.50%
Office	Austria	Level 3	25,663	CE/ Residual	3.23	17.50–21.00	12.00 €/m²
Office	Austria	Level 3	59,016	CE/ Residual	3.55	22.50	14.40 €/m²
Residential	Austria	Level 3	24,445	CE/ Residual	4.45	1,125.00/ Apartment	10.30 €/m²
Residential	Austria	Level 3	33,787	CV/ Residual	5.75	8,200.00	
Land bank	Austria	Level 2	4,293	CV			
Other	Austria	Level 3	187	CE			
Office	Germany	Level 3	26,111	CE/ Residual	3.10	7.50–12.02	4.00%
Office	Germany	Level 3	15,645	CE/ Residual	2.97	23.00	10.00 €/m²
Office	Germany	Level 3	8,560	CE/ Residual	3.63	21.00	10.00 €/m²
Office	Germany	Level 3	11,171	CE/ Residual	4.10	8.00–24.00	14.40 €/m²
Office	Germany	Level 3	3,287	CV/ Residual	5.75	6,700.00	
Office	Germany	Level 3	15,488	CE/ Residual	3.87	25.00–28.50	
Land bank	Germany	Level 2	2,290	CV			
Office	Poland	Level 3	38,729	CE	7.50	5.77–15.01	10.02–10.55 €/m²
Other	Poland	Level 3	19,200	CE	7.10	3.25–30.75	3.05 €/m²
Other	Poland	Level 3	6,080	CE/ Residual	4.10–6.63	9.00–11.00	5.00–7.00 €/m²
Hotel	Poland	Level 3	5,886	Residual/ DCF	2.96–6.00	902.00/Room	7.00–12.00 €/m²
Land bank	Poland	Level 2	12,271	CV			
Hotel	Other markets	Level 3	69,773	DCF/CV	6.00	1,060.00/ Room	8.00 €/m²

CE = capitalised earnings, CV = comparative value, TR = term reversion, DCF = discounted cash flow

The impact of non-observable input factors on fair value

- Rent: The higher the price per m², the higher the fair value.
- Maintenance: The higher the discount for maintenance costs, the lower the fair value.
- Capitalisation rate: The lower the capitalisation rate, the higher the fair value.

Contractual obligations for the acquisition or construction of investment property amounted to T€28,501 as of 31 December 2024 (2023: T€21,774). In addition, investment properties with a total carrying amount of T€244,052 (2023: T€340,058) were pledged as collateral.

The rental income from rented investment properties totalled T€12,430 in 2024 (2023: T€11,903), and the related operating expenses amounted to T€2,700 (2023: T€1,037). The operating expenses for investment property that did not generate any rental income during the reporting period amounted to T€5 (2023: T€12).

21. Investments in companies accounted for at equity

The disclosures required by IFRS 12 were made for associates and joint ventures that are classified as material by the UBM Group based on quality or quantity. Information on the capital share and country is provided in the list of investments. The amounts shown in the following table represent 100%.

Associates

2024 in T€	
Company	**CAMG Zollhafen HI IV V GmbH & Co. KG**
Percentage	**49.90%**
Asset class	**Residential**
Country	**Germany**
Development status	**Development**
Revenue	9,730
Profit/Loss for the year	5,774
of which depreciation, amortisation and impairment	-
of which interest expense	–587
of which tax expense	–1,638
Total comprehensive income	**5,774**
Non-current assets	25
Current assets	14,920
of which cash and cash equivalents	1,632
Non-current liabilities	-
of which non-current financial liabilities	-
Current liabilities	9,965
of which current financial liabilities	-
Net assets	4,980
Group share of net assets as of 1 Jan 2024	**3,724**
Group share of total comprehensive income	2,881
Dividends received/paid	–4,120
Group share of net assets as of 31 Dec 2024	2,485
Carrying amount of companies accounted for at equity as of 31 Dec 2024	**2,485**
Write-downs project financing 1 – 12/2024	**-**

2023 in T€

Company	**CAMG Zollhafen HI IV V GmbH & Co. KG**
Percentage	**49.90%**
Asset class	**Residential**
Country	**Germany**
Development status	**Development**
Revenue	11,065
Profit/Loss for the year	5,986
of which depreciation, amortisation and impairment	-
of which interest expense	-
of which tax expense	-
Total comprehensive income	**5,986**
Non-current assets	25
Current assets	80,597
of which cash and cash equivalents	35,096
Non-current liabilities	46,765
of which non-current financial liabilities	45,028
Current liabilities	26,394
of which current financial liabilities	-
Net assets	7,463
Group share of net assets as of 1 Jan 2023	**919**
Group share of total comprehensive income	2,987
Dividends received/paid	–182
Group share of net assets as of 31 Dec 2023	3,724
Carrying amount of companies accounted for at equity as of 31 Dec 2023	**3,724**
Write-downs project financing 1 – 12/2023	**-**

Joint ventures

The following joint ventures are project companies that are involved in real estate development and/or in the management and rental of properties. These companies are accounted for at equity.

2024 in T€

Company	**Jochberg Errichtungs KG**	**Obersendlinger KG**	**UBM hotels Management GmbH**	**FWUBM Management GmbH**
Percentage	**50.00%**	**30.00%**	**50.00%**	**50.00%**
Asset class	**Hotel**	**Residential**	**Hotel**	**Other**
Country	**Austria**	**Germany**	**Austria**	**Austria**
Development status	**Portfolio**	**Development**	**Portfolio**	**Development**
Revenue	1,968	82,226	102,835	16,081
Profit/Loss for the year	-2,356	24,640	4,908	2,713
of which depreciation, amortisation and impairment	-1,406	-	-19,179	-35
of which interest expense	-1,282	-	-18,370	-2,134
of which tax expense	-	-2,283	-847	-1,622
Total comprehensive income	**-2,356**	**24,640**	**4,908**	**2,713**
Non-current assets	39,942	-	398,132	59,042
Current assets	909	32,028	22,346	4,889
of which cash and cash equivalents	153	30,561	13,676	3,603
Non-current liabilities	20,722	1,368	387,942	27,181
of which non-current financial liabilities	20,722	-	387,942	26,756
Current liabilities	73	30,560	83,334	2,012
of which current financial liabilities	-	-	53,077	-
Net assets	20,056	100	-50,798	34,738
Group share of net assets as of 1 Jan 2024	**11,206**	**911**	**-**	**16,012**
Additions/Disposals	-	-	-	-
Group share of total comprehensive income	-1,178	7,392	2,454	1,357
Dividends received/paid	-	-8,273	-	-
Group share of net assets as of 31 Dec 2024	10,028	30	2,454	17,369
Carrying amount of companies accounted for at equity as of 31 Dec 2024	**10,028**	**30**	**-**	**17,369**
Write-downs project financing 1 – 12/2024	**-**	**-**	**2,454**	**-**

Baubergerstraße KG	Sugar Palace Propco sro	PGE Europa-viertel GmbH	PGE Europa-viertel GmbH	Amraser-See-Straße KG
60.00%	**60.00%**	**70.00%**	**74.90%**	**47.00%**
Office	**Hotel**	**Office**	**Office**	**Residential**
Germany	**Czech Republic**	**Austria**	**Germany**	**Austria**
Development	**Development**	**Development**	**Development**	**Development**
119	4,337	-	1,610	-
–18,024	–5,436	4,300	–7,362	–6,294
–17,491	–4,088	-	-	-
–5,545	–10,127	-	–2,028	–2,431
–28	1,992	-	-	-
–18,024	**–5,436**	**4,300**	**–7,362**	**–6,294**
145,273	110,384	108,179	124,020	-
3,640	5,575	2,026	7,316	23,949
3,247	3,264	547	1,554	4
114,329	129,842	75,357	94,343	29,869
97,188	124,957	73,683	94,343	29,869
3,094	2,308	8,688	16,440	374
-	-	-	-	-
31,490	–16,191	26,160	20,553	–6,294
29,626	**-**	**-**	**20,908**	**-**
82	-	15,302	-	-
–10,814	–3,262	3,010	–5,514	–2,958
-	-	-	-	-
18,894	–3,262	18,312	15,394	–2,958
18,894	**-**	**18,312**	**15,394**	**-**
-	**-3,262**	**-**	**-**	**-2,958**

2023 in T€

Company	**W 3 AG**	**Jochberg Errichtungs KG**	**Obersendlinger KG**	**UBM hotels Management GmbH**	**FWUBM Management GmbH**
Percentage	**80.00%**	**50.00%**	**30.00%**	**50.00%**	**50.00%**
Asset class	**Other**	**Hotel**	**Residential**	**Hotel**	**Other**
Country	**Austria**	**Austria**	**Germany**	**Austria**	**Austria**
Development status	**Portfolio**	**Portfolio**	**Development**	**Portfolio**	**Development**
Revenue	5,061	1,883	13,648	94,355	8,279
Profit/Loss for the year	2,811	-831	32,632	3,236	1,142
of which depreciation, amortisation and impairment	-1,400	-1,465	-	-18,057	-37
of which interest expense	-571	-1,003	-	-18,140	-2,140
of which tax expense	-61	-	-5,137	-132	-548
Total comprehensive income	**2,811**	**-831**	**32,632**	**3,236**	**1,142**
Non-current assets	75,500	42,644	-	394,718	61,780
Current assets	2,860	27	121,974	22,858	3,201
of which cash and cash equivalents	2,518	-	53,536	11,331	1,479
Non-current liabilities	34,525	20,000	-	433,977	31,484
of which non-current financial liabilities	29,736	19,964	-	394,483	31,484
Current liabilities	4,078	260	118,937	39,597	1,473
of which current financial liabilities	1,434	247	68,330	-	-
Net assets	39,757	22,411	3,037	-55,998	32,024
Group share of net assets as of 1 Jan 2023	**29,557**	**11,621**	**5,258**	**-**	**15,441**
Currency translation differences as of 1 Jan 2023	-	-	-	-	-
Additions/Disposals	-	-	-	-	-
Group share of total comprehensive income	2,249	-416	9,790	1,618	571
Non-transferred losses from previous years	-	-	-	-	-
Dividends received/paid	-	-	-14,137	-	-
Group share of net assets as of 31 Dec 2023	31,806	11,205	911	1,618	16,012
Carrying amount of companies accounted for at equity as of 31 Dec 2023	**31,806**	**11,205**	**911**	**-**	**16,012**
Write-downs project financing 1–12/2023	**-**	**-**	**-**	**1,618**	**-**

Baubergerstraße KG	**Sugar Palace Propco sro**	**PGE Europa-viertel GmbH**	**Polecki Amsterdam Office spzoo**	**German Hotel IV KG**
60.00%	**75.00%**	**74.90%**	**74.00%**	**50.00%**
Office	**Hotel**	**Office**	**Other**	**Hotel**
Germany	**Czech Republic**	**Germany**	**Poland**	**Germany**
Development	**Development**	**Development**	**Portfolio**	**Portfolio**
571	1,525	2,118	4,162	3,912
3,685	–27,467	–1,151	–2,653	–5,657
-	–13,339	-	-	-
–4,322	–8,294	-	-	-
–2,769	-	-	-	-
3,685	**–27,467**	**–1,151**	**–2,653**	**–5,657**
148,862	116,555	106,791	45,270	65,300
1,099	1,367	11,598	5,485	348
862	319	679	3,053	182
97,417	153,950	76,646	47,317	71,113
97,417	142,712	67,646	47,317	71,113
3,168	799	13,829	1,785	285
-	-	-	-	-
49,376	–36,827	27,914	1,653	–5,750
29,352	**-**	**21,770**	**59**	**1**
-	-	-	4	-
–1,937	-	-	-	-
2,211	–20,600	–862	–1,963	–2,829
-	-	-	-	-
-	-	-	-	50
29,626	–20,600	20,908	–1,900	–2,778
29,626	**-**	**20,908**	**-**	**-**
-	**–20,600**	**-**	**–1,900**	**–2,778**

Information on joint ventures which are classified as immaterial:

in T€	2024	2023
Carrying amount of shares in joint ventures as of 31 Dec	29,850	36,016
Group share of		
Loss/Profit for the year	–6,470	–6,815
Total comprehensive income	**–6,470**	**–6,815**

The proportional share of unrecognised losses from joint ventures totalled T€0 in 2024 (2023: T€867), and the accumulated amount equalled T€0 as of 31 December 2024 (2023: T€1,325).

There were no significant restrictions on the access to assets as of 31 December 2024. Information on the obligations arising from contingent liabilities for companies accounted for at equity is provided in note 41.

Value adjustments of real estate assets of companies accounted for using the equity method
The following value adjustments were required as of 31 December 2024 for properties that are developed by joint ventures or associated companies or in the portfolio properties of these companies:

2024 in T€	Write-down (100%)	Write-down (proportional)
Investment property	–18,082	–11,391
Property held for sale	3,310	1,704
Property, plant and equipment	–951	–552

2023 in T€	Write-down (100%)	Write-down (proportional)
Investment property	–31,458	–16,126
Property held for sale	–5,048	–2,552
Property, plant and equipment	–8,821	–6,616

22. Project financing

Project financing represents loans granted to equity-accounted companies.

in T€	2024	2023
Balance as of 1 Jan	143,552	180,885
Additions	70,780	35,554
Disposals	–35,727	–62,927
Change in the scope of consolidation	9,062	-
Impairments	–9,553	–24,962
Reversals of impairments	2,482	2,234
Exchange rate differences	–12	–12
Interest	14,493	12,780
Balance as of 31 Dec	**195,077**	**143,552**

The maturity of the project financing is tied to the sale of the respective property and, consequently, there are no overdue amounts. The write-downs and write-ups reflect the development of the property values in these companies.

