



MG RE Invest S.A.

ANNUAL REPORT, 2021



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Letter of the chairman

Dear Stakeholders,

It is with pride and great pleasure that I share the milestones and results our company has achieved during the year 2021. A year marked by unprecedented and unpredictable shocks in the global economy. The covid pandemic took the world by surprise and brought international trade to a grinding halt, while the obstruction of the Suez Canal impacted supply chains dramatically.

Every industry felt the shockwaves of these unfortunate events, making 2021 a challenging year. There was a need for versatile and creative solutions on all fronts. Especially challenging for the retail and logistics industries.

MG took these challenges head on and turned them into opportunities, thanks to a solid business strategy, robust corporate governance, and a responsible financing culture. The same drivers behind the holistic development of our customers, employees, and the communities in which we operate. MG was able to maintain a steady and successful growth path, supported by the results in this annual report.

The partnerships we forge underline our efforts and inspire us to further enhance the effectiveness of our operations. I am delighted to announce that MG has entered a strategic partnership with CBRE Investment Management, enabling us to shape and bolster long-term relationships with our tenants, and consolidate future growth.

The further expansion of the Scandinavian logistics projects and the exploration of our neighbouring country's markets are other promising strategic initiatives MG is initiating. This European mindset, with a focus on adapting to rapidly evolving market conditions, such as today's, help MG enable multidisciplinary business profiles.

2021 was also the year in which our Eutraco building – Belgium's first energy and carbon neutral distribution centre – won "Logistics Building of the Year". An award which shows we are on the right path with our corporate responsibility policy; a vital part of our business model which defines the way we relate to the society we are active in.

In the meantime, we are ardently focused on future-proofing our business model, determining the parameters for our future success.

Fostering our culture of growth and innovation will remain a leading factor in consolidating the competitive position of MG Group. Employees from six different nationalities endorse this culture of proactiveness and commitment with a can-do spirit in a "work hard, play hard" environment. Their ideas and creativity push forward the dynamic development of MG group. I owe each one of them my sincere gratitude.

Our employees feel right at home in the distinctive MG family mindset. Our vision and philosophy are key drivers behind our competitive willpower to produce results for our stakeholders and ourselves. Recently, we welcomed over 1,000 guests to our 21st anniversary celebration. For me, this is a telling sign of how MG is recognized as a stable, reliable, and confident partner for our stakeholders and network.

Even though there are many challenges ahead, we face them as opportunities wrapped in great optimism. Together, the MG team has established solid foundations which will allow us all to prosper. By strengthening our business area and further developing our initiatives in sustainable building and ESG, we ensure that the road ahead is a bright one.

Since the very beginning, I have always defended a management policy based on opportunity-seeking, sharp analysis, and swift decision-making. I am pleased to inform you that this policy has borne many beautiful fruits. Maintaining financial discipline and wielding intelligent investment strategies have been the guiding principles behind our excellent performance. Today, more than ever, they must continue to lead the way.

I would like to conclude by expressing my sincere thanks for your support and contribution to our business project. It will remain an exciting story to write together, one which is worthy of all our energy, passion, and dedication.

Ignace De Paepe
President of MG Real Estate





The distinctive MG DNA

A story of ambition, vision, and a drive to shape the future

A strong corporate philosophy with an all-encompassing vision on how to do business in a rapidly evolving world are the drivers behind MG's success. We value the personal and interpersonal aspect of doing business, based on trust, congruity, and consistency.

We have written our distinctive story by walking the walk together with all our partners and stakeholders. Our story is defined by a clear vision, an outspoken ambition, and a belief in the power of collaboration, with family as the cornerstone of our company.

VISION

MG Real Estate cherishes long-term entrepreneurship built on a clear-cut and solid vision. Our focus is solving today's problems without creating tomorrow's problems in the process. Therefore, we keep future challenges in mind at every turn, addressing the long-term while managing our day-to-day operations.

When we come together with the shared ambition of creating unique projects, there is nothing that can hold us back.

AMBITION

It is one thing to dream and dare. It is another to effectively make plans, execute them, and bring them to fruition.

MG Real Estate does both, daring to dream and strategizing to fulfil those dreams. For us, ambition is the foundation of how we do business. We make decisions in the moment, trusting we will achieve greatness. We set a high bar, determine ambitious goals, and we reach them. We dare to challenge the status quo, even if it is our own. And we invite people to travel the road together. That is what ambitious entrepreneurship is all about.

COLLABORATION

MG Real Estate collaborates intensively, authentically, and sincerely with all stakeholders. We transcend the potential of the individual, and work together to accomplish an impact which is unachievable alone. We value the process, but even more the people that propel the process forward. We believe in doing business honestly and straight-forward. Focused on tackling problems together and creating like-mindedness. Our word is our bond, our handshake is as good as any contract.

FAMILY AS A CORNERSTONE

Family is about unconditional trust and cooperation. Overcoming differences and disagreements, respecting each one's individuality and vision, while creating solutions that shape the future. Projects improve and excel through interpersonal exchange and shared ambition.

MG Real Estate is passionate about creating sustainable projects and unique buildings. They are all constructed on a family-like foundation. Together, we make great things happen. Together, we make it great and green.



Key Figures of our company's 2021 results

+20
YEARS OF EXPERIENCE

76
PROJECTS REALISED

+ 1,2 million
square metre of projects developed

€64,3 million
EBITDA in 2021

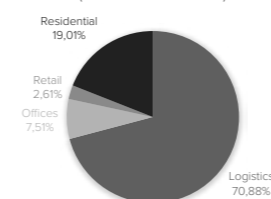
62
FTEs

€166,8 million
IN SALES (2021)

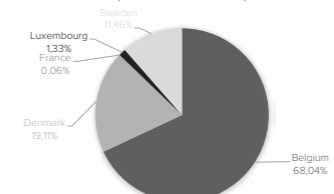
90%
of properties let before start of construction

90%
of properties sold before building delivery

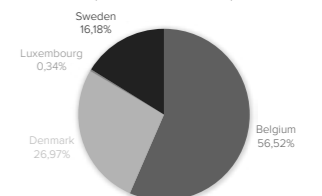
DEVELOPMENT PIPELINE BY ASSET
CLASS
(ESTIMATED GLA)



DEVELOPMENT PIPELINE BY COUNTRY
(ESTIMATED GLA)



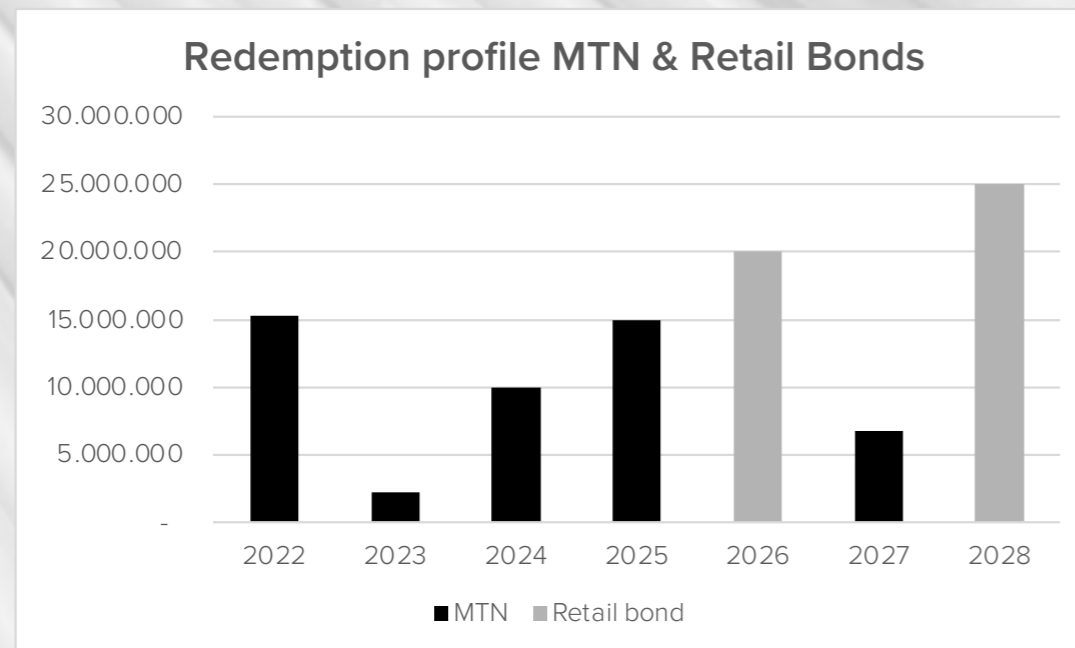
DEVELOPMENT PIPELINE LOGISTICS BY
COUNTRY
(ESTIMATED GLA)



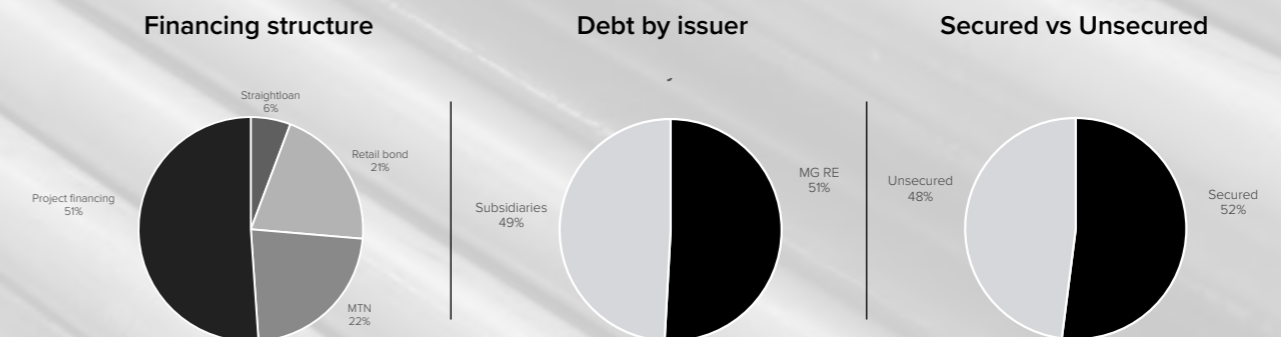


Strong liquidity profile

Long-dated and well spread corporate debt maturity profile



A diversified and balanced financing



Banking pool finances the Group through bilateral loans since >20 years. Available bank loan facilities in 2021 are well spread over the four banks
Corporate debt is located at the holding level (€114m) and is unsecured



History of growth

2001

2003

2006

First offices
development in
Belgium for
**WOLTERS
KLUWER,**
Mechelen



100,000 sqm
developed

First Warehouse
development in
Belgium for
MG PARC, Inbev
De Pinte

2014

2015

2016

2017

500,000 sqm
developed



Launch
Medium Term Notes
(MTN)

Expansion to
The Netherlands
MG Logistics
Roosendaal
Yusen,
Borchwerf

Expansion to
Denmark
MG Airport I
FedEx,
Copenhagen

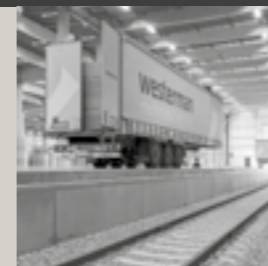
2018

2019

2020

2021

Expansion to Luxembourg
MG Lux One
Goodyear,
Dudelange



1,000,000 sqm
developed

Expansion to Italy and France

First Retail Bond

Expansion to
Sweden
MG Park Malmö
Westerman,
Hamnen



Creating Impact

Core markets and way of working

MG Real Estate focuses on the Belgian, Dutch, and Luxembourgian markets, while extending its reach towards the Nordics (Denmark and Sweden) as secondary markets. Our company's management is currently exploring further geographical diversification.

It is our mission to forge long-lasting client relationships, placing clients in the driver's seat aiming for the highest level of customer satisfaction. Our in-house development and construction teams

are continuously committed to customizing projects according to clients' specific requirements. Drafting an approach which respects determined budgets and ensures timely completion are key. To achieve these goals, MG Real Estate cherishes a reliable collaboration with established partners.

MG Real Estate balances distinctive architectural designs with the highest standards in building technology and sustainability. Taking appropriate action in every situation, minimizing delays at every turn, is our corporate style.

“MG Real Estate combines strong architectural designs with high standards in technology and sustainability, with the utmost respect for the cultural-historical context and established rules and standards of the regions in which we operate.”

