



NOTE FACTSHEET

GREEN SQUARE LOGISTICS & BUSINESS PARK

Aalsmeer, Amsterdam Schiphol Airport

COUPON CHF 5.75%, EUR 6.5%, USD 7.25% PER ANNUM

24 months maturity | callable at 100 % after 20 months
Subscription deadline 18 December 2024 | Issue volume 80 million



Note



NOTE DETAILS	CHF	EUR	USD
ISIN/Valor	CH1392182890/139218289	CH1392216730/139221673	CH1392243973/139224397
Bloomberg Ticker	ABSCRT 5 ¾ 12/20/26	ABSCRT 6.50 12/20/26	ABSCRT 7 1/4 12/20/26
Issue currency	CHF	EUR	USD
Denomination	CHF 1000	EUR 1000	USD 1000
Minimum investment	CHF 1000	EUR 1000	USD 1000
Coupon	5.75% p.a.	6.50% p.a.	7.25% p.a.
Issuer	ABS Securitisation SA, Luxembourg, acting on behalf of GREEN SQUARE LOGISTICS & BUSINESS PARK (Compartment EMTN24-16)		
Issue volume	80 000 000.– (CHF, EUR, USD)		
Price calculation	monthly		
Interest date	quarterly		
Legal form	Bearer note (Senior Secured Bond)		
Underlying	Necron Group AG, Alpenstrasse 9, 6300 Zug, T. +41 41 561 38 22		
Strategy	GREEN SQUARE LOGISTICS & BUSINESS PARK, Aalsmeer, Amsterdam airport, NL		
Guarantees/collateral	 Registration of a first ranked real estate lien on the unencumbered and developed property in the amount of the issue volume in favour of the noteholders; and Pledge of the rent receivables in the amount of the issue volume until the project is transferred to the buyer; and In the event of payment of the purchase price prior to repayment of the note, pledge of the purchase price claim in the amount of the issue volume 		
Subscription deadline	18 December 2024		
Issue date	20 December 2024		
Issue price	100%		
Final maturity	20 December 2026		
Early redemption option	from 20 August 2026 with a 10 days' notice		
Early redemption price	100% plus accrued interest		
Redemption price at final maturity	100%		
Capital protection	100%, provided no credit event occurs		
Offer	Private placement (not for public distribution), to qualified investors only		
Subscription OTC	Kaiser Partner Privatbank AG, Herrengasse 23 9409 Vaduz Liechtenstein phone: +423 237 83 08 mail: rainer.nachbauer@kaiserpartner.com; elodie.hasler@kaiserpartner.com bridport & cie sa, Place Longemalle 1 1204 Geneva Switzerland phone: +41 22 817 70 70 mail: salesteam@bridport.ch		
Paying agent	Kaiser Partner Privatbank AG, Liechtenstein		
Clearing/Settlement	SIX SIS AG/Euroclear Bank S.A./ N.V. Clearstream Banking S.A		
Secondary market	Daily pricing will be periodically updated at Bloomberg, SIX Telekurs, and Refinitiv (Reuters) (CH1392182890/CH1392216730/CH1392243973). Secondary market resale under normal market conditions, on a best-effort basis with 1.00% Bid-Offer		
Listing/Exchange	Vienna Stock Exchange		
Place of jurisdiction	Zurich 1, Switzerland		

DISCLAIMER

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NOTE



Green Square Logistics & Business Park

UNDERLYING/BUSINESS CASE

The issuer ABS Securitisation SA, Luxemburg, acting in the name and on behalf of the account of the compartment GREEN SQUARE LOGISTICS & BUSINESS PARK (Compartment EMTN24-16) intends to place a mortgage-backed note with a total volume of 80 million (CHF, EUR, USD) with qualified investors.

The amount will be passed on in full as a loan via Necron Group AG to the Necron subsidiary Dutch Properties Capital B.V., which will provide it – also in full – to the real estate special purpose vehicle (SPV) Dutch Industrial Properties X B.V. as working capital for the realization of the GREEN SQUARE LOGISTICS & BUSINESS PARK project.

