



N V Properties Limited

(Incorporated in the Republic of South Africa)

(Registration number: 1991/000649/06)

ISIN: ZAE400000242

Share Code 4NVP

(Approved as a REIT by the CTSE)

("N V Properties" or "the Company")

Property Entity Investors Report
28 February 2025

Objectives, Investment Policy and Main Strategy

N V Properties is a specialised hospitality REIT that is invested, directly and through the N V Subsidiaries, in 21 hospitality assets across South Africa, sectional title units in a residential development and other strategic land holdings across South Africa.

N V Properties' objective is to be a leading specialised hospitality real estate investment company committed to increasing shareholder value through the distribution of attractive dividends and long-term capital appreciation.

N V Properties' investment policy entails investment in hospitality assets, specifically 3 - 4 star hotels and conference centres across South Africa's business hubs that are managed by Premier Hotels and Resorts or other leading hotel management companies where the returns on investment exceed the Company's long-term cost of capital.

N V Properties' main strategy is to grow its income streams with active asset management on its existing portfolio and will seek to acquire other hospitality assets.

Key Performance Metrics (KPM)

KPM	2025	2024	% change
Loan to value (%)	17.1	16.4	4.4
Net Asset Value (NAV) per share (R per Share)	10.22	2 064 705.51	(100.0)
Portfolio Value (R')	2 804 278 120	2 721 561 552	3.1
Net Asset Value	2 228 080 870	1 024 093 932	123.42

Note: The capital structure of N V Properties was significantly altered from 2024 to 2025 due to the share issuance and the capitalisation of the Craighall loans, the KPM table above should be read with the Annual Report in order to understand the movements year on year.

Our Team

Executive Directors

Vyadislav Samuel Nassimov (Chief Executive Officer)

Samuel Nassimov began his career in hospitality at Tel Aviv's renowned Dan Hotel in the 1970s. His passion for development led him to acquire and revamp the Carlton Hotel in East London in 1990, later expanding to develop the Regent Hotel and the East London International Convention Centre (ELICC). Under Mr Nassimov's leadership, the group has grown to encompass 25 hotels and resorts, offering nearly 2500 rooms and employing over 2000 staff. With a focus on embracing industry advancements, particularly in technology and online bookings.

Pinchas Meir Hack (Chief Financial Officer)

Pinny is a qualified CA(SA) and has obtained a Bachelor of Business Science (finance honours) degree from the University of Cape Town. He has extensive knowledge of the property sector in South Africa, previously serving as Head of Finance and Treasury of Stor-Age Property REIT Limited and the Financial Director of Texton Property Fund Limited.

Non-executive

Richard Graham Lander (Chairman) #

Born in 1950 in England. A member of the Institute of Hospitality and a graduate of the University of Memphis. He has worked with major international hospitality groups, including Peermont, Intercontinental Hotel Group, Sun International and Starwood, in a variety of executive positions. He has worked in numerous countries on a variety of continents. He specialises in new projects, financial turnarounds and change management at some of the finest hotels in the world. He sits on a number of private company boards and is a business advisor to high profile private individuals that have investments in the hospitality industry.

Ronen Nassimov

Ronen is a qualified CPA (chartered public accountant) and has obtained a Masters in Internal audit and public administration. Ronen is the senior partner at Nassimov and Co, a boutique tax and consulting company that provides professional services to various companies and assists clients with developing business plans for new ventures as well as assisting clients to raise capital for these ventures. Ronen is also a director of a Portuguese almond plantation investment company.

Bernard Graeme Sacks #

Bernard is a qualified Chartered Accountant (SA). He holds a Masters degree in commercial law. He was in public practice at Mazars for 28 years, initially as tax consultant and later as tax partner. He currently runs Sacks Advisory, a consulting firm that offers business and tax advisory services. He also serves as director of various companies.

Wayne van der Vent #

Wayne has been in the property industry for nearly 30 years and has overseen the development of several properties, primarily township-based retail. Wayne joined the Public Investment Corporation in 2005 and grew its property portfolio to R80 billion, overseeing significant acquisitions, which includes the V&A Waterfront in Cape Town. Wayne has served on various boards, including Pareto Limited, SA Corporate Real Estate Limited and CBS Property Portfolio Limited. He has also served as the chairperson of various investment committees, including the Airports Company of South Africa. He is currently involved in several ventures, including an online trading portal and property rental site, Quoin Online.

Independent

Hazak Hospitality Services

The Company is managed by Hazak Hospitality Services. Samuel Nassimov, the Chief Executive Officer of N V Properties, is the sole director and shareholder of the asset manager. Samuel Nassimov, and the financial director of N V Properties, Pinchas Hack, are permanently seconded by the asset manager and perform their duties and functions under the supervision of the asset manager in terms of the Asset Management Agreement.

