BDO

REAL ESTATE SERVICES



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REAL ESTATE SERVICES

BDO provides comprehensive services in the areas of auditing, accounting, tax, law, information technology, digitalization, financial and transaction advisory and expertise. With a strong international network and individual approach to clients from offices across the Czech Republic, we are able to offer top-quality advice. We have been operating on the Czech market for over 30 years and with over 600 professionals and many years of experience, we are one of the leading consulting companies in the Czech Republic.

Local developers actively cooperate with leading Czech and foreign architects, regularly organize urban planning and architectural competitions and their projects win prestigious awards not only at the domestic but also at the international level. International capital is expected to return to the market, which could further strengthen the market. Local investors will remain key players, but foreign investors will play an increasing role. The growing emphasis on sustainability will lead to more interest in green finance. Banks and investors will prefer projects that meet environmental standards and have a lower carbon footprint. We are also seeing new trends, particularly in institutional rental housing, and we are seeing significant transactions in the hospitality, logistics, retail and office sectors.

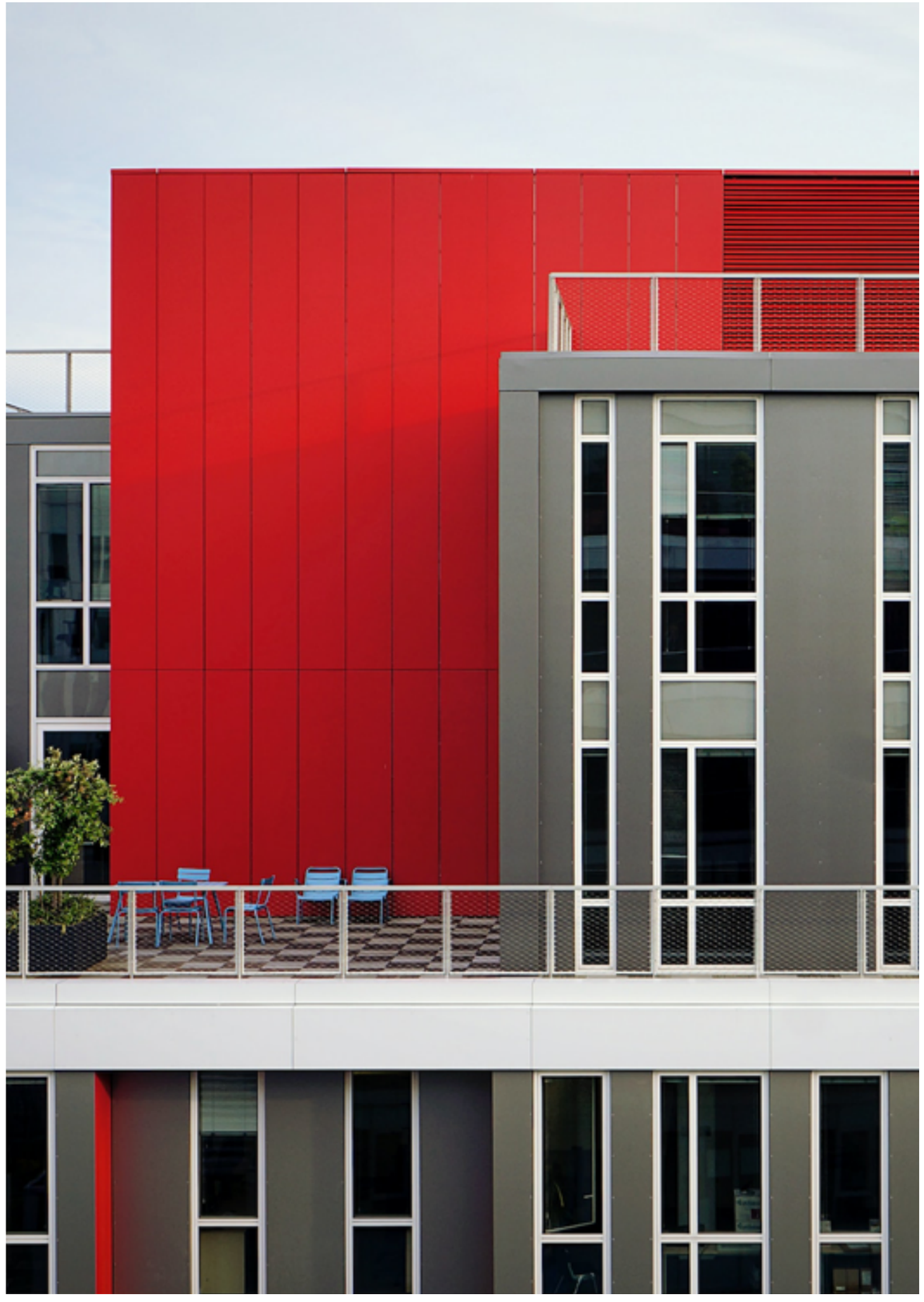
Thanks to our extensive experience in real estate, we are able to provide our clients with professional advice combined with specialized and expert knowledge in the field. We support them throughout the entire life cycle of their real estate investments and help them address new industry challenges.