■ Core Markets
▨ Exploring expansion

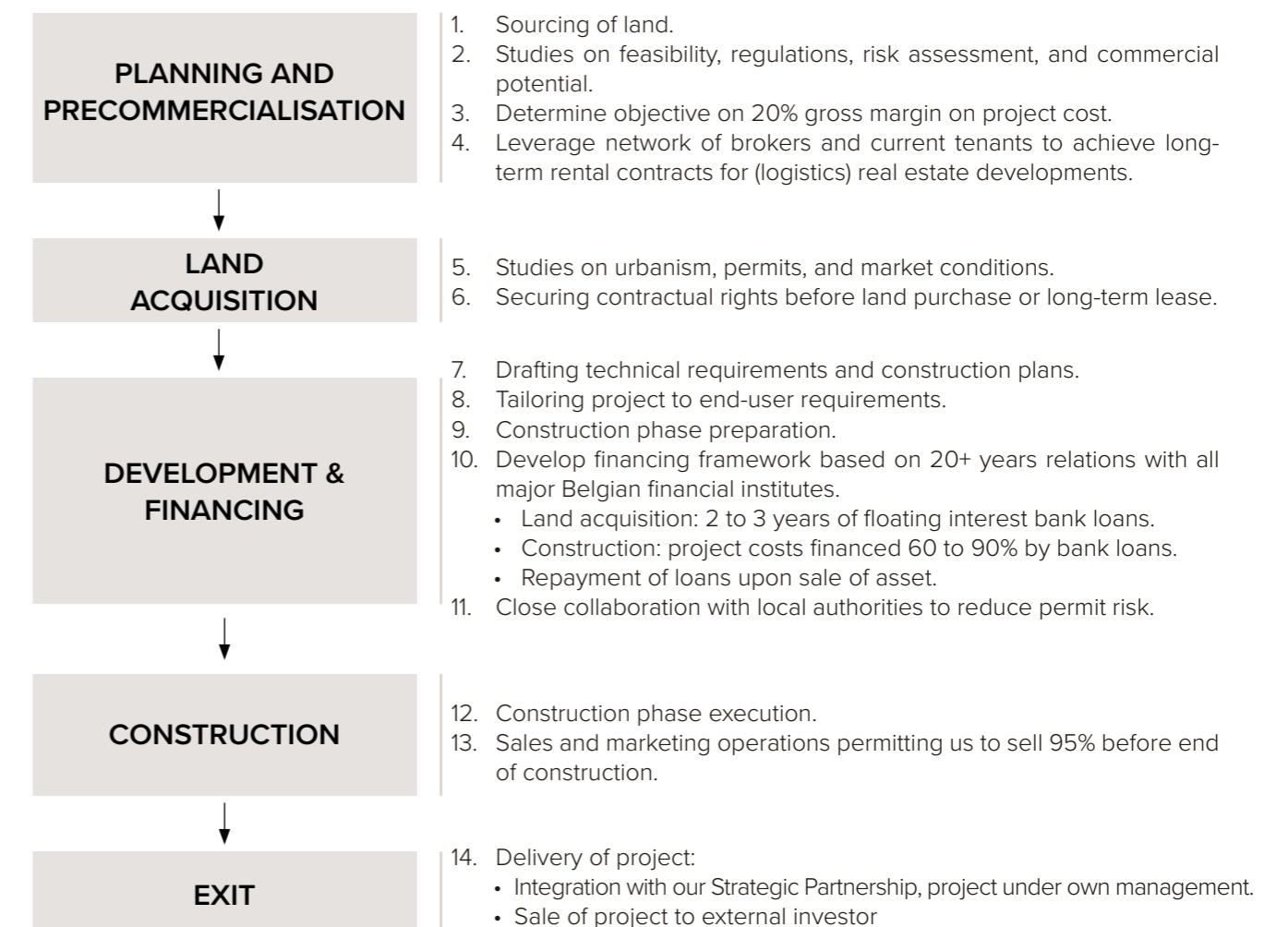




Project Life Cycle

A tested road map towards company and client succes

Each project follows a tried-and-tested road map, leading the way towards satisfactory results, from the first conceptualization straight to project delivery. This well-proven approach guarantees a smooth project lifecycle with the highest possible success rate.





Our new strategic Partnership with CBRE Investment

Forging an alliance to shape the future

MG Group has entered a strategic joint venture agreement with minority interest with CBRE Investment Management. The seed portfolio comprises of five logistics assets: three have been transferred in December 2021 (containing 62,000 sqm), another two will be transferred early 2022.

The final portfolio will grow to contain ten grade A, high-quality warehouses with a total of 350,000 sqm, boasting locations across Europe. This partnership enables us to keep tenancy management and client relations in-house, providing clients with the long-term, up close, and personal follow-up they deserve.

By joining forces with CBRE Investment Management, MG Group diversifies its income and creates an additional layer of stable cashflow, while improving our development strategies by monitoring the entire management lifecycle. A win-win for the future, which benefits all stakeholders involved and strengthens our development strategies both today and in the long run.

About CBRE Investment Management

CBRE Investment Management is a leading global real estate assets investment management firm. With operations in over 20 countries and with more than 30 offices worldwide, the firm boasts 133,1 billion dollars in assets under its management as of September 30th, 2021.

Through its investor-operator culture, CBRE Investment Management allows its clients, people, and communities thrive by delivering sustainable investment solutions across real estate asset categories, geographies, risk profiles, and execution formats.

SEED PORTFOLIO

5
assets

€97,9m

GAV of assets sold
in 2021

RELIABLE PARTNER



CBRE Investment Management

FUTURE PORTFOLIO

5
assets

€500m

Expected gross asset value
by the end of 2023

€2,4m

Annual returning income by 2023 at full
investment for the Group





Added Value Creation

A continuous commitment to our stakeholders

We foster good relations between all various stakeholders by stimulating a culture of transparent communication, swift decision making, and conducting business properly and fairly. We are dedicated to creating added value for all partners involved in our operations.

To that end, we have determined multiple pledges towards our clients, the MG family, our suppliers, the communities we serve, and the governments with which we collaborate closely. These pledges guide us and manifest themselves in our daily operations.

To our Clients

We present to our clients a portfolio packed with premium locations, and deliver sustainable, eye-catching buildings that form a stimulating environment for employees and visitors alike. On top of that, we promise:

- Swift decision making and speedy construction works without compromising on quality.
- Evolving expertise, reliability, and competence throughout our partnership.
- A long-term collaboration with clear expectations and agreements.
- Continuous innovation on sustainability and durability.
- A dedicated team of highly skilled, easily approachable professionals, consisting of commercial managers, project managers, legal counsels, property managers.
- Smooth and flexible project management tailored to clients' demands.

To our MG Family

By attracting and retaining the right talents, we comprise a highly skilled workforce which fully supports our company goals and mission. They are the manifestation of our vision and deserve the best framework to grow and prosper. To them, we promise:

- A stimulating work environment which supports wellbeing, motivation, and creativity.
- Clear weekly communication with all staff members.
- Annual corporate engagement activities.
- An open work culture with ample opportunities for initiative and innovation.
- A health- and safety-first approach in times of pandemic (and beyond).

- A passion for digital innovation and a digital-first work floor.
- An attractive salary package honouring their commitment and expertise.
- A warm welcome and a tailored training program upon onboarding through our MG Academy.

To our Suppliers

We treat our suppliers with the utmost respect and acknowledge their role in the success story of our company. Therefore, we promise them:

- A long-term partnership based on mutual respect, regardless of if it is a collaboration with architects, contractors, or advisors.
- An honest, reliable way of collaborating based on the upholding of clear and fair agreements.

To Communities & Governments

Our projects aim to improve the communities in which we operate and add value to their surroundings in every thinkable way. We are dedicated to guaranteeing government bodies and local communities:

- Regular community meetings in close collaboration with authorities.
- Ongoing negotiations with local governments and municipalities to develop a proactive approach in improving and developing even the most complicated sites.
- Giving back through real estate developments by improving economic growth and providing job creation.
- A minimal negative impact of construction activities on the environment and surroundings.



Privileged relationships as a strategic advantage in project success

LANDOWNER AND LOCAL AUTHORITIES

MG maintains a strong network of brokers and individuals in view of future ground acquisitions.
Excellent internal knowledge of permit procedures ensures strong relationship with local authorities

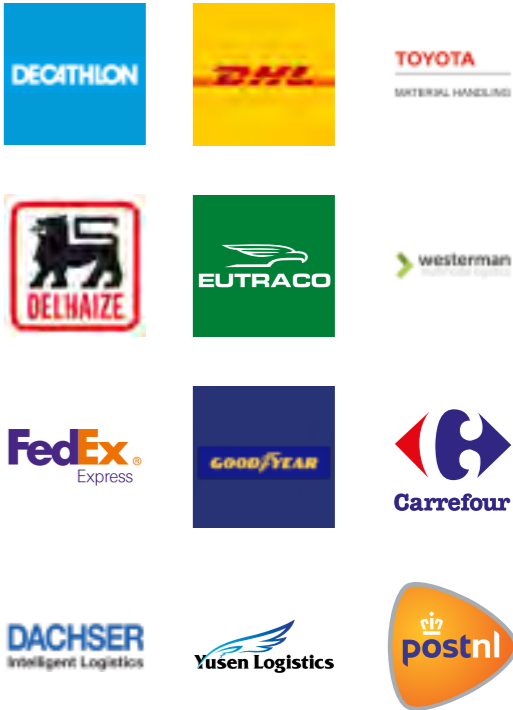


Contractors

Investors

Banks

Tenants



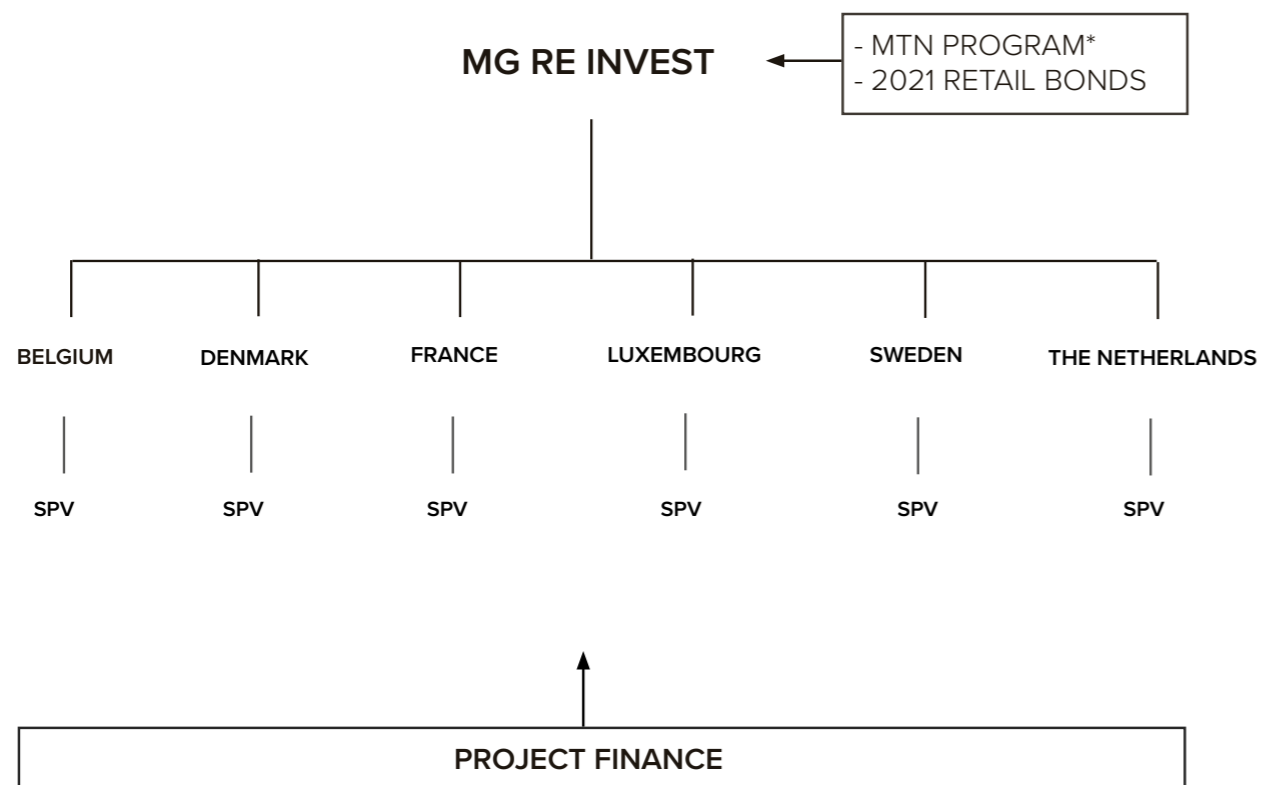


Management of Financial resources

- . Simplified Group Structure
- . Strong commitments in terms of financial policy
- . Robust credit metrics



Simplified Group Structure



*wholesale and unlisted

MG RE Invest SA is headquartered in Luxembourg and will be the Issuer of the retail bonds. Each project is structured in SPVs which are located in the country of activity. Structuring projects in separate SPVs allows for enhanced and tailormade risk management in each fase of project development for every individual project.





