

Schedule 2.5 – NIO Real Estate III SCSp – Subscription Application

| Key information document | | | | | | | | |
|--|---|---|---|---|---|---|---|---|
| Purpose | | | | | | | | |
| This document provides you with key information about the investment product NIO Real Estate III SCSp. The document is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains, and losses of this product and to help you to compare it to other products. | | | | | | | | |
| Product | | | | | | | | |
| Name: NIO Real Estate III SCSp PRIIP manufacturer: Nordic Investment Opportunities A/S Date: 4 October 2024 | Contact details: +45 61 51 19 30 Website: www.nio.partners Competent Authority: The Danish Financial Supervisory Authority | | | | | | | |
| AIFM | Nordic Investment Opportunities A/S ("NIO") is authorised in Denmark and regulated by the Danish Financial Supervisory Authority | | | | | | | |
| Comprehension alert: You are about to purchase a product that is not simple and may be difficult to understand. | | | | | | | | |
| What is this product? | | | | | | | | |
| Type | NIO Real Estate III SCSp (the "Product" or "RE III"), organised as a Luxembourg limited partnership, qualifies as an alternative investment fund and is managed by NIO, who is authorized as an alternative investment fund manager in accordance with Directive (EU) 2011/61 (the "AIFM Act") and is supervised by the Danish Financial Supervisory Authority. | | | | | | | |
| Term | The term of this Product shall continue until the expiry of the term of NREP NSF VI SCSp (the "Master Fund"). NIO is not entitled to terminate the Product unilaterally, but the investors cannot prevent the Product's termination, if decided at a general meeting of the Product. The Product is expected to have disposed of its investment around the end of 2035 with an extension option for additional 3 years. The Product is expected to terminate following the Master Fund having disposed of its investments. | | | | | | | |
| Objectives | RE III is an alternative investment fund, which is managed by Nordic Investment Opportunities A/S ("NIO"), which has been authorised as manager of alternative investment funds by the Danish Financial Supervisory Authority. RE III invests into NREP NSF VI or co-invests with NREP NSF VI. NREP NSF VI is managed by NREP, which has been authorised as manager of alternative investment funds by the Luxembourg Financial Supervisory Authority. The objective of NREP NSF VI (and, consequently, also RE III) is to generate an aggregated return for the investors through investments in real estate. The objective is to generate an aggregated return for the investors through the investment in the Master Fund (the "Underlying Investment"). The product promotes environmental and/or social characteristics pursuant to Article 8 of Regulation (EU) 2019/2088 (the "SFDR"). | | | | | | | |
| Intended retail investor | The Product is offered to investors defined in section 5(5)(i)-(ii) of the Danish Act on Alternative Investment Fund Managers. The Product is intended only for retail investors with sufficient theoretical knowledge of and past experience with private equity funds who can bear the loss of their investments, with a long investment horizon, and who can accept that it is not possible to cash in the partnership interests from time to time. | | | | | | | |
| Possibility of Redemption | It is not possible to demand that the Product be cashed in, and the Product is generally non-transferable. Any request for sale of the Product cannot be guaranteed to be met, and a decision on such a request will be made on a case-by-case basis. | | | | | | | |
| Depository | CACEIS Bank, Luxembourg Branch | | | | | | | |
| Where to obtain further information | www.nio.partners Nordic Investment Opportunities A/S Kronprinsessegade 8, 1. DK-1306 Copenhagen CE@nio.partners | | | | | | | |
| What are the risks, and what could I get in return? | | | | | | | | |
| Risk indicator | | | | | | | | |
| <table border="1" style="margin: auto;"> <tr> <td style="width: 20px; text-align: center;">1</td> <td style="width: 20px; text-align: center;">2</td> <td style="width: 20px; text-align: center;">3</td> <td style="width: 20px; text-align: center;">4</td> <td style="width: 20px; text-align: center;">5</td> <td style="width: 20px; text-align: center; background-color: #cccccc;">6</td> <td style="width: 20px; text-align: center;">7</td> </tr> </table> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;"> <div style="text-align: center;"> <p>Lower risk</p> </div> <div style="text-align: center;"> <p>Higher risk</p> </div> </div> <div style="text-align: right; margin-top: 10px;"> </div> | | 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | | |
| <p>The summary risk indicator is a guide to the level of risk of the Product compared to other products. It shows how likely it is that the Product will lose money because of movements in the markets or because we are not able to pay you. We have classified the Product as 6 out of 7, which is the second highest risk class. This means that potential losses on future performance are assessed to be at a high level, and poor market conditions will very likely impact the capacity of the Product to pay you. The risk indicator assumes you keep the Product for the entire expected term, which is expected to be</p> | | | | | | | | |

approximately 10 years, with the possibility of an extension of up to 3 years. The risk of the Product may be considerably higher if the Product is not held throughout its term. The Product is non-liquid.

Please be aware of currency risks: The Product is denominated in EUR, but the Underlying Investment may be exposed to currency risks. The final return you receive depends on the exchange rate between the two currencies. The above indicator does not take this risk into account. The risk profile of the Product reflects the risk of the underlying indirect investments. This Product does not include any protection from future market performance so you could lose some of or your entire investment.

Performance scenarios

| Investment per commitment of EUR 10,000 | | |
|---|---|----------------------------|
| Scenarios | Exit after 13 years | |
| Minimum | There is no minimum guaranteed return. You could lose some or all of your investment | |
| Favourable scenario | What you might get back after costs Average return each year | EUR 19,051 13.7% |
| Moderate scenario | What you might get back after costs Average return each year | EUR 16,041 8.4% |
| Unfavourable scenario | What you might get back after costs Average return each year | EUR 10,886 -0.7% |
| Stress scenario | What you might get back after costs Average return each year | EUR 7,457 -9.9% |

What you will get from this product depends on future market performance. Market developments in the future are uncertain and cannot be accurately predicted. The shown scenarios are fictive and based on results from the past and on certain assumptions. Markets could develop very differently in the future.