These are typical areas of service we provide to our real estate clients:

- Consulting services in the field of real estate
- Transaction services and due diligence
- Tax consultancy
- Acounting consultancy
- Financing of real estate projects
- Administration of investment fund
- Management consulting
- Legal advice
- Valuation of assets
- Audit services
- Esg services
- Technological consulting

Jiří Sedláček Partner

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1. CONSULTING SERVICES IN THE FIELD OF REAL ESTATE

In the real estate world, success is no accident. It relies on market knowledge, transaction experience, the ability to anticipate risks and manage every step from planning to operation. And that's exactly what we can help you with.

Our experts provide comprehensive real estate advisory services - from strategic planning, to financial and legal structuring of transactions, to technical oversight of implementation and subsequent property management.

We work with developers, financial investors, asset managers and the public sector.

We assist:

- Identify and screen investment opportunities, including acquiring off-market projects
- Set up and manage transactions to be safe, profitable and sustainable
- Oversee the progress of construction and the use of budgets
- Ensure effective management and valuation of real estate
- Address the specifics of public procurement and PPP projects

Whether you are considering your first acquisition, undertaking a development project or looking for ways to better manage your property portfolio, we are ready to be your strong professional partner.



SERVICES FOR FINANCIAL INVESTORS AND DEVELOPERS

Project preparation phase

- Active search for suitable properties for acquisition according to client's requirements
- Acquiring off-market opportunities
- Screening and researching properties and land of interest
- Negotiating land consolidation, exchanges, co-owners agreements, agreements with municipalities or neighbours
- Preparing and securing changes to zoning plans and land use studies
- Approaching potential sellers
- Financial modelling of investment projects
- Investment project feasibility studies and cash-flow analyses
- Valuation of properties, easements, business interests*
- Market analysis for property divestitures

Transaction advisory

- Active search for investors and mediation of property sale
- Project management of property purchase process
- Construction of valuation models, their verification, evaluation of investment efficiency
- Design of optimal transaction structure (legal, tax, trust funds)*
- Due diligence of the purchased property - Commercial due diligence in real estate acquisitioni
  - Tax due diligence*
  - Financial due diligence
  - Legal due diligence*
  - Technical due diligence
  - Data room managementt
- Negotiation of contractual documentation and purchase price structure
- Preparation of contractual documentation
- Arranging project financing

Project implementation

- Bank monitoring and development monitoring
- Project management, setting up the organisation, processes and stages of the project and supervision
- Independent investor supervision of the project
- Claim management of the contractor (control of the scope of performance, resolution and enforcement of warranties and indemnities, post-warranty service including mediation of disputes)
- Project change management: Scope, quality, technical specifications, financial cash flow
- Control of contractual obligations
- Crisis management
- Setting up financial controlling of projects
- Support in project approval and taking over the property for use
- Final evaluation of the success of the transaction - final financial modell

*These services are provided in cooperation with other BDO professional teams that specialize in these services. You will find an introduction to them in the following chapters of the brochure.

