

Aviva Investors Pensions Limited

INVESTMENT POLICY AND OBJECTIVES

The objective of the Fund is to outperform the weighted average return to All Balanced Fund Index component of the MSCI/AREF UK Quarterly Property Fund Index by 1.0% p.a. over rolling three year periods, gross of the annual management charge. The Fund aims to achieve this through investing in UK commercial properties across all major sectors (offices, retail and industrial) and undertake active management opportunities wherever possible to enhance the value of assets. The Fund's benchmark is the weighted average return to the All Balanced Fund Index component of the MSCI/AREF UK Quarterly Property Fund Index.

The Fund is positioned to be relatively low-risk, focusing on delivery of an above-average income return, across a balanced property portfolio.

INVESTOR CONSTITUENCY

Approved defined benefit and defined contribution occupational pension schemes.

Fund details	
Type of fund	Exempt approved managed fund
Residence	United Kingdom
Launch date	August 1972
Open/closed-ended	Open-ended*
Earliest date of winding up	Not applicable
Year-end	31 March
NAV (GBPm)	634.8

Note: But see "Creation, realization & transfer of units"

Management/professional advisorsManagerAviva Investors Pensions LimitedInvestment AdvisorAviva Investors Global Services LimitedFund ManagerDavid Diemer and Luke BakerTrusteeNot ApplicableAuditorsPricewaterhouseCoopers

Source: Aviva Investors

Investment rates of	of return * % MSCI/AREF UK Quarterly Property Fund Index				
	Aviva Investors Pensions Limited	Other balanced funds	All balanced funds	All funds	
3 months	0.9	0.3	0.3	0.3	
Year-to-date	0.9	0.3	0.3	0.3	
12 months	3.4	5.7	4.8	4.1	
3 years+	5.1	6.9	6.1	5.6	
5 years+	7.9	9.6	9.1	8.5	
10 years+	7.2	8.5	8.3	8.5	

Note: * Weighted average returns + Annualised

Source: MSCI/AREF UK Quarterly Property Fund Index (Sponsored by PropertyMatch)

Property investment restrictions	
Maximum development exposure	25%
Maximum speculative development exposure	*
Maximum lot-size holding as a standing investment	*
Maximum lot-size holding permitted at purchase	15%
Maximum exposure to limited partnerships	50%
Maximum exposure to joint ventures	50%
Maximum exposure to closed and open-ended property unit trusts	50%

Portfolio distribution %

Standard retail – South East
Standard retail – Rest of UK

Rest of South East offices

Rest of UK offices

All UK offices

South East industrial

Rest of UK industrial

Other UK properties

All UK industrial

Cash***

Overall

Shopping centres
Retail warehouses
All UK retail
City offices
West End offices

Aviva Investors Pensions Limited	Other balanced funds	All balanced funds	All funds
1.9	7.67	6.96	5.68
10.0	3.61	3.64	3.80
0.0	1.86	2.53	7.57
10.6	13.48	13.93	13.32
22.5	26.61	27.06	30.36
0.0	3.75	3.67	3.27
30.4	7.57	8.27	7.26

11.81

5.78

28.91

18.94

10.13

29.07

10.98

4.43

100.0

MSCI/AREF UK Quarterly Property Fund Index

11.28

5.79

29.02

19.10

10.08

29.18

9.67

5.07

100.0

7.71

4.95

23.18

15.31

8.05

23.35

18.84

4.26

100.0

Sources: * Aviva Investors **MSCI/AREF UK Quarterly Property Fund Index (Sponsored by PropertyMatch)

Property ownership structure					
	Nh f t	Valuation (CDD-1)	% of total		
	Number of assets	Valuation (GBPm)	portfolio		
Direct holdings	22	627.1	100.0		
Joint and indirect holdings	0	0	0.0		
Listed investments	0	0	0.0		

14.1

1.9

46.5

21.4

1.8

23.3

5.9

1.9

100.0

Total	22	627.1	100.0
lotal	22	027.1	100.0

Largest direct investments by lot size & percentage of tota	l portfolio			
Property	Location	Sector	Valuation (GBPm)	% of total portfolio
Eversholt Street	London	Central London offices	80-100	*
Gemini Business Park	London	Industrial	80-100	*
25 Soho Square	London	Central London offices	60-80	*
Regal House Option 1	Twickenham	Other offices	40-60	*
Cantium Retail Park	London	Retail warehouses	20-40	*
Central 12 Shopping Park	Southport	Standard retail	20-40	*
Exeter Retail Park	Exeter	Retail warehouses	20-40	*
31/37 Whitfield Street	London	Central London offices	20-40	*
Gormley House, Waxlow Road	London	Industrial	20-40	*
2 Furzeground Way, Stockley Park	Uxbridge	Other offices	20-40	*
10 largest investments as % of portfolio				*