GREEN SQUARE LOGISTICS & BUSINESS PARK launches phase 3 of the visionary, multi-stage development of the GREEN SQUARE BUSINESS CAMPUS in Aalsmeer near Amsterdam Schiphol Airport. Dutch Industrial Properties X B.V. owns the two plots with a total area of 18818 m².

GREEN SQUARE LOGISTICS & BUSINESS PARK

The GREEN SQUARE LOGISTICS & BUSINESS PARK project includes:

- + Phase 1 of a state-of-the-art, multi-level logistics centre with a gross floor area of 28082m² on three levels
- A new dual-branded hotel, Hilton Garden Inn and Home2 by Hilton, with a total of 284 rooms and a gross floor area of 13697 m²

NOTE/INVESTMENT OPPORTUNITY

Qualified investors are invited to participate in the financing. They will be offered a coupon of 5.75% [CHF], 6.5% [EUR], 7.25% [USD] per year, with a maximum term of 24 months, callable after 20 months.

FINANCING STRUCTURE/EQUITY

The total costs for the Hilton Hotel and the logistics centre part 1, including the property (18818 m²) valued at EUR 25 million, amount to a total of EUR 111.4 million. And will be funded as follows:

- + EUR 31.4 million Necron equity
- + EUR 80.0 million 1st ranked note
- = EUR 111.4 million total financing volume

Necron's equity share thus amounts to 28.2%.

LEASE – 100% LONG TERM LEASES IN PLACE

Both properties are let by the property company Dutch Hospitality Project X B.V. The total annual rent is EUR 9.1 million.

- + The logistics centre part 1 is let to a Danish logistics company with a long-term triple-net lease agreement for 10 years fixed, an option for an additional 2 × 5 years and an indexed minimum annual rent of EUR 3.6 million. The final rent may still increase with the inclusion of part 2 of the logistics centre. The company has a history of around 60 years and specialises in the transport of perishable goods, particularly flowers, as well as packaging management for customers from a wide range of industries. Aalsmeer, as the largest trade and knowledge centre for floriculture and the location of the world's largest flower auction, Royal FloraHolland, is therefore the optimal location for the company.
- + The tenant for the entire hotel is Hilton Worldwide Management Ltd, London, with a lease for a term of 20 years and an option for an additional 2 × 5 years and a rent of EUR 5.5 million, rising to EUR 6.2 million over the next 4 years.

TRIPLE NET RENTAL AGREEMENT

The concept of the triple net lease originated in the Anglo-Saxon world but has recently become a preferred lease type for commercial property on the European continent. In a triple net lease, the tenant pays the net cold rent plus all the running costs and taxes for the property, the cost of property insurance and all maintenance and repair costs.

The lessor's (owner's) rental income is therefore "three times net", which makes such properties popular with investors as they offer a steady low-risk income.

NOTE - GUARANTEES/COLLATERAL

- Registration of a first ranked real estate lien on the unencumbered and developed property in the amount of the issue volume in favour of the noteholders; and
- + Pledge of the rent receivables in the amount of the issue volume until the project is transferred to the buyer; and
- + In the event of payment of the purchase price prior to repayment of the note, pledge of the purchase price claim in the amount of the issue volume

REPAYMENT/DEFINITIONS

If no credit event occurs in relation to the underlying during the term of the note, the investor will receive 100% of the investment back at maturity.

If a credit event related to the underlying occurs during the life of the note, the underlying is liquidated for the benefit of the investors.

Credit events are defined in the 2014 ISDA Credit Derivatives Definitions (ISDA is the International Swaps and Derivatives Association Inc.) and its supplements and in the Terms and Conditions.

DEFINITION OF CREDIT EVENT

Bankruptcy: Insolvency of the Underlying or inability to pay its debts.

Non-payment: Failure of the Underlying to make payments when due.

EXIT STRATEGY

The exit strategy is to sell the hotel and the logistics centre to an institutional investor before or after its completion. Talks with potential interested parties are well advanced.

If no sale has taken place by the time the note matures, the buildings will be refinanced through ABN Amro.