23. Other financial assets

in T€	2024	2023
Investments in unconsolidated subsidiaries	392	447
Other investments	217	190
Securities (FVTPL)	10,277	10,000
Securities (amortised cost)	-	8,721
Total	**10,886**	**19,358**

Securities (FVTPL) include a profit participation right to a company, which represents a subordinated liability with profit participation rights. Income of T€277 from the valuation of securities (FVTPL) was recognised under financial income in 2024 (2023: T€0) (see note 14) based on the value of the properties held by the company.

24. Inventories

Inventories comprise the following positions:

in T€	2024	2023
Properties intended for sale		
under development	201,947	234,792
standing assets	91,978	31,527
Other real estate inventories	-	7
Less advance payments	-	–915
Total	**293,925**	**265,411**

Inventories with a carrying amount of T€ 249,294 (2023: T€191,237) are pledged as collateral for liabilities.

The carrying amount of the inventories recognised at fair value amounts to T€116,554 (2023: T€110,331). Valuation allowances of T€234 were recognised in 2024 (2023: T€12,441). The valuation allowances totalled T€22,598 as of 31 December 2024 (2023: T€ 22,765).

25. Trade receivables

Contract assets
The following table shows the customer contracts valued according to the percentage of completion method at year-end 2024 and 2023:

in T€	2024	2023
Contract assets	47,465	58,219
Less attributable advance payments received	–40,007	–28,807
Total	**7,458**	**29,412**

The proportional contract value capitalised according to the percentage of completion as of 31 December 2024 is contrasted by contract costs of T€39,447 (2023: T€52,273). Therefore, the partial gain recognised on these contracts and included in revenue equals T€8,018 (2023: T€5,946).

The contract assets developed as follows during the reporting year:

Increases through:

- Progress on real estate projects sold through forward sales
- Progress on project management contracts
- Reclassification of investment property and inventories which were sold through forward sales and are not yet completed

Reductions through:

- Properties completed and transferred
- Prepayments received for properties under construction and project management contracts
- Final invoicing of project management contracts

	2024	2023
Contract assets		
Balance as of 1 Jan	29,412	23,004
Additions	52,022	51,184
Disposals	-62,143	-41,549
Currency adjustments	-633	-10
Payments received	-11,200	-3,217
Balance as of 31 Dec	**7,458**	**29,412**

The payment terms for forward deals call for payment at the time of transfer. The payment terms for the sale of apartments are regulated by local laws. Payment is made when a specific part of the agreed performance has been completed (e.g. completion of the shell construction).

As a rule, the payments for construction services generally follow a payment schedule. The return consideration represents the pre-defined construction services.

Composition and maturity terms of trade receivables:

in T€	2024	2023
Receivables from third parties	15,868	3,690
Receivables from companies accounted for at equity	2,917	4,213
Total	**18,785**	**7,903**

Of the receivables due from third parties, T€12,983 (2023: T€1,977) are not overdue and T€2,885 (2023: T€1,713) are overdue less than one year. All other receivables due from unconsolidated subsidiaries, other investments and companies accounted for at equity are not yet due.

Age structure of receivables due from third parties:

			Of which overdue at closing date in the following time periods				
in T€	Carrying amount as of 31 Dec 2024	Of which not overdue at closing date	Less than 30 days	Between 30 and 60 days	Between 60 and 180 days	Between 180 and 360 days	More than 360 days
Receivables from third parties	15,868	12,983	1,395	555	564	371	-

in T€	Carrying amount as of 31 Dec 2023	Of which not overdue at closing date	Of which overdue at closing date in the following time periods				
			Less than 30 days	Between 30 and 60 days	Between 60 and 180 days	Between 180 and 360 days	More than 360 days
Receivables from third parties	3,690	1,977	516	41	354	802	-

26. Financial assets

in T€	31.12.2024	Remaining term > 1 year	31.12.2023	Remaining term > 1 year
Receivables from companies accounted for at equity	16,827	-	30,895	-
Other	12,800	2,242	11,550	2,356
Total	**29,627**	**2,242**	**42,445**	**2,356**

The receivables due from equity-accounted companies represent previously approved profit transfers or receivables related to tax charges. Other financial assets consist primarily of purchase price receivables from the sale of shares in companies as well as receivables from facility management and miscellaneous originated loans.

27. Other receivables and assets

in T€	31.12.2024	Remaining term > 1 year	31.12.2023	Remaining term > 1 year
Receivables from taxes	5,569	-	11,016	-
Other	2,146	-	3,131	-
Total	**7,715**	**-**	**14,147**	**-**

Miscellaneous receivables and assets include T€2,083 (2023: T€2,438) of advance payments to subcontractors.

28. Cash and cash equivalents

Cash and cash equivalents include cash at banks of T€199,531 (2023: T€151,514) and cash in hand of T€6 (2023: T€6). Of the bank deposits, T€7,000 (2023: T€0) are pledged as collateral for bank loans.

29. Deferred taxes

Temporary differences between the amounts recognised in the IFRS consolidated financial statements and the respective values for tax purposes had the following effect on deferred taxes as reported in the statement of financial position:

	2024		2023	
in T€	**Assets**	**Liabilities**	**Assets**	**Liabilities**
Investment property, other valuation differences	2,839	6,113	2,572	9,426
Property, plant and equipment	153	1,913	310	1,448
Financial assets and liabilities	28,516	18,569	23,275	12,979
PoC method	-	13,425	-	15,700
Provisions	716	-	318	-
Tax loss carryforwards	5,534	-	11,546	-
Offsetting	–37,091	–37,091	–29,138	–29,138
Deferred taxes	**667**	**2,929**	**8,883**	**10,415**
Net deferred taxes	**-**	**2,262**	**-**	**1,532**

Deferred tax assets from loss carryforwards are recognised to the extent they can probably be offset against future taxable profits. The loss carryforwards not recognised as of 31 December 2024 are shown in the following table. The deferred tax assets recognised for deductible temporary partial depreciation charges on investments ("Siebentelabschreibung") total T€2,839.

in T€	**2024**	**2023**
Expiry of unused tax losses < 5 years	25,205	6,233
Unlimited carryforward of unused tax losses	199,833	185,381
Total of unused tax losses	**225,038**	**191,614**

30. Equity

Share capital	**Number 31 Dec 2024**	**€ 31 Dec 2024**	**Number 31 Dec 2023**	**€ 31 Dec 2023**
Ordinary bearer shares	7,472,180	52,305,260	7,472,180	52,305,260

Share capital totals €52,305,260 (2023: €52,305,260) and is divided into 7,472,180 (2023: 7,472,180) zero par value shares. Each bearer share represents €7 (2023: €7) of share capital.

Every ordinary share has an equal right to participate in profits, including liquidation profits, and is entitled to one vote at the Annual General Meeting.

31. Authorised capital, conditional capital

The following resolutions, among others, were passed at the 143rd Annual General Meeting on 21 May 2024:

Resolution revoking the following authorisation: The Management Board is authorised in accordance with Section 169 of the Austrian Stock Corporation Act to increase share capital, with the approval of the Supervisory Board, by up to EUR 5,230,526.00 through the issue of up to 747,218 new bearer shares in exchange for cash and/or contributions in kind. The authorisation is valid until 9 June 2027 and may be used in one or more tranches, also through indirect subscription rights as defined in Section 153 Para. 6 of the Austrian Stock Corporation Act, and with the possible exclusion of subscription rights as provided for by Section 4 Para. 4 of the Statutes.

Resolution authorising the Management Board to increase the company's share capital, with the approval of the Supervisory Board, by up to EUR 26,152,630.00 through the issue of up to 3,736,090 new bearer shares in exchange for cash and/or contributions in kind. This authorisation may be used in one or more tranches, also through indirect subscription rights as defined in Section 153 Para. 6 of the Austrian Stock Corporation Act, and with the possible exclusion of subscription rights (authorised capital). The authorisation is valid for five years beginning on the date this resolution by the Annual General Meeting on 21 May 2024 is recorded in the company register. Furthermore, the Management Board is authorised to determine the issue price, terms and conditions, the subscription ratio and all other details in agreement with the Supervisory Board. The subscription rights of shareholders to the new shares issued from authorised capital are excluded if and to the extent that this authorisation (authorised capital) is used to issue shares in exchange for cash contributions for greenshoe options in connection with the placement of new shares in the company. The Management Board is also authorised to exclude the subscription rights of shareholders with the approval of the Supervisory Board.

The Supervisory Board is authorised to approve amendments to the Statutes which result from the use of this authorisation by the Management Board.

Section 4 Para. 4 of the Statutes in the current version is hereby revoked and replaced by the following paragraph as the new Para. (4) of the Statutes:

"(4) The Management Board is authorised to increase the company's share capital, with the approval of the Supervisory Board, by up to EUR 26,152,630.00 (twenty-six million one hundred fifty-two thousand six hundred and thirty euros) through the issue of up to 3,736,090 (three million seven hundred thirty-six thousand and ninety) new bearer shares in exchange for cash and/or contributions in kind. This authorisation may be used in one or more tranches, also through indirect subscription rights as defined in Section 153 Para. 6 (section one hundred fifty-three, paragraph six) of the Austrian Stock Corporation Act, and with the possible exclusion of subscription rights (authorised capital). The authorisation is valid for five years beginning on the date this resolution by the Annual General Meeting on 21 May 2024 is recorded in the company register. Furthermore, the Management Board is authorised to determine the issue price, terms and conditions, the subscription ratio and all other details in agreement with the Supervisory Board. The subscription rights of shareholders to the new shares issued from authorised capital are excluded if and to the extent that this authorisation (authorised capital) is used to issue shares in exchange for cash contributions on greenshoe options in connection with the placement of new shares in the company. The Management Board is also authorised to exclude the subscription rights of shareholders with the approval of the Supervisory Board. The Supervisory Board is authorised to approve amendments to the Statutes which result from the use of this authorisation by the Management Board."

The following resolution, among others, was passed at the 142nd Annual General Meeting on 19 May 2023:

Resolution a) revoking the authorisation of the Annual General Meeting on 27 May 2021 (i) which authorised the Management Board to purchase treasury shares in accordance with Section 65 Para. 1 (4) and (8) of the Austrian Stock Corporation Act and Para. 1a and 1b of the Austrian Stock Corporation Act, and (ii) which authorised the Management Board in accordance with Section 65 Para. 1b of the Austrian Stock Corporation Act to sell treasury shares; as well as b) a new authorisation of the Management Board to purchase treasury shares in accordance with Section 65 Para. 1 (4) and (8) of the Austrian Stock Corporation Act and Para. 1a and 1b of the Austrian Stock Corporation Act over the stock exchange or over the counter at an amount equalling up to 10% of share capital, also under the exclusion of the proportional subscription rights of shareholders which can accompany this type of purchase (reverse exclusion of subscription rights); and c) a new authorisation of the Management Board in accordance with Section 65 Para. 1b of the Austrian Stock Corporation Act to sell treasury shares in another manner than over the stock exchange or through a public offering and under the exclusion of any general purchase opportunity (exclusion of subscription rights) of shareholders; and d) authorisation of the Management Board to withdraw treasury shares.

32. Reserves

Capital reserves result from the capital increases and capital adjustments carried out in previous years as well as time-barred claims to dividends. These reserves include T€98,954 (2023: T€98,954) which are appropriated and may only be released, to the extent free reserves are not available for coverage, to offset an accumulated loss which would otherwise be reported in UBM's annual financial statements.

Other reserves comprise the following: the reserve from the translation of subsidiaries' foreign currency financial statements (currency translation reserve), the reserve for the remeasurement of defined benefit obligations, UBM's retained earnings including the statutory reserve and the untaxed reserves after the deduction of deferred taxes, the retained earnings of subsidiaries since their acquisition and the effects from the adjustment of the annual financial statements of companies included in the consolidated financial statements to the accounting and measurement methods applied to the consolidated financial statements.

The balance sheet loss of T€-17,267 recorded by UBM Development AG for the 2024 financial year will be carried forward. Voluntary reserves of T€37,798 as of 31 December 2024 (2023: T€37,798) can be released in subsequent periods. The total balance of T€20,531 (2023: T€9,409) includes T€2,370 (2023: T€2,220) from the recognition of deferred tax assets which are blocked from distribution.

No dividends were distributed to UBM's shareholders in 2024.

Equity interests that are not held by UBM or a Group company are reported under non-controlling interests of subsidiaries.

33. Hybrid bond

On 18 June 2021, UBM issued a deeply subordinated sustainability-linked bond (hybrid bond) with a total volume of €100m and an annual coupon of 5.50%. The interest rate is tied to a specific ESG rating. The bond has an unlimited term with an early repayment option for the issuer after five years.

The hybrid bond is classified as an equity instrument because the payments – interest as well as principal – must only be made under certain conditions whose occurrence can be caused or prevented by UBM and the Group can therefore permanently suspend payments. Interest payments, less any tax effects and profit distributions, are recorded directly in equity as a deduction.