Strong commitments in terms of financial policy

Indebtedness

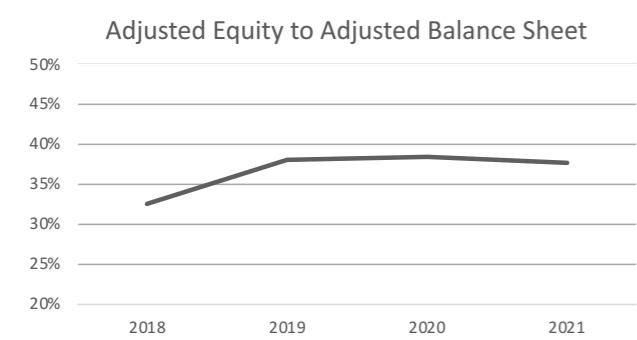
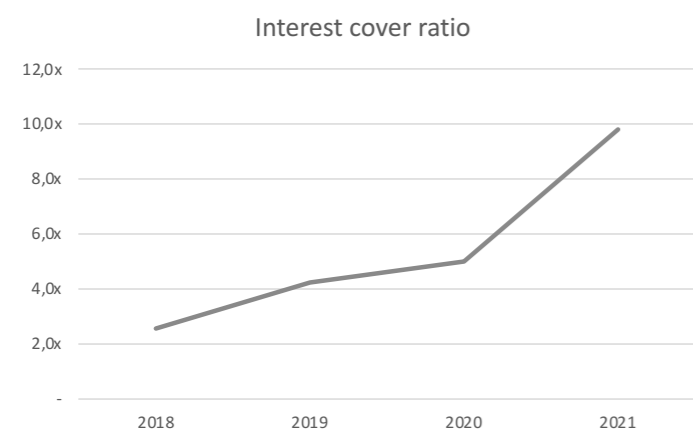
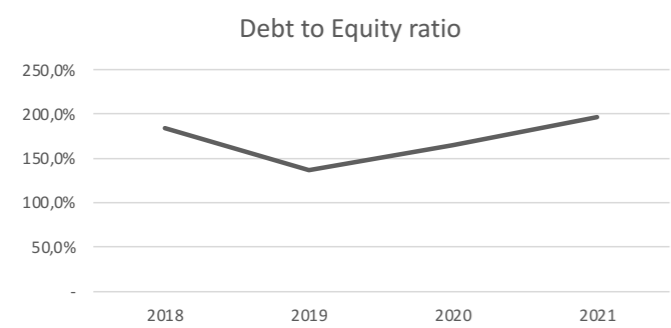
- The Group aims to maintain a minimum cash position of €20m at all times
- Project financing secured up-front while expanding and diversifying its funding sources at holdco level
- The Group cautiously monitors its debt redemption profile
- Repayment risk is spread over the years and there is no maturity wall
- The Group has an objective of a 35% to 40% Adjusted Equity/ Adjusted Total Assets ratio

M&A

- The Group grew and grows organically and does not intend to change its development profile.
- In that respect no M&A transactions planned in the foreseeable future



Robust credit metrics





Make it Green

Sustainability
as the keystone
for our operations

Make it Green



A roadmap from concept to action

It's MG Real Estate's ambition to drive innovation.

Our company is committed to take the lead in sustainability and responsible entrepreneurship. Creativity, innovation, and sustainability need to be the key drivers behind our business.

Therefore, MG Real Estate remains steadfast in shaping an improved, healthier, and greener future by:

- Standardising green certifications for our buildings (BREEAM, WELL, ...).
- Providing guidance on building use to maximize environmental responsibility, energy-efficiency, and sustainability.
- Creating workplaces balancing productivity with employee health and wellbeing.
- Integrating multimodal transportation opportunities into land acquisitions and project development strategies, boosting sustainable mobility solutions for the logistics industry.
- Building future-proof projects with minimal impact on the environment, like our first fully carbon-neutral building in MG Park De Hulst (Willebroek, BE).

Take a look at our past and current projects to see the effects of these efforts. More information provided further in this document.

We will not stop there. Since the scale of innovation is wide, we aim to develop a methodology addressing social and economic changes and reflect on the results. That is what Make It Green – MG's vision on sustainability – is all about: combining creation, vision, and analytics.

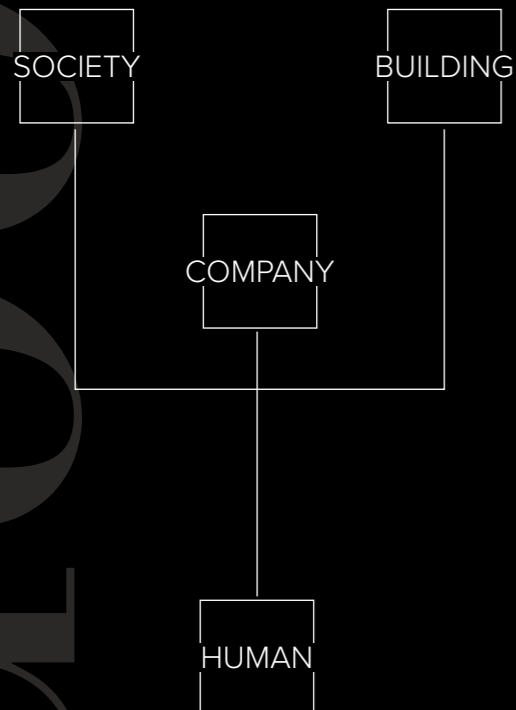
Our experts are currently drafting a detailed, measurable, and concrete action plan. Our strategy will be communicated once it's fully achievable and quantifiable, our stakeholders being updated on the progress and time of publication. As our stakeholders know: our word is our bond.





What we measure and aim for

Sustainable construction requires evaluating our impact on people, society, and the environment. We draft targets and ambitions for each of these four pillars:



SOCIETY AND ECONOMY – MG keeps an ardent focus on a balanced integration of our projects into the environment, industry improvement through smart choice of location and technological solutions, and job creation.

PROJECTS – We conceptualise our buildings with great care and consideration. Each one is the result of a lengthy process of design, negotiation, improvement, and innovation. Sustainability is key at every turn.

COMPANY – A solid company is at the heart of our “Make It Green” ambition. Creating and maintaining a healthy company based on trust, security, and reliability is vital for our future green ambition.

PEOPLE – We wield the impact of the previous steps and influence people’s wellbeing, health, and happiness. Done right, considering each of our steps along the way, we become a force of good in the daily lives of our employees, clients, stakeholders, and broader communities.





Green Financing Framework

Driving the world to a better future

To achieve real impact, our sustainable objectives require a financial backbone. By launching our MG Real Estate Green Financing Framework in 2021, we commit to investing all green-labelled financing into sustainable projects.

All future projects will need to comply, at a minimum, with the “Very Good” requirements of the Building Research Establishment Environmental Assessment Method (BREEAM). Residential projects will need to achieve an Energy Performance Certificate (EPC) of at least an A-score.

Our MG Real Estate Green Financing Framework is aligned with the Green Bond Principles (GBP) and Green Loan Principles (GLP) guidelines. For more information, please consult the investors page on the MG website.





Project Stories

Mapping the full
impact of our projects

- MG Park De Hulst - Eutraco
- MG Edge - DHL Pharma
- MG Park Malmö - Westerman



MG Park De Hulst – Eutraco

Belgium's very first energy and carbon neutral logistics center

Logistics Building of The Year 2021

Eutraco's new state-of-the-art warehouse was custom built by the MG Real Estate team and is officially the first ever fully energy and carbon neutral logistics centre in the country.

This distribution centre is located on the 500,000 sqm MG Park De Hulst, along the Willebroek Canal - the largest sustainable logistics site in Belgium.

Leading the way towards a low-carbon future

This project represents MG Real Estate's leadership in the development of eco-friendly warehousing, highlighting our contribution to a greener environment for future generations. We continue to reduce our carbon footprint and are steady on track to achieving a low-carbon future.

The technical backbone of this technological and sustainable gem are four giant heat pumps installed to capture solar heat from the air. Heating is the direct product of this energy which feeds into the warehouse's heating circuit.

An impressive solar plant

2,448 solar panels are present on the roof, generating renewable energy on-site. We are adding massive value while emphasizing our dedication to relevant carbon reductions.

The solar power plant produces 1,170 MWh of electricity each year – energy consumption equivalent to 355 households. The PV installation avoids the emission of 10,060 tons of CO₂ throughout its 20-year lifespan.

Doing more to do better

Eutraco and MG Real Estate have joined forces to mitigate climate impact through certified climate projects. Together, we support Gold Standard certified climate projects matching the distribution centre's carbon footprint.









MG Edge – DHL Pharma Logistics Building of The Year 2022

This impressive, 28,000 sqm large carbon neutral campus is located in Beersel. It has integrated offices, 100% green energy consumption, power-saving LED lighting with motion sensors, heat recovery systems, and an energy consumption reduction management system ensuring a sustainable and durable environment. Apart from that, it boasts separate car and bike parking with charging docks for electrical vehicles.

The campus is BREEAM Very Good certified and equipped with outstanding automation technology, serving over 40 different Life Science, Health, and Pharma customers – and is still expanding.









MG Park Malmö – Westerman Logistics Establishment of the Year nominee (Dagens Logistik Magazine)

Westerman's Logistics facility in MG Park Malmö caught the eye of the specialized publication Dagens Logistik Magazine due to its unique architectural design. Early 2021, logistics player Westerman Multimodal Logistics moved into the signature building – an 18,000 sqm rail-bound terminal in the Port of Malmö. It is the first of two logistics buildings on the development site.







Market Outlook

Our MG Real Estate analysts continuously keep their fingers on the pulse of the market, to identify new opportunities, scrutinize latest trends, and assess future evolutions. Following is their breakdown of current developments in what we see as MG's playground: the European and global logistics markets.

Key market takeaways from our analysts:

1. The European logistics market has become increasingly attractive.
2. We are currently operating in a developer's market.
3. Investors' appetite for MG's logistics projects has noticeably increased.



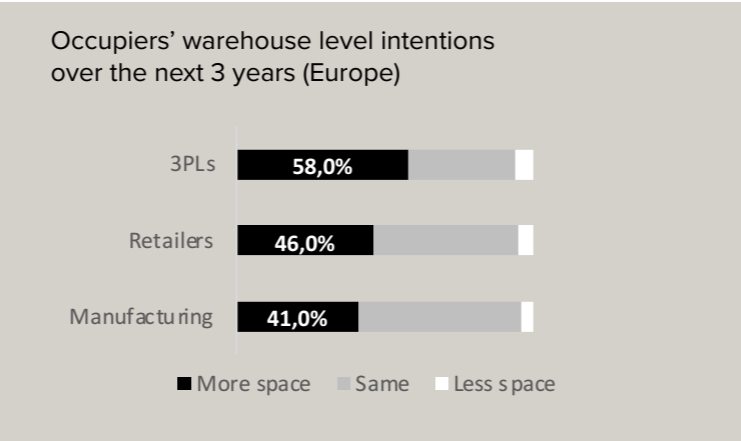
Increased attractiveness of the European logistics market

The covid-19 lockdowns resulted in a surge of online sales, with a direct impact on the logistics industry and the demand for flexible, future-proof warehousing solutions. With this type of real estate being scarce in the EU – and especially in Belgium and the Netherlands – developers exhibited more pricing power.

2021 stated multiple interruptions in terms of supply chain, with covid-19 and the blockage of the Suez Canal being the most prominent, leading to shipping delays and increased container costs and fuel prices.

Companies again consider a more robust inventory management. This is especially the case in Europe, where manufacturing was outsourced to other continents and a just-in-time logistics chain was adopted. We are expecting a surge in inventory levels, with warehouse occupiers seeking to re-shore their supply chains post covid to mitigate risks.

According to Savills research, around 95% of occupiers expect to maintain or expand their current level of warehousing space. The intention of re-shortening supply chains will be the most significant change in the logistics sector as a result of the pandemic.



68%

Of respondents in a survey by Savills have indicated that the most common change as a result of the pandemic will be occupiers seeking to re-shore their supply chains

(1) Belgium, Netherlands, UK, France, UK, Germany, Luxembourg
Sources: 2021 Europe E-Commerce report; Savills



The European logistics market favors developers

The surge in online sales during the covid-19 lockdowns accelerated demand for warehousing space to fulfil online orders. Even though physical retail has reopened throughout Europe, online diffusion levels are not expected to decrease to pre-pandemic levels.

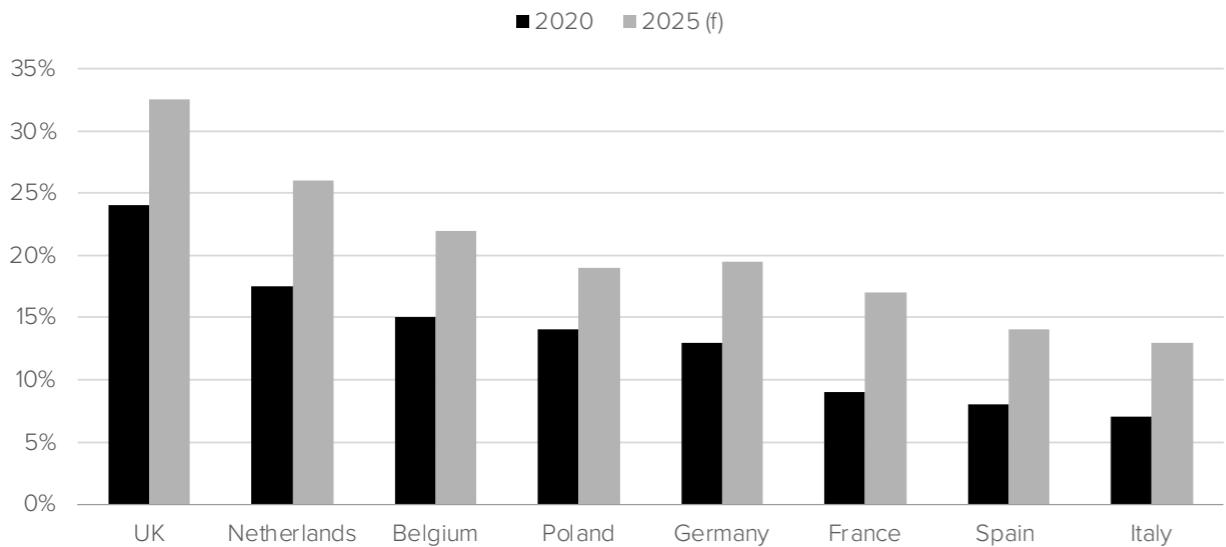
The maturing online markets demand faster deliveries, enhanced service levels, and increased access to urban logistics sites. In areas where the online market has not matured as much, this trend follows at a slower pace, combined with an ongoing creation of broader supply networks.