ISSUER - SPV

Special purpose vehicles (SPVs) are typically set up to eliminate any corporate link with the originator and to avoid potential consolidation for bankruptcy accounting or tax purposes.

The issuer ABS Securitisation SA is a special purpose vehicle (SPV) and is only a means to an end. From an investor's perspective, only the project and the underlying collateral are relevant

NO ISSUER RISK

One of the main advantages of the Luxembourg securitisation law is that securitisation vehicles can be segregated into legally separate compartments, i.e. the assets are legally segregated at the compartment level. As a result, a compartment (the issuer) reflects only the risks and rewards of the real estate SPV.

This compartmentalisation approach is appreciated by investors as it avoids a spillover of risks and liabilities between individual compartments, while avoiding the administrative costs associated with setting up and managing separate legal entities.

BREEAM "EXCELLENT" SUSTAINABILITY CERTIFICATION

The Necron Group AG is committed to responsible and sustainable project development and the use of BREEAM is part of this commitment. The GREEN SQUARE LOGISTICS & BUSINESS Park will be developed and certified according to the requirements of the BREEAM 4-star level "excellent".

BREEAM, first published in 1990 by the Building Research Establishment (UK), is the world's longest established method for assessing, rating, and certifying the sustainability of buildings. More than 550000 buildings have been BREEAM certified and over two million are registered for certification in more than fifty countries worldwide. BREEAM is an assessment conducted by independent licensed assessors using science-based sustainability criteria. It assesses the entire life cycle of the project in terms of energy and water consumption, occupant/ user health and wellbeing, pollution, transport, materials, waste, ecology, and management processes. More than 550 000 buildings have been BREEAM certified and over two million are registered for certification in more than 50 countries worldwide.

INVESTOR BENEFITS

- + Sustainable project with BREEAM Standard "excellent" in an outstanding location
- Extensive guarantees first ranking security in favour of noteholders
- + Low-risk real estate project
- Long-term leases with a total rent of EUR 9.1 million per year
- + High equity share of 28.2%
- + Regular interest income
- + Fixed return
- + Short term of the note





AALSMEER, AMSTERDAM SCHIPHOL AIRPORT



Green Square Business Campus

AALSMEER

The city of Aalsmeer is in the centre of the Amsterdam metropolitan region, a stone's throw from Amsterdam Schiphol Airport. It is the world's largest trade and knowledge centre for floriculture and home to the world's largest flower auction, Royal FloraHolland with a daily trade volume of more than 20 million flowers and plants from the Netherlands and 50 other countries. Within this region, more than 50 000 people work for growers, auctions, trading companies, exporters, horticultural suppliers and flower and plant breeders. Together, these companies generate a turnover of EUR 5 billion a year.

GREEN SQUARE BUSINESS CAMPUS AALSMEER

The Green Square Business Campus is high-tech and resilient to climate. Its focus on networking and collaboration promotes an environment that supports sustainability and improves tenant engagement in the community. The development of this comprehensive and innovative business centre is taking place in five phases.

PHASE 1

In Phase 1, the construction of the energy station (1), the Green Square Logistics I developed by Hellman Worldwide (2), and the Green Square Logistics IV of the GARBE company (3) were completed.

PHASE 2

In Phase 2, Green Square Logistics II-III (4), developed by Necron Group AG, with Bausch+Lomb's EMEA headquarters and JAS Forwarding's EU headquarters, was handed over to the tenants in Q3 2024. This phase was an important step in establishing the area as a leading centre for innovation and logistics.



PHASE 3 – GREEN SQUARE LOGISTICS & BUSINESS PARK

In this present phase, Necron is building a state-of-theart, multi-level logistics centre (part 1) (5) designed to meet the growing demands of modern supply chains. The unique T-shaped structure, designed by UNStudio, consists of two independent buildings. Thanks to state-of-the-art technology and flexible use of space, it can accommodate a wide range of business operations. The innovative design with serrated edges offers optimal usage options, maximises the logistics space and provides room for an efficient office area.