34. Provisions

in T€	Severance payments	Pensions	Anniversary bonuses	Buildings	Rental guarantees	Other	Total
Balance as of 1 Jan 2024	1,224	1,025	145	6,786	1,107	4,396	14,683
Reclassification	-	-	-	-	-	–17	–17
Currency adjustments	1	-	-	-	-	-	1
Additions	81	34	32	71	-	1,898	2,116
OCI additions	95	–382	-	-	-	-	–287
Amounts used	–127	–68	–13	–887	–376	–1,167	–2,637
Amounts reversed	-	-	-	–1,390	–731	–720	–2,841
Balance as of 31 Dec 2024	**1,274**	**609**	**164**	**4,580**	**-**	**4,391**	**11,018**
of which non-current	1,274	609	164	4,487	-	695	7,229
of which current	-	-	-	94	-	3,696	3,790

in T€	Severance payments	Pensions	Anniversary bonuses	Buildings	Rental guarantees	Other	Total
Balance as of 1 Jan 2023	1,498	965	232	647	1,554	4,446	9,342
Reclassification	-	-	-	–14	-	-	–14
Currency adjustments	3	-	-	-	-	-	3
Additions	91	23	–54	6,168	-	4,137	10,365
OCI additions	–81	114	-	-	-	-	33
Amounts used	–287	–77	–33	-	–447	–4,170	–5,014
Amounts reversed	-	-	-	–15	-	–17	–32
Balance as of 31 Dec 2023	**1,224**	**1,025**	**145**	**6,786**	**1,107**	**4,396**	**14,683**
of which non-current	1,224	1,025	145	6,646	1,107	982	11,129
of which current	-	-	-	140	-	3,414	3,554

Collective agreements require UBM and its subsidiaries to pay their employees in Austria and Germany anniversary bonuses after a certain number of years with the company. Information on the actuarial assumptions underlying these calculations is provided in the section on "Accounting policies and valuation methods".

The provisions for buildings involve obligations from guarantees. The category "Other" includes provisions for impending losses and investment risks. The provisions for impending losses are based on estimates for the settlement of claims in one to two years.

Pension plans

Defined benefit plans

Provisions for severance compensation were recognised for salaried and wage employees who have claims to severance payments pursuant to the Austrian Salaried Employee Act, the Austrian Wage Employees Severance Payment Act or individual company agreements. Salaried employees whose employment is governed by Austrian law are entitled to severance compensation if employment began prior to 1 January 2003 and has continued for a specific period and, in any event, if the employment relationship is terminated because the employee reaches the statutory retirement age. The amount of the severance payment depends on the remuneration at the time of termination and the length of employment. These employee claims are therefore accounted for as claims under defined benefit pension plans but are not covered by plan assets.

The provisions for severance payments developed as follows:

in T€	2024	2023
Present value of severance obligations (DBO) as of 1 Jan	1,224	1,498
Currency adjustments	1	3
Current service cost	42	52
Interest expense	39	39
Severance payments	–127	-287
Actuarial gains(–)/losses(+)	95	–81
of which demographic gains/losses	-	-
of which financial gains/losses	16	–41
of which gains/losses from experience-based adjustments	79	–40
Present value of severance obligations (DBO) as of 31 Dec	**1,274**	**1,224**

in T€	2024	2023
Current service cost (entitlements)	42	52
Interest expense	39	39
Severance costs (recognised in profit and loss for the period)	**81**	**91**
Severance costs (recognised in comprehensive income for the period)	**95**	**-81**

UBM concluded a group insurance contract to finance these severance payment claims. The related coverage capital equalled T€1,133 as of 31 December 2024 (2023: T€1,186).

Information on the actuarial assumptions underlying the calculation is provided in the section on "Accounting and valuation methods". Current service costs of T€45 and interest expense of T€42 are planned for the 2025 financial year.

Pension commitments in the UBM Group only involve former members of the Management Board. As a rule, these pension commitments are individually defined benefit commitments. The amount of the pension entitlement is dependent on the person's number of years of service with the company.

Provisions for pensions:

Reconciliation of pension obligations to the provision:

in T€	2024	2023
Present value of obligations covered by fund assets	2,613	3,121
Fair value of plan assets	–2,004	–2,096
Net value of obligations covered by fund assets	**609**	**1,025**
Present value of obligations not covered by fund assets	-	-
Carrying amount of provision as of 31 Dec	**609**	**1,025**

The following table shows the development of the provisions for pensions:

in T€	2024	2023
Present value of pension obligations (DBO) as of 1 Jan	3,121	3,187
Reclassification	-	-
Interest expense	105	92
Pension payments	–215	–224
Actuarial gains(–)/losses(+)	–398	66
of which demographic gains/losses	-	-
of which financial gains/losses	43	–143
of which gains/losses from experience-based adjustments	–441	209
Present value of pension obligations (DBO) as of 31 Dec	**2,613**	**3,121**

The obligations from the direct pension commitments are covered in part by insurance contracts concluded with WIENER STÄDTISCHE Versicherung AG Vienna Insurance Group. To guarantee the pension entitlements of the insured employees from these corporate pension commitments, the claims from the insurance agreements have been pledged in favour of the insured employees. The pension plan reinsurance is held in an independent department of the cover pool for life insurance as defined in Section 20 Paragraph 2 (1) in connection with Section 78 of the Austrian Insurance Supervision Act.

Receivables of T€2,004 (2023: T€2,096) from reinsurance represent plan assets as defined in IAS 19 and were netted out against the present value of the pension obligations.

Development of plan assets:

in T€	2024	2023
Fair value of plan assets as of 1 Jan	2,096	2,222
Interest income	71	69
Payouts (benefit payments)	–147	–147
Actuarial gains(+)/losses(–)	–16	–48
Fair value of plan assets as of 31 Dec	**2,004**	**2,096**

Pension costs (net):

in T€	2024	2023
Interest expense	34	92
Pension costs (recognised in profit/loss for the period)	**34**	**92**
Pension costs (recognised in comprehensive income for the period)	**–382**	**114**

Information on the actuarial assumptions underlying the calculation is provided in the section on "Accounting and valuation methods". Current service costs of T€0 and interest expense of T€83 are planned for 2025.

The actuarial gains and losses related to severance and pension provisions in 2024 and 2023 consist primarily of experience-based adjustments.

According to WIENER STÄDTISCHE Versicherung AG Vienna Insurance Group, the part of plan assets under its management is invested as follows:

Structure of capital investments in classic cover pool in %	2024	2023
Fixed-interest securities	55.00	56.00
Shares, supplementary/mezzanine/participation capital	30.00	2.00
Investment funds	-	28.00
Affiliated and associated companies	6.00	6.00
Loans	5.00	5.00
Properties	2.00	2.00
Bank deposits	2.00	1.00
Total	**100.00**	**100.00**

The following table shows the average duration of the respective obligations:

	Maturity profile – DBO			DBO	Maturity profile – Cash			Cash
	1-5 years	6-10 years	10+ years	Duration	1-5 years	6-10 years	10+ years	Duration
Pensions	940	726	948	8.72	1,016	921	1,613	10.29
Severance payments	801	208	265	6.33	988	327	729	8.66

Defined contribution plans
Employees do not earn any entitlements for severance compensation from their respective employer if their employment relationship is subject to Austrian law and commenced after 31 December 2002. For these employees, contributions equal to 1.53% of the wage or salary are made to an employee welfare fund. These contributions amounted to T€199 in 2024 (2023: T€223). Contributions totalling T€41 (2023: T€39) were made to a pension fund on behalf of the Management Board members.

The UBM Group employees in Austria, Germany, Czechia and Poland also belong to their respective national pension schemes, which are usually funded on a contribution basis. The Group is only required to make contributions based on the respective salary/wage as they become due. There is no legal or actual obligation to provide benefits.

35. Bonds and promissory note loans

in T€	2024	2023
Balance as of 1 Jan	**376,066**	**446,702**
Issue	93,000	20,251
Repayment	–82,082	–91,054
Redemption	–14,239	–15,319
Effective interest rate	15,074	15,486
Balance as of 31 Dec	**387,819**	**376,066**

UBM issued a bond with a volume of T€93,000 and a five-year term in October 2024. In connection with an exchange offer for bond certificates from 2019 and 2021, a total of T€73,581 was exchanged for the new UBM green bond 2024-2029. A further T€19,419 were issued through cash subscription.

The covenants for the promissory note loans (total nominal amount: T€37,000) require an equity ratio of more than 25%. The failure to meet this requirement would result in an increase of 50 basis points in the interest rate.

36. Financial liabilities

2024 in T€	Average effective interest rate in %	Total	Remaining term < 1 year	Remaining term > 1 year < 5 years	Remaining term > 5 years	Of which secured by collateral
Borrowings and overdrafts from banks subject to interest at variable rates	5.11	310,205	176,288	133,917	-	310,205
Borrowings and overdrafts from banks subject to interest at fixed rates	4.16	46,475	24,975	21,500	-	46,475
Borrowings from other lenders subject to interest at fixed rates	1.00	902	-	-	902	-
Lease obligations subject to interest at variable rates	3.93	21,310	1,810	4,138	15,362	-
Total		**378,892**	**203,073**	**159,555**	**16,264**	**356,680**

2023 in T€	Average effective interest rate in %	Total	Remaining term < 1 year	Remaining term > 1 year < 5 years	Remaining term > 5 years	Of which secured by collateral
Borrowings and overdrafts from banks subject to interest at variable rates	6.28	338,333	93,634	244,699	-	338,333
Borrowings and overdrafts from banks subject to interest at fixed rates	4.16	46,475	24,975	21,500	-	46,475
Borrowings from other lenders subject to interest at fixed rates	1.00	893	-	-	893	-
Lease obligations subject to interest at variable rates	4.10	22,480	1,756	4,532	16,192	-
Total		**408,180**	**120,365**	**270,731**	**17,084**	**384,808**

The existing credit agreements include covenants which are reviewed up to twice annually to confirm the continuation of the contracts. These covenants define a maximum percentage rate for the ratio of financial liabilities to the fair value of the properties (LTV). The defined LTVs ranged from 65% to 85%. The carrying amount of the loans with covenants totalled T€163,492 as of 31 December 2024. Failure to comply with the covenants would result in an adjustment of the credit volume.

The following table shows the minimum lease payments for liabilities arising from leases of buildings and automobiles:

in T€	2024 Nominal value	2024 Discount	2024 Present value	2023 Nominal value	2023 Discount	2023 Present value
Due within 1 year	2,767	957	1,810	2,763	1,007	1,756
Due within 1 to 5 years	7,390	3,252	4,138	7,942	3,409	4,532
Due after more than 5 years	23,681	8,319	15,362	25,226	9,034	16,192
Total	**33,838**	**12,528**	**21,310**	**35,931**	**13,450**	**22,480**

The Group's obligations from finance leases are secured by the lessor's retention of title to the leased assets.

37. Trade payables

in T€	2024	2023
Payables to third parties	25,155	25,653
Total	**25,155**	**25,653**

The above liabilities are due during the following year.

38. Other financial liabilities

2024 in T€	Total	Remaining term < 1 year	Remaining term > 1 year < 5 years	Remaining term > 5 years	Of which secured by collateral
Payables to unconsolidated subsidiaries	65	65	-	-	-
Payables to companies accounted for at equity	3,897	3,897	-	-	-
Payables related to interest on bonds	5,435	5,435	-	-	-
Payables to staff	2,511	2,026	485	-	-
Miscellaneous	4,363	3,707	217	439	-
Total	**16,271**	**15,130**	**702**	**439**	**-**

2023 in T€	Total	Remaining term < 1 year	Remaining term > 1 year < 5 years	Remaining term > 5 years	Of which secured by collateral
Payables to unconsolidated subsidiaries	66	66	-	-	-
Payables to companies accounted for at equity	10,005	10,005	-	-	-
Payables related to interest on bonds	5,255	5,255	-	-	-
Payables to staff	7,399	7,399	-	-	-
Miscellaneous	5,181	3,777	856	548	-
Total	**27,906**	**26,502**	**856**	**548**	**-**

UBM introduced a stock option programme for 20 selected managers which is designed to contribute to a long-term increase in the value of the company and, at the same time, create the possibility to participate in the company's positive economic development. Participation requires an individual investment in UBM shares. The virtual stock options can be exercised during two two-month exercise windows up to 31 October 2027, when the market price of the UBM share equals at least €27.00 on 15 consecutive trading days and net debt as of the reporting date does not exceed four times the market capitalisation.

The closing date for participation in the stock option programme was 19 July 2024. A total of 534,810 options were allocated in 2024, whereby the exercise price on the allocation date equalled EUR 21.43 and represents the unweighted average price of the UBM share between 27 May 2024 and 22 July 2024.

The valuation of the liability was based on the Black/Scholes model for options, whereby the underlying volatility reflects the historical volatility of the UBM share. The monitoring period was selected to correspond with the future retention period for the options. Since the options can be exercised during two exercise windows in 2026 and 2027, an average option value was used to value the liability.