We are currently active in a developer's market due to:

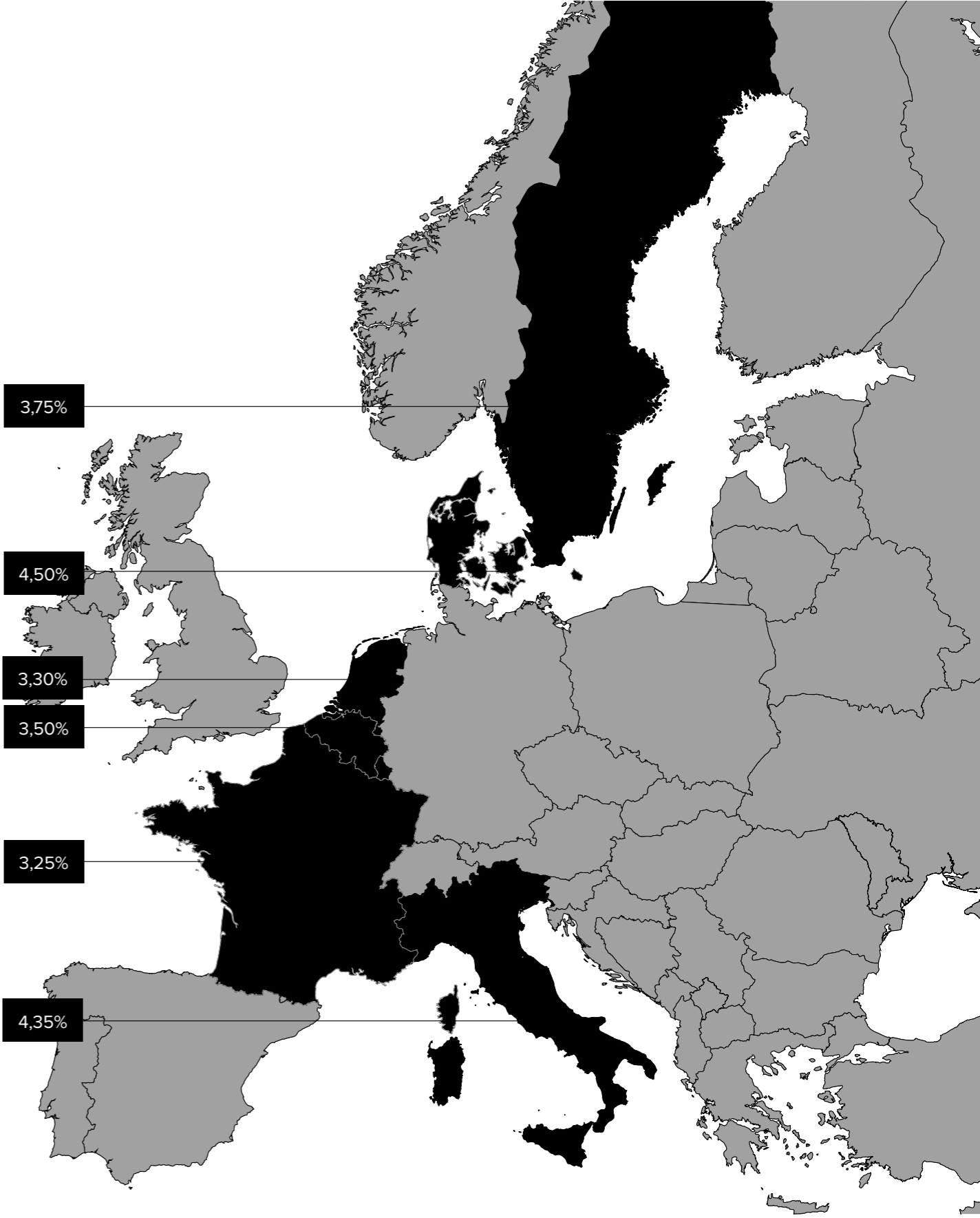
- High-end, modern logistics real estate scarce in the EU, especially in Belgium and the Netherlands.
- Local authorities hesitant to grant permits.
- EU logistic market yields are compressing.

This favors developers who successfully deliver projects and secure land over other market participants. It increases the pricing power of the developer who can provide quality supply in a marketplace with high demand.

E-commerce penetration and forecast



Source: CBRE: European Big Box Logistics Report (2021); European Logistics Property Report (BNP Paribas Real Estate) (2021); Allianz Real Estate December 2021



Logistics prime yields



Investor appetite for MG projects is increasing

As a developer in the developer's market, there are many opportunities. Combined with MG Real Estate's responsible financial resource management, there is a noticeable increase in investors' appetite for MG's projects in Belgium, the Netherlands, Luxembourg, and the Scandinavian markets.

MG Real Estate merges a strong liquidity profile with a long-dated, well-spread corporate debt maturity profile. By wielding our simplified group structure and forging strategic partnerships, our Board of Directors and Management Committee continuously strategize for the future, leading to robust credit metrics and a diversified, balanced financing strategy.

This responsible investment and financial approach, combined with the favorable market metrics and outlook, invokes trust in the investment community which is increasingly engaged in MG's plans, projects, and future.





Current Developments

A promising future for MG and our clients

A fascinating logistics real estate portfolio is still in the pipeline. MG Real Estate is developing a multitude of projects as we speak, focusing firmly on the Belgian market and the Scandinavian market. Let us have a closer look at what to expect in terms of construction, location, and user benefits.

- . MG Park Forty - Ternat
- . MG NEW Docks - Kluizendok
- . MG Park GDC - Greve
- . MG Park Fredericia
- . MG Park Malmö
- . MG Square - Ghent
- . MG Park Verne - Kockelscheuer
- . Maple Garden - Ghent
- . Emerald Garden - Brussels

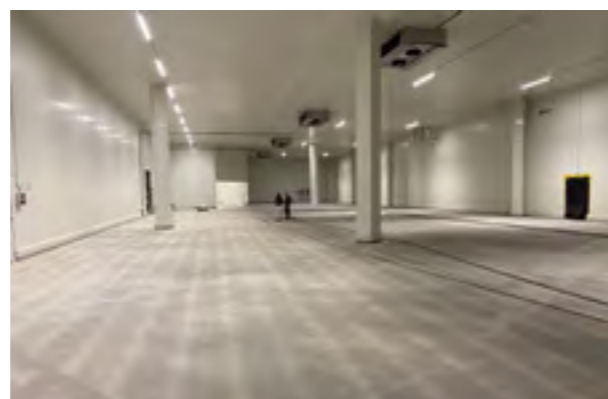


MG Park Forty

BELGIUM
Ternat

Former home of ink company Sun Chemical, the entire site was decontaminated to prepare for MG Real Estate's latest project: a production hall for Pâtissier Éclair, a subsidiary of retailer Carrefour Group.

On completion, the warehouse will consist of 18,000 sqm in total, comprised of production and distribution facilities, with additional office space. Éclair will move into the complex in 2022, benefitting from its strategic location along the E40 highway.





MG NEW Docks

BELGIUM
Kluizendok

MG NEW Docks is set to become an extremely sustainable, one-of-a-kind logistics center with a semi-industrial feel. Its strategic location on the North Sea Port of Ghent facilitates the multimodal shift the modern supply chain so often needs. With swift connections to road and waterway, MG NEW Docks is looking at a successful logistical future.





MG Park GDC

DENMARK
Greve

MG Park GDC has a promising future ahead as the new logistics and ecommerce hub for bustling Copenhagen. MG Park GDC is home already to Interdan and Hobbii, who are surrounded by major players like H&M, DHL, Prime Cargo, and Blue Water Shipping. This location, and building, holds all the trump cards when it comes to sustainability and future-proof business operations.

The location, right off the motorway, with its swift connection to Denmark and Netherlands' Zeeland province and its modern amenities, are completed by our flexible logistics solutions with ample opportunities for expansion. Buildings range from 6,000 to 100,000 sqm on project site surface of 230,000 sqm.





MG Park Fredericia

DENMARK
Fredericia

Just a stone's throw away from the Port of Frederica and right off the motorway, we find MG Park Fredericia, the brand-new logistics hotspot for Denmark. Nearby lies Taulov, one of the main corridors where logistics and manufacturing companies come to prosper. DSV, PP-Jensen, Tibnor, Postnord, DHL, Danske Fragtmaend A/S, Blue Water, DS Smit, Arla, and Aga all have a logistical foothold in the area.

The area is identified as a European Transport Hub by the EU – and it shows. The combination of road, rail, and waterway transport opportunities offer multimodal benefits for any modern company. Fredericia Shipping now has its own container and railway terminal, set for the future.





MG Park Malmö

SWEDEN

Malmö

Located at Malmö Industrial Park, MG Park Malmö is right on the corridor towards Scandinavia, Northern Europe, Eastern Europe, and Russia – a triple A location for ambitious companies. Renowned businesses such as Bring, Postnord, Toyota Logistics Services, DHL, Green Cargo, and Dachser already seized the opportunity and have a base of operations in the area.

Malmö's "New Harbour" and "Middle Harbour" are in full redevelopment, upgrading its infrastructure to optimize the flow of goods and transport lines between various port terminals – an upgrade which MG Park Malmö benefits to the full. Handling by ship, truck, and train will become noticeably easier thanks to the construction of multiple new roads and bridges.





MG Square

BELGIUM
Ghent

Sustainability and a distinctive design with high-end finishes is what characterizes this MG Square development in the city of Ghent. The 100% CO₂ neutral office building boasts heat pumps for climate control, rainwater recovery for sanitary facilities, and a garden maintained with water infiltration and capture via green roofs.

Immotica and smart technology allow building users to limit their energy consumption to the absolute minimum. The beautiful roof garden and roof terrace, combined with the green roof, give this development an all-natural feel, while the high windowpanes ensure an abundance of natural indoor light. Office users can marvel at breathtaking views from every location.





MG Park Verne

LUXEMBOURG Verne

In beautiful Kockelscheuer, at the heart of Luxembourg's green Poudrerie, rises Parc Luxite. This brand-new economic site for research, innovation, technology, production, and trade will be home to MG Park Verne. The location is simply ideal, right off the Cloche d'Or in the center of the Grand Duchy. The site boasts 4,200 sqm of divisible office space, with an additional 3,000 sqm of SME units.

The new units at MG Park Verne will be fit for a wide range of businesses. The project combines bright and spacious office space with a green roof and terrace, storage space, workshops, and small production areas.





Maple Garden

BELGIUM
Ghent

Maple Garden brings lush green calm into the bustling heart of the city. This residential development on the De Pintelaan in Ghent merges eye catching architecture with soothing natural elements, combining the best of both worlds. The city center is just a 15-minute bike ride away with public transport connections right at the doorstep, while crucial highways like the E40 and E17 just a stone's throw away.

After an exciting day in the city or a busy day at work, residents can return to their oasis of greenery and calm for a relaxing re-charge of their batteries.







Emerald Garden

BELGIUM Uccle

Uccle is not only one of the largest municipalities in the Brussels Capital Region, it is also one of the greenest. Its historic villa districts and charming village streets are a delight to explore. It is this tradition that laid the foundation for Emerald Garden's architectural design: a compelling eye-catcher which integrates the surrounding abundance of lavish greenery.

