

VALUE RETAIL

PUBLIC SECTOR FINANCE
REAL ESTATE FINANCE



EMBARGOED UNTIL 00.01 (GMT) 4th DECEMBER 2015 London, 3 December 2015 – Consortium of pbb, Santander, Crédit Agricole, Royal Bank of Scotland and Deutsche Hypothekbank provides £425m loan facility to Value Retail to refinance luxury outlet shopping destination, Bicester Village

pbb Deutsche Pfandbriefbank and Santander as Co-Ordinating Banks and Mandated Lead Arrangers, together with Joint Mandated Lead Arrangers, Crédit Agricole Corporate and Investment Bank, The Royal Bank of Scotland and Deutsche Hypothekbank, have provided a medium-term investment facility totalling GBP 425 million to Value Retail. The transaction closed in December 2015.

Bicester Village is one of the collection of nine Villages in Europe, developed and operated by Value Retail. It is home to more than 130 boutiques of world famous brands, each offering savings of up to 60% on the recommended retail price. Bicester Village has consistently achieved double-digit sales growth every year since opening in 1995. Approximately 50% of all sales are generated by visitors from China, the Middle East and South East Asia, which are the largest source markets respectively of the Village's non-EU tourist guests.

Charles Balch, Head of Real Estate Finance International Clients, UK & CEE at pbb Deutsche Pfandbriefbank, said: "We have worked together with Value Retail on transactions across Europe and have developed an excellent relationship. The UK continues to be a core market for us and we are delighted to be able to support a highly valued customer in their continuing success at Bicester Village."

Chris Fallis, Managing Director, Real Estate Finance Group at Santander, said: "We have a long-standing relationship with Value Retail and are delighted to continue to finance Bicester Village which is a best in class asset led by an excellent management team. This is a strong partnership for Santander and we look forward to continuing to work with the team at Value Retail going forward."

Scott Malkin, Chairman, Value Retail, said: "Bicester Village is an unparalleled flagship shopping destination. It continues to grow year on year, attracting international fashion visitors. Following two successful decades, the recent opening of the Bicester Village train station and the upcoming expansion of the Village will generate continued growth".

Charles Mackintosh, Director of Corporate, Legal & Finance, Value Retail, said: "We are delighted that our relationship banks recognise the quality of this business. This transaction allows us to take advantage of favourable market conditions for the benefit of our shareholders."

Value Retail was advised by CMS Cameron McKenna LLP. The consortium was advised by Ashurst LLP.

Notes to editors:

Bicester Village

Alexander McQueen, Belstaff, Diane von Furstenberg, Mulberry, Smythson, Stella McCartney, Tory Burch and Saint Laurent are a few of the luxury brands in the Village. It provides its guests with a suite of services that include an award-winning Tourist Information Centre; valet parking and a shopping collection service. In October 2015 Bicester Village train station opened, allowing guests to travel direct to the Village from central London. With a selection of restaurants including the recently opened Farmshop (by Soho House), the Village has become a day out destination offering guests memorable experiences. To find out more about Bicester Village, please visit BicesterVillage.com.

Value Retail

Value Retail is the only company to specialise exclusively in the development and operation of luxury outlet shopping destinations. The Villages are widely recognised as amongst the best performing shopping centres in terms of sales densities in the world. Since its beginning with Bicester Village in 1995, the Collection has delivered double-digit gross sales growth each year and, since 2005, 39 consecutive quarters – without exception – of double digit growth in tax refunded sales. The Collection will welcome 35 million visits during 2015. Each Village is located within an hour of at least one major European tourism hub and has established itself as an international shopping tourism destination. In 2012 Value Retail was officially accepted as an Affiliate Member of the United Nations World Tourism Organization (UNWTO): a first for the global retail sector.

Value Retail China, an affiliate of Value Retail, opened the first Village in China, Suzhou Village, in Suzhou, 50 miles west of Shanghai in May 2014. A second, Shanghai Village, will open in spring 2016 next to Shanghai Disney Resort, at the heart of a Chinese government multi-billion US Dollar master plan, the Shanghai International Tourism and Resorts Zone, a pan-Asian tourist destination. To learn more about Value Retail and Value Retail China, please visit ValueRetail.com.

pbb Deutsche Pfandbriefbank

pbb Deutsche Pfandbriefbank (www.pfandbriefbank.com) is a leading European commercial real estate and public investment lender. It is the largest issuer of Pfandbriefe and an important issuer of covered bonds in Europe. Deutsche Pfandbriefbank AG is listed on the Frankfurt Stock Exchange.

In addition to Germany, the main business focus is on the UK, France, the Nordic countries and selected countries in Central and Eastern Europe. In these core markets, pbb offers its customers a strong local presence with expert knowledge across the whole spectrum of the financing process. As a result of its competencies in loan structuring, its cross-border approach and co-operation with funding partners, pbb is able to complete both complex financings and cross-border transactions.

Santander

Banco Santander (SAN.MC, STD.N, BNC.LN) is a leading retail and commercial bank, based in Spain, with a meaningful market share in 10 core countries in Europe and the Americas. Santander is the largest bank in the euro zone by market capitalization and among the top 12 banks on a global basis. Founded in 1857, Santander had EUR 1.51 trillion in managed funds, 12,910 branches and 190,000 employees at the close of June 2015. In the first half of 2015, Santander made ordinary attributable profit of EUR 3,426 million, a 24% increase.

Santander UK is a financial services provider in the UK that offers a wide range of personal and commercial financial products and services. It has brought real competition to the UK, through its 1|2|3 products for retail customers and relationship banking model for UK SMEs. As at 30 June 2015, Santander UK was the most switched to bank, attracting 1 in 4 new retail customers. The bank serves

more than 14 million active customers with c. 20,000 employees and operates through 900 branches and 68 regional Corporate Business Centres. Santander UK is subject to the full supervision of the Financial Conduct Authority (FCA) and Prudential Regulation Authority (PRA) in the UK. Santander UK plc customers are protected by the Financial Services Compensation Scheme (FSCS) in the UK.

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