Valuation parameters	**31 Dec 2024**	**19 July 2024**
Exercise price in €	21.43	21.43
Minimum share price in €	27.00	27.00
Risk-free interest rate	2.46%	2.99%
Volatility	32.20 – 34.40%	32.20 – 34.40%
Option value in €	6.26	8.66
Number of granted options	534,810	534,810
Fair value of the stock option programme in T€	3,345	4,634
Fair value of the liability in T€	485	-

39. Other liabilities

2024 in T€	Total	Remaining term < 1 year	Remaining term > 1 year < 5 years	Remaining term > 5 years	Of which secured by collateral
Tax liabilities	7,123	7,123	-	-	-
Social security liabilities	325	325	-	-	-
Advanced payments received	476	476	-	-	-
Total	**7,924**	**7,924**	**-**	**-**	**-**

2023 in T€	Total	Remaining term < 1 year	Remaining term > 1 year < 5 years	Remaining term > 5 years	Of which secured by collateral
Tax liabilities	3,757	3,757	-	-	-
Social security liabilities	376	376	-	-	-
Advanced payments received	192	192	-	-	-
Total	**4,325**	**4,325**	**-**	**-**	**-**

40. Contingent liabilities and guarantees

This position includes loan guarantees and guarantee declarations of T€111,219 (2023: T€129,596) for equity-accounted companies. These guarantees are not expected to be used.

The group has long-term credit lines totalling T€64,500 (2023: T€59,460), of which T€51,400 (2023: T€34,460) were concluded without a fixed term.

Collateral provided

Project financing generally involves the provision of collateral by individual Group companies as security for loans and borrowings. Financing normally takes place at the individual project level, and each company is responsible for the respective debt service. Various types of security are available to the lenders as collateral for loans and borrowings, which can be drawn on to satisfy any loans or borrowings that are called. The pledges can involve the following collateral:

- Mortgages on properties
- Pledges of shares in the project company
- Pledges of rents receivable

The conditions, type and scope of the securities are agreed individually (for each project company) and are tied to the project volume and the amount and term of the loans and borrowings.

Information on pledges of investment property is provided in note 20, while information on pledges of real estate inventories is provided in note 24.

41. Notes on segment reporting

Segment reporting is based on geographical regions in accordance with the internal organisational structure of the UBM Group. The individual development companies in a segment are combined into groups for the purpose of segment reporting. Each of these groups constitutes a business area for the UBM Group. The reconciliation of segment assets and liabilities involves, in particular, the elimination of intragroup receivables and liabilities.

Total Output represents an important indicator for internal reporting in the UBM Group. It comprises the revenue generated by the Group as well as the revenue from equity-accounted companies in relation to the investment held and the proceeds from the sale of investment property independent of the legal structure of the deal. In other words, Total Output reflects the overall performance of the Group's entire transaction volume together with general contractor and project management services. The UBM Group generates substantial revenue through the sale of real estate projects as part of its business activities but is not dependent on specific customers.

	Germany		Austria	
in T€	2024	2023	2024	2023
Total Output				
Residential	32,187	11,924	17,932	4,791
Office	1,057	24,655	82,086	806
Hotel	19,682	17,397	9,348	41,779
Other	672	829	8,166	8,680
Service	7,410	8,008	15,987	22,113
Total Output	**61,008**	**62,813**	**133,519**	**78,169**
Less revenue from companies accounted for at equity and investment property sales	–48,401	–54,551	–117,962	–64,203
Revenue	**12,607**	**8,262**	**15,557**	**13,966**
Residential	959	–681	–9,483	–5,567
Office	–23,195	26,660	7,725	–10,432
Hotel	–243	–2,736	–5,039	–2,593
Other	–22	–12,615	771	–608
Service	–2,286	–13,245	19,728	1,161
Total EBT	**–24,787**	**–2,617**	**13,702**	**–18,039**
of which: Share of profit/loss from companies accounted for at equity	–6,689	10,187	1,570	–39
Depreciation, amortisation and impairment	–610	–846	–1,363	–1,334
Interest income	4,111	3,414	13,657	13,106
Interest expense	–10,119	–6,121	–17,744	–18,937
Segment assets as of 31 Dec	**713,786**	**552,247**	**1,605,432**	**1,581,808**
of which: intangible assets, property, plant and equipment, and investment property	144,608	83,818	132,456	183,992
of which: Investments in companies accounted for at equity	37,749	56,451	69,361	86,475
Segment liabilities as of 31 Dec	**605,083**	**399,757**	**923,187**	**869,415**
Investments in non-current assets and investment property	**15,882**	**20,969**	**26,620**	**42,227**
Staff	**51**	**58**	**128**	**137**

Poland		Other markets		Reconciliation		Group	
2024	2023	2024	2023	2024	2023	2024	2023
4,559	6,024	67,702	39,856	-	-	122,380	62,595
42,470	9,494	-	-	-	-	125,613	34,955
36,294	27,065	44,928	24,122	-	-	110,252	110,363
20,615	2,860	-	11,000	-	-	29,453	23,369
1,509	5,015	12,250	17,828	-	-	37,156	52,964
105,447	**50,458**	**124,880**	**92,806**	**-**	**-**	**424,854**	**284,246**
-90,745	-30,033	-61,507	-50,144	-	-	-318,615	-198,931
14,702	**20,425**	**63,373**	**42,662**	**-**	**-**	**106,239**	**85,315**
-1,430	-1,570	3,189	-3,776	-	-	-6,765	-11,594
299	-7,356	-	6	-	-	-15,171	8,878
-1,030	-49	-10,076	-1,022	-	-	-16,388	-6,400
62	-4,528	-	-93	-	-	811	-17,844
-2,459	-620	-661	302	-	-	14,322	-12,403
-4,558	**-14,123**	**-7,548**	**-4,583**	**-**	**-**	**-23,191**	**-39,363**
-4,750	-3,821	-3,233	-20,386	-	-	-13,102	-14,059
-206	-256	-296	-343	-	-	-2,475	-2,779
21	67	-	303	-	-	17,789	16,890
-429	-1,731	-3,777	-4,267	-	-	-32,069	-31,056
94,949	**148,219**	**150,313**	**231,590**	**-1,382,084**	**-1,260,087**	**1,182,396**	**1,253,777**
28,790	82,597	503	70,531	-	-	306,357	420,938
177	1,426	5,075	5,856	-	-	112,362	150,208
170,435	**218,204**	**110,478**	**215,071**	**-970,440**	**-828,390**	**838,743**	**874,055**
285	**1,282**	**60**	**612**	**-**	**-**	**42,847**	**65,090**
30	**39**	**41**	**44**	**-**	**-**	**250**	**278**

The following information is based on the countries in which the Group operates.

in T€	Revenue by customer base 2024	Revenue by customer base 2023
Austria	**15,557**	**13,966**
Germany	12,607	8,262
Poland	14,702	20,425
Other foreign	63,373	42,662
Total foreign	**90,682**	**71,349**
Total segments	**106,239**	**85,315**

42. Notes to the cash flow statement

The cash flow statement reports cash flows classified by operating, investing and financing activities. Cash flow from operating activities is derived according to the indirect method. The components of cash and cash equivalents consist entirely of cash on hand and at banks over which the Group has free disposal and correspond to cash and cash equivalents as reported on the statement of financial position (see note 28 on cash and cash equivalents).

Cash flow from operating activities includes interest and dividends received as well as interest paid. In contrast, dividends paid are included under cash flow from financing activities.

The reconciliation of changes in cash flow from financing activities is as follows:

in T€	Financial liabilities	Lease obligations	Bonds and promissory note loans	Total
Balance as of 31 Dec 2023	**385,700**	**22,480**	**376,066**	**784,246**
Cash flows (cash changes)	28,570	–1,788	10,918	37,700
Non-cash changes				
Sales/Acquisitions of companies	–55,759	-	-	–55,759
Additions	-	622	-	622
Exchange rate effects	-	–4	-	–4
Accrued interest	–929	-	835	–94
Balance as of 31 Dec 2024	**357,582**	**21,310**	**387,819**	**766,711**

in T€	Financial liabilities	Lease obligations	Bonds and promissory note loans	Total
Balance as of 31 Dec 2022	**376,463**	**21,876**	**446,702**	**845,041**
Cash flows (cash changes)	13,237	–1,859	–70,803	–59,425
Non-cash changes				
Sales/Acquisitions of companies	–4,000	-	-	–4,000
Additions	-	2,477	-	2,477
Exchange rate effects	-	27	-	27
Accrued interest	-	–41	167	126
Balance as of 31 Dec 2023	**385,700**	**22,480**	**376,066**	**784,246**

The "total" column in the above table represents the total amount of current and non-current financial liabilities.

43. Notes on financial instruments

Capital risk management

The goal of capital management in the UBM Group is to maximise the return on investments by optimising the ratio of equity and debt.

Equity totalled €343.7m as of 31 December 2024 and was below the level at year-end 2023 (€379.7m). This decline resulted primarily from the negative operating results, which were adversely affected by the development of eurozone interest rates during the past three years. There were no dividend payments in 2024. The equity ratio equalled 29.1% at year-end 2024 and was slightly below the target range of 30–35% (31 December 2023: 30.3%).

Gearing

The capital structure is monitored regularly by the Group's risk management.

Gearing at year-end 2024 and 2023 is calculated as follows:

in T€	31.12.2024	31.12.2023
Debt[1]	745,401	761,766
Cash and cash equivalents	–199,537	–151,520
Net debt	**545,864**	**610,246**
Equity	**343,653**	**379,722**
Net debt to equity	158.84%	160.71%

[1] Debt is defined as the sum of non-current and current bonds and non-current and current financial liabilities excl. lease obligations

Net debt totalled €545.9m as of 31 December 2024 (2023: €610.2m), which represents a reduction of 10.55%.

The overriding strategic objective is to protect UBM's long-term financing capacity through promissory note loans and bonds.

Goals and methods of financial risk management

Primary financial assets consist, above all, of investments in companies accounted for at equity, project financing and other financial assets, and trade receivables. Primary financial liabilities include bonds and other financial liabilities as well as trade payables.

Interest rate risk

Interest rate risk is defined as the risk of an increase in interest expense or a reduction in interest income. For UBM, this risk arises almost exclusively from a potential increase in the interest rates on variable interest financial liabilities, especially in the long-term range. The underlying transactions for the interest rate swaps represent the financing for one project company (2023: three companies). All interest rate swaps involve the exchange for variable interest flows for fixed interest flows. As of 31 December 2024, the fair value measurement of these interest rate swaps equalled T€6 (2023: T€96).

As of 31 December 2024, the UBM Group held the following derivative financial instruments to hedge interest rate risk:

Derivative as of 31 Dec 2024	start	end	Reference value in T€	Fixed interest rate/cap rate in %	Reference interest rate	Market value T€
Interest rate cap	30.12.2022	30.12.2025	41,800	2.95%	3-month Euribor	6

Derivative as of 31 Dec 2023	start	end	Reference value in T€	Fixed interest rate/cap rate in %	Reference interest rate	Market value T€
Interest rate swap	30.9.2022	30.6.2027	4,826	3.15%	3-month Euribor	–103
Interest rate swap	30.9.2022	30.6.2027	4,865	3.15%	3-month Euribor	–103
Interest rate cap	30.12.2022	30.12.2025	42,900	2.95%	3-month Euribor	303

An analysis of the floating interest rate position, which equalled T€-351,143 as of 31 December 2024 (2023: T€-259,330), shows the following sensitivities under scenarios with an increase of 0.25 PP and 0.50 PP in interest rates. The extent of the increase in interest rates was derived from the average daily change in interest rates for the 3-month and 6-month Euribor in 2024. The interest rate range equalled 0 BP based on a probability of 67.00% and 1 BP based on a probability of 99.00%. The simulated impact on the interest rate positions is as follows:

in T€	Interest balance for the year 2025	Interest balance (p. a.) with straight-line extrapolation from 2026
At interest rate rise of 25 BP	701	890
At interest rate rise of 50 BP	1,402	1,780

The receivables from project financing are compounded at a rate that reflects the refinancing rate for the UBM Group. A change of 50 BP would increase interest income in 2025 by T€975 (2023: 50 BP, T€718).

Credit risk
Credit risk represents the risk of losses caused by the default of a business partner who is no longer able to meet contractual payment obligations. It comprises default and country risks as well as any deterioration in the borrowers' credit standing. The credit risk for the real estate business arises from rental obligations. The default of a tenant and the resulting loss of rental payments reduce the present value of the respective real estate project. This risk is included at the project level through expert opinions.

The risk related to receivables from customers can be classified as marginal due to the broad diversification and ongoing credit assessments. The tables in this section provide additional information on the related accumulated impairment losses from project financing.

The risk of default on the other primary financial instruments reported under assets in the statement of financial position is also considered low because the contract parties are financial institutions and other debtors with excellent credit ratings. The carrying amount of the financial assets represents the maximum risk of default. The identification of default risks on financial assets is reflected in the recognition of appropriate valuation allowances. No such allowances were recorded in 2024.

Foreign exchange risk
Interest and foreign currency risks are evaluated regularly by risk management. Market analyses and forecasts by well-known financial service providers are analysed and management is informed by regular reports.

The foreign exchange risk in the UBM Group is treated as transaction-oriented and results from property development financing.