Source: Aviva Investors

Direct portfolio structure by lot-size bands					
Value band (GBPm)	Number of assets	Valuation (GBPm)	% of total portfolio		
0 -2.5	0	0.0	0.0		
2.5 - 5	1	2.9	0.5		
5-10	3	28.0	4.5		
10-25	10	168.1	26.8		
25 - 50	4	126.7	20.2		
50 - 100	4	301.4	48.1		
100-150	0	0.0	0.0		
Over 150	0	0.0	0.0		
Total	22	627.1	100.0		
Average lot size		28.5			

Property Yield*	
Net initial yield	4.29%
Nominal equivalent yield	0.00%
True equivalent yield	5.37%
Net reversionary yield	5.05%

Voids as % o	of ERV
Investments	10.70%
Developments	2.40%
Total	13.10%

Rental income & ERV by type of property*			
	Rental income %	Estimated rental value %	
Standard retail	18.2	14.5	
Retail warehousing	11.3	10.6	
Shopping centres	0.0	0.0	
Central London offices	24.5	28.1	
Other offices	21.6	24.4	
Industrial	17.1	18.9	
Other	7.2	3.6	
Overall	100.0	100.0	

Sector	Rent passing %	Pre-lets & rent- free periods %	Development voids %	Other voids %	Over rented %	Reversionary potential %	Net reversionary potential %	ERV %
Standard retail	99.0	0.0	0.0	6.5	-10.0	4.5	-5.5	100.0
Retail warehousing	84.2	0.0	0.0	9.0	-7.0	13.8	6.7	100.0
Shopping centres	-	-	-	-	-	-	-	-
Central London offices	68.8	8.7	0.0	8.3	-0.1	14.3	14.2	100.0
Other offices	69.6	4.4	0.0	25.7	-6.3	6.5	0.3	100.0
Industrial	71.2	7.3	12.2	0.0	0.0	9.3	9.3	100.0
Other	159.7	0.0	0.0	0.0	-59.7	0.0	-59.7	100.0
Overall	78.7	4.9	2.3	10.5	-5.9	9.5	3.6	100.0

*Comprising the ERV of developments in progress or contracted which have not been pre-let

Source: Aviva Investors

	Valuation	Est. % of tota
% of Issue held	(GBPm)	portfolio
-		
-		
-		
-		
<u>-</u>		
-		
-	-	

The unexpired term of leases				
Years	% of rent passing			
20 years or greater	2.8			
15 years or greater, but less than 20	3.9			
10 years or greater, but less than 15	5.1			
5 years or greater, but less than 10	22.6			
Less than 5 years	65.6			

Source: Aviva Investors

Joint and Indirect property holdings						
Holdings	Sector	Joint/Indirect	Vehicle Type	Ownership %	Valuation	Est. % of total portfolio
0.0			0.0		0.0	0.0
0.0			0.0		0.0	0.0
0.0			0.0		0.0	0.0
0.0			0.0		0.0	0.0
0.0			0.0		0.0	0.0
0.0			0.0		0.0	0.0

_			
פנוו	nt	ana	IVCIO
	ωı	ania	N S IS

Fixed rate borrowings		Vari	Variable rate borrowings		
Amount drawn (GBPm)	Average rate (%)	Average unexpired term (years)	Amount drawn (GBPm)	Rate above LIBOR (incl expenses) (%)	Off balance sheet debt (GBPm)+
0	0	0	0	0	0
0	0	0	0	0	0
0	0	0	0	0	0
0	0	0	0	0	0
0	0	0	0	0	0

Development exposure*

Capital value of developments

Cost to complete

				schemes in
	Not yet started	In progress+	All developments	progress+
GBPm	0	0	0	0
% of all directly held properties*	0.00%	0.00%	0.00%	0.00%

^{*} Includes joint ventures in which the Fund has an interest of 50% or more

Source: Aviva Investors

Valuations/performance monitors/affiliations

Frequency of valuation	Monthly, as at the last day of the month
Valuers	CBRE Ltd
Portfolio performance monitored by MSCI	Yes
Constituent of MSCI/AREF UK Quarterly Property Fund Index	Yes
Member of the Association of Real Estate Funds	Full member

Source: Aviva Investors

Restrictions on holdings of cash/borrowings

Maximum total gearing permitted

for investment purposes	Nil
for liquidity purposes	Nil
Cash holdings (maximum)	Circa 10%
Cash holdings (minimum)	Circa 5%

