

Schedule 1 - Profile of the Supervisory Board

This profile was adopted on April 4, 2019.

Responsibilities

The duties of the Supervisory Board of Vonovia Finance B.V. (the “**Company**”) in accordance with Dutch law are to supervise the Management Board of the Company and the general affairs of the Company and the business connected with it, as well as advising the Management Board of the Company. Please refer to article 1 of the Rules of Procedure of the Supervisory Board for a more detailed description of the duties and responsibilities of the Supervisory Board. In performing its duties, the Supervisory Board shall be guided by the interests of the Company and the business connected with it, and shall take into account the relevant interests of the Company’s stakeholders (including but not limited to its shareholder).

Profile and Strategy

The composition of the Supervisory Board shall be such that it suits the nature of the Company’s business, its activities and organizational structure. The profile and composition of the Supervisory Board needs to suit the profile of the Company.

Company Profile

The Company was founded in 2013, as part of the post-IPO financial strategy of its parent company Vonovia SE. The Company has its official seat in Amsterdam, the Netherlands, and currently has a headcount of five professionals. The office is structured in a front -, middle-, and back office. From an organizational point of view the Company belongs to and is monitored by the Finance and Treasury Department of Vonovia SE which is headquartered in Bochum, Germany.

As a wholly-owned subsidiary of Vonovia SE, the Company acts as a financing company and is in charge of arranging for debt financings on the international debt capital markets. The main financial services include issuances of DCM instruments, of which proceeds are used for financing acquisitions as well as refinancings. It also includes services such as the valuation of derivatives, hedge accounting, capital market analysis and financial risk management.

With a balance sheet total of around EUR 14 bn. the Company is one of the larger issuers of DCM instruments.

Qualifications of the Supervisory Board

With due observance of the Rules of Procedure of the Supervisory Board, the Supervisory Board shall be composed with the following qualifications:

- detailed knowledge of accounting and auditing;
- general knowledge of and experience in the markets in which the Company conducts its business;
- experience with and an understanding of managing a company with a strong DCM approach;
- understanding of the capital markets;
- expertise on the financial management, tax matters, administration and reporting of a company with listed securities;
- understanding of sustainability, social and employment matters in the Netherlands; and
- active involvement in the management of a company with listed securities.

Personal qualifications of the members of the Supervisory Board

Members of the Supervisory Board are selected and recommended according to the following selection criteria:

- background/education/training;
- preferably experience with large listed companies;
- managerial skills;
- specialist skills;
- ability to spend the necessary time;
- independence.

Composition and number of members

The composition of the Supervisory Board and the combined experience, expertise, and the independence as well as the size, diversity in nationality, age and gender of its members shall be such that the qualifications mentioned above shall be represented. The number of members necessary is dependent on the combined qualifications of the members in view of the required qualifications of the Supervisory Board as a body. Currently, the preferred size is five members. The preferred composition includes at least 30% gender diversity, at least two members with specialist financial expertise, a balanced number of members with German and Dutch experience and at least one active member of management of a company with listed securities.

Annual assessment of this profile

This profile will be assessed by the Supervisory Board on a regular basis.

Availability

This profile may be published on the Company's website.