SERVICES FOR OWNERS OF REAL ESTATE PROJECTS - MANAGEMENT AND OPERATION OF REAL ESTATE

- Land administration: land consolidation / consolidation of land - purchase and exchange, access and easement solutions, change of zoning plans, change of land designation - land evaluation for the purpose of sale
- Setting up and selection of contractors for building management, quality inspection of facility management services
- Increasing the economic efficiency of real estate and energy management of buildings, energy saving measures
- Sale / mediation of sale of real estate, finding an investor
- Advice on property valuation
- Tax aspects and advice (e.g. filing of returns)*
- Managing investment / property portfolio - tax structuring, holdings, family office, trusts etc.*
- Monitoring changes in the Land Registry
- Assessing the readiness of a property for trading on the local and multinational market

SERVICES FOR THE PUBLIC SECTOR AND OTHERS

- Complete consultancy in the field of PPP projects
  - Analysis of concession specifications
  - Support in negotiating contractual documentation to form a consortium
  - Setting up and managing bid preparation including financial modelling
  - Complete transactional due diligence (technical, property-legal*, tax*, financial)
  - Support in negotiations with the contracting authority including participation in the competitive dialogue
  - Ensuring compliance with local legislation
  - Independent supervision of concession contract execution

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2. TRANSACTION SERVICES AND DUE DILIGENCE

We support our clients at any point in their real estate investment. We pay special attention to the tax-optimal structuring of our clients' portfolios. We focus on our clients' specific objectives and requirements, evaluate national and international investment opportunities from a tax and economic perspective (due diligence) and advise our clients on the best course of action.

We support providers offering open-ended and closed-ended real estate funds throughout the investment process.

Our portfolio of services includes financial, tax and legal due diligence, SPA advice and transaction documentation, and we can also advise on investment law and investment tax laws, tax structuring and other issues on request. We also assist with the actual closing and settlement of the transaction.



Our services

- Identification of investment opportunities
- Structuring of real estate acquisitions (tax, legal, ...)
- Financial, tax and legal due diligence
- Transaction documentation
- Tax implications of property transactions
- Resolution of accounting issues
- Post-transaction advisory
- Thanks to our extensive experience in real estate transactions and cooperation with BDO's international member firms, we are able to offer comprehensive and targeted advice under one roof.

Our other transaction services:

- Property valuation and expert opinions
- Documentation of all contracts, rights and obligations that are transferred to the buyer (in particular lease/rental and service contracts, purchase, use and neighbouring rights, lease or public rights, insurance).

We can help you design and execute a successful strategy through professional preparation, monitoring and implementation.

1. High confidence of potential investors and banks
2. Professional time and project management (strict control of the entire process)
3. Preparation of a complete information package
4. Support in all phases of the sale transaction from the preparation phase to the offer and implementation phase
5. Use of extensive experience from similar transactions
6. Our services in connection with sale transactions - including e.g. Vendor DD
7. Client outreach and investor selection assistance
8. Subsequent processing and closing

DUE DILIGENCE

Our expertise can benefit both sides of real estate transactions. We support both buyers and sellers of properties, portfolios and companies.

Our services

We support our clients with financial, tax and legal due diligence. For cross-border transactions, we work closely with colleagues in BDO's global network, enabling us to professionally and expertly meet our clients' expectations and requirements regarding country-specific queries.

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3. TAX CONSULTANCY

In Real Estate, we provide comprehensive tax advisory services focused on real estate and construction transactions and businesses. Our goal is to ensure that you achieve optimal tax burden in a legal way and can fully concentrate on your business.

We use our expertise and experience to help you meet all your legal obligations while efficiently structuring your transactions and investments in accordance with current legislation..

Our tax advisory services include:

- Tax planning and proactive ongoing tax advice
- Preparation of tax returns (including real estate tax)
- VAT advice, including adjustment mechanisms and optimization of deductions
- Representation before tax authorities
- Advice on acquisitions and sales of real estate (Asset deal vs. Share deal from a tax perspective)
- Classification of fixed assets and classification into tax depreciation groups
- Optimal tax solutions for induced investments in real estate development (DPPO, VAT)
- Accounting and tax specifics for shopping centres - incentives in lease relations (rent-free, contribution)

Our experts will help you avoid the pitfalls of complex tax regulations and take full advantage of the potential of tax regulations in the real estate sector.



4. ACCOUNTING CONSULTANCY

BDO's accounting advisory services are based on many years of experience and in-depth knowledge of Czech and international accounting standards. Our goal is to ensure that your accounting not only complies with legal requirements, but also provides a reliable basis for your business decisions. Thanks to our strong background and individual approach, we help clients in the real estate sector to effectively manage accounting processes and minimize risks.