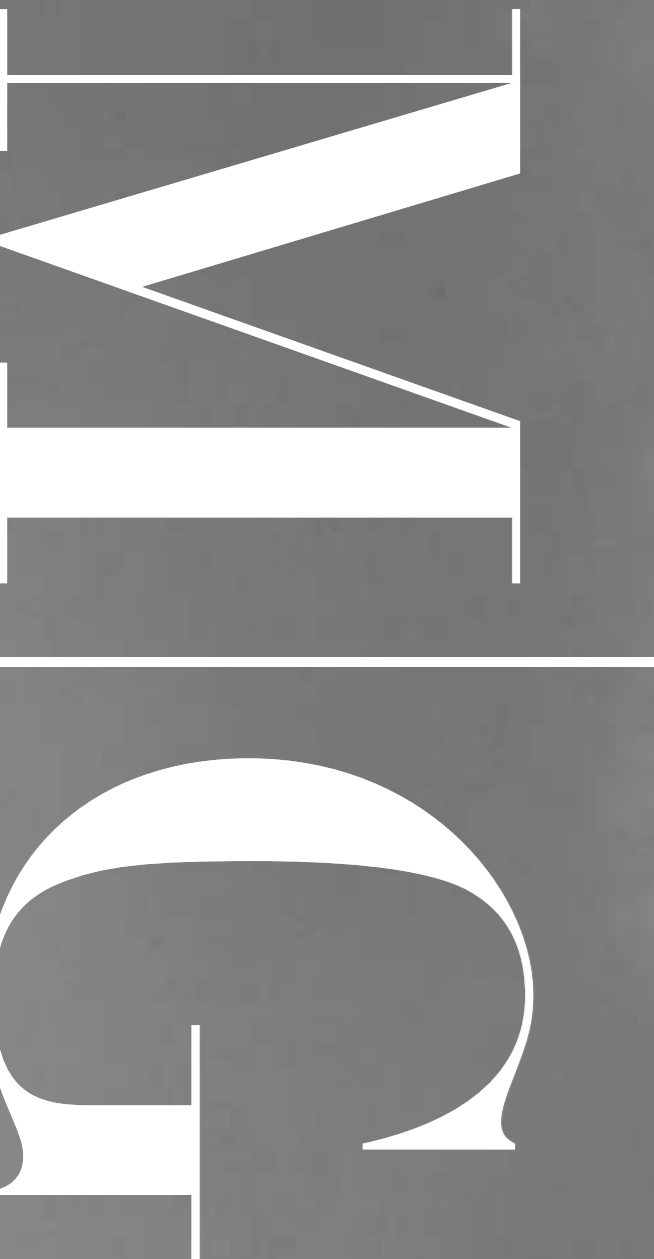
The center of the European capital is within easy reach, with public transport facilities right on its doorstep. It is the quintessential home to city dwellers who care for the future, and seek authentic urban living that balances mobility, authenticity, and a tranquil natural atmosphere.





People of MG

- . Attracting and retaining talent
- . Management Committee
- . Board of Directors

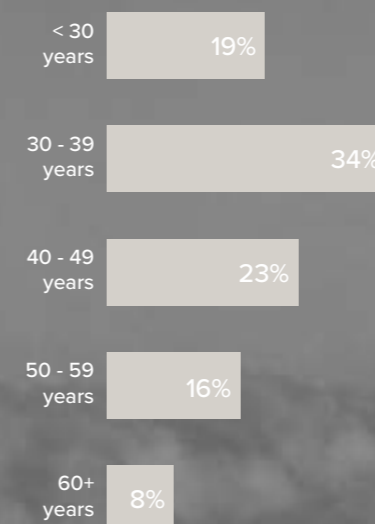


MEMBERS OF
MANAGEMENT

5



EMPLOYEES

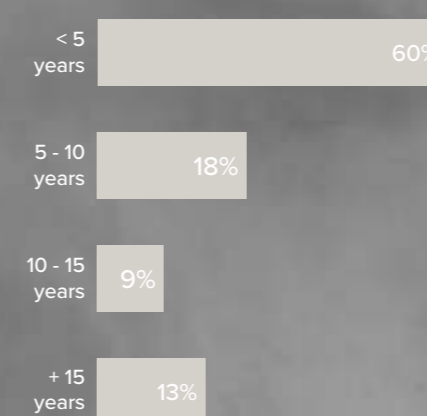


45
EMPLOYEES

5
DIFFERENT NATIONALITIES

18
NEW EMPLOYEES
HIRED IN 2021

SENIORITY





Management Committee

The leading talents behind MG's success

Left-to-right:

Ignace Tytgat
Chief Executive Officer

Anja Tackaert
Chief Technical Officer

Ignace De Paepe
President of the board

Stacey Smits
Chief Legal Officer

Tom Schockaert
Chief Financial Officer





Our Board of Directors

Left-to-right:

Ignace Tytgat
Chief Executive Officer

Karel Gielen
Member of the Board

Ignace De Paepe
President of the board

Johan Vanovenberghe
Member of the Board





Consolidated Annual Accounts

Annual Accounts



Consolidated Balance Sheet as of December 31, 2021

ASSETS	Notes	2021	2020
A. Subscribed capital unpaid		—	—
I. Subscribed capital not called		—	—
II. Subscribed capital called but unpaid		—	—
B. Formation expenses		—	—
C. Fixed assets		47,483	7,897
I. Intangible assets	3	886	24
1. Costs of development		100	24
2. Concessions, patents, licenses, trade marks and similar rights and assets, if they were acquired for valuable consideration and need not be shown under C.4.3		—	—
3. Goodwill, to the extent that it was acquired for valuable consideration		—	—
4. Payments on account and intangible assets under development		—	—
II. Tangible assets	5	44,256	6,933
1. Land and buildings		42,601	5,880
2. Plant and machinery		93	132
3. Other fixtures and fittings, tools and equipment		542	941
4. Payments on account and tangible assets in the course of construction		—	—
III. Financial assets	6	3,347	188
1. Shares in affiliated undertakings		—	—
2. Loans to affiliated undertakings		—	—
3. Participating interests		—	—
4. Loans to undertakings with which the company is linked by virtue of participating interests		—	—
5. Investments held as fixed assets		3,056	15
6. Other loans		91	98
D. Current assets		346,542	284,143
I. Stocks	7	273,819	234,111
1. Raw materials and consumables		—	—
2. Work in progress		273,819	234,111
3. Finished goods and goods for resale		—	—
4. Payments on account		—	—
II. Debtors	8	31,828	29,280
1. Trade debtors		4,721	5,702
<i>at becoming due and payable within one year</i>		4,721	5,702
<i>at becoming due and payable after more than one year</i>		—	—
2. Amounts owed by affiliated undertakings		—	—
<i>at becoming due and payable within one year</i>		—	—
<i>at becoming due and payable after more than one year</i>		—	—
3. Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests		—	—
<i>at becoming due and payable within one year</i>		—	—
<i>at becoming due and payable after more than one year</i>		—	—
4. Other debtors		26,807	23,548
<i>at becoming due and payable within one year</i>		26,807	23,548
<i>at becoming due and payable after more than one year</i>		—	—
III. Investments		—	—
1. Shares in affiliated undertakings		—	—
2. Own shares		—	—
3. Other investments		—	—
IV. Cash at bank and in hand		35,295	20,782
E. Prepayments	9	2,824	141
TOTAL ASSETS		396,849	291,341



Consolidated Balance Sheet as of December 31, 2021

CAPITAL, RESERVES AND LIABILITIES	Notes	2021	2020
A. Capital and reserves	10	131,823	109,883
I. Subscribed capital		19,000	19,000
II. Share premium account		-	-
III. Evaluation reserve		-	-
IV. Reserves		8,190	2,888
1. Legal reserve		1,600	1,600
2. Reserve for own shares		-	-
3. Reserves provided for by the articles of association		-	-
4. Other reserves, including the fair value reserve		1,250	600
a) other available reserves		1,250	600
b) other available reserves		-	-
V. Profit or loss brought forward		66,179	76,852
VI. Profit or loss for the financial year		55,998	21,550
VII. Income dividends		-	-
VIII. Capital investment subsidiaries		-	-
B. Provisions	11	87	40
1. Provisions for pensions and similar obligations		-	-
2. Provisions for taxation		-	-
3. Other provisions		87	40
C. Creditors	12	196,793	181,330
I. Debtors' loans		94,390	45,292
a) Convertible loans		-	-
i) becoming due and payable within one year		-	-
ii) becoming due and payable after more than one year		-	-
b) Non convertible loans		94,390	45,292
i) becoming due and payable within one year		15,250	38,773
ii) becoming due and payable after more than one year		79,000	32,377
II. Amounts owed to credit institutions		124,853	104,908
a) becoming due and payable within one year		45,287	38,200
b) becoming due and payable after more than one year		79,566	66,698
III. Payments received on account of orders in so far as they are shown separately as deductions from stocks		-	-
a) becoming due and payable within one year		-	-
b) becoming due and payable after more than one year		-	-
IV. Trade creditors		35,381	26,928
a) becoming due and payable within one year		32,132	24,920
b) becoming due and payable after more than one year		3,249	2,008
V. Bills of exchange payable		-	-
a) becoming due and payable within one year		-	-
b) becoming due and payable after more than one year		-	-
VI. Amounts owed to affiliated undertakings		-	-
a) becoming due and payable within one year		-	-
b) becoming due and payable after more than one year		-	-
VII. Amounts owed to undertakings with which the undertaking is linked by virtue of participating interests		-	-
a) becoming due and payable within one year		-	-
b) becoming due and payable after more than one year		-	-
VIII. Other creditors		6,129	8,113
a) Tax authorities		8,500	5,348
b) Social security authorities		112	223
c) Other creditors		417	5,722
i) becoming due and payable within one year		417	5,722
ii) becoming due and payable after more than one year		-	-
D. Deferred income	13	2,176	348
TOTAL CAPITAL, RESERVES AND LIABILITIES		398,989	391,341



Consolidated Profit and Loss Account for the year ended December 31, 2021

CONSOLIDATED PROFIT AND LOSS ACCOUNT	Notes	2021	2020
I. Net turnover	14	37,969	53,956
II. Variation in stocks of finished goods and in work in progress	15	-45,894	-69,496
III. Work performed by the undertaking for its own purposes and capitalised		0	0
IV. Other operating income	16	62,898	11,540
V. Raw materials and consumables and other external expenses	17	(126,781)	(114,580)
a) Raw materials and consumables		(100,961)	(96,482)
b) Other external expenses		(25,800)	(18,098)
VI. Staff costs	18	(2,983)	(2,943)
a) Wages and salaries		(2,343)	(1,269)
b) Social security costs		(287)	(203)
i) relating to persons		(23)	(11)
ii) other social security costs		(690)	(292)
c) Other staff costs		(453)	(472)
VII. Value adjustments		(1,997)	(439)
a) in respect of formation expenses and of tangible and intangible fixed assets	19	(1,997)	(439)
b) in respect of current assets		0	0
VIII. Other operating expenses	20	(2,881)	(1,130)
IX. Income from participating interests		0	0
a) derived from affiliated undertakings		0	0
b) other income from participating interests		0	0
X. Income from other investments and loans forming part of the fixed assets		0	0
a) derived from affiliated undertakings		0	0
b) other income not included under a)		0	0
XI. Other interest receivable and similar income		114	1,064
a) derived from affiliated undertakings		0	0
b) other interest and similar income		114	1,064
XII. Share of profit or loss of undertakings accounted for under the equity method		0	0
XIII. Value adjustments in respect of financial assets and of investments held as current asset		0	0
XIV. Interest payable and similar expenses	21	(6,373)	(3,392)
a) concerning affiliated undertakings		0	0
b) other interest and similar expenses		(6,373)	(3,392)
XV. Tax on profit or loss	22	(2,366)	(2,943)
XVI. Profit or loss after taxation		88,798	11,631
XVII. Other taxes not shown under items I to XVI		(166)	(89)
XVIII. Profit or loss for the financial year		88,632	11,542

Notes to the Consolidated Annual Accounts

NOTE 1 – GENERAL INFORMATION

MG RE Invest S.A. (formerly M.G. Invest N.V.) - hereafter the “Company” - was incorporated on December 10, 2007 as a public limited company governed by the laws of Belgium.

As per extraordinary general meeting held on December 11, 2017, the Company has been converted into a “Société Anonyme” under the Luxembourg Law of August 10, 1915 (“the Luxembourg law”), for an unlimited period. The registered office, the principal establishment and the central administration of the Company have been transferred from Belgium to Luxembourg with immediate effect and without prior dissolution of the Company (“the transfer”) but in continuation of the legal entity in the Grand Duchy of Luxembourg and in conformity with the Luxembourg law. The corporate denomination of the Company has been simultaneously changed into MG RE Invest S.A. The registered office of the Company is established at 5, Rue Heienhaff, L-1736 Senningerberg.

The objective of the Company is, either for its own account or on behalf of third parties/clients or through participation or as intermediary or on the basis of commission, or in any other similar manner, in Luxembourg or abroad:

- to participate in domestic and / or foreign legal entities and / or companies, whether existing or newly established, by subscription, contribution, exchange or otherwise;
- to buy, manage, rent and sell immovable property;
- to manage companies and legal entities;
- to provide services and advice in the broadest sense to enterprises and companies of all kinds, including in the

areas of administration, management, business organisation, promotion and information technology;

- to exercise the position of director, manager or authorized representative in enterprises and companies;
- to participate in and manage the interests in enterprises and companies;
- to perform all intermediary activities aimed at the sale, purchase, exchange, renting or abandonment of immovable property, immovable property rights and trade funds;
- the acquisition, disposal and management of movable and immovable property;
- the import, export, trade, purchase, sale, treatment, processing, transport, loading, offloading, checking, weighing, monitoring, packing, stacking, stowing, storing of goods of any kind in the broadest sense such as materials, machinery, vehicles, equipment, raw materials, semi-finished and finished products, waste and products for recycling, scrap etc.;
- the rental of vehicles, equipment, machinery and the carrying out of repair works to vehicles, equipment and machinery;
- the granting of loans to third parties as well as issuing a guarantee for the benefit of third parties; and
- to borrow in any form and proceed to the issuance of bonds, debentures, notes and other instruments convertible or not, without public offer;

All of the foregoing with the express exclusion of any activities considered as regulated activities of the financial sector.