The sole director of Hazak Hospitality Services' relevant experience is detailed on page 3 of this report.

Our properties at a glance

Number of properties	21
Portfolio value	2 804 278 120
Weighted average lease expiry ("WALE")	4.5 years
Total hotel keys	2 025
Portfolio yield	7.00%
Dividend yield	3.01%

Geographical profile

	Based on number of hotel keys	Based on rental revenue	Based on valuations
	(%)	(%)	(%)
Western Cape	14.6	16.5	19.8
Kwazulu-Natal	33.9	22.2	28.5
Eastern Cape	23.6	47.2	30.9
Gauteng	19.0	9.3	16.4
Free State	4.5	2.3	2.4
Mpumalanga	4.4	2.5	2.1
Total	100.0	100.0	100.0

Note: Excludes the residential sectional title units and the strategic land holdings across South Africa.

Sectoral profile

	Based on number of hotel keys (%)	Based on rental revenue (%)
Hotel	100	100.0
Total	100.0	100.0

Note: Excludes the residential sectional title units and the strategic land holdings across South Africa

Market Outlook

The Company is directly exposed to the leisure and corporate traveller market in South Africa. The leisure tourism market in South Africa has seen a steady increase in tourists returning to South Africa post the Covid-19 pandemic and this trend is expected to increase over the medium term as South Africa hopes to capitalise on the positive election outcome and renewed optimism around the Government of National Unity.

The increase in international tourists returning to South Africa bodes well for the Company's prospects. Additionally, the Company notes a return to corporate travel across South Africa, which uses its conference and business hotels. These factors, both on the leisure and business travel, provide a positive market outlook.

Distribution Policy

The Company's distribution policy is to consider an interim and a final dividend in respect of each financial year. The Company is also a REIT and therefore, it is required to distribute at least 75% of its distributable earnings as a dividend in terms of S25BB of the Income Tax Act within four months of year-end.

A dividend of 31.74 cents per share was declared at year-end, which amounts to R71 million and is equal to 88% of the distributable income.

Property Entity Investors Report
N V Properties Limited

	PORTFOLIO											
Property Name	Address	Province	Tenure, Sector classification and use of building	Market Value at 28 February 2025 (R000)	Age of Building	Date of valuation	Key Valuation Assumptions					External and internal valuation
							Average Daily Rate ("ADR") year 1 (R's)	Occupancy (%) year 1	Revenue Per Available Room ("RevPar") Year 1 (R's)	Discount Rate (%)	Exit Yield (%)	
Premier Express Inn George	123 York Street, Central George	Western Cape	Freehold Hotel	77 000	45	28 February 2025	1 000	55%	780	14.5%	10.0%	External
Premier Hotel Cape Town	1 Marais Road, Sea Point	Western Cape	Freehold Hotel	321 000	50	28 February 2025	1 625	65%	1 056	13.5%	10.0%	External
Premier Hotel East London ICC	22 Esplanade Street, East London	Eastern Cape	Sectional Title Hotel	443 000	15	28 February 2025	1 225	70%	858	15.0%	10.0%	External
Premier Hotel Fallstaff	22 Rivonia Road, Morningside	Gauteng	Freehold Hotel	55 000	25	28 February 2025	986	57%	557	-	-	Internal
Premier Hotel Midrand	187 Third Road, Halfway Gardens, Midrand	Gauteng	Freehold Hotel	151 000	20	28 February 2025	1 200	57%	684	14.0%	10.0%	External

Property Entity Investors Report
N V Properties Limited

Property Name	Address	Province	Tenure, Sector classification and use of building	Market Value at 28 February 2025 (R000)	Age of Building	Date of valuation	Key Valuation Assumptions					External and internal valuation
							Average Daily Rate ("ADR") year 1 (R's)	Occupancy (%) year 1	Revenue Per Available Room ("RevPar") Year 1 (R's)	Discount Rate (%)	Exit Yield (%)	
Premier Hotel Quartermain	60 West Road, Morningside	Gauteng	Freehold Hotel	85 000	30	28 February 2025	1 200	50%	600	14.5%	10.0%	External
Premier Hotel Regent East London	23 Esplanade Street, East London	Eastern Cape	Sectional Title Hotel	142 723	30	28 February 2025	950	53%	504	15.0%	11.0%	External
East London Convention Centre	24 Esplanade Street, East London	Eastern Cape	Sectional Title Hotel	106 000	15	28 February 2025	-	-	-	15.0%	11.0%	External
Premier Hotel Richards Bay	3 Hibberd Drive, Richards Bay	KwaZulu-Natal	Freehold Hotel	106 000	60	28 February 2025	950	55%	524	14.0%	10.0%	External
Premier Hotel Roodevalley	81 Kameeldrift Road, Pretoria	Gauteng	Freehold Hotel	57 000	30	28 February 2025	950	45%	428	15.0%	11.0%	External
Premier Hotel Umhlanga	7 Umhlanga Ridge Boulevard	KwaZulu-Natal	Freehold Hotel	244 000	4	28 February 2025	1 550	65%	1 008	13.5%	9.5%	External