Our accounting advisory services include:

- Financial accounting and processing of accounting documents
- Preparation of financial statements according to required standards (Czech accounting standards, IFRS, US GAAP, HGB)
- Payroll processing and related agendas
- Analysis and optimization of company accounting systems
- Advice on implementation and interpretation of specific accounting procedures in the real estate and construction sector
- Valuation methodology, Accounting and reporting of work-in-progress in real estate construction
- Accounting aspects of incentives in lease relationships (rent-free, contingency)
- Cooperation with auditors in solving complex accounting issues

Our advisory services allow you to be sure that your accounting is correct, transparent and ready for a possible audit or inspection. We help you eliminate risks and take advantage of the opportunities that proper accounting brings.

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5. FINANCING OF REAL ESTATE PROJECTS

Ensuring an optimal capital structure is a key prerequisite for business success in today's dynamic market environment. This is doubly true in real estate, where the right sources of financing directly affect the return on investment. BDO provides comprehensive support in the process of securing financing for real estate projects, including assistance in setting investment strategies and management reporting. Increasing pressure from investors, financial institutions and regulatory bodies for sustainable business is placing new demands on companies using external financing. In real estate, the emphasis on environmental and social sustainability is further supported by market trends that favour energy-efficient and ESG-compliant buildings. BDO helps clients meet these demands through comprehensive financing advisory services, including assistance in managing relationships with banking institutions.

Our financing services include:

Investment strategy

- Investment strategy as an integral part of the business strategy
- Allocation of own and external sources of financing to approved investment projects
- Ongoing management of the project portfolio, Multi-criteria selection of investment projects and back testing of completed projects
- Calculation and long-term projection of covenants
- Capital investment rules and flexible use of appropriate custody services

Market risk management

- Establishment of risk management rules and ensuring compliance with loan documentation
- Natural hedging (netting)
- Exchange rate risk management
- Interest rate risk management

Counterparty selection and selection of bank loans

- KDesign of the optimal mix of loan products (investment loans, bridge loans, revolving loans, medium-term reserve loans, treasury limits)
- Club financing

Selection of capital market products

- DRecommendation of optimal capital market products (ESG Bond, EU green bond, Schuldschine, Private Placement)
- Comprehensive assistance in the capital securing process from product selection to debt raising
- European Green Bond Validation (BDO is registered as an assessor with the European authority ESMA)
- IPO - comprehensive services for IPOs

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Michael Kralert Director

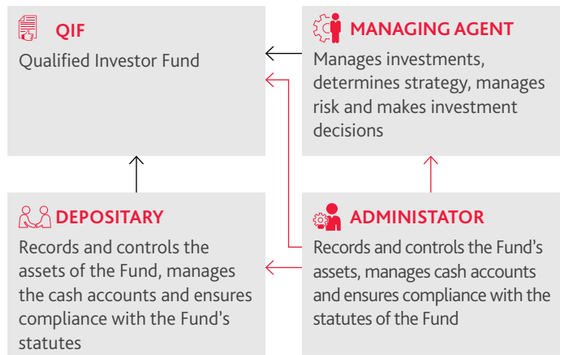
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6. ESTABLISHMENT, STRUCTURING AND ADMINISTRATION OF INVESTMENT FUND

BDO provides comprehensive services related to the establishment of an investment fund, efficient asset allocation, professional management and administration of the fund structure. For real estate investors and developers, an investment fund is an effective tool for collective investment, risk diversification and tax optimization. The use of the fund makes it easier to accumulate capital for larger real estate projects, facilitates the entry of other investors and increases the transparency of asset management. With BDO's experience, you will be assured of the correct and safe set-up of the governance model and key processes in accordance with current legislation, allowing you to fully exploit the potential of your real estate investments.

Company restructuring and fund structure

- Assessing or refining business and investment strategy, protecting ownership rights
- Designing a governance model and optimal ownership structure
- Selecting the appropriate fund type, manager, administrator and custodian
- Describing key roles and responsibilities
- Ensuring compliance with regulatory and legal requirements
- Optimising tax and administrative burdens



Administration of the investment fund:

- Bookkeeping, preparation of financial statements and annual reports
- Provision of legal services
- Tax advice, preparation of tax returns and representation in tax proceedings
- Calculation of the current value of securities issued by the fund (fund NAV/security)
- Maintenance of the list of owners of securities issued by the fund
- Compliance and AML, Internal audit
- Arranging the issue and redemption of securities issued by the fund
- Information service to investors
- Communication with the CNB, including reporting
- Communication with the custodian and fund manager
- Maintenance of the list of security holders, custody of securities and maintenance of securities records
- Corporate agenda

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7. MANAGEMENT CONSULTING

We help companies thrive and achieve the growth they desire. We work together with our clients through the entire project lifecycle, from strategy to final execution and implementation.