In addition, a new Hilton Hotel (6) with two brands (Hilton Garden Inn and Home2 by Hilton) will be built in the immediate vicinity of the logistics centre.

PHASE 4 & 5 – POWER FLOWER- & WATERFRONT-ZONE

In Phases 4 & 5, Necron will develop the second part of the GREEN SQUARE LOGISTICS & BUSINESS PARK logistics centre (7) as well as the Power Flower site with yet another logistics centre (8) and several event locations, restaurants and sports facilities in the waterfront zone (9). These two expansions will further consolidate the Green Square Business Campus as a central player in the region's logistics and business landscape, offering even more opportunities for growth and collaboration.



POWER FLOWER & WATERFRONT ZONE



GREEN SQUARE BUSINESS CAMPUS

Macro Location

- Central location in the Netherlands, 5 minutes by car from Schiphol Airport
- + Region with a strong economy and more than 50 000 000 jobs in innovative companies generating a turnover of more than EUR 3 billion
- 7 minutes by car on the N201 to the A4 (Amsterdam-Rotterdam) with direct access to the A9 (East-West)
- + 5 minutes by car from the Royal Flower Auction Royal FloraHolland, the world's largest flower market and logistics centre for the flower trade
- + Less than a 20-minute drive from the centre and port of Amsterdam and less than 50 minutes by car from the port of Rotterdam
- + About 2 hours' drive from Antwerp and less than 3 hours' drive from the Ruhr area



SUSTAINABILITY IN THE REAL ESTATE SECTOR

BREEAM and EU Taxonomy



BREEAM UND EU-TAXONOMIE

The 'EU Taxonomy', part of the 'Green Deal', is a system for assessing the sustainability of companies' economic activities across all sectors and came into force across the EU on 1 January 2022. It requires large companies to report regularly on their compliance with a set of sustainability criteria across a wide range of business activities. This will enable fund managers and investors to make informed choices about sustainable investments, prevent 'greenwashing' and channel private capital into genuinely 'green' activities. Combined with public sector incentives, this will accelerate the transition to a sustainable economy and ensure that the EU's 2050 climate targets are met.

Necron is aware of these climate targets and has all its new developments certified to BREEAM's 4-star "excellent" level. Published in 1990 by the Building Research Establishment (UK), BREEAM is the world's leading system for assessing and certifying the sustainability of buildings. To date, over 550 000 buildings have been awarded BREEAM certification and more than two million are presently registered for certification worldwide.

Because of its focus on buildings, BREEAM is far more specific and demanding than the EU taxonomy. For example, the latter requires a 10% reduction in the primary energy consumption of buildings compared to today's standard (BENG), while BREEAM aims to achieve energy neutrality over the whole life cycle of the project. In addition, BREEAM includes other criteria such as water use during construction and operation, health and well-being, environmental impact, transport, materials, waste and management processes.

By developing and certifying the GREEN SQUARE LOGISTICS & BUSINESS PARK project to the BREEAM 4-star "excellent" level, Necron is providing investors and future owners with the assurance that it not only meets all current requirements of Section 7.7 of the EU Taxonomy [Acquisition and Ownership of Buildings] but also future sustainability requirements. BREEAM's focus on operation, health and well-being also ensures that the project will be usable for many years to come and will therefore retain its value.





Facts & figures

- + 18818 m² site
- + Investment volume: EUR 111.4 million.
- + Minimum lease payments : EUR 9.1 million per year
- + Completion: Logistics centre Q3 2026, Hilton Hotel Q4 2026
- + BREEAM certification to 4-star "excellent" level