The stress scenario shows what you might get back in extreme market circumstances, and it does not take into account the situation where we are not able to pay you. The scenarios presented are an estimate of future performance based on evidence from the past for similar investments showing how the value of this investment varies and are not an exact indicator. What you get will vary depending on how the market performs and how long you keep the Product.

The calculations of performance scenarios are based on an investment commitment of EUR 10,000 with an assumption of all EUR 10,000 having been invested from admittance to the Product, and that the return on such amount corresponds to the expected net IRR of the Product based on ongoing capital contributions of the minimum commitment amount to the Product. Typically, commitment-based investments like the Product will involve ongoing capital drawdowns throughout the investment period of the Product and the Underlying Investment.

As the Product is not intended to be cashed in and investors only in exceptional cases will be ordered or offered to sell their partnership interests during the holding period, only scenarios at the end of the holding period are included.

What happens if NIO is unable to pay out?

Investors may suffer financial losses in case of NIO's breach of its obligations to the Product as this may adversely impact the development of the Product. Investors may suffer financial losses in the event of a negative development of the Product, which results in NIO being unable to pay out. No such losses are covered by any kind of investor compensation or guarantee schemes. Investors may potentially lose their entire investments.

What are the costs?

The person advising on or selling you this product may charge you other costs. If so, this person will provide you with information about these costs and how they affect your investment.

Costs over time

The tables show the amounts that are taken from your investment to cover different types of costs. These amounts depend on how much you invest, how long you hold the Product, and how well the Product does. The amounts shown here are illustrations based on an example investment amount and different possible investment periods. The calculations contain costs for the Product, the Underlying Investment, and the costs connected to the Products cash management facility. We have assumed that the Product performs as shown in the moderate scenario and EUR 10,000 is invested.

| Investment per EUR 10,000 | If you cash in after 13 years |
|---------------------------|-------------------------------|
| Total costs | EUR 4,134 |
| Annual cost impact* | 6.3% |

(*) This illustrates how costs reduce your return each year over the holding period. For example, it shows that if you exit at the recommended holding period your average return per year is projected to be 14.7% before costs and 8.4% after costs.

Composition of costs

The table below illustrates how the investment return you may receive at the end of the investment period is impacted each year by various types of expenses and the significance of different cost categories. The reduction in yield is shown upon exit after the recommended holding period.

| Reduction in yield (RIY) per year for an investment of EUR 10,000 | | |
|---|---|---|
| One-off costs upon entry or exit | | Annual cost impact if you exit after recommended holding period |
| Entry costs | The cost consists of the amount you pay at the beginning of the investment in the form of an Upfront Fee, Management Fee, and AIFM Fee. The maximum amount you will be charged will be equivalent to 1% of your capital commitment as a one-time payment and 0.1% of the partnership's total commitments in year 1 as the AIFM Fee and Management Fee. Relevant information for your investment can be found in the Subscription Application. | EUR 110 0.3%* |
| Exit costs | Exit costs are not relevant as they do not apply if the product is held for the recommended investment period. No ongoing exit costs are expected, based on the assumption that any costs incurred in connection with cash in and sell back of partnership interests during the investment period will be covered separately. | EUR 0 0.0%* |
| Ongoing costs taken each year | | |
| Management fees and other administrative or operating costs | The cost consists of ongoing operating expenses associated with the management of the partnership. This includes costs for fund administration, depositary services, auditing, and similar expenses. Additionally, this also includes other expenses, consisting of the AIFM Fee, Management Fee to NIO, as well as the management fee for the Underlying Investment. Costs associated with the cash management facility are also included under this item. | EUR 2,473 4.6%* |
| Transaction costs | This is an estimate of the costs incurred in connection with the Underlying Investment. The costs cover the estimated costs of legal and tax due diligence. The actual amount will vary depending on how much we buy and sell. The costs are included as part of the general partnership expenses and is not charged separately. | EUR 1 0.0%* |
| Incidental costs taken under special conditions | | |
| Performance fees and carried interest | This shows the effect of carried interest to the manager of the Master Fund. NIO does not receive carried interest on fund investments. The actual amount will vary depending on how well the Underlying Investment perform. The aggregated cost estimation above is based on historical evidence from the past for similar investments. | EUR 1,550 1.4%* |

(*) This illustrates how costs reduce your return each year over the holding period.

How long should I hold it, and can I take my money out early?

The Product has a holding period of approximately 10 years and may be extended by up to 3 years and is intended for investors with a long investment horizon. No option is offered to cash in or sell back the partnership interests from time to time during the holding period. The partnership interests are generally non-transferable.

How can I complain?

Any complaints about the Product may be addressed in writing to the complaints responsible person with NIO by submitting the complaint on this webpage, or by sending it by letter or by email to this address:

www.nio.partners
 Nordic Investment Opportunities A/S
 Att.: Nina Broen
 Kronprinsessegade 8, 1.
 DK-1306 Copenhagen
nina.broen@nio.partners

Other relevant information

The risks of the Product set out herein are not exhaustive, and you will assume risks not described in detail in this document. The information provided in this document is supplemented by the Limited Partnership Agreement and other fund documents relating to the Product, which will be made available to you. A paper copy of this document is available free of charge upon request.