The foreign currency risks resulting from intragroup financing transactions and/or from loan financing for project companies were simulated as of 31 December 2024 to estimate the possible risks from changes in foreign exchange rates:

FX position in T€	Local currency	FX position in local currency in thousands	VAR[1] in T€
–56,642	CZK	1,426,522	901
–142,135	PLN	607,628	2,911

1 VAR = Value At Risk at a one-sided 99% confidence interval; this corresponds to a standard deviation of 2.3 over a time period of ten days. Any correlations between currency pairs are not included.

Hedging of foreign currency risks

The UBM Group held currency futures of CZK88.9m as of 31 December 2024 (2023: CZK88.9m) which were concluded to hedge loans financed in CZK. The market value as of 31 December 2024 equalled T€-33 (2023: T€67).

Changes in the fair value of currency futures led to the recognition of a T€57 loss to the income statement in 2024 (2023: loss of T€144).

Liquidity risk

		Undiscounted payment flows		
2024 in T €	**Average interest rate**	**2025**	**2026–2029**	**from 2030**
Bonds and promissory note loans at fixed interest rates	4.45%	148,639	296,191	-
Borrowings and overdrafts from banks at variable interest rates	5.11%	189,745	149,225	-
Borrowings and overdrafts from banks at fixed interest rates	4.16%	26,356	22,725	-
Payables to other lenders at fixed interest rates	1.00%	-	-	1,196
Lease obligations at variable interest rates	3.93%	2,767	7,390	23,681
Trade payables	interest-free	25,155	-	-
Other financial liabilities	interest-free	15,130	702	439

2023 in T €	Average interest rate	Undiscounted payment flows 2024	2025-2028	from 2029
Bonds and promissory note loans at fixed interest rates	2.58%	18,635	516,096	-
Borrowings and overdrafts from banks at variable interest rates	6.28%	166,611	254,736	-
Borrowings and overdrafts from banks at fixed interest rates	4.16%	26,935	23,545	-
Payables to other lenders at fixed interest rates	1.00%	-	-	1,196
Lease obligations at variable interest rates	4.10%	2,763	7,942	25,226
Trade payables	interest-free	25,653	-	-
Other financial liabilities	interest-free	26,502	856	548

Liquidity risk represents the risk of being able to access funds at any time to settle existing liabilities. UBM defines detailed financial forecasts as a key instrument for managing liquidity risk. These forecasts are prepared by every operating company and consolidated centrally. They are used to determine the requirements for financing and bank credit lines.

Credit financing is primarily related to real estate projects in progress whose development is not at risk from the current point of view.

Working capital financing is managed by UBM's corporate treasury unit. Companies with surplus funds make these funds available to companies that need liquidity. This reduces the volume of third-party financing and optimises net interest. It also minimises the risk that sufficient liquidity reserves may not be available to settle financial obligations on time.

In addition to previously contracted project financing, UBM had available credit lines of T€9,000 at its disposal as of 31 December 2024 (2023: T€7,000). Liquidity risk, in total, is therefore considered to be minimal.

Other price risks

The risk of price changes consists primarily of fluctuations in the market interest rate and market prices as well as changes in exchange rates.

UBM minimises the price risk related to rental income by generally indexing its rental agreements. All other service contracts are also indexed. The remaining price risk for the UBM Group is immaterial.

Carrying amounts, valuation and fair value

in T€	Measurement category (IFRS 9)	Carrying amount as of 31 Dec 2024	Measurement in acc. with IFRS 9 (Amortised) cost	Fair value (other comprehensive income)	Fair value (through profit or loss)	Fair value hierarchy	Fair value as of 31 Dec 2024
Assets							
Project financing at variable interest rates	Amortised Cost	195,077	195,077	-	-	-	-
Other financial assets	FVTPL	10,277	-	-	10,277	Level 3	10,277
Other financial assets	FVTPL	609	-	-	609	Level 1	609
Trade receivables [1]	Amortised Cost	18,785	18,785	-	-	-	-
Financial assets	Amortised Cost	29,627	29,627	-	-	-	-
Cash and cash equivalents	–	199,537	199,537	-	-	-	-
Liabilities							
Bonds and promissory note loans at fixed interest rates	Amortised Cost	387,819	387,819	-	-	Level 1	374,548
Borrowings and overdrafts from banks							
at variable interest rates	Amortised Cost	310,205	310,205	-	-	–	-
at fixed interest rates	Amortised Cost	46,475	46,475	-	-	Level 3	45,062
Other loans and borrowings							
at fixed interest rates	Amortised Cost	902	902	-	-	Level 3	151
Lease liabilities	–	21,310	21,310	-	-	–	-
Trade payables	Amortised Cost	25,155	25,155	-	-	–	-
Other financial liabilities	Amortised Cost	16,271	16,271	-	-	–	-
By category:							
Financial assets at amortised cost	Amortised Cost	243,489	243,489	-	-	-	-
Financial assets at fair value through profit or loss	FVTPL	10,886	-	-	10,886	-	-
Cash and cash equivalents	–	199,537	199,537	-	-	-	-
Financial liabilities at amortised cost	Amortised Cost	786,827	786,827	-	-	-	-

[1] excluding contract assets in accordance with IFRS 15

in T€	Measurement category (IFRS 9)	Carrying amount as of 31 Dec 2023	Measurement in acc. with IFRS 9 (Amortised) cost	Fair value (other comprehen-sive income)	Fair value (through profit or loss)	Fair value hierarchy	Fair value as of 31 Dec 2023
Assets							
Project financing at variable interest rates	Amortised Cost	143,552	143,552	-	-	-	-
Other financial assets	Amortised Cost	8,721	8,721	-	-	Level 1	8,802
Other financial assets	FVTPL	10,000	-	-	10,000	Level 3	10,000
Other financial assets	FVTPL	637	-	-	637	Level 1	637
Trade receivables [1]	Amortised Cost	7,903	7,903	-	-	-	-
Financial assets	Amortised Cost	42,445	42,445	-	-	-	-
Cash and cash equivalents	–	151,520	151,520	-	-	-	-
Liabilities							
Bonds and promissory note loans at fixed interest rates	Amortised Cost	376,066	376,066	-	-	Level 1	337,887
Borrowings and overdrafts from banks							
at variable interest rates	Amortised Cost	338,332	338,332	-	-	–	-
at fixed interest rates	Amortised Cost	46,475	46,475	-	-	Level 3	43,223
Other loans and borrowings							
at fixed interest rates	Amortised Cost	893	893	-	-	Level 3	139
Lease liabilities	–	22,480	22,480	-	-	–	-
Trade payables	Amortised Cost	25,653	25,653	-	-	–	-
Other financial liabilities	Amortised Cost	27,906	27,906	-	-	–	-
By category:							
Financial assets at amortised cost	Amortised Cost	202,621	202,621	-	-	-	-
Financial assets at fair value through profit or loss	FVTPL	10,637	-	-	10,637	-	-
Cash and cash equivalents	–	151,520	151,520	-	-	-	-
Financial liabilities at amortised cost	Amortised Cost	815,325	815,325	-	-	-	-

[1] excluding contract assets in accordance with IFRS 15

The carrying amount of financial instruments represents a reasonable approximation of fair value, as defined in IFRS 7.29, apart from the following items in 2024: financial assets classified at amortised cost, fixed-interest bonds and promissory note loans (fair value hierarchy level 1), fixed-interest liabilities due to financial institutions (fair value hierarchy level 3) and other fixed-interest financial liabilities (fair value hierarchy level 3).

The fair value measurement of bonds is based on the prevailing market prices. Liabilities from bank loans, overdrafts and other financial assets were valued according to the discounted cash flow method, whereby the zero-coupon yield curve published by Reuters as of 31 December 2024 was used to discount the cash flows.

Net income by measurement category

in T€	From interest	From dividends	From subsequent measurement	Net income 2024
Financial assets at amortised cost	17,467	-	–7,071	10,396
Financial assets at fair value through profit or loss (FVTPL)	-	-	277	277
Financial liabilities at amortised cost	–30,388	-	375	–30,013

in T€	From interest	From dividends	From subsequent measurement	Net income 2023
Financial assets at amortised cost	13,068	-	–22,728	–9,660
Financial assets at fair value through profit or loss (FVTPL)	-	-	15	15
Financial liabilities at amortised cost	–29,867	-	6,864	–23,003

in T€	2024	2023
Accumulated write-downs project financing		
Balance as of 1 Jan	60,722	37,994
Disposal due to changes in shares	–21,167	-
Impairments	9,028	24,962
Reversals of impairments	–2,482	–2,234
Use	–5,982	-
Balance as of 31 Dec	**40,119**	**60,722**

44. Average number of employees

	2024	2023
Salaried and wage employees		
Domestic	128	137
Foreign	122	141
Total staff	**250**	**278**
of which salaried employees	250	278
of which wage employees	-	-
Total fully consolidated	**250**	**278**

45. Related party disclosures

Transactions between Group companies included in the consolidated financial statements were eliminated during the consolidation and are not discussed further. Transactions between Group companies and their equity-accounted entities are related primarily to project development and construction management as well as originated loans and the related interest charges, and are disclosed in the following analysis:

in T€ Companies accounted for at equity	Sale of goods and services		Purchase of goods and services		Receivables		Liabilities	
	2024	2023	2024	2023	2024	2023	2024	2023
Joint ventures	29,405	47,280	1,856	491	209,283	172,578	3,897	10,005
of which: from financing	14,657	12,778	62	76	195,047	138,850	-	-
Associated companies	251	441	-	-	5,539	6,082	-	-
of which: from financing	251	259	-	-	30	4,702	-	-

Transactions with related parties
In addition to companies accounted for at equity, related parties as defined in IAS 24 include PORR AG and its subsidiaries as well as companies belonging to IGO Industries and the Strauss Group because they and/or their controlling bodies have significant influence over UBM due to the existing syndicate.

Transactions between companies included in the UBM Group's consolidated financial statements and member companies of the PORR Group were related primarily to construction services in 2024.

in T€	Sale of goods and services		Purchase of goods and services		Receivables		Liabilities	
	2024	2023	2024	2023	2024	2023	2024	2023
PORR Group	16,910	2,538	29,954	14,149	90	82	2,845	3,481
of which: from financing	-	-	-	-	-	-	-	-
IGO Industries Group	13,973	-	321	473	25	-	16	161
Strauss Group	-	-	-	-	-	-	-	-
Other	1	-	351	326	-	-	-	-

One Polish company, shares in an Austrian office property and an undeveloped land site were sold to the PORR Group in 2024. The net purchase price of T€15,848 was paid in cash.

In addition, the IGO Industries Group acquired an office property in Poland and an additional investment of 15.00% in two equity-accounted companies. The purchase price of T€13,944 was paid in cash.

46. Other disclosures

The fees charged by the auditor include T€147 (2023: T€131) for the audit of the consolidated financial statements, T€38 (2023: T€63) for other assurance services, and T€147 (2023: T€74) for miscellaneous services. The miscellaneous services consist primarily of other consulting activities. The other consulting activities cover the review of the half-year financial statements and audit work for subsidiaries.

47. Executive bodies

The following table shows the remuneration of the members of UBM's Management Board and Supervisory Board by category:

in T€	Management Board remuneration, fixed	Management Board remuneration, variable	Non-cash benefits	Pension fund/ Severance payments	Total 2024
Management Board remuneration 2024					
Thomas G. Winkler	640	-	12	20	672
Patric Thate	425	-	9	17	451
Martina Maly-Gärtner	425	-	9	17	451
Peter Schaller	425	-	10	17	452
Total	**1,915**	**-**	**40**	**71**	**2,026**
of which: short-term benefits due	1,915	-	40	-	1,955
of which: compensation related to the termination of the Management Board employment contract	-	-	-	71	71
Supervisory Board remuneration 2024	**-**	**-**	**-**	**-**	**346**

in T€	Management Board remuneration, fixed	Management Board remuneration, variable	Non-cash benefits	Pension fund/ Severance payments	Total 2023
Management Board remuneration 2023					
Thomas G. Winkler	640	-	12	26	678
Patric Thate	425	-	9	21	455
Martina Maly-Gärtner	425	-	9	21	455
Peter Schaller	71	-	2	2	75
Martin Löcker	212	-	6	13	231
Total	**1,773**	**-**	**38**	**83**	**1,894**
of which: short-term benefits due	1,773	-	38	-	1,811
of which: compensation related to the termination of the Management Board employment contract	-	-	-	83	83
Supervisory Board remuneration 2023	**-**	**-**	**-**	**-**	**358**

The above payments do not include additions to the provision for pensions for former members of the Management Board.

A provision of T€194 (2023: T€729), after deduction of the available securities coverage, exists for pension payments to a former Management Board member.

There are no provisions for severance payments to former or current Management Board members.

No loans or advances were granted to members of the Management Board.

Expenses for the LTIP include T€441 (2023: T€ 0) for the members of the Management Board.

Members of the Management Board:
Thomas G. Winkler, Chairman
Patric Thate
Martina Maly-Gärtner
Peter Schaller

Members of the Supervisory Board:
Karl-Heinz Strauss, FRICS, Chairman
Iris Ortner, Deputy Chairwoman
Susanne Weiss
Klaus Ortner
Ludwig Steinbauer
Paul Unterluggauer
Bernhard Vanas
Birgit Wagner
Martin Mann
Hannes Muster
Günter Schnötzinger
Anke Duchow

48. Events after the end of the reporting year and other disclosures

The Management Board of UBM compiled these consolidated financial statements and released them to the Supervisory Board on 31 March 2025. The Supervisory Board is responsible for reviewing the consolidated financial statements and stating or withholding its approval.

