

# Information Form and Checklist

## (ASX Foreign Exempt Listing)

Name of entity

ABN/ARBN/ARSN

Unibail-Rodamco SE ("Unibail")	ARBN 625 426 799
WFD Unibail-Rodamco N.V. ("WFD-UR")	ARBN 625 137 395

**We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.**

**Note:** the entity warrants in its Appendix 1C ASX Foreign Exempt Listing Application and Agreement that the information and documents referred to in this Information Form and Checklist are (or will be) true and complete and indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.

Terms used in this Information Form and Checklist have the same meaning as in the ASX Listing Rules.

## Part 1 – Information to be supplied with Appendix 1C

**Instructions:** please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

### All entities – corporate details

Place of incorporation or establishment	Unibail: France WFD-UR: Netherlands
Date of incorporation or establishment	Unibail: 23 July 1968 WFD-UR: 14 February 2018
Legislation under which incorporated or established	Unibail: French Commercial Code ( <i>Code de Commerce</i> ) and the European Council Regulation no.2157/2001/EC. WFD-UR: Dutch Civil Code
Address of registered office in place of incorporation or establishment	Unibail: 7, place du Chancelier Adenauer 75016 Paris, France WFD-UR: Schiphol Boulevard 371, World Trade Center Schiphol - Tower H, 1118 BJ Schiphol, the Netherlands
Address of registered office in Australia (if any)	For both Unibail and WFD-UR: c/-Allens Corporate Services Pty Ltd, Level 4, Deutsche Bank Place, 126 Phillip Street, Sydney NSW 2000 Australia

Main business activity	For Unibail and WFD-UR collectively: Owner and operator of commercial property portfolio in Europe, United Kingdom and United States, predominantly shopping centres and also offices and convention & exhibition centres
Home exchange and listing category <sup>1</sup>	For Unibail (currently): Euronext Paris (EPA: UL) and Euronext Amsterdam (AMS: UL).  For both Unibail and WFD-UR (as at the time of ASX listing): Euronext Paris (EPA: URW) and Euronext Amsterdam (AMS: URW).  (Note: Unibail is currently listed on Euronext Paris and Euronext Amsterdam. It is proposed that WFD-UR will also be listed on these exchanges, and that ordinary shares of Unibail and class A shares of WFD-UR will be stapled to each other and trade on these exchanges as stapled shares.)
Any other exchanges on which the entity is listed	No
Street address of principal administrative office	Unibail: 7, place du Chancelier Adenauer 75016 Paris, France  WFD-UR: Schiphol Boulevard 371, World Trade Center Schiphol - Tower H, 1118 BJ Schiphol, the Netherlands
Postal address of principal administrative office	Unibail: 7, place du Chancelier Adenauer 75016 Paris, France  WFD-UR: Schiphol Boulevard 371, World Trade Center Schiphol - Tower H, 1118 BJ Schiphol, the Netherlands
Telephone number of principal administrative office	Unibail: +33 (0)1 53 43 74 37  WFD-UR: +31 (0) 20 65 82 500
E-mail address for investor enquiries	investors@unibail-rodamco.com
Website URL	<a href="http://www.unibail-rodamco.com">http://www.unibail-rodamco.com</a>

<sup>1</sup> Examples: NZX Main Board, Toronto Stock Exchange, NASDAQ

## All entities – management details<sup>2</sup>

Full name and title of CEO/managing director	<p><b><u>Unibail (as at 20 April 2018)</u></b></p> <p>Christophe Cuvillier</p> <p><b><u>Unibail (expected - upon completion of Unibail's and WFD-UR's acquisition of Westfield Corporation)</u></b></p> <p>Christophe Cuvillier</p> <p><b><u>WFD-UR (as at 20 April 2018)</u></b></p> <p>Gerard Sieben</p> <p><b><u>WFD-UR (expected - upon completion of Unibail's and WFD-UR's acquisition of Westfield Corporation)</u></b></p> <p>Jean-Marie Tritant</p>
Full name and title of chairperson of directors	<p><b><u>Unibail (as at 20 April 2018)</u></b></p> <p>Chairman of Supervisory Board: Colin Dyer</p> <p>Chairman of Management Board: Christophe Cuvillier</p> <p><b><u>Unibail (expected - upon completion of Unibail's and WFD-UR's acquisition of Westfield Corporation)</u></b></p> <p>Chairman of Supervisory Board: Colin Dyer</p> <p>Chairman of Management Board: Christophe Cuvillier</p> <p><b><u>WFD-UR (as at 20 April 2018)</u></b></p> <p>Chairman of Supervisory Board: As at 20 April 2018, WFD-UR does not have a Supervisory Board.</p> <p>Chairman of Management Board: None.</p> <p><b><u>WFD-UR (expected – upon completion of Unibail's and WFD-UR's acquisition of Westfield Corporation)</u></b></p> <p>Chairman of Supervisory Board: Christophe Cuvillier.</p> <p>Chairman of Management Board: None.</p>

<sup>2</sup> If the entity applying for admission to the official list is a trust, enter the management details for the responsible entity of the trust.

