

Paris, Amsterdam, April 4, 2018

Press release

## Convening notice of the General Meetings of 2014 ORNANE holders and 2015 ORNANE holders to be held on April 20, 2018 and availability of explanatory documents

The General Meetings of 2014 ORNANE<sup>1</sup> holders and 2015 ORNANE<sup>2</sup> holders (together, the "**ORNANE**"), called upon in particular to authorise the implementation of the combination of Unibail-Rodamco SE ("**Unibail-Rodamco**") and Westfield Corporation through the acquisition of Westfield Corporation by Unibail-Rodamco (the "**Transaction**") and the necessary amendment to paragraph 4.11 of Section 4 "*Description of the securities to be offered and admitted to trading on Euronext Paris*" of the securities notices<sup>3</sup> will be held on **Friday, April 20, 2018** at 7, place du Chancelier Adenauer, 75016 PARIS.

The General Meeting of the 2014 ORNANE holders will be held at 10:00 am and the General Meeting of the 2015 ORNANE holders will be held at 10:30 am.

The formal convening notice of ORNANE holders including the agenda and all the proposed resolutions (*avis de convocation aux Assemblées Générales*) was published in the *Bulletin des annonces légales obligatoires* (BALO) n°41.

If all the resolutions proposed to 2014 ORNANE holders, and/or to 2015 ORNANE holders, are adopted, Unibail-Rodamco will pay a consent fee to each 2014 ORNANE holder, and/or to each 2015 ORNANE holder, subject to completion of the Transaction. ORNANE holders are invited to consult the convening notice in order to consider the conditions for the granting of this consent fee.

The following explanatory documents are made available to ORNANE holders:

- the notice of meeting, including the participation form, the information request form and the form of book entry statement;
- the report of the management board of Unibail-Rodamco to ORNANE holders;
- the prospectus relating to the admission to trading on the regulated markets of Euronext Paris and Euronext Amsterdam of the Stapled Shares<sup>4</sup>, approved by the *Autorité des Marchés Financiers* ("**AMF**") on March 28, 2018, under visa number 18-102, and by the Dutch *Autoriteit Financiële Markten*.

The explanatory documents will be made available to ORNANE holders or delivered free of charge following written request to Unibail-Rodamco's registered office at 7, place du Chancelier Adenauer 75016 Paris (France) and/or to CACEIS Corporate Trust – Service Assemblées Générales – 14 rue Rouget de Lisle – 92862 Issy Les Moulineaux Cedex 9 (France). They may also be consulted on Unibail-Rodamco's website: [www.unibail-rodamco.com](http://www.unibail-rodamco.com).

**ORNANE holders are invited to contact (i) CACEIS Corporate Trust (the "Centralising Agent") for matters regarding how to participate in the General Meetings and (ii) the Consent Solicitation Agents for all questions relating to the proposed resolutions.**

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<sup>1</sup> €499,999,856.94 net share settled bonds convertible into new shares and/or exchangeable for existing shares (*obligations à option de remboursement en numéraire et/ou actions nouvelles et/ou existantes*) due July 1, 2021 issued on June 25, 2014 (ISIN: FR0011521673).

<sup>2</sup> €499,999,923.94 net share settle bonds convertible into new shares and/or exchangeable for existing shares (*obligations à option de remboursement en numéraire et/ou actions nouvelles et/ou existantes*) due January 1, 2022 issued on April 15, 2015 (ISIN: FR0012658094).

<sup>3</sup> The securities notice of 2014 ORNANE approved by the AMF under visa number 14-296 on June 17, 2014 and the securities notice of 2015 ORNANE approved by the AMF under visa number 15-144 on April 8, 2015.

<sup>4</sup> As defined in the prospectus.

**Centralising Agent<sup>5</sup>**

**CACEIS Corporate Trust**

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**Consent Solicitation Agents<sup>5</sup>**

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**About Unibail-Rodamco**

Created in 1968, Unibail-Rodamco SE is Europe's largest listed commercial property company, with a presence in 11 Continental European countries, and a portfolio of assets valued at €43.1 billion as of December 31, 2017. As an integrated operator, investor and developer, the Group aims to cover the whole of the real estate value creation chain. With the support of its ca. 2,000 professionals, Unibail-Rodamco applies those skills to highly specialised market segments such as large shopping centres in major European cities and large offices and convention & exhibition centres in the Paris region. The Group distinguishes itself through its focus on the highest architectural, city planning and environmental standards. Its long term approach and sustainable vision focuses on the development or redevelopment of outstanding places to shop, work and relax. Its commitment to environmental, economic and social sustainability has been recognised by inclusion in the FTSE4Good and STOXX Global ESG Leaders indexes. The Group is a member of the CAC 40, AEX 25 and EuroSTOXX 50 indices. It benefits from an A rating from Standard & Poor's and Fitch Ratings. For more information, please visit our website: [www.unibail-rodamco.com](http://www.unibail-rodamco.com).

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<sup>5</sup> Neither Crédit Agricole Corporate and Investment Bank, Deutsche Bank, nor the Centralising Agent express any view or make any recommendations as to the merits of the resolutions or any view on whether ORNANE holders would be acting in their best interests in voting for or against the resolutions. ORNANE holders should thoroughly examine the information contained in this press release, consult their personal legal, accounting, tax and investment advisers and make an independent decision taken on the basis of the information disclosed in connection with the General Meetings.