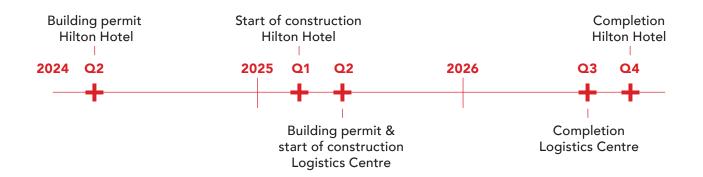
PROJECT SUPERVISION

Drees & Sommer SE

PROJECT SUPERVISION

Bouwaccent/Necron Management AG

Status and indicative timeline





FACTS & FIGURES

Logistics centre

BASIC SPECIFICATIONS

- + 28082 m² gross floor area (GFA)
- + 24720 m² storage area partially refrigerated
- + 1298 m² of office space
- + 2064 m² mezzanine area
- + 20 truck loading bays
- + 150 parking spaces for cars plus 60 for trucks
- + Building size: 100 m long by 70 m wide and 22 m high, 3 stories
- + BREEAM certified at 4-star "excellent" level
- + 5000 m² of photovoltaics
- Green facade

TEAM

Architects: UNStudio

General contractor: Aan de Stegge Twello

GENERAL CONTRACTOR

Aan de Stegge Twello is a Dutch construction company with 50 years of project execution experience in the logistics, food, manufacturing, chemical and parking sectors. The company is part of Aan de Stegge Verenigde Bedrijven (ASVB), a network of 23 innovative companies in the construction and real estate sector with a combined turnover of approximately EUR 1.1 Billion (2022) and activities in residential and commercial real estate in the Netherlands, Belgium and Germany.

LEASE

+ Term triple-net lease agreement for 10 years with an option for an additional 2 × 5 years and an indexed minimum annual rent of EUR 3.6 million.

TENANT

The logistics centre part 1 is let to a Danish logistics company. The company has a history of around 60 years and specialises in the transport of perishable goods, particularly flowers, as well as packaging management for customers from a wide range of industries.

BUILDING FEATURES

The building is characterised by:

- + Multi-layer design
- + State-of-the-art loading docks
- Automated systems for picking and a real-time inventory system for tracking stock levels, order status and shipment tracking
- + Adaptable spaces
- Cross-docking capability to facilitate the quick transfer of goods from inbound to outbound transport without long-term storage and to increase delivery speed
- On-site facilities such as maintenance facilities, rest areas for staff and meeting rooms, collaboration zones for meetings and interaction between logistics service providers and their customers to promote partnerships and innovation



FACTS & FIGURES

Hilton Hotel

BASIC SPECIFICATIONS

- + 13697 m² gross floor area (GFA)
- + Building size: 75 m max. length by 52 m wide and 22 m high, 6 stories
- + 284 rooms, including 128 suites in Home2 and 156 rooms at the Garden Inn, 22 of which being long stay rooms
- + 1 restaurant, 1 bar, fitness centre and conference
- + 112 parking spaces directly adjacent to the hotel
- + BREEAM certification at 4-star level "excellent"
- + Natural stone façade, green roof, and photovoltaic system

TEAM

Architects: Van Aken

General contractor: Ten Brinke Bouw B.V.

GENERAL CONTRACTOR

The Ten Brinke Group B.V. has been a renowned and dependable partner for construction projects for more than 120 years. From its origins as a construction company, the company has evolved to an internationally active full-service provider offering builder, offering project development, financing, and investment services with a turnover of approximately one billion euros p.a. and more than 1300 employees. With branches in the Netherlands, Germany, Spain, Portugal, and Greece, TBG stands for the highest quality and reliability.

LEASE

+ 20-year lease with an option for an additional 2 × 5 years and a rent of EUR 5.5 million, rising to EUR 6.2 million over the next four years.

TENANT

The tenant of the hotel, Hilton Worldwide, operates around 7 600 properties with approximately 1.2 million rooms in 126 countries. In 2023, Hilton Worldwide generated an EBITDA of around EUR 2.2 2 billion. The interest coverage ratio is approximately five times, which means that Hilton can easily meet its interest obligations. The Hilton group encompasses several brands in the following categories: luxury, lifestyle, full service, all suite, focused service, and timeshare. Given its size and diversification, Hilton is considered one of the largest hotel brands worldwide. In the Netherlands, Hilton is strongly represented with 34 hotels, which are mainly focused on the luxury segment and mostly located in major cities and tourist centres.