Full names of all existing directors	<p><b><u>Unibail (as at 20 April 2018)</u></b></p> <p><i>Supervisory Board</i></p> <ul style="list-style-type: none"> <li>• Colin Dyer</li> <li>• Jean-Louis Laurens</li> <li>• Philippe Collombel</li> <li>• Mary Harris</li> <li>• Dagmar Kollmann</li> <li>• Roderick Munsters</li> <li>• Alec Pelmore</li> <li>• Sophie Stabile</li> <li>• Jacques Stern</li> <li>• Jacqueline Tammenoms Bakker</li> </ul> <p><i>Management Board</i></p> <ul style="list-style-type: none"> <li>• Christophe Cuvillier</li> <li>• Olivier Bossard</li> <li>• Fabrice Mouchel</li> <li>• Astrid Panosyan</li> <li>• Jaap Tonckens</li> <li>• Jean-Marie Tritant</li> </ul> <p><b><u>Unibail (expected – upon completion of Unibail's and WFD-UR's acquisition of Westfield Corporation)</u></b></p> <p><i>Supervisory Board</i></p> <ul style="list-style-type: none"> <li>• Colin Dyer</li> <li>• Jill Granoff (new appointee)</li> <li>• Mary Harris</li> <li>• Dagmar Kollmann</li> <li>• Peter Lowy (new appointee)</li> <li>• John McFarlane (new appointee)</li> <li>• Roderick Munsters</li> <li>• Sophie Stabile</li> <li>• Jacques Stern</li> <li>• Jacqueline Tammenoms Bakker</li> <li>• Philippe Collombel</li> </ul> <p><i>Management Board</i></p> <ul style="list-style-type: none"> <li>• Christophe Cuvillier</li> <li>• Jaap Tonckens</li> </ul>
--------------------------------------	--

	<p><b><u>WFD-UR (as at 20 April 2018)</u></b></p> <p><i>Supervisory Board</i></p> <p>None</p> <p><i>Management Board</i></p> <p>Gerard Sieben</p> <p><b><u>WFD-UR (expected – upon completion of Unibail's and WFD-UR's acquisition of Westfield Corporation)</u></b></p> <p><i>Supervisory Board</i></p> <p>Christophe Cuvillier (new appointee)</p> <p>Jaap Tonckens (new appointee)</p> <p>Jean-Louis Laurens (new appointee)</p> <p>Alec Pelmore (new appointee)</p> <p>Aline Taireh (new appointee)</p> <p><i>Management Board</i></p> <p>Gerard Sieben</p> <p>Jean-Marie Tritant (new appointee)</p>
Full names of any persons proposed to be appointed as additional or replacement directors	Reflected in the above.
Full name and title of company secretary	<p><u>Unibail</u></p> <p>Not applicable. There is no concept of 'company secretary' under French law.</p> <p><u>WFD-UR</u></p> <p>None as at 23 May 2018, however it is intended that a company secretary be appointed.</p>

### All entities – ASX contact details<sup>3</sup>

Full name and title of ASX contact(s)	For both Unibail and WFD-UR: Jaap Tonckens
Business address of ASX contact(s)	7, place du Chancelier Adenauer 75016 Paris, France
Business phone number of ASX contact(s)	Separately provided to ASX.
Mobile phone number of ASX contact(s)	Separately provided to ASX.
Email address of ASX contact(s)	Separately provided to ASX.

### All entities – auditor details

Full name of auditor	<p>Unibail: Ernst &amp; Young Audit; Deloitte et Associés</p> <p>WFD-UR: Ernst &amp; Young Accountants LLP</p>
----------------------	--

<sup>3</sup> Under Listing Rule 1.11 Condition 9, a listed entity must appoint a person responsible for communication with ASX. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

## All entities – registry details<sup>4</sup>

Name of securities registry	Computershare Investor Services Pty Ltd
Address of securities registry	Level 4, 60 Carrington Street, Sydney, NSW 2000
Phone number of securities registry	1300 850 505 / +61 3 9415 4000
Fax number of securities registry	N/A
Email address of securities registry	N/A
Type of subregisters the entity will operate <sup>5</sup>	Issuer and CHESS-sponsored sub-registers
If the entity has or intends to have a certificated subregister for quoted securities, the location of the Australian subregister	N/A

## All entities – key dates

Annual balance date	For both Unibail and WFD-UR: 31 December
Month in which annual meeting is usually held (or intended to be held) <sup>6</sup>	For Unibail: April For WFD-UR: May
Months in which dividends or distributions are usually paid (or are intended to be paid)	For both Unibail and WFD-UR: March and July

## Part 2 – Checklist Confirming Compliance with Admission Requirements

**Instructions:** please indicate in the “Location/Confirmation” column for each item below where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the entity’s most recent annual report or any subsequent interim report where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter “Confirmed” in the “Location/Confirmation” column. If an item is not applicable, please mark it as “N/A”.