Operational reviews, setting KPIs and reporting

- setting KPIs by process and team
- setting and digitising reporting

Lean management and six sigma in construction manufacturing

- improving process efficiency using lean and six sigma methodologies
- process transformation and implementation of lean and six sigma methodologies into internal processes

Project purchasing, indirect purchasing

- independent assessment of purchasing processes and purchasing contracts
- setting indirect purchasing processes
- conducting independent purchasing tenders

Organisation and human resources

- process review, Alignment and transformation of organisation charts
- assessment of employee capacity, competencies and organisation charts

Operational restructuring and transformation

- reviewing operational cost effectiveness - within facility management, energy performance, indirect purchasing
- review of KPI settings and reward models

Portfolio performance assessment

- optimisation of economic models
- portfolio performance benchmarking
- strategic site analysis

Project controlling and forecasting

- internal process setup across technical and economic roles, optimisation of reporting material and tools used for reporting, including process digitisation, cash flow planning, profitability, execution and financial risks
- project viability assessment, competitor analysis

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8. LEGAL ADVICE

We provide legal advice to domestic and international clients on all matters related to real estate and construction law at virtually any stage of the transaction.We advise on residential real estate, office buildings, commercial buildings, logistics complexes and other specialised real estate. Our services include advising on the purchase or sale of individual properties and entire portfolios, development projects, brownfields, commercial leases, as well as advising on project financing. The legitimate interests of our clients are of paramount importance to us. We do not think about legal advice for our clients in isolation, but we take a comprehensive and functional approach to the matter. In order to provide comprehensive advice, we also frequently collaborate with other professionals across the BDO network.

Our clients rely on us in particular in the following areas:

- Real estate transactions (asset deal, share deal)
- Legal due diligence, including coordination with other due diligence projects (e.g. financial, tax, technical, environmental)
- Preparation and negotiation of contracts for the sale or purchase of real estate
- Preparation and negotiation of lease or tenancy agreements
- Legal advice in the preparation of development projects
- Structuring and restructuring measures (e.g. Leaseback)
- Advice on specialised real estate (e.g. hospitals, hotels, shopping centres, logistics facilities, wind and solar parks)
- Legal representation (in negotiations with neighbours, authorities concerned, but also in proceedings before building authorities, possibly also before administrative courts, in enforcement proceedings, compulsory auctions)

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9. VALUATION OF ASSETS

There are many reasons why clients request a real estate valuation.

The reasons may be different:

- Purchase or sale (share deal or asset deal)
- Restructuring
- Accounting under CAS or IAS/IFRS
- PPA = purchase price allocation
- Determining net asset value
- Securing bank financing and mortgages
- Inheritance/foreclosure/divorce
- Project development (scenario analysis)
- Insurance purposes
- IPO
- Conversions, non-cash contributions
- Valuation of land/projects at different stages of development
- Revaluation of investment fund portfolios; Transfer pricing - intra-group pricing; Determination of rent or lease payments

The properties we evaluate include residential, commercial, public and purpose-built buildings (e.g. hospitals), land, development rights, easements and projects in various stages of construction.

We provide individual and portfolio valuations. We can determine the customary rental rates for the above properties. We determine the value of developed and undeveloped land or leasehold rights either ad hoc or on an ongoing basis.

Searched value bases:

- Market Value
  - Depreciated Replacement Value
  - Building Value
  - Investment Value
- Fair Value
- Usual Price
- Established Price
- Usual Rent
- Depreciated Replacement Value
- Building Value
- Rehabilitation Costs
- Land Value
- Project Value/Easement/Construction Rights

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10. AUDIT SERVICES

Focus on risk

Our audit methodology is systematically focused on effective risk management, both for us and for our clients. Because we focus our audit planning and our audit strategy on "business risks", our audit is always "tailored" to each client by taking into account the specific business and financial risks, as well as the risks associated with the specific legal environment in which the client operates.

This approach is accompanied and supported by discussions between us and the client about their business, at all levels. Our audit approach is supported by a specific comprehensive software tool that allows for fully electronic documentation.