The Management Board of UBM announced its decision, following the approval of the Supervisory Board, to repurchase the company's shares during 2025 at an amount up to €3m. This decision is based on an authorisation of the 142nd Annual General Meeting on 19 May 2021.

As part of measures to optimise its capital structure, UBM currently plans to issue a green hybrid bond in 2025 together with a repurchase offer for the hybrid bond 2021. The possible issue of a green hybrid bond in 2025 is intended to strengthen UBM's balance sheet structure over the long term. The issue of a standard market hybrid bond would be dependent on the market climate at the designated time. UBM's largest core shareholder has announced its principal interest to participate in a possible issue with a volume of €10m.

Vienna, 31 March 2025

The Management Board

Thomas G. Winkler
CEO, Chairman

Patric Thate
CFO

Martina Maly-Gärtner
COO

Peter Schaller
CTO

Investments

Legal name	Country	Currency	Domicile	Capital share in % direct (31.12.2024)	Capital share in % indirect (31.12.2024)	Type of cons.	Capital share in % direct (31.12.2023)	Capital share in % indirect (31.12.2023)	Type of cons.
Subsidiaries									
"UBM 1" Liegenschaftsverwertung Gesellschaft m.b.H.	AT	EUR	Vienna	100.00	100.00	V	100.00	100.00	V
Aiglhof Projektentwicklungs GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
BMU Beta Liegenschaftsverwertung GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		50.00	100.00	V
Donauhof Immobilien GmbH & Co KG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Donauhof Management GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Dorfschmiede St. Johann Immobilien GmbH i.L.- liquidiert	AT	EUR	Vienna	0.00	0.00		90.00	100.00	V
Emiko Beteiligungsverwaltungs GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	U
EPS Dike West-IBC GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	V
EPS Haagerfeldstraße - Business.Hof Leonding 2 Errichtungs- und Verwertungs GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	V
EPS Höhenstraße Immobilien GmbH	AT	EUR	Kematen in Tyrol	0.00	100.00	V	0.00	100.00	V
EPS Immobilienmanagement GmbH i.L. - liquidiert	AT	EUR	Kematen in Tyrol	0.00	0.00		0.00	100.00	U
EPS MARIANNE-HAINISCH-GASSE - LITFASS-STRASSE Liegenschaftsverwertungs- und Beteiligungsverwaltungs-GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	V
EPS Office Franzosengraben GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	V
EPS RINNBÖCKSTRASSE - LITFASS-STRASSE Liegenschaftsverwertungs- und Beteiligungsverwaltungs-GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	V
EPS Welser Straße 17 - Business.Hof Leonding 1 Errichtungs- und Beteiligungs GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	V
Gartenau Immobilien GmbH & Co KG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Gartenauer Platz 7 GmbH & Co KG (vorm.: LQ Epsilon KG)	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Gepal Beteiligungsverwaltungs GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Gevas Beteiligungsverwaltungs GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V

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Golera Beteiligungsverwaltungs GmbH i.L.	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
GORPO Projektentwicklungs- und Errichtungs-GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Gospela Beteiligungsverwaltungs GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
IBC Business Center Entwicklungs- und Errichtungs-GmbH	AT	EUR	Premstätten	0.00	100.00	V	0.00	100.00	V
Logistikpark Ailecgasse GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		100.00	100.00	V
LQ Timber-A GmbH & Co KG	AT	EUR	Vienna	0.00	70.00		0.00	100.00	V
LQ Timber-B-One GmbH & Co KG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
LQ Timber-B-Two GmbH & Co KG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
LQ Timber-C GmbH & Co KG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
LQ Timber-D GmbH & Co KG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
MBU Liegenschaftsverwertung Gesellschaft m.b.H.	AT	EUR	Vienna	90.00	100.00	V	90.00	100.00	V
ML-ZENTRAL Liegenschaftsverwaltungs GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	V
MySky Verwertungs GmbH & Co. OG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Porr - living Solutions GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
QBC Epsilon SP Immomanagement GmbH i.L.- liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	100.00	V
Rainbergstraße - Immobilienprojektentwicklungs GmbH	AT	EUR	Vienna	99.00	100.00	V	99.00	100.00	V
RBK Wohnbau Projektentwicklung GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Sabimo Immobilien GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
Sabimo Monte Laa Bauplatz 2 GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
SFZ Freizeitbetriebs-GmbH & Co KG	AT	EUR	Premstätten	0.00	100.00	V	0.00	100.00	V
SFZ Immobilien GmbH	AT	EUR	Premstätten	0.00	100.00	U	0.00	100.00	U
SFZ Immobilien GmbH & Co KG	AT	EUR	Premstätten	0.00	100.00	V	0.00	100.00	V
Siebenbrunnengasse 21 GmbH & Co OG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
SP Graumanngasse 8–10 Immobilien GmbH i.L.	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
sternbrauerei-riedenburg revitalisierung gmbh	AT	EUR	Vienna	99.00	99.00	V	99.00	99.00	V
Timber Marina Tower Immobilien GmbH & Co KG	AT	EUR	Vienna	94.00	100.00	V	94.00	100.00	V
UBM - Satteins Immobilien GmbH	AT	EUR	Kematen in Tyrol	0.00	100.00	V	0.00	100.00	V
UBM BBH Entwicklungs-GmbH & Co KG	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V

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UBM Beteiligungsmanagement GmbH	AT	EUR	Vienna	100.00	100.00	V	100.00	100.00	V
UBM Development Österreich GmbH	AT	EUR	Vienna	99.96	100.00	V	99.96	100.00	V
UBM Kirchberg Immobilien GmbH	AT	EUR	Kematen in Tyrol	0.00	100.00	V	0.00	100.00	V
WA Bad Häring Immobilien GmbH	AT	EUR	Kematen in Tyrol	0.00	100.00	V	0.00	100.00	V
WA Kufstein Salurnerstraße Immobilen GmbH	AT	EUR	Kematen in Tyrol	0.00	100.00	V	0.00	100.00	V
WA Terfens-Roan Immobilien GmbH	AT	EUR	Kematen in Tyrol	0.00	100.00	V	0.00	100.00	V
WLB Projekt Laaer Berg Liegenschaftsverwertungs- und Beteiligungs-GmbH	AT	EUR	Vienna	0.00	100.00	V	0.00	100.00	V
ANDOVIEN INVESTMENTS LIMITED	CY	EUR	Limassol	100.00	100.00	V	100.00	100.00	V
DICTYSATE INVESTMENTS LIMITED	CY	EUR	Limassol	100.00	100.00	V	100.00	100.00	V
AC Offices Klicperova s.r.o. i.L. - liquidiert	CZ	CZK	Prague	0.00	0.00		0.36	100.00	V
Astrid Garden Residences s.r.o. i.L. - liquidiert	CZ	CZK	Prague	0.00	0.00		20.00	100.00	V
Immo Future 6 - Crossing Point Smichov s.r.o.	CZ	CZK	Prague	20.00	100.00	V	20.00	100.00	V
Na Záhonech a.s.	CZ	CZK	Prague	30.12	100.00	V	30.12	100.00	V
UBM - Bohemia 2 s.r.o. i.L. - liquidiert	CZ	CZK	Prague	0.00	0.00		100.00	100.00	V
UBM Development Czechia s.r.o.	CZ	CZK	Prague	100.00	100.00	V	100.00	100.00	V
UBM Stodůlky 1 s.r.o.	CZ	CZK	Prague	0.00	100.00	V	0.00	100.00	V
UBM Stodůlky s.r.o.	CZ	CZK	Prague	0.00	100.00	V	0.00	100.00	V
Arena Boulevard GmbH & Co. KG i.L.	DE	EUR	Berlin	0.00	94.00	V	0.00	94.00	V
Arena Boulevard Verwaltungs GmbH i.L.	DE	EUR	Berlin	0.00	100.00	U	0.00	100.00	U
BERMUC Hotelerrichtungs GmbH	DE	EUR	Munich	100.00	100.00	V	100.00	100.00	V
Blitz 01 – 815 GmbH i.L.	DE	EUR	Munich	100.00	100.00	V	100.00	100.00	V
Bürohaus Leuchtenbergring GmbH & Co. Besitz KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
City Objekte München GmbH i.L.	DE	EUR	Munich	0.00	90.00	V	0.00	90.00	V
Colmarer Straße GmbH & Co. KG	DE	EUR	Berlin	0.00	100.00	V	0.00	100.00	V
Colmarer Straße Verwaltungs GmbH	DE	EUR	Berlin	0.00	100.00	U	0.00	100.00	U
Frauentorgraben GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V

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Friendsfactory Projekte GmbH i.L.	DE	EUR	Munich	0.00	55.00	V	0.00	55.00	V
GeMoBau Gesellschaft für modernes Bauen mbH i.L.	DE	EUR	Berlin	0.00	94.00	U	0.00	94.00	U
Georg-Mooseder-Straße GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
Georg-Mooseder-Straße Verwaltungs GmbH	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
Holzstraße GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
Holzstraße Verwaltungs GmbH	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
Immobilien- und Bauman-agement Stark GmbH & Co. Stockholmstraße KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
Kaiserleipromenade GmbH & Co. KG i.L. - liquidiert	DE	EUR	Berlin	0.00	0.00		0.00	100.00	V
Kühnehöfe Hamburg GmbH & Co. KG	DE	EUR	Munich	0.00	62.99	V	0.00	62.99	V
Kühnehöfe Hamburg Komplementär GmbH	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
Levelingstraße GmbH & Co. KG i.L.	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
Levelingstraße Verwaltungs GmbH i.L.	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
Mainz Zollhafen Hotel GmbH & Co. KG	DE	EUR	Berlin	0.00	100.00	V	0.00	100.00	V
Mainz Zollhafen Verwaltungs GmbH	DE	EUR	Berlin	0.00	100.00	U	0.00	100.00	U
Max-Dohrn-Straße GmbH & Co. KG	DE	EUR	Berlin	0.00	100.00	V	0.00	100.00	V
MG Brehmstrasse BT C GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
MG Projekt-Sendling GmbH	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
MG-Brehmstrasse BT C GmbH i.L.	DE	EUR	Munich	100.00	100.00	V	100.00	100.00	V
MG-Brehmstrasse BT C Komplementär GmbH i.L.	DE	EUR	Munich	100.00	100.00	V	100.00	100.00	V
MG-Dornach Bestandsgebäude GmbH	DE	EUR	Munich	100.00	100.00	V	100.00	100.00	V
MGO I Development GmbH & Co. KG	DE	EUR	Berlin	0.00	100.00	V	0.00	100.00	V
MGO II Development GmbH & Co. KG	DE	EUR	Berlin	0.00	100.00	V	0.00	100.00	V
Münchner Grund Riem GmbH	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
MZ Zollhafen Verwaltungs GmbH	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
Oben Borgfelde Projekt GmbH & Co. KG	DE	EUR	Berlin	0.00	100.00	V	0.00	100.00	V
Oben Borgfelde Verwaltungs GmbH	DE	EUR	Berlin	0.00	100.00	U	0.00	100.00	U
Pelkovenstaße GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V

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PELKOVENSTRASSE Objekt GmbH	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
Schloßhotel Tutzing GmbH	DE	EUR	Starnberg	0.00	100.00	V	0.00	100.00	V
SIL Realinvest GmbH	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
SONUS City Verwaltungs GmbH	DE	EUR	Berlin	0.00	100.00	U	0.00	100.00	U
SONUS II Verwaltungs GmbH	DE	EUR	Berlin	0.00	100.00	U	0.00	100.00	U
St.-Veit-Straße GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
St.-Veit-Straße Verwaltungs GmbH	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
Stadtgrund Bauträger GmbH	DE	EUR	Berlin	100.00	100.00	V	100.00	100.00	V
Top Office Munich GmbH i.L.	DE	EUR	Grünwald, Munich municipality	0.00	100.00	V	0.00	100.00	V
UBM Development Deutschland GmbH	DE	EUR	Munich	94.00	94.00	V	94.00	94.00	V
UBM Holding Deutschland GmbH	DE	EUR	Munich	100.00	100.00	V	100.00	100.00	V
UBM Invest Deutschland GmbH	DE	EUR	Munich	100.00	100.00	V	100.00	100.00	V
UBM Leuchtenbergring GmbH	DE	EUR	Munich	100.00	100.00	V	100.00	100.00	V
Unterbibergerstrasse GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
Unterbibergerstrasse Verwaltung GmbH	DE	EUR	Munich	0.00	100.00	U	0.00	100.00	U
ZH Hafenblick I GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
ZH Hafenspitze GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
ZH Molenkopf GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
ZH Rheinwiesen GmbH & Co. KG	DE	EUR	Munich	0.00	100.00	V	0.00	100.00	V
Sitnica drustvo s ogranicenom odgovornoscu za usluge	HR	EUR	Samobor	83.89	100.00	V	83.89	100.00	V
UBM Development Netherlands B.V.	NL	EUR	Amsterdam	100.00	100.00	V	100.00	100.00	V
UBM Kneuterdijk B.V.	NL	EUR	Amsterdam	0.00	100.00	V	0.00	100.00	V
"UBM Residence Park Zakopianka" Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Krakow	100.00	100.00	V	100.00	100.00	V
Bartycka Real Estate Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
FMZ Gdynia Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	70.30	100.00	V	70.30	100.00	V
FMZ Sosnowiec Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
Ligustria 12 Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
Oaza Kampinos Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
PBP IT-Services spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V