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist (other than the 25 copies of the entity’s most recent annual report and any subsequent interim report referred to in item 5) are provided in a folder separated by numbered tabs.

Note that completion of this Checklist is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX’s absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

## All entities – key supporting documents

N <sup>o</sup> Item	Location/Confirmation
1. A copy of the entity’s certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	Separately provided to ASX.

<sup>4</sup> If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

<sup>5</sup> Example: CHESS and issuer sponsored subregisters.

<sup>6</sup> May not apply to some trusts.

Nº Item	Location/Confirmation
2. A copy of the entity's constitution	Articles of Association of each of Unibail and WFD-UR which will come into effect following completion of Unibail's and WFD-UR's acquisition of Westfield Corporation have been separately provided to ASX.
3. Confirmation that the entity is subject to, and complies with, the listing rules (or their equivalent) of its overseas home exchange (Listing Rule 1.11 Conditions 2 and 3)	Separately provided to ASX.
4. Details of any waiver or all or part of any listing rule (or the equivalent) provided by home exchange that will be in effect upon admission (Listing Rule 1.11 Condition 4) <sup>7</sup>	Not applicable.
5. 25 copies of the entity's most recent annual report and any subsequent interim report	Unibail's most recent annual report has been separately provided to ASX. WFD-UR is newly incorporated and has not prepared any annual report.
6. Original executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.11 Condition 10) <sup>8</sup>	Separately provided to ASX.
7. A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	Separately provided to ASX.
8. Please either enter "Confirmed" in the column to the right to confirm that the entity has not previously applied for, and been refused or withdrawn its application for, admission to the official list of another securities exchange, or attach a statement explaining the circumstances and state the location of that statement	Confirmed.
9. Payment for the initial listing fee. <sup>9</sup>	The relevant amount has been paid to ASX by electronic funds transfer.

<sup>7</sup> ASX may require details of waivers to be released to the market (see the note to Listing Rule 1.11 Condition 4).

<sup>8</sup> An electronic copy of the *ASX Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

<sup>9</sup> See Guidance Notes 15 and 15A for the fees payable on the application. Payment can be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank  
Account Name: ASX Operations Pty Ltd  
BSB: 082 057  
A/C: 494728375  
Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to [ar@asx.com.au](mailto:ar@asx.com.au) or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

Nº	Item	Location/Confirmation
<b>All entities – capital structure</b>		
10.	<p>A table showing the existing and proposed capital structure of the entity, broken down as follows:</p> <ul style="list-style-type: none"> <li>(a) the number and class of each equity security and each debt security currently on issue; and</li> <li>(b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and</li> <li>(c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list.</li> </ul> <p>Note: This applies whether the securities are quoted or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.</p>	See sections 5.10(a) and 6.11(a) of Westfield Securityholder Booklet (a copy of which has been provided to ASX).
11.	<p>For each class of securities referred to in the table mentioned in item 10, the terms applicable to those securities</p> <p>Note: This applies whether the securities are quoted or not.</p> <p>For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable).</p> <p>For options to acquire unissued securities, this should state the number outstanding, exercise prices and expiry dates</p> <p>For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).</p>	See sections 5.10(a), 6.11, 8 and Annexure H of Westfield Securityholder Booklet.
<b>All entities – other information</b>		
12.	A brief history of the entity	See section 5.1 of Westfield Securityholder Booklet.
13.	Details of the entity's existing activities and level of operations	See sections 5.2 and 5.3 of Securityholder Booklet.
14.	Confirmation that there is no information not already disclosed to the entity's home exchange that should have been disclosed under the rules of that exchange	Confirmed.
<b>Entities that are trusts</b>		
15.	Please enter "Confirmed" in the column to the right to indicate that no-one is under an obligation to buy-back units in the trust or to allow a security holder to withdraw from the trust (Listing Rule 1.11 Condition 8(c))	N/A
<b>Entities that do not have a primary listing on NZX Main Board</b>		
16.	A completed Appendix 1C Information Form and Checklist Annexure I (Entities that do not have a Primary Listing on the NZX Main Board) <sup>10</sup>	Separately provided to ASX.
<b>Entities that have a primary listing on NZX Main Board</b>		
17.	A completed Appendix 1C Information Form and Checklist Annexure II (Entities that have a Primary Listing on the NZX Main Board) <sup>11</sup>	N/A

<sup>10</sup> An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

<sup>11</sup> An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.



**Further documents to be provided before admission to the official list**

Please note that in addition to the information and documents mentioned above, an entity may be required to provide additional information to ASX under Listing Rule 1.17.