Property Entity Investors Report
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Property Name	Address	Province	Tenure, Sector classification and use of building	Market Value at 28 February 2025 (R000)	Age of Building	Date of valuation	Key Valuation Assumptions					External and internal valuation
							Average Daily Rate ("ADR") year 1 (R's)	Occupancy (%) year 1	Revenue Per Available Room ("RevPar") Year 1 (R's)	Discount Rate (%)	Exit Yield (%)	
Premier Hotel White River	R538 & Numbi Gate Road, White River	Mpumalanga	Freehold Hotel	54 500	55	28 February 2025	1 050	50%	525	14.0%	10.0%	External
Premier Resort Cutty Sark	Old Main Road, Scottsburg	KwaZulu-Natal	Freehold Hotel	103 000	3	28 February 2025	1 250	45%	563	14.5%	10.0%	External
Premier Resort Knysna	1 George Rex Drive, Knysna	Western Cape	Sectional Title Hotel	135 189	19	28 February 2025	1 425	52%	741	13.0%	9.0%	External
Premier Resort Mpongo Private Game Reserve	Macleantown District, N6 National Road, East London	Eastern Cape	Freehold Hotel, Game Reserve	140 000	31	28 February 2025	-	-	-	-	-	Internal
Premier Resort Sani Pass Drakensberg	Good Hope Farm, Sani Pass Road	KwaZulu-Natal	Freehold Hotel	110 000	7	28 February 2025	1 250	47%	588	15.0%	11.0%	Internal
Premier Splendid Inn Bloemfontein	85 Zastron Street, Bloemfontein	Free State	Freehold Hotel	65 000	5	28 February 2025	920	62%	570	15.0%	11.0%	External

Property Entity Investors Report
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Property Name	Address	Province	Tenure, Sector classification and use of building	Market Value at 28 February 2025 (R000)	Age of Building	Date of valuation	Key Valuation Assumptions					External and internal valuation
							Average Daily Rate ("ADR") year 1 (R's)	Occupancy (%) year 1	Revenue Per Available Room ("RevPar") Year 1 (R's)	Discount Rate (%)	Exit Yield (%)	
Premier Splendid Inn The Bayshore	4 The Gully, Meer en See, Richards Bay	KwaZulu-Natal	Freehold Hotel	72 000	60	28 February 2025	800	45%	368	14.5%	10.5%	External
Premier Splendid Inn Umhlanga	1 Umhlanga Ridge Boulevard	KwaZulu-Natal Hotel	Freehold Hotel	126 000	4	28 February 2025	1 200	71%	852	13.5%	9.5%	External
Premier Hotel Pretoria	573 Stanza Bopape Street, Arcadia, Pretoria	Gauteng	Freehold Hotel	92 000	30	28 February 2025	905	45%	407	14.5%	10.5%	External
Himeville Arms	Arbuckle Street, Himeville	KwaZulu-Natal	Freehold Hotel	6 204	101	28 February 2025	-	-	-	-	-	Internal
Unit 1 & 2 15 On Oliver	Oliver Road, Sea Point	Western Cape	Sectional Title Residential	40 881	4	28 February 2025	-	-	-	-	-	Internal
Remainder of Portfolio ¹	Various	Various	Undeveloped Land	71 782		28 February 2025	-	-	-	-	-	Internal

Notes:

1. The properties included here relate to the following land parcels across the county as listed below:
 - a. Erf 16839 East London
 - b. Erf 262000 East London
 - c. Erf 660, 661, 662 – Johannesburg
 - d. Erf 666,667 and 657 – Johannesburg
 - e. Erf 334,575 and 576 - Johannesburg
 - f. Erf 298, 474, 473 and 472 – Fourways, Johannesburg
 - g. Undeveloped land at the following hotels
 - i. Premier Splendid Inn Bloemfontein
 - ii. Premier Resort Sani Pass Drakensberg
 - iii. Premier Resort Cutty Sark
 - iv. Premier Hotel Roodevalley
 - v. Premier Hotel Midrand
 - vi. Premier Resort Knysna
 - vii. The Winkler
2. The market value has been determined by the Independent Property Valuer except for the Premier Resort Mpongo Private Game Reserve, the Fallstaff Hotel, Himeville Arms, Units 1 & 2 15 on Oliver and the undeveloped land which have not been valued. The Company is not aware of any town planning restrictions or qualifications in respect of the valuations, nor of any statutory contraventions or options over the properties.
3. The above-mentioned property specific information is as at 28 February 2025.
4. Details regarding the valuation methodology used to value the properties have been included in **Note 6** of the annual financial statements for the year ended 28 February 2025 ("**Financial Statements**").
5. Refer to **Note 14** of the Financial Statements for details on all outstanding debt.
6. The age of the buildings represents the initial date, to the best of our knowledge, when the hotel began operating or the date when the hotel began operating after a large refurbishment