Our methodology

- We gather relevant information about the market and the main business/audit risks. This will enable us to plan appropriate audit procedures and subsequently conduct the audit efficiently and on the basis of mutually agreed terms and price in advance.
- Gathering the information will also allow us to mutually agree on the timing of each phase of the audit, including the dates when we will need the client's assistance and the individual audit documents.
- Based on the risks identified and an understanding of your company's operations and internal and external environment, we will calculate a materiality level specific to the audit.
- The audit will be performed by a team with the appropriate qualifications and capability to conduct the audit efficiently and with added value to the client. We understand that maintaining stable project teams is beneficial to our client and our internal staff. For this reason, we have the principles of continuity firmly embedded in our general management procedures. This ensures continuity whenever possible.
- We can promise clear and immediate communication in the event of any audit findings, minimising the risk of unexpected complications disrupting smooth and timely reporting. Our auditors work closely with experts in each accounting methodology, so we can find optimal solutions without unnecessary delays

What's the difference?

Given our experience in auditing real estate financial statements, we have developed specific audit procedures that we will apply to your specific case.

BDO's audit staff includes a higher percentage of auditors and partners than our largest competitors. This translates into a higher proportion of experienced auditors and partners working for your company.

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11. ESG

We help clients navigate ESG issues with respect to their specific situation. Our services in this area are designed to help clients prepare for the legislative requirements. At the same time, the ESG approach provides opportunities to improve the company's image and competitiveness, increase operational efficiency, and develop relationships with employees, suppliers and customers.

In the area of ESG we assist with the following activities:

Analysis | Carbon footprit calculation | Strategy | Reporting



ESG Analysis

Goal: To map all ESG activities already carried out by the company.

- General company education in the area of ESG and non-financial reporting
- Mapping of specific activities, documents, objectives and policies in the areas of ESG
- Structured interviews with responsible persons in each area
- Own methodology for assessing the readiness of companies for non-financial reporting according to the CSRD Directive - initial overview of existing and missing data
- GAP analysis (identification of differences between the current situation and the requirements of the CSRD/ ESRS)
- ESG training (in the form of seminars or e-learning, including certification)

ESG Strategy

Goal: Develop a long-term ESG strategy for the company.

- Establishing a list of topics for materiality assessment
- Stakeholder dialogue
- Materiality assessment workshop (selection of material topics for strategy and reporting)
- Setting objectives and KPIs and roles for material topics
- Developing the company's long-term ESG strategy

ESG Reporting

Goal: Create an ESG report for the company.

- Familiarization of responsible persons with relevant reporting standards (ESRS, CSRD)
- Setting up a data collection system
- Data collection within material topics
- Draft report, revision, final version of the report
- ESG reporting according to ESRS standards and CSRD guidelines
- ESG reporting for business partners and investors
- Simplified reporting (for smaller companies or specific purposes)
- Conversion of ESG report into XHTML format (ESEF), including XBRL tagging
- Verification of ESG report according to CSRD/ESRS (independent verification, so-called "independent verification"). ESG assurance)
- ESG Third Party Assurance)

Carbon footprint calculation and decarbonization

Goal: Calculate the company's carbon footprint according to the GHG protocol methodology and propose measures to reduce emissions.

- Familiarisation with the calculation methodology
- Determination of the scope of the calculation
- Data collection and verification
- Setting up processes for regular carbon footprint calculation
- Preparation of a final report including recommendations for carbon footprint reduction and how to use the results
- Decarbonisation plan (action plan with targets and KPIs for emission reduction)
- Advice and support in meeting carbon tariff obligations (CBAM)
- Calculation and reporting of carbon footprint of imported products

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12. TECHNOLOGICAL CONSULTING

BDO's Technology Consulting includes a comprehensive suite of high-quality strategic IT/digital consulting services focused on the mid-market. We have the business insight and range of services needed to take your business to the next level, including digital strategy development, cybersecurity, technology modernization, risk and compliance management, outsourcing and more.