The contribution of major tenants to rental income	
Tenant	%
Apple (UK) Ltd	5.8
Asda Stores Ltd	5.2
CGI IT UK Ltd	4.9
Travelodge Hotels Ltd	4.0
Deluxe Digital London Ltd	3.8
Royal Mail Group Ltd	3.1
B&Q Plc	2.8
Indigo Park Services UK Ltd	2.3
Argos Ltd	2.3
Gentrack UK Ltd	2.2
Three largest tenants' contribution to rental income	15.9
Five largest tenants' contribution to rental income	23.7
Ten largest tenants' contribution to rental income	36.4

Source: Aviva Investors

Balance sheet/gearing					
	Direct holdings	Joint holdings	Indirect investments	Listed investments	Total
Balance sheet (GBPm)					
Properties at valuation	627.1	0.0	0.0	0.0	627.1
Listed investments	0.0	0.0	0.0	0.0	0.0
Debt	0.0	0.0	0.0	0.0	0.0
Cash	11.9	0.0	0.0	0.0	11.9
Other net assets/liabilities	-4.2	0.0	0.0	0.0	-4.2
Total net assets	634.8	0.0	0.0	0.0	634.8

Gearing (%)

Net debt (cash)/properties	-1.9	-	-	-	-1.9
Net debt (cash)/equity	-1.9	-	-	-	-1.9

Quarterly data per unit						
As at	31-Dec-17	31-Mar-18	30-Jun-18	30-Sep-18	31-Dec-18	31-Mar-19
Bid (GBp)	17.15	17.59	17.84	18.03	18.42	16.36
Offer (GBp)	18.44	19.01	19.19	19.38	19.72	17.67
Mid (GBp)	17.80	18.30	18.51	18.70	19.07	17.01
Bid/offer spread	7.02%	7.45%	7.02%	6.96%	6.62%	7.43%
Net asset value (GBp)	n/a	n/a	n/a	n/a	n/a	n/a
Quarterly distribution (GBp)	n/a	n/a	n/a	n/a	n/a	n/a
Yield	n/a	n/a	n/a	n/a	n/a	n/a

Source: Aviva Investors. Please note that the prices refer to share class 0.

Unit pricing

The unit price is calculated at midnight on a forward-pricing basis for deals to be carried out the next working day. The fund has a bid/offer spread, reflecting the costs of purchasing and selling direct property in which the fund is invested.

Distributions

The fund does not distribute income. Income is reinvested in the fund.

Minimum investment/disinvestment

Minimum initial investment: GBP1m Minimum additional investment: None

Minimum redemption: None, subject to maintaining a holding in the fund of not less than GBP1m

Creation, transfer and realisation of units

Units may be created at any time at the discretion of the manager.

Units may be redeemed at any time on receipt of written notice to the manager.

The manager will attempt to match units in the fund with other parties at the prevailing market price.

Taxation

CG and Income Tax

the fund is exempt from UK Capital Gains Tax and UK Income Tax.

Stamp duty reserve tax

purchases and transfers of units do not attract SDRT.

Charges

Holdings valued at under GBP1m: 1.00% pa of the NAV of the Fund Holdings valued at GBP1-10m : 0.70% pa of the NAV of the Fund Holdings valued at GBP10-25m : 0.65% pa of the NAV of the Fund Holdings valued at over GBP25m : 0.50% pa of the NAV of the Fund

Unit holder analysis			
	Number of unitholders	Total % held	
Less than 1% of units in issue	231	13.9	
1% or greater but less than 2%	6	6.8	
2% or greater but less than 4%	10	27.6	
4% or greater but less than 8%	7	41.1	
Greater than 8.0%	1	10.6	
Total	255	100.0	
Major investors			
Largest holder	1	10.6	
Three largest holders	3	24.1	
Five largest holders	5	36.6	
Ten largest holders	10	58.3	
Internal/external investors			
Internal	2	0.6	
External	253	99.4	

Source: Aviva Investors

Liquidity*

Period	Year to Dec 2014	Year to Dec 2015	Year to Dec 2016	Year to Dec 2017	Year to Dec 2018	Year to Dec 2019
Issues and redemptions						
Units in issue as at start of period	-	-	-	-	-	-
Units issued during period	-	-	-	-	-	-
Units redeemed during period					-	-
Units in issue at end of period	-	-	-	-	-	-
Unit transfers						
Matched bargains	-	-	-	-	-	-
Matched bargains %*	-	-	-	-	-	-

as % of units in issue at the end of the period

Source: Aviva Investors

Note:* Fund cannot disclose this information due to commercial sensitivity