The Company may participate by means of contribution, merger, registration, or in any other way, in all kind of companies, associations, companies that pursue a similar

or corresponding objective, or those that can contribute to the achievement, in full or in part, directly or indirectly, of the objective of the Company.

In general, the Company may both within Luxembourg as well as abroad, carry out all civil, commercial, movable, immovable, industrial and financial transactions that are, directly or indirectly, wholly or partly, related to its purpose or which are of such a nature that they realise, contribute or facilitate, in whole or in part, directly or indirectly, the object of the Company.

The Company's financial year begins on 1 January and ends on 31 December. Group entities as defined in Note 2.1 included in the scope of consolidation also have a financial year ending on 31 December except for MG City Station N.V. & MG Residential N.V. which have a financial year ending on 30 September. The present consolidated annual accounts are presented in thousand EUR, and all amounts stated in the notes are also presented in thousand EUR unless otherwise specified. The consolidated annual accounts have been prepared in accordance with generally accepted accounting principles and in accordance with the laws and regulations in force in the Grand Duchy of Luxembourg.





Notes to the consolidated annual accounts as at December 31, 2021

NOTE 2 – SCOPE OF CONSOLIDATION AND CONSOLIDATION POLICIES

2.1. Consolidation

The parent company (MG RE Invest S.A.), its subsidiaries and associates included in the scope of consolidation form together (the “Group”).

Subsidiaries

The consolidated annual accounts of the Company as at December 31, 2021 include its standalone annual accounts and those of all directly or indirectly majority owned subsidiaries. Subsidiaries are all entities over which the Company exercises control. Control is defined as the direct or indirect power to govern the financial and operating policies so as to obtain benefits from its activities. The existence and effect of potential voting rights that are currently exercisable or convertible, including potential voting rights owned by other entities, are considered when assessing whether the Company controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are no longer consolidated from the date that control ceases.

Associates (participating interest)

Associates are all entities over which the Company has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. The Company’s investment in associates includes goodwill identified on acquisition, net of any accumulated value adjustments.

2.1.b Scope of Consolidation

Entities included in the scope of consolidation are listed here:

() MG Demolition N.V. was fully consolidated until June 30, 2020. 84% of the shares have been sold on July 01, 2020.*

Name	% of shares held December 31, 2021	% of shares held December 31, 2020	Country	Consolidation method
MG RE Invest S.A.	N/A	N/A	Luxembourg	Parent Company
Abies Alba N.V.	100%	100%	Belgium	Full consolidation
Abies Grandis N.V.	100%	100%	Belgium	Full consolidation
Abies One N.V.	100%	100%	Belgium	Full consolidation
Acer Opalus N.V.	100%	100%	Belgium	Full consolidation
Aucuba N.V.	0%	100%	Belgium	Not consolidated as at 31/12/2021
Bambus N.V.	100%	100%	Belgium	Full consolidation
Maple Land N.V. (formaly Dosam N.V.)	100%	100%	Belgium	Full consolidation
Maple Garden N.V. (Formaly Camelia One N.V.)	100%	100%	Belgium	Full consolidation
Cedrus N.V.	100%	100%	Belgium	Full consolidation
Corylus N.V.	100%	100%	Belgium	Full consolidation
DP Real Estate S.à r.l.	100%	100%	France	Full consolidation
Dulle Griet Garden N.V.	100%	100%	Belgium	Full consolidation
Fagius N.V.	100%	100%	Belgium	Full consolidation
GDC Logistic 2 ApS	100%	100%	Denmark	Full consolidation
GDC Logistic 3 ApS	0%	100%	Denmark	Not consolidated as at 31/12/2021
GDC Logistic 4 ApS	100%	100%	Denmark	Full consolidation
GDC Logistic 5 ApS	100%	100%	Denmark	Full consolidation
GDC Logistic 6 ApS	100%	100%	Denmark	Full consolidation
GDC Logistic 7 ApS	100%	100%	Denmark	Full consolidation
GDC Logistic 8 ApS	100%	100%	Denmark	Full consolidation
Larix Decidua N.V.	100%	100%	Belgium	Full consolidation
Lonicera One N.V.	100%	100%	Belgium	Full consolidation
LOU 32 S.A.	100%	100%	France	Full consolidation
Magnifera N.V.	100%	100%	Belgium	Full consolidation
Malus Sylvestris N.V.	100%	100%	Belgium	Full consolidation
MG Build B.V.B.A.	100%	100%	Belgium	Full consolidation
MG City Station N.V.	100%	100%	Belgium	Full consolidation
MG Demolition N.V. (formely Alnus N.V.)	16%	16%	Belgium	Not consolidated as at 31/12/2021 (*)
MG Development Sweden AB	100%	100%	Sweden	Full consolidation
MG Logistik Greve ApS	100%	100%	Denmark	Full consolidation
MG Logistic Holding S.à r.l.	100%	0%	Luxembourg	Full consolidation
MG Lux Five S.à r.l.	100%	0%	Luxembourg	Full consolidation
MG Lux Four S.à r.l.	51%	51%	Luxembourg	Full consolidation
MG Lux Three S.à r.l.	100%	100%	Luxembourg	Full consolidation
MG Lux Two S.à r.l.	100%	100%	Luxembourg	Full consolidation
MG Malmö Parc Two AB	0%	60%	Sweden	Not consolidated as at 31/12/2021
MG Parc Fredericia ApS	100%	100%	Denmark	Full consolidation
MG Parc Fredericia 1 ApS	100%	100%	Denmark	Full consolidation
MG Parc Fredericia 2 ApS	0%	100%	Denmark	Not consolidated as at 31/12/2021
MG Parc Fredericia 3 ApS	100%	100%	Denmark	Full consolidation
MG Parc Fredericia 4 ApS	100%	100%	Denmark	Full consolidation
MG Parc Fredericia 5 ApS	100%	100%	Denmark	Full consolidation
MG Parc Fredericia 6 ApS	100%	100%	Denmark	Full consolidation
MG Parc Fredericia 7 ApS	100%	100%	Denmark	Full consolidation
MG Parc Fredericia 8 ApS	100%	100%	Denmark	Full consolidation
MG Parc Fredericia 9 ApS	100%	100%	Denmark	Full consolidation
MG Parc Malmö AB	100%	100%	Sweden	Full consolidation
MG Projects Belgium N.V.	100%	100%	Belgium	Full consolidation
MG Projects Luxembourg S.à r.l.	100%	100%	Luxembourg	Full consolidation
MG Projects N.V.	100%	100%	Belgium	Full consolidation
MG Projekter A.p.S.	100%	100%	Denmark	Full consolidation
MG Real Estate Development GmbH	100%	100%	Germany	Full consolidation
MG Real Estate Germany GmbH	100%	100%	Germany	Full consolidation
MG Real Estate N.V.	100%	100%	Belgium	Full consolidation
MG Real Estate Sweden AB	100%	100%	Sweden	Full consolidation
MG Residential N.V.	100%	100%	Belgium	Full consolidation
MG Retail N.V.	100%	100%	Belgium	Full consolidation
MG Services N.V.	100%	100%	Belgium	Full consolidation
Office Park Eleven N.V.	100%	100%	Belgium	Full consolidation
Opuntia N.V.	100%	100%	Belgium	Full consolidation
Paulownia N.V.	0%	50%	Belgium	Not consolidated as at 31/12/2021
Picea Pungens N.V.	100%	100%	Belgium	Full consolidation
Pinus Mugo N.V.	100%	100%	Belgium	Full consolidation
Pinus Peuce N.V.	100%	100%	Belgium	Full consolidation
Populus Balsamifera N.V.	100%	100%	Belgium	Full consolidation
Prunus N.V.	100%	100%	Belgium	Full consolidation
Quercus Rubra N.V.	100%	100%	Belgium	Full consolidation
Rhamnus N.V.	100%	100%	Belgium	Full consolidation
Rubus One N.V.	100%	100%	Belgium	Full consolidation
Salix Triandra N.V.	100%	100%	Belgium	Full consolidation
Sasa N.V.	100%	100%	Belgium	Full consolidation
Sasaella N.V.	100%	100%	Belgium	Full consolidation
Solbus N.V.	0%	100%	Belgium	Not consolidated as at 31/12/2021
Sophora N.V.	100%	100%	Belgium	Full consolidation
Sorbus Alia N.V.	100%	100%	Belgium	Full consolidation
Stasimo N.V.	100%	100%	Belgium	Full consolidation
Tilia Dila B.V.B.A.	100%	100%	Belgium	Full consolidation
Ulmus N.V.	0%	100%	Belgium	Not consolidated as at 31/12/2021
Weigela N.V.	100%	100%	Belgium	Full consolidation
Westfields Log Dev B.V.	50%	50%	Netherlands	Proportionate consolidation

2.2. Consolidation policies

2.2.1. General Information

The consolidated annual accounts include the balance sheet and profit and loss account of the Group, as well as the present accompanying notes. The accounts of the Group entities have been adjusted when necessary, in order to comply with the Group's accounting policies.



2.2.2. Balances and transactions between consolidated companies

All intercompany balances and intercompany transactions have been eliminated.

2.2.3. Profit and loss account

The income and expenses of a subsidiary are included in the consolidated annual accounts as from its acquisition in accordance with Luxembourg legal and regulatory requirements. The income and expenses of a subsidiary are included in the consolidated annual accounts until the date when the parent ceases to control the subsidiary. For the associates accounted for using the equity method, the investor's share of the profit or loss of the investee is recognised in the investor's profit or loss. Distributions received from an investee reduce the carrying amount of the investment.





NOTE 3 – SUMMARY OF SIGNIFICANT GROUP ACCOUNTING POLICIES

3.1. Basis of preparation

The consolidated annual accounts have been prepared in accordance with Luxembourg legal and regulatory requirements, and according to generally accepted accounting principles applicable in Luxembourg (“Luxembourg GAAP”), under the historical cost convention.

The accounting policies and valuation rules are, besides the ones laid down by the law of December 19, 2002, as amended, determined and implemented by the Board of Directors.

The preparation of consolidated annual accounts requires the use of certain critical accounting estimates. It also requires the Board of Directors to exercise their judgment in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the annual accounts in the period in which the assumptions change. The Board of Directors believes that the underlying assumptions are appropriate and that the consolidated annual accounts therefore present the consolidated financial position and consolidated results fairly.

The Board of Directors makes estimates and assumptions that affect the reported amounts of assets and liabilities in the next financial year(s). Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under these circumstances.

Despite the current pandemic situation, the Board of Directors opinion is that the COVID-19 epidemic does not affect the continuity of the Group’s operations for the 12 months following the end of the fiscal year. Therefore, the Board of Directors opinion is to prepare the consolidated annual accounts on a going concern basis.

3.2. Foreign currency translation

The Group maintains its books and records in Euro. All transactions expressed in a currency other than Euro are translated into Euro at the exchange rate effective at the time of the transaction.

Cash at bank is translated at the exchange rate effective at the balance sheet date. Exchange gains and losses are recorded in the consolidated profit and loss account for the year.

Other assets and liabilities are translated separately respectively at the lower or at the higher of the value converted at the historical exchange rate or the value determined on the basis of the exchange rate effective at the balance sheet date. Unrealised exchange losses are recorded in the consolidated profit and loss account. Unrealised exchange gains are not recognised. Realised exchange gains and losses are recorded in the consolidated profit and loss account when realised.

Where there is an economic link between an asset and a liability, they are valued in total according to the method described above and any net unrealised exchange loss is recorded in the profit and loss account whereas a net unrealised exchange gain is not recognised.

For the purpose of consolidating Group entities, the results and financial position of all the Group entities that have a local currency different from Euro are translated into Euro as follows:

- Assets and liabilities are translated at the closing rate at the date of the balance sheet;
- Income and expenses are translated at the average exchange rate of the year;
- Any currency translation differences are directly charged / credited to the translation reserve.

3.3. Intangible assets

Intangible assets are valued at purchase price including the expenses incidental thereto or at production costs, less accumulated amortisation amounts and value adjustments. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

3.4. Tangible assets

Tangible assets are valued at purchase price including the expenses incidental thereto or at production costs, less accumulated depreciation and value adjustments. Tangible assets are depreciated over their estimated useful economic lives. Artwork and land are not depreciated.

Where the Board of Directors considers that a tangible asset has suffered a durable decline in

value in excess of the accumulated depreciation recognised, an additional write-down is recorded to reflect this loss. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

Depreciation is calculated using the straight-line method and taken to the consolidated profit and loss account based on the estimated useful lives of the assets. The useful life depends on the type of assets.