Home2 and Garden Inn address different customer segments: Home2 focuses on larger groups and families. Home2 hotels are also pet-friendly and serve families travelling with their pets. Garden Inn, by contrast, has luxurious rooms for both leisure and business travellers. Both facilities offer meeting areas and conference rooms.



THE NETHERLANDS AND THE SCHIPHOL AIRPORT AREA



High demand for logistics and hospitality

LOGISTICS

The Netherlands' present GDP USD 1117 billion in 2023 expected to grow by a further 19% per year until 2029. The transport/logistics/communications sector will be one of the main growth drivers, underlining the country's importance as a global key player in the logistics industry. The sector benefits from a unique combination of geographical location, infrastructure, favourable tax system and economic strength.

In particular, the area around Schiphol Airport is uniquely positioned as a major logistics hub due to its geographical location and robust infrastructure. It is centrally located in Europe, making it an ideal transit point for goods travelling between Europe, Asia and the Americas. The Port of Rotterdam is one of the busiest ports in the world and contributes to the country's high logistics capacity with a significant increase in container throughput.

Another major advantage of the Netherlands is the VAT system. Deferral of VAT on imports and the option of fiscal representation offer companies significant cash flow benefits. This simplifies logistics processes and makes investment more attractive, as there is no need to pay VAT directly. In addition, the tax benefits can be enjoyed without a local presence.

HOSPITALITY

The hospitality industry in the Netherlands is growing rapidly, especially in major cities such as Rotterdam and Amsterdam. Total sales are expected to reach EUR 4.8 billion by the end of the year, and studies predict a CAGR of over 8.25% through 2029.

The Amsterdam area continues to attract more business and leisure travellers each year, further increasing the demand for overnight stays. In 2022, Amsterdam was named the most attractive European city for hotel investment.

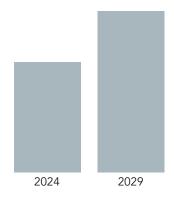
In the future, the demand for overnight stays will shift to the surrounding regions, as new, stricter regulations will complicate and delay the development of new hotel projects in the city centre.

The GREEN SQUARE BUSINESS CAMPUS, as a location with many international companies and in close proximity to the airport, will offer an extremely attractive event and accommodation option for business and leisure travellers in the future with the Hilton dual brand concept.

HOSPITALITY INDUSTRY IN THE NETHERLANDS

Market size 2024, EUR 4.8 billion

CAGR > 8.25%



Source: Mordor Intelligence

REFERENCES OF PREVIOUS NOTES



Total project development volume of over EUR 1.1 billion since 2019



































TREES FOR ALL – 40000 TREES OUR COMMITMENT TO CO, COMPENSATION

To offset the $\rm CO_2$ emissions of its previous projects, NECRON GROUP AG contracted the NGO Trees for All to plant 40000 trees in Boxmeer/NL and Costa Rica, 10000 of which have already been planted. Trees for All has over 25 years of experience and is a non-profit organisation (ANBI) certified by the Dutch charity

supervision NGO CBF. With this certification, organisations show that they meet strict requirements with regard to accountability, transparency and ethics.



More information: treesforall.nl/en



REFERENCES

Previous and current projects



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ABOUT

Necron Group AG

Necron Group AG is a Swiss real estate investment and development company based in Zug, Switzerland. Its core business is the development and realisation of commercial property projects in Switzerland and the EU, with an emphasis on the Netherlands. Necron secures first-class properties in strategically interesting locations for the realisation of sustainable real estate projects. The properties are sold to investors either at an early stage as a forward sale or turnkey after completion.

Londen & Van Holland (accountants and tax consultants, NL) determined for Necron Group AG for the cumulative value at 100% of all current projects, a net present value (NPV) of EUR 1.8 billion as of 30 June 2024. Necron Group AG also has sufficient cash and equity of EUR 257.7 million, underlining the company's strong financial position.

BDO AG is the trustee of Necron Group AG and PWC PricewaterhouseCoopers AG is the auditor.

BUSINESS PRINCIPLE

Value chain and exit strategy



NOTE

Financing and sales partners

Picard Angst AG | +41 55 290 55 55 | Pfäffikon – Geneva – Dubai