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Poleczki Development Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
Poleczki Infrastructure Sp. z o.o.	PL	PLN	Warsaw	0.00	100.00	V	99.00	99.00	V
Poleczki Lisbon Office Spólka z ograniczona odpowiedzialnoscia - verkauft	PL	PLN	Warsaw	0.00	0.00		0.00	100.00	V
Poleczki Madrid Office Spólka z ograniczona odpowiedzialnoscia - verkauft	PL	PLN	Warsaw	0.00	0.00		0.00	100.00	V
Poleczki Parking House Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
UBM Development Polska Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	100.00	100.00	V	100.00	100.00	V
UBM GREEN DEVELOPMENT SPÓLKA Z OGRANICZONA ODPOWIEDZIALNOSCIA	PL	PLN	Warsaw	100.00	100.00	V	100.00	100.00	V
UBM Riwiera 2 Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
UBM RIWIERA 2 Spólka z ograniczona odpowiedzialnoscia BIS Spólka komandytowa	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
UBM Riwiera 2 Spólka z ograniczona odpowiedzialnoscia Spólka komandytowa	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
UBM Zielone Tarasy Spólka z ograniczona odpowiedzialnoscia w likwidacji	PL	PLN	Krakow	100.00	100.00	V	100.00	100.00	V
Yavin BIS Spolka z ograniczona odpowiedzialnoscia w likwidacji - liquidiert	PL	PLN	Warsaw	0.00	0.00		0.00	100.00	V
Yavin Holding Spolka z ograniczona odpowiedzialnoscia w likwidacji	PL	PLN	Warsaw	0.00	100.00	V	0.00	100.00	V
UBM Development Slovakia s.r.o. i.L. - liquidiert	SK	EUR	Bratislava	0.00	0.00		100.00	100.00	V
UBM Koliba s.r.o.	SK	EUR	Bratislava	100.00	100.00	V	100.00	100.00	V
Associated companies									
CAMG Zollhafen HI IV V GmbH & Co. KG	DE	EUR	Grünwald, Munich municipality	0.00	49.90	E/A	0.00	49.90	E/A
CAMG Zollhafen HI IV V Verwaltungs GmbH	DE	EUR	Grünwald, Munich municipality	0.00	49.90	U	0.00	49.90	U
German Hotel Verwaltungs GmbH	DE	EUR	Grünwald, Munich municipality	0.00	47.00	U	0.00	47.00	U

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Joint ventures									
Amraser-See-Straße Immobilien GmbH	AT	EUR	Kematen in Tyrol	0.00	50.00	E/G	0.00	50.00	E/G
Amraser-See-Straße Immobilien GmbH & Co KG	AT	EUR	Kematen in Tyrol	0.00	47.00	E/G	0.00	47.00	E/G
Aspanggründe Beteiligungs GmbH	AT	EUR	Vienna	0.00	51.00	U	0.00	51.00	U
FWUBM Management GmbH	AT	EUR	Vienna	50.00	50.00	E/G	50.00	50.00	E/G
FWUBM Services GmbH	AT	EUR	Vienna	50.00	50.00	E/G	50.00	50.00	E/G
Grundstück 1454/2 KG Gries BT2 Projektentwicklungs GmbH	AT	EUR	Vienna	0.00	70.00	E/G	0.00	70.00	E/G
Grundstück 1454/2 KG Gries BT2 Projektentwicklungs GmbH & Co KG	AT	EUR	Vienna	0.00	71.80	E/G	0.00	71.80	E/G
Grundstück 1454/5 KG Gries BT3 Immobilien GmbH	AT	EUR	Vienna	0.00	70.00	E/G	0.00	70.00	E/G
Jochberg Hotelprojektentwicklungs- und Beteiligungsverwaltungs GmbH	AT	EUR	Jochberg	0.00	50.00	U	0.00	50.00	U
Jochberg Hotelprojektentwicklungs- und Beteiligungsverwaltungs GmbH & Co KG	AT	EUR	Jochberg	0.00	50.00	E/G	0.00	50.00	E/G
Jochberg Kitzbüheler Straße Errichtungs und Beteiligungsverwaltungs GmbH & Co KG	AT	EUR	Vienna	0.00	50.00	E/G	0.00	50.00	E/G
Jochberg Kitzbüheler Straße Errichtungs- und Beteiligungsverwaltungs GmbH	AT	EUR	Vienna	0.00	50.00	U	0.00	50.00	U
Jochberg Kitzbüheler Straße Hotelbetriebs GmbH	AT	EUR	Jochberg	0.00	50.00	E/G	0.00	50.00	E/G
LQ Timber-A GmbH & Co KG	AT	EUR	Vienna	0.00	70.00	E/G	0.00	0.00	
LQ Timber-A Verwaltungs GmbH	AT	EUR	Vienna	0.00	70.00	U			
Nordbahnhof-Vierte Wohnungs-GmbH	AT	EUR	Vienna	0.00	50.00	E/G	0.00	50.00	E/G
Portunus Projektentwicklung GmbH	AT	EUR	Graz	0.00	50.00	U	0.00	50.00	U
Portunus Projektentwicklung GmbH & Co KG	AT	EUR	Graz	0.00	50.00	E/G	0.00	50.00	E/G
Rosenhügel Entwicklungs-, Errichtungs- und Verwertungsgesellschaft mbH	AT	EUR	Vienna	0.00	50.00	U	0.00	50.00	U
Rosenhügel Entwicklungs-, Errichtungs- und Verwertungsgesellschaft mbH & Co KG	AT	EUR	Vienna	0.00	50.00	E/G	0.00	50.00	E/G
Stella Projektentwicklung GmbH	AT	EUR	Graz	0.00	50.00	U	0.00	50.00	U
Stella Projektentwicklungs GmbH & Co KG	AT	EUR	Graz	0.00	50.00	E/G	0.00	50.00	E/G

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UBM hotels Management GmbH	AT	EUR	Vienna	50.00	50.00	E/G	50.00	50.00	E/G
W 3 Errichtungs- und Betriebs-Aktiengesellschaft - verkauft	AT	EUR	Vienna	0.00	0.00		26.67	80.00	E/G
Wohnanlage EZ 208 KG Andritz GmbH i.L.	AT	EUR	Graz	0.00	51.00	E/G	0.00	51.00	E/G
Wohnanlage Karlauerstraße 27 GmbH i.L. - liquidiert	AT	EUR	Vienna	0.00	0.00		0.00	50.10	E/G
WSB BF elf-Alpha Projektentwicklungs GmbH & Co KG	AT	EUR	Vienna	0.00	51.00	E/G	0.00	51.00	E/G
WSB BF fünf Projektentwicklungs GmbH & Co KG	AT	EUR	Vienna	0.00	51.00	E/G	0.00	51.00	E/G
WSB BF neun-Alpha Projektentwicklungs GmbH & Co KG	AT	EUR	Vienna	0.00	51.00	E/G	0.00	51.00	E/G
WSB BF neun-Beta Projektentwicklungs GmbH & Co KG	AT	EUR	Vienna	0.00	51.00	E/G	0.00	51.00	E/G
WSB BF zwei Projektentwicklungs GmbH & Co KG	AT	EUR	Vienna	0.00	51.00	E/G	0.00	51.00	E/G
GOLD NEMOVITOSTNÍ s.r.o.	CZ	CZK	Prague	50.00	50.00	E/G	50.00	50.00	E/G
Grafická 1 s.r.o.	CZ	CZK	Prague	50.00	50.00	E/G	50.00	50.00	E/G
Sugar Palace Op Co s.r.o.	CZ	CZK	Prague	60.00	60.00	E/G	75.00	75.00	E/G
Sugar Palace Prop Co s.r.o.	CZ	CZK	Prague	60.00	60.00	E/G	75.00	75.00	E/G
Anders Wohnen GmbH	DE	EUR	Grünwald, Munich municipality	0.00	50.00	E/G	0.00	50.00	E/G
AVALERIA Beteiligungsgesellschaft mbH	DE	EUR	Dusseldorf	0.00	40.00	U	0.00	40.00	U
AVALERIA Hotel HafenCity GmbH & Co. KG	DE	EUR	Dusseldorf	0.00	37.92	E/G	0.00	37.92	E/G
Baubergerstrasse GmbH & Co. KG	DE	EUR	Munich	0.00	60.00	E/G	0.00	60.00	E/G
Baubergerstrasse Verwaltung GmbH	DE	EUR	Munich	0.00	60.00	U	0.00	60.00	U
Central Tower Berlin Hotelbetriebs GmbH	DE	EUR	Berlin	0.00	50.00	E/G	0.00	50.00	E/G
German Hotel Invest IV GmbH & Co. KG	DE	EUR	Grünwald, Munich municipality	0.00	50.00	E/G	0.00	50.00	E/G
German Hotel IV Verwaltungs GmbH	DE	EUR	Grünwald, Munich municipality	0.00	50.00	U	0.00	50.00	U
Lilienthalstraße Wohnen GmbH Münchner Grund und Baywobau i.L.	DE	EUR	Grünwald, Munich municipality	0.00	50.00	E/G	0.00	50.00	E/G
MGH Potsdam I GmbH & Co. KG	DE	EUR	Berlin	0.00	50.00	E/G	0.00	50.00	E/G
MGH Potsdam Verwaltungs GmbH	DE	EUR	Berlin	0.00	50.00	U	0.00	50.00	U
MGR Thulestraße GmbH & Co. KG	DE	EUR	Berlin	0.00	50.00	E/G	0.00	50.00	E/G
MGR Thulestraße Verwaltungs GmbH	DE	EUR	Berlin	0.00	50.00	U	0.00	50.00	U

Legal name	Country	Currency	Domicile	Capital share in % direct (31.12.2024)	Capital share in % indirect (31.12.2024)	Type of cons.	Capital share in % direct (31.12.2023)	Capital share in % indirect (31.12.2023)	Type of cons.
Obersendlinger Grund GmbH & Co. KG	DE	EUR	Grünwald, Munich municipality	0.00	30.00	E/G	0.00	30.00	E/G
Obersendlinger Grund Verwaltungs GmbH	DE	EUR	Grünwald, Munich municipality	0.00	30.00	U	0.00	30.00	U
PGE Grundstücksgesellschaft Europaviertel mbH	DE	EUR	Grünwald, Munich municipality	0.00	74.90	E/G	0.00	74.90	E/G
UBX 1 Objekt Berlin GmbH i.L.	DE	EUR	Munich	50.00	50.00	E/G	50.00	50.00	E/G
Berlin Office Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	74.00	E/G	0.00	74.00	E/G
Poleczki Amsterdam Office Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	74.00	E/G	0.00	74.00	E/G
Poleczki Vienna Office Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	74.00	E/G	0.00	74.00	E/G
Warsaw Office Spólka z ograniczona odpowiedzialnoscia	PL	PLN	Warsaw	0.00	74.00	E/G	0.00	74.00	E/G

Key:
V = fully consolidated company
E/A = associated company accounted for at equity
E/G = joint venture accounted for at equity
U = company of minor importance

Auditor's Report

Report on the Consolidated Financial Statements

Audit Opinion
We have audited the consolidated financial statements of UBM Development AG, Vienna, and of its subsidiaries (the Group) comprising the consolidated statement of financial position as of December 31, 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the fiscal year then ended and the notes to the consolidated financial statements.

Based on our audit the accompanying consolidated financial statements were prepared in accordance with the legal regulations and present fairly, in all material respects, the assets and the financial position of the Group as of December 31, 2024 and cashflows and its financial performance for the year then ended in accordance with the International Financial Reporting Standards (IFRS) as adopted by EU, and the additional requirements under Section 245a Austrian Company Code UGB.

Basis for Opinion
We conducted our audit in accordance with the regulation (EU) no. 537/2014 (in the following "EU regulation") and in accordance with Austrian Standards on Auditing. Those standards require that we comply with International Standards on Auditing (ISA). Our responsibilities under those regulations and standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the Austrian General Accepted Accounting Principles, the special legal and professional requirements and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained until the date of this auditor's report is sufficient and appropriate to provide a basis for our opinion by this date.

Key Audit Matters
Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the fiscal year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The following are the key audit matters that we identified:

1. Valuation of Properties

2. Valuation of investments in companies accounted for at equity and project financing

1. Valuation of Properties

Risk
UBM Development AG reports investment properties in the amount of EUR 294.9 mio as well as inventories of EUR 293.9 mio in its consolidated financial statements as of December 31, 2024. Moreover, the consolidated financial statements as of December 31, 2024 include income from fair value adjustments to investment property of EUR 16.1 mio and expenses from value adjustments to investment property of EUR 23.2 mio.

Investment properties are measured based on valuation reports from external, independent valuation experts according to IAS 40 in connection with IFRS 13 at fair value.

Inventories are valued at acquisition and production cost, whereby the fair value determined on the basis of valuation reports from external, independent experts is used as a comparison for a necessary impairment of the carrying value.