The depreciation rates applied are as follows:

- Buildings (industrial, semi-industrial, retail, logistic buildings) 20 years (in average)
- Buildings (office buildings) 33 years (in average)
- Plant and machinery and equipment 15 years (in average)
- Sanitary 20 years (in average)
- Heating system 10 years (in average)
- Painting and wallpapering 5 years (in average)
- Hardware 3-5 years (in average)
- Vehicles 5 years (in average)
- Furniture 5 years (in average)
- Other fixtures and fittings and tools and equipment 10 years (in average)

The residual value, which is usually set at nil, and the useful lives of tangible assets are reviewed annually on the balance sheet date and adjusted if appropriate.

3.5. Financial assets

Financial assets are composed of deposits and guarantees which are valued at historical value including the expenses incidental thereto.

In case of durable decline in value according to the opinion of the Board of Directors, value adjustments are made in respect of financial assets, so that they are valued at the lower figure to be attributed to them at the balance sheet date. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

3.6. Stocks of finished goods and work in progress

Stocks of finished goods and work in progress are valued at the lower of production costs including the purchase price of the raw materials and consumables, the costs directly attributable to the product/contract in question and a proportion of the costs indirectly attributable to the product/contract in question, and net realisable value. A value adjustment is recorded where the net realisable

value is below the production costs. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

3.7. Debtors

Debtors are valued at their nominal value. A value adjustment is made when their recovery is partly or completely compromised. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

3.8. Cash and cash equivalents

Cash and cash equivalents represent cash in hand, bank balances and short-term deposits.

3.9. Prepayments

Prepayments represent expenditure incurred during the financial year but relating to a subsequent financial year and financing costs for obtaining loans and borrowings. Financing costs are amortised over the term of the related debt agreements entered into on a linear basis and are fully written off at the latest when the related loans and borrowings are fully reimbursed.

3.10. Provisions

At the end of each year, provisions are recorded to cover all foreseeable liabilities and charges. Provisions relating to previous years are regularly reviewed and released if the reasons for which the provisions were recorded have ceased to apply. Provisions are intended to cover losses or debts, the nature of which is clearly defined and which, at the date of the balance sheet, are either likely to be incurred or certain to be incurred but uncertain as to their amount or as to the date on which they will arise.

Provisions may also be created to cover charges that have originated during the financial year under review or in a previous financial year, the nature of which is clearly defined and which, at the date of the balance sheet, are either likely to be incurred or certain to be incurred but uncertain as to their amount or as to the date on which they will arise.



3.11. Deferred taxation

Deferred tax assets and liabilities will be recognised for timing differences in the valuation of assets and liabilities for reporting purposes and for tax purposes, as well as for tax loss carry-forwards. The deferred tax assets and liabilities are recognised at nominal value.

Deferred tax assets, inclusive of those resulting from tax loss carry-forwards, are recognised if taxable profit is likely to be available, against which the losses can be offset and offsetting opportunities can be used. Deferred tax assets and liabilities that can be offset according to statutory rights are netted off in the consolidated balance sheet.

3.12. Creditors

Creditors are stated at their reimbursement value.

3.13. Deferred income

Deferred income includes income received during the financial year but relating to a subsequent financial year.

3.14. Net turnover

The net turnover includes the amounts derived from the rental income and the provision of services falling within the ordinary activities of the Group, after deduction of sales rebates and of value added tax and other taxes linked directly to the turnover.

Revenue is recognised in the accounting period in which the services are rendered, by reference to stage of completion of the specific transaction and assessed on the basis of the actual service provided as a proportion of the total services to be provided.

3.15. Interest income and expenses

Interest income and interest charges are accrued on a timely basis, by reference to the principal outstanding and at the nominal interest rate applicable.



NOTE 4 – INTANGIBLE ASSETS

	Costs of development in kEUR	TOTAL December 31, 2021 in kEUR	TOTAL December 31, 2020 in kEUR
Gross book value - opening balance	35	35	12
Additions for the year	97	97	24
Disposals for the year	-	-	(1)
Gross book value - closing balance	132	132	35
Accumulated value adjustment - opening balance	(11)	(11)	(10)
Allocation for the year	(21)	(21)	(1)
Reversal for the year	-	-	-
Accumulated value adjustment - closing balance	(32)	(32)	(11)
Net book value - closing balance	100	100	24
Net book value - opening balance	24	24	2

(*) Costs of development represent the development of the Group's website.



NOTE 5 – TANGIBLE ASSETS

	Land and buildings kEUR	Plant and machinery kEUR	tools and equipment kEUR	December 31, 2021 kEUR	December 31, 2020 kEUR
Gross book value - opening balance	7.491	203	1.527	9.221	8.423
Additions for the year	79.094	13	703	79.810	858
Disposals for the year	(40.535)	-	-	(40.535)	(60)
Gross book value - closing balance	46.050	216	2.230	48.496	9.221
Accumulated value adjustment - opening balance	(1.611)	(91)	(586)	(2.288)	(1.850)
Allocation for the year	(1.638)	(32)	(302)	(1.972)	(441)
Reversal for the year	-	-	-	-	3
Accumulated value adjustment - closing balance	(3.249)	(123)	(888)	(4.260)	(2.288)
Net book value - closing balance	42.801	93	1.342	44.236	6.933
Net book value - opening balance	5.880	112	941	6.933	6.573

The additions of the year are mainly composed of land and buildings in MG Lux Two (Luxembourg), Solbus NV (Belgium), MG Malmo Parc II (Sweden) and Rhamnus (Belgium).
The disposals of the year are mainly composed of land and buildings in Solbus NV (Belgium) and MG Malmo Parc II (Sweden).

NOTE 6 – FINANCIAL ASSETS

	Investments held as fixed assets kEUR	Other loans kEUR	TOTAL December 31, 2021 kEUR	TOTAL December 31, 2020 kEUR
Gross book value - opening balance	10	90	100	87
Additions for the year	3.046	1	3.047	13
Disposals for the year	-	-	-	-
Gross book value - closing balance	3.056	91	3.147	100
Accumulated value adjustment - opening balance	-	-	-	-
Allocation for the year	-	-	-	-
Reversal for the year	-	-	-	-
Accumulated value adjustment - closing balance	-	-	-	-
Net book value - closing balance	3.056	91	3.147	100
Net book value - opening balance	10	90	100	87

Other loans represent deposits and guarantees paid by the Parent Company.
The additions of the year for the investments held as fixed assets correspond to the remaining 16 percent of shares not sold as of December 31, 2021 of MG Demolition N.V. and 10 percent of the subscribed capital owned in GM Logistics Parks N.V.

NOTE 7 – STOCKS

As at December 31, 2021 stocks consist of buildings under construction to be sold in the normal course of business amounting to kEUR 273.819 (2020: kEUR 234.111).
The buildings under construction are composed of 45 projects under construction in various real estate sectors:

Nature of building under construction:	Amount in stock kEUR	Percentage of stock
Industry	10.214	3,73%
Logistic	111.715	40,80%
Mixed	60.467	22,08%
Offices	262	0,10%
Offices / Retail	15.319	5,59%
Residential	5.197	1,90%
Residential / Offices	51.770	18,91%
Residential / Retail	11.233	4,10%
Retail	2.614	0,95%
SME Unit / Offices	5.029	1,84%
	273.819	100%

None of the projects is expected to generate losses and therefore, no value adjustment was recorded as at December 31, 2021.

NOTE 8 – DEBTORS

Debtors are analysed as follows:

	Less than 1 year kEUR	Between 1 and 5 years kEUR	More than 5 years kEUR	TOTAL December 31, 2021 kEUR	TOTAL December 31, 2020 kEUR
Trade debtors	4.721	-	-	4.721	5.702
Tax receivable	7.195	-	-	7.195	9.792
Loans to related parties	14.383	-	-	14.383	6.895
Other debtors	5.229	-	-	5.229	6.861
Balance at the end of the year	31.528	-	-	31.528	29.250

(*) Tax receivable represents VAT receivables.
(**) Loans to related parties represent mainly loans granted to the companies MG Real Estate Luxembourg S.à r.l., MG Holding B.V. and MG Demolition N.V., they are related parties. The interest rate is fixed to 2,50% with a maturity less than one year.

NOTE 9 – PREPAYMENTS

As at December 31, 2021, prepayments amount to kEUR 2.924 (2020: kEUR 141) and are composed of rent to receive for kEUR 20, rentfree periods for kEUR 628, prepaid costs & insurance for kEUR 477 and superbonus to receive for kEUR 1.799.

NOTE 10 – CAPITAL AND RESERVES

	capital kEUR	reserve kEUR	reserves kEUR	forward kEUR	financial year kEUR	TOTAL kEUR
Balance as of December 31, 2020	19.000	1.900	600	76.832	11.551	109.883
Allocation of prior year results	-	-	650	10.901	(11.551)	-
Profit or loss for the financial year	-	-	-	-	53.598	53.598
Dividend distribution	-	-	-	(10.388)		(10.388)
Fiscal capital reduction	-	-	-	(21.170)	-	(21.170)
Balance as of December 31, 2021	19.000	1.900	1.250	56.175	53.598	131.923

The Board of Directors had approved on December 21, 2021, dividend distribution amounting to kEUR 10.388 and on December 24, 2021 fiscal equity reduction amounting to kEUR 21.170.
During the year 2021, the Company has transferred an amount of kEUR 650 to reserves, based on the decision of the Board of Directors on March 29, 2021.

10.1. Subscribed capital

The subscribed capital amounting to kEUR 19.000 is represented by 49.250 shares with a nominal value of EUR 385,79 each, fully paid.

10.2. Legal reserve

In accordance with Luxembourg Company Law, the Company is required to transfer a minimum of 5% of its net profit for each financial year to a legal reserve. This requirement ceases to be necessary once the balance of the legal reserve reaches 10% of the issued share capital. The legal reserve is not available for distribution to the shareholders.

NOTE 11 – PROVISIONS

Provisions amounting to kEUR 57 (2020: kEUR 60) relates to a legal fee for a pending lawsuit in Belgium.

NOTE 12 – CREDITORS

Creditors are analysed as follows:

	Less than 1 year kEUR	Between 1 and 5 years kEUR	TOTAL December 31, 2021 kEUR	TOTAL December 31, 2020 kEUR
Non-Convertible loans (bonds)	15.250	79.000	94.250	43.292
Amounts owed to credit institutions	45.287	78.746	124.033	104.908
Trade creditors	32.192	1.189	33.381	24.920
Tax debt	4.566	-	4.566	3.168
Social security debt	112	-	112	223
Other creditors	451	-	451	4.722
Balance at the end of the year	97.858	158.935	256.793	181.233

Non-convertible loans (bonds) bear a weighted average interest rate of 4,12% and the maturity of these debenture loans is ranging between 2022 and 2028.
Amounts owed to credit institutions bear an interest rate between 1,50% and 2,15%.

NOTE 13 – DEFERRED INCOME

Deferred income is composed of unearned revenues amounting to kEUR 2.176 (2020: kEUR 165).

NOTE 14 – NET TURNOVER

Net turnover is broken down by category of activity and geographical markets as follows:

	2021 kEUR	2020 kEUR
- per activity		
Real Estate development	82.402	51.900
Rental income	3.525	468
Reinvoicing of costs	2.042	1.618
Total	87.969	53.986
- per geographical market		
Belgium	49.626	38.047
Luxembourg	834	3.361
Denmark	17.598	8.859
Netherlands	1.764	330
France	1.400	3.389
Sweden	16.747	-
Total	87.969	53.986

NOTE 15 – VARIATION IN STOCKS OF FINISHED GOODS AND IN WORK IN PROGRESS

The caption amounts to kEUR 46.084 (2020: kEUR 69.496) and is related to real estate projects under development.

NOTE 16 – OTHER OPERATING INCOME

Other operating income is composed of the following:

	kEUR	kEUR
Other operating income	843	181
Earn-out	17.695	10.862
Capital gains on sales of shares	43.555	497
Total	62.093	11.540

Other operating income is mainly composed of a capital gain on sales of shares held in Solbus N.V. amounting to kEUR 26.606, Malmo Parc II AB for kEUR 10.562 as well as earn-outs regarding the sale of shares held in Araucaria for kEUR 10.085, GDC Logistic 3 ApS for kEUR 4.634.

NOTE 17 – RAW MATERIALS AND CONSUMABLES AND OTHER EXTERNAL EXPENSES

Raw materials and consumables amounting to kEUR 100.961 (2020: kEUR 96.482) are composed of land and buildings acquired for development and resale, production costs of buildings under construction, and raw materials and consumables used in subcontracting activities.

Other external expenses (including some related parties costs recharged to the Group) amount to kEUR 25.800 (2020: kEUR 18.026) and include travel expenses, consulting and advisory fees, study work, insurance, car expenses and IT costs. The substantial increase compared to 2020 is mainly relating to the expansion of the business.

NOTE 18 – STAFF

The average number of FTEs employed by the Group in 2021 is 34 (2020: 26,4).