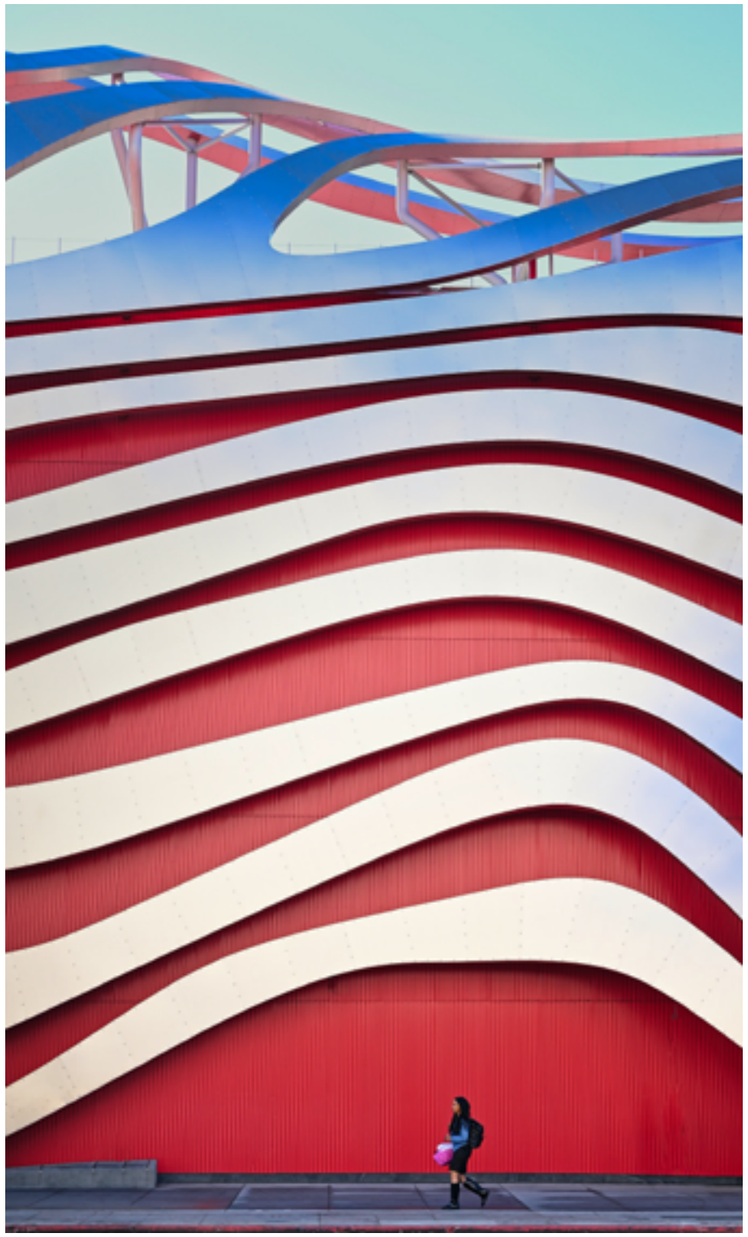
In the area of digital services, we provide services in the following pillars:

1. Assurance & Consulting

- ISO 27001
- PCI DSS, EBA, PSD2, SWIFT
- SOC2, SOC for Cyber
- GDPR
- Security in the cloud
- IoT security
- ZOKB security audits
- Internal ISMS audits

2. Cyber Resilience – BDO Security Health Check

- Comprehensive cyber health assessment
- Process assessment
- Human resources assessment
- Technical assessment
- Risk and vulnerability assessment
- Vulnerability testing
- Third party management
- Backup strategy, disaster recovery and business continuity assessment



3. Managed Security Services

- Incident Response
- Vulnerability Management Services
- DevSecOps
- Threat Monitoring
- CS Manager
- DPO
- Cybersecurity Education
- Internal Audit Co-sourcing

4. Offensive Services

- Penetration Testing
- Mobile App Testing
- App Testing
- Social Engineering
- Red Teaming

5. Digital Transformation

- Digital Transformation Strategy
- Task Mining/Process Mining
- Implementing RPA solutions for business processes

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BDO IN NUMBERS

700+ staff

65 tax advisers

45 certified auditors

6 experts

12 attorneys

8 offices
in Czech Republic

4 000+ clients

1 bn CZK revenue

12 % year-on-year growth

95 000 staff

870 offices

169 countries

11 billion EUR revenue

+4 % year-on-year growth

Audit | Tax | Advisory
www.bdo.cz

BDO is represented in the Czech Republic by BDO Audit s.r.o., BDO Czech Republic s.r.o., BDO Consulting s.r.o., BDO Legal s.r.o., advokátní kancelář, BDO Valuation s.r.o., BDO EURO-Trend Audit, a.s. and BDO Fund Administration s.r.o. The company is part of the international BDO network, which is one of the largest networks of audit and advisory groups worldwide. It employs more than 119,000 professionals and operates in 166 countries with more than 1,800 offices.