The valuation of properties is subject to material assumptions and estimates. The material risk for every individual property exists when determining these assumptions and estimates such as the discount/capitalization rate and rental income and in case of properties under development, the determination of outstanding construction/development costs and development profit. A minor change in these assumptions and estimates can have a material impact on the valuation of investment properties.

The respective disclosures relating to accounting policies and significant judgements, assumptions and estimates are shown in Section "4. ", "5." as well as in "20. Investment property" and "24. Inventories" in the consolidated financial statements.

Consideration in the audit

To address this risk, we have critically assessed the assumptions and estimates made by management and the external valuation experts and performed, among others, the following audit procedures with involvement of our internal property valuation experts:

- Assessment of concept and design of the underlying property valuation process
- Assessment of design and implementation of relevant key controls
- Assessment of the competence, capability and objectivity of the external valuation experts engaged by management
- For selected property valuation reports: Assessment of the applied methods, assessment of the reasonableness of the underlying assumptions and estimates (eg. rental income, discount/capitalization rate, outstanding construction/development costs, development profit) by means of comparison with market data as well as comparison whether the fair values as per property valuation reports are withing our own developed range of fair values
- For selected properties under development: Inquiry of project controlling/management with regard to the reasons for deviations between planned costs and actual costs and for the current assessment of the costs expected to be incurred until completion; investigation of the capitalized costs on these projects by inspecting project documentation and comparison of recorded costs with invoices and evaluation of the degree of completion derived from them on a sample basis
- For certain investment properties: Check of certain input data as included in the valuation reports with underlying agreements and invoices
- Assessment of the adequacy and completeness of the disclosures made in the consolidated financial statements by the management

2. Valuation of investments in companies accounted for at equity and project financing

Risk

UBM Development AG reports investments in companies accounted for at equity in the amount of EUR 112.4 mio, project financing of EUR 195.1 mio and a share of loss from companies accounted for at equity of EUR 13.1 mio in the consolidated financial statements as of December 31, 2024.

The companies accounted for at equity are mainly real estate project companies that use the funds made available by UBM to finance real estate acquisitions and project developments. The valuation of investments in companies accounted for at equity and the impairment of project financing are essentially based on the valuation of the properties held in such companies.

The valuation of properties is subject to material assumptions and estimates. The material risk for every individual property exists when determining these assumptions and estimates such as the discount/capitalization rate and rental income and in case of properties under development, the determination of outstanding construction/development costs and development profit. A minor change in these assumptions and estimates can have a material impact on the valuation of investment properties.

The respective disclosures relating to accounting policies and significant judgements, assumptions and estimates are shown in Section "4." and "5." as well as in "21. Investment in companies accounted for at equity" and "22. Project financing" in the consolidated financial statements.

Consideration in the audit
To address this risk, we have critically assessed the assumptions and estimates made by management and the external valuation experts and performed, among others, the following audit procedures with involvement of our internal property valuation experts:

- Assessment of concept and design of the underlying property valuation process
- Assessment of the competence, capability and objectivity of the external valuation experts engaged by management
- For selected property valuation reports: Assessment of the applied methods, assessment of the reasonableness of the underlying assumptions and estimates (eg. rental income, discount/capitalization rate, outstanding construction/development costs, development profit) by means of comparison with market data as well as comparison whether the fair values as per property valuation reports are withing our own developed range of fair values
- For selected properties under development: Inquiry of project controlling/management with regard to the reasons for deviations between planned costs and actual costs and for the current assessment of the costs expected to be incurred until completion; investigation of the capitalized costs on these projects by inspecting project documentation and comparison of recorded costs with invoices and evaluation of the degree of completion derived from them on a sample basis
- For certain investment properties: Check of certain input data as included in the valuation reports with underlying agreements and invoices
- For selected investments in companies accounted for at equity: audit of the at equity determination of results and roll forward of the book value, as well as the determination of net assets of the project companies and the resulting impairment or write-up of the investments accounted for at equity by comparison with the carrying amounts, as well as any additional value adjustment or reversal of such an adjustment for the balances of project financing
- Assessment of the adequacy and completeness of the disclosures made in the consolidated financial statements by the management

Other matter
The consolidated financial statements of UBM Development AG for the year ended December 31, 2023 were audited by another group auditor who expressed an unmodified opinion on those consolidated statements on April 3, 2024.

Other Information
Management is responsible for the other information. The other information comprises the information included in the annual report and financial report, but does not include the consolidated financial statements, the Group's management report and the auditor's report thereon. The annual report and the financial report, is estimated to be provided to us after the date of the auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, as soon as it is available, and, in doing so, to consider whether – based on our knowledge obtained in the audit – the other information is materially inconsistent with the consolidated financial statements or otherwise appears to be materially misstated.

Responsibilities of Management and of the Audit Committee for the Consolidated Financial Statements
Management is responsible for the preparation of the consolidated financial statements in accordance with IFRS as adopted by the EU, and the additional requirements under Section 245a Austrian Company Code UGB for them to present a true and fair view of the assets, the financial position and the financial performance of the Group and for such internal controls as management determines are necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Audit Committee is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements
Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the EU regulation and in accordance with Austrian Standards on Auditing, which require the application of ISA, always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the EU regulation and in accordance with Austrian Standards on Auditing, which require the application of ISA, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Comments on the Management Report for the Group

Pursuant to Austrian Generally Accepted Accounting Principles, the management report for the Group is to be audited as to whether it is consistent with the consolidated financial statements and as to whether the management report for the Group was prepared in accordance with the applicable legal regulations.

Management is responsible for the preparation of the management report for the Group in accordance with Austrian Generally Accepted Accounting Principles.

We conducted our audit in accordance with Austrian Standards on Auditing for the audit of the management report for the Group.

Opinion

In our opinion, the management report for the group was prepared in accordance with the valid legal requirements comprising accurate disclosures pursuant to section 243a UGB (Austrian Company Code), and is consistent with the consolidated financial statements.

Statement

Based on the findings during the audit of the consolidated financial statements and due to the thus obtained understanding concerning the Group and its circumstances no material misstatements in the management report for the Group came to our attention.

Additional information in accordance with article 10 EU regulation

We were elected as auditor by the ordinary general meeting on May 21, 2024. We were appointed by the Supervisory Board on May 21, 2024. We are auditors since the fiscal year 2024.

We confirm that the audit opinion in the Section "Report on the consolidated financial statements" is consistent with the additional report to the audit committee referred to in article 11 of the EU regulation.

We declare that no prohibited non-audit services (article 5 par. 1 of the EU regulation) were provided by us and that we remained independent of the audited company in conducting the audit.

Responsible Austrian Certified Public Accountant

The engagement partner is Stefan Uher, Certified Public Accountant

Vienna, March 31, 2025

Ernst & Young
Wirtschaftsprüfungsgesellschaft m.b.H.

Mag. Stefan Uher	**Mag. (FH) Isabelle Vollmer**
Wirtschaftsprüfer/Certified Public Accountant	Wirtschaftsprüferin / Certified Public Accountant

This report is a translation of the original report in German, which is solely valid. Publication or sharing with third parties of the consolidated financial statements together with our auditor's opinion is only allowed if the consolidated financial statements and the management report for the Group are identical with the German audited version. This audit opinion is only applicable to the German and complete consolidated financial statements with the management report for the Group. Section 281 paragraph 2 UGB (Austrian Company Code) applies to alternated versions.

Use of profits

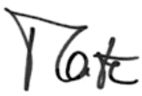
The consolidated financial statements as of 31 December 2024 do not report any net profit for 2024 available for distribution.

No dividend will therefore be paid out to shareholders for the 2024 business year.

Vienna, 31 March 2025

The Management Board

Thomas G. Winkler
CEO, Chairman



Patric Thate
CFO

Martina Maly-Gärtner
COO

Peter Schaller
CTO

Responsibility Statement

Statement by the company's legal representatives in accordance with Section 124 Para. 1 in connection with Para. 2 of the Austrian Stock Exchange Act 2018 – Consolidated Financial Statements

We hereby confirm to the best of our knowledge that these consolidated financial statements, which were prepared in accordance with the applicable accounting standards, provide a true and fair view of the financial position and financial performance of the Group as the total of all companies included in the consolidation. Furthermore, we confirm to the best of our knowledge that the management report presents the development of business, the results of operations and the position of the Group so as to provide a true and fair view of the Group's financial position and financial performance and also describes the material risks and uncertainties to which the Group is exposed.

Vienna, 31 March 2025

The Management Board

Thomas G. Winkler
CEO, Chairman

Patric Thate
CFO

Martina Maly-Gärtner
COO

Peter Schaller
CTO

Glossary

ATX	Austrian Traded Index, leading index of Vienna Stock Exchange
CEE/SEE	Central Eastern Europe/South Eastern Europe
Covid-19	Coronavirus pandemic 2019; a viral disease caused by the SARS-CoV-2 coronavirus
DAX	Leading index of the German Stock Exchange (Deutscher Aktienindex)
DBO	Defined Benefit Obligation
Dividend yield	Dividend per share in relation to the share price
Dow Jones Index	Measures the stock performance of 30 large companies listed in the U.S.
EBIT	Earnings Before Interest and Taxes
EBITDA	Earnings before Interest, Taxes, Depreciation and Amortisation
EBT	Earnings before Taxes
Equity ratio	Equity recognised as of the reporting date in relation to total assets
EURO STOXX 50	Stock index that consists of the 50 largest listed companies in the eurozone
Executive Committee	Represents UBM's management team; it includes the four members of the Management Board as well as 18 country and area heads plus selected managers
FAZ	Frankfurter Allgemeine Zeitung
Forward sale	Sale of development projects prior to completion
FVTPL	Fair value through profit or loss
GDP	Gross domestic product
IAS	International Accounting Standards
IATX	Immobilien Austrian Traded Index; real estate index that contains the most important real estate companies listed on the Vienna Stock Exchange
IFRS	International Financing Reporting Standards
IMF	International Monetary Fund
Impairment test	IAS 36 requires the regular testing of assets for indications of impairment. If an asset is impaired, its carrying amount must be reduced through the recognition of an impairment loss.
Market capitalisation	Share price multiplied by the number of shares in issue (market cap)
MSCI World	Share index which includes over 1,600 shares from 23 industrial countries
NaDiVeG	Austrian Act to Improve Sustainability and Diversity (Nachhaltigkeits- und Diversitätsgesetz)
Net debt	Non-current and current financial liabilities, excl. lease liabilities, minus cash and cash equivalents
ÖCGK	Austrian Code of Corporate Governance
P/E ratio	Price-earnings ratio, the share price in relation to earnings per share
PoC method	Under the percentage of completion method, profit is realised over time based on the stage of completion
Prime Market	Market segment of the Vienna Stock Exchange with the highest standards for reporting and transparency
QBC	Quartier Belvedere Central; urban development project with offices, apartments, hotels and gastronomy near Vienna's main railway station
S&P 500	Stock market index that measures the performance of approximately 500 U.S. companies
Total Output	Includes the revenue from fully consolidated companies, the proportional share of revenue from companies consolidated at equity, and the revenue from property sales in the form of share or asset deals

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Imprint

Media Proprietor and Publisher:
UBM Development AG
Laaer-Berg-Straße 43,
1100 Vienna, Austria
Tel: +43 (0) 50 1873 100
www.ubm-development.com

Concept, Design and Editing:
UBM Development AG

Image Section:
Creative Direction: Christine Eisl
Photography: Philipp Horak, Sven Hasselbach, HH Vision, Squarebytes
Translation: Donna Schiller-Margolis
Proofreading: Rosemary Bridger-Lippe
Production: Michael Schmid

Financial Section:
Mensalia GmbH
Penzinger Straße 53/8
1140 Vienna, Austria
Created with ns.publish, a product of Multimedia Solutions AG, Zurich

Print:
Gerin Druck GmbH
Gerinstraße 1–3,
2120 Wolkersdorf, Austria

This annual report has been printed on
Pergraphica High White Rough paper.
This paper is FSC® certified.

Disclaimer

This annual report includes forward-looking statements which are based on current assumptions and estimates made to the best of their knowledge by the management of UBM Development AG. These forward-looking statements can be identified by words like “expectation”, “goal” or similar terms and expressions. Forward-looking statements on future business performance, by definition, include risks and uncertainties. The forecasts concerning the future development of the company represent estimates which are based on the information available to UBM Development AG at the time the annual report was prepared. If the assumptions underlying these forecasts do not materialise or if unexpected risks occur at an amount not quantified or quantifiable, the actual future (business) development and actual future results can differ from these estimates, assumptions and forecasts.

Significant factors for these types of deviations can include, for example, changes in the general economic environment or the political, legal and regulatory framework in Austria, the EU and other relevant economic areas as well as changes in the real estate sector. UBM Development AG will not guarantee or assume any liability for the agreement of future (business) development and future results with the estimates and assumptions made in this annual report. UBM Development AG will not update these foward-looking statements to reflect actual events or changes in assumptions and expectations.

The annual report as of 31 December 2024 was prepared with the greatest possible care to ensure the accuracy and completeness of the information in all sections. The amounts were rounded based on the compensated summation method. However, rounding, typesetting and printing errors cannot be excluded.

This annual report is published in English and German and is available in both languages on the website of UBM Development AG. In the event of a discrepancy or deviation, the German language version takes precedence.

PRINTED IN AUSTRIA
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Druckprodukt
ClimatePartner.com/11582-2304-1007

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