NOTE 19 – VALUE ADJUSTMENTS

Value adjustments are composed of the following:

	2021 kEUR	2020 kEUR
On intangible assets	21	1
On tangible assets	1.972	438
Total	1.993	439

NOTE 20 – OTHER OPERATING EXPENSES

Other operating expenses are composed of the following:

	2021 kEUR	2020 kEUR
Duties and taxes	400	-
Other operating expenses	1.681	1.130
Total	2.081	1.130

NOTE 21 – INTEREST PAYABLE AND SIMILAR EXPENSES

Interest payable and similar expenses amounting to kEUR 6.373 (2020: kEUR 3.392) is composed of interest on bank loans and bonds.

NOTE 22 – INCOME TAX

The Group is subject to the applicable income taxes in the different jurisdictions where the Group operates: Belgium, Luxembourg, France, Netherlands, Germany, Sweden and Denmark.

NOTE 23 – REMUNERATIONS OF AUDITORS

The consolidated annual accounts ended December 31, 2021 include auditor's fees amounting to kEUR 219 (2020: kEUR 192).

NOTE 24 – REMUNERATIONS OF THE BOARD

Remuneration paid during the year 2021 to the members of the administrative, managerial, and supervisory bodies (Board of Directors) amounted to kEUR 53 (2020: kEUR 0).

NOTE 25 – RELATED PARTIES

The Group's subsidiaries are disclosed in note 2.1.

As at year-end, the Group also conducted transactions with related parties with an outstanding balance as disclosed in note 8.

Information on related parties costs is disclosed in note 17.





NOTE 26 – OFF-BALANCE SHEET COMMITMENTS

Purchase commitments

The Group has signed the conditional acquisition for a plot of land in Tielt and an old industrial site in Deinze.

The Group has signed, through its subsidiaries, different letters of intent on several plots without any firm commitments to purchase.

Sale commitments

The group signed a letter of intention to sell a new opened shopping centre located in Capellen.

The Shopping centre is completely rented out to different retailers.

Guarantees

The Group, through its subsidiaries, provided to the different acquirers different representations and warranties in the light of the various disposals that occurred during the past years. Amounts owed to credit institutions for an amount of kEUR 104.732 are covered by mortgages on the underlying assets and / or pledge on the shares as at December 31, 2021. The different financing institutions required the pledge of financed assets.

Legal proceedings

The Group is subject to a limited number of lawsuits, claims and other legal matters that arise in the ordinary course of conducting business, none of which, in management's opinion, is expected to have a material adverse impact on the Group's financial condition, results of operations or cash flows. The Group also tries to recover amounts, that the management qualifies as normal for the construction & development, from different parties in its ecosystem. It is nevertheless not possible to estimate the contingent asset.

Off balance-sheet commitments

The Group is involved in a temporary partnership cooperation (50% ownership) with unlimited responsibility in case of losses.

Financial undertakings

Several borrowings were granted to the Group. The Group is jointly and severally liable for the reimbursement of these borrowings. During 2021, the credit facility by Belfius has been extended to June 2025 and increased to 110 million €. As of December 31, 2021, an amount of approx. 64.3 million € was undrawn (2020: 23 million €).

Furthermore, additional general lines of credit have been granted by ING for (10 million € of which 5 million € undrawn) and BNP Paribas for (10 million € of which 7.5 million € undrawn).

Besides the above-mentioned general credit facilities, the Group finances its real estate projects with specific credit facilities (such as revolving credit facilities, term loans), which are negotiated on a case-by-case basis with different financial institutions. The different financing institutions required the pledge of the financed assets.

The Group had a multi-term note program that has been almost fully underwritten by different investors at December 31, 2021 an amount of 94.250 million € has been underwritten.



NOTE 27 – EARN-OUT AND TOP-UP

In relation to previous disposals of its subsidiaries the Group has no additional earn-outs or top up to receive.

NOTE 28 – SUBSEQUENT EVENTS

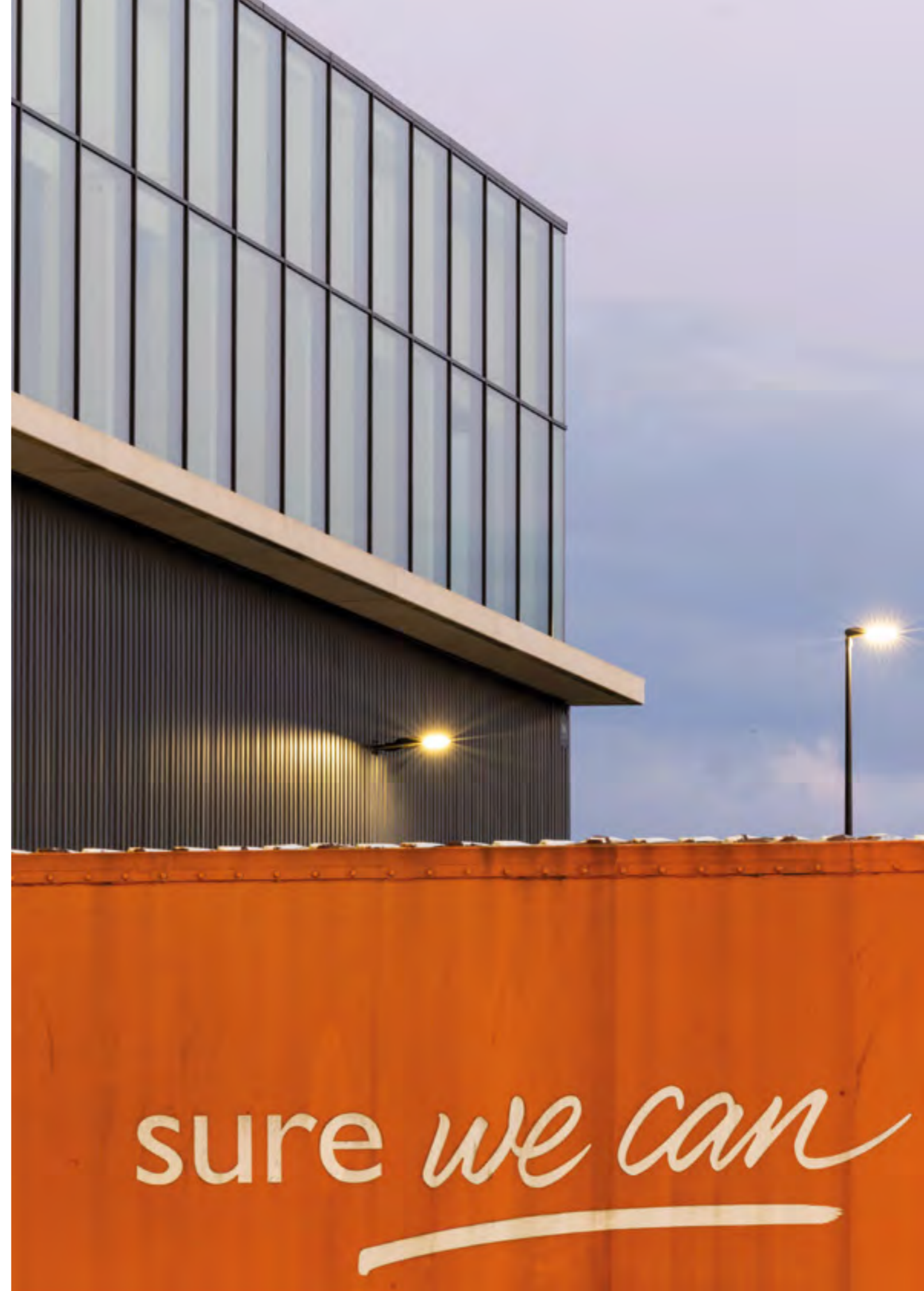
In February 2021, The Group completed the first unit on MG Park Malmö at Malmö Industrial Park the unit is rented out to SMEG a leading Italian home appliance manufacturer.

In March 2021, the Group signed a lease contract for approximately 821 square meters for an office in the area of Ghent. Mid March 2021 the Group bought a plot of land of 150,000 square meters for a logistic development in the area of Zaventem.

The Group is in process of issuing a Green Bond and updating their multi-term note program in the coming weeks.

In February 2022, a number of countries (including the US, UK and EU) imposed sanctions against certain entities and individuals in Russia as a result of the official recognition of the Donetsk People Republic and Lugansk People Republic by the Russian Federation. Announcements of potential additional sanctions have been made following military operations initiated by Russia against the Ukraine on February 24, 2022.

The situation, together with growing turmoil from fluctuations in commodity prices and foreign exchange rates, and the potential to adversely impact global economies, has driven a sharp increase in volatility across markets. The Board of Directors of the Group regards these events for the Group as non-adjusting events after the reporting period. Although neither the Group's performance and going concern nor operations, at the date of this report, have been significantly impacted by the above, the Board of Directors continues to monitor the evolving situation and its impact on the financial position of the Group.



Independent Auditor's Report



Responsibilities of the Board of Directors for the annual accounts

The Board of Directors is responsible for the preparation and fair presentation of these annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Directors determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Directors is responsible for assessing the Company'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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Responsibilities of the "réviseur d'entreprises agréé" for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the "réviseur d'entreprises agréé" 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 Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF will 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 annual accounts.

As part of an audit in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of Board of Directors' 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of the "réviseur d'entreprises agréé" to the related disclosures in the annual accounts 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 report of the "réviseur d'entreprises agréé". However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.

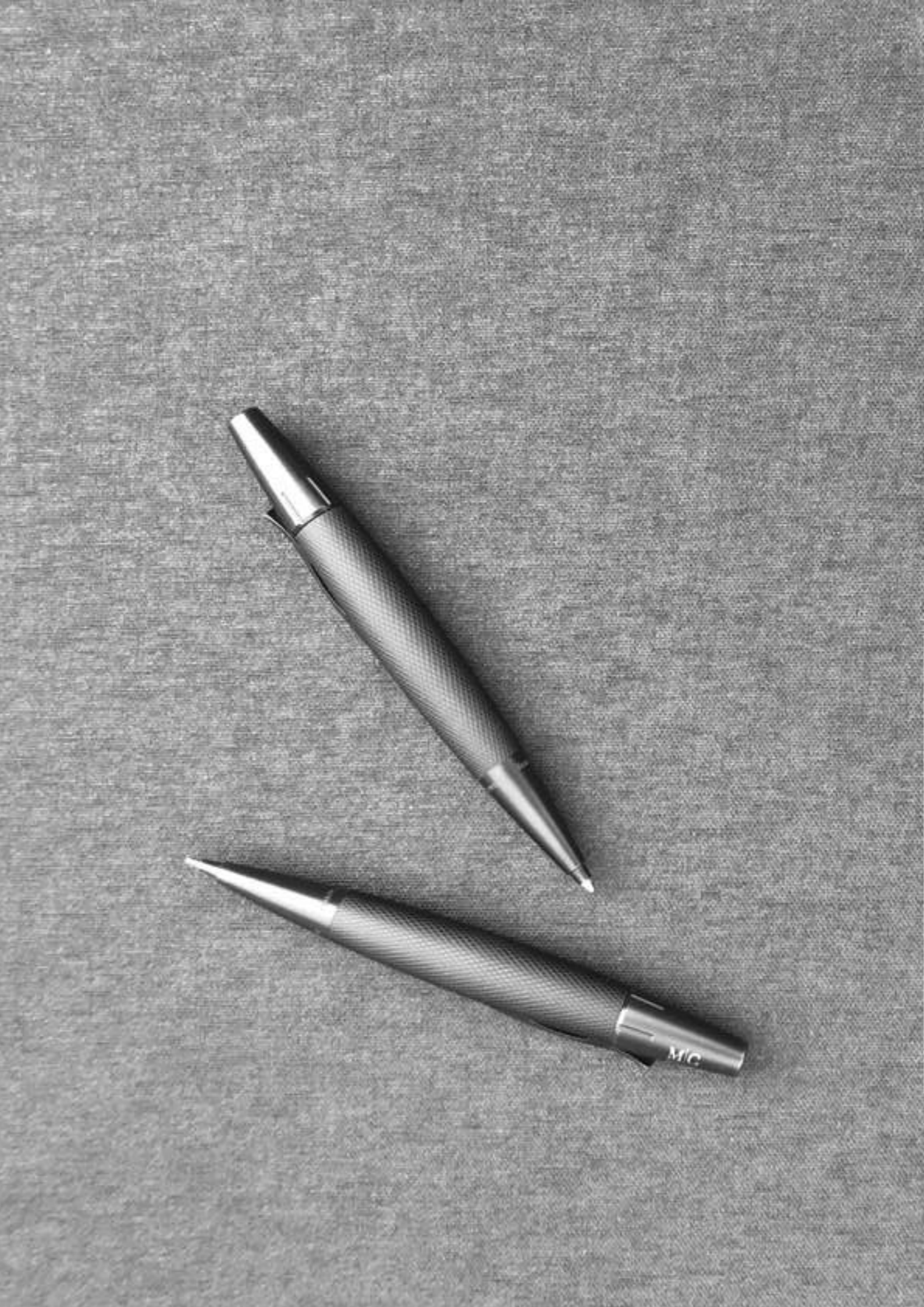
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Ernst & Young
Société anonyme
Cabinet de révision agréé



Bruno Di Bartolomeo

Luxembourg, 6 April 2022



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Make it Great

LUXEMBOURG