Leases in respect of portfolio:

N V Properties or its subsidiaries have existing lease agreements with operational companies (managed by Premier Hotels and Resorts) in respect of each of the hotel properties in its portfolio in terms of which the Company receives a fixed and variable rental income. Details of the operational companies and the leases are set out in the table below:

	Property Name	Property Owner	Operational Company Lessee	Lease Duration	Fixed and Variable Rental Income ¹
1.	Premier Express Inn George	N V Properties	Windsharp Trading 33 (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R 2 976 00 Variable = R2 875 006 Total = R5 851 006
2.	Premier Hotel Cape Town	N V Properties	Premier International Hotels & Resorts (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R16 320 000 Variable = R15 682 536 Total = R32 002 539
3.	Premier Hotel East London ICC	N V Properties	Nungu Trading 195 (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed =R7 968 000 Variable = R7 649 437 Total = R15 617 437
4.	Premier Hotel Fallstaff	N V Properties	Premier Hotel Fallstaff (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R432 000 Variable = R423 969 Total = R855 969
5.	Premier Hotel Midrand	N V Properties	Netcopath (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R8 124 000 Variable = R7 799 357 Total = R15 923 357

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	Property Name	Property Owner	Operational Company Lessee	Lease Duration	Fixed and Variable Rental Income ¹
6.	Premier Hotel Pretoria	N V Properties	Splendid Inns (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R4 956 000 Variable = R4 767 820 Total =R9 723 820
7.	Premier Hotel Quartermain	N V Properties	Premier Hotel Quartermain (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R3 420 000 Variable = R3 296 026 Total = R6 716 026
8.	Premier Hotel Regent East London	N V Properties	Northern Lights Trading 77 (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R4 644 000 Variable = R5 895 375 Total = R10 539 375
9.	Premier Hotel Richards Bay	N V Properties	Newlicel (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R6 120 000 Variable = R5 895 375 Total = R12 015 375
10.	Premier Hotel Roodevalley	N V Properties	Premier Hotel Roodevalley (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R3 312 000 Variable = R3 179 643 Total = R6 419 643
11.	Premier Hotel Umhlanga	Emerald Sky	Premier Hotel Umhlanga (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R10 788 000 Variable = R10 368 909 Total = R21 156 909

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	Property Name	Property Owner	Operational Company Lessee	Lease Duration	Fixed and Variable Rental Income ¹
12.	Premier Hotel White River	N V Properties	Zitoscape (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R2 892 000 Variable = R2 777 010 Total = R5 669 010
13.	Premier Resort Cutty Sark	N V Properties	Cutty Sark Hotel (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R5 160 000 Variable = R4 956 310 Total = R10 116 310
14.	Premier Resort Knysna	Chamber Lane Properties	Hotel Reservations Worldwide (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed =R3 024 000 Variable = R2 920 598 Total = R5 944 598
15.	Premier Resort Mpongo Private Game Reserve	N V Properties	Mpongo Private Game Reserve (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R120 000 Variable = R- Total = R120 000
16.	Premier Resort Sani Pass Drakensberg	Sani Pass	Nomimix (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R5 460 000 Variable = R5 259 899 Total = R10 719 899
17.	Premier Splendid Inn Bloemfontein	N V Properties	Sorpen Property Holdings (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R4 608 000 Variable = R4 440 804 Total = R9 048 804

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	Property Name	Property Owner	Operational Company Lessee	Lease Duration	Fixed and Variable Rental Income ¹
18.	Premier Splendid Inn The Bayshore	N V Properties	Zitorite (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R1 944 000 Variable = R1 869 207 Total = R3 813 207
19.	Premier Splendid Inn Umhlanga	Emerald Sky	Splendid Inn by Premier Umhlanga (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R6 300 000 Variable = R6 064 212 Total = R12 364 212
20.	East London International Convention Centre	N V Properties	Summer Season Trading 120 (Pty) Ltd	4.5 years, with an option to extend for a further 5 years	Fixed = R8 736 000 Variable = R8 407 778 Total = R17 143 778

Notes:

1. The leases are structured with 50% of budgeted EBITDA (based on the FY2026 budget) being a fixed amount and the variable portion being equal to 98% of EBITDA.
2. The Premier Hotel East London ICC, Premier Hotel Regent and Premier Resort Knysna are sectional title schemes where N V Properties own many of the units in the scheme. The schemes are run as a rental pool and in addition to the fixed and variable income that N V Properties receives, it receives distributions from the rental pool.