

Weebers Vastgoed Advocaten N.V.

I. General

Background

Weebers Vastgoed Advocaten N.V., hereinafter to be called 'WVA', was established in October 2004 in order to engage in advocacy in an innovative manner and to work with an emphasis on the real estate industry for governments, corporations, developers and investors. This aligned with a trend that was already being observed in advocacy for some years. Senior lawyer left the big players in order to offer the same first-rate service and quality for a more competitive price. This approach also turned out successful for WVA, as our firm affiliated itself with more and more renowned players.

Now more than ever, clients expect that the service is 'practical', 'hands-on' and 'result-oriented'. High quality is naturally obligatory, and the performances of the lawyer are measured against the predetermined Key Performance Indicators (KPIs). Clients more frequently look for a firm that specializes on one specific domain within advocacy.

As niche firm, WVA is organised in such a way that it can immediately react to these new developments so that our provided services align to the rightfully high expectations of clients. Thanks to the size of the firm, which equals a department of a large firm, as well as thanks to the deviant partnership structure, we succeed in safeguarding our optimal service level.

Identity

WVA is specialised in all legal aspects of real estate (plots and buildings) and related legal matters. Its team of specialised lawyers is what characterises WVA as niche firm, aimed at the corporate and government-related real estate market. It knows the tricks of the trade from concept to design for the transformation of locations and areas, from task to execution, with the eye on selling and letting as well as management and exploitation, including the accompanying decision-making and frameworks of planning and public law.

Below, under IV, you will find a more extensive description of the legal areas that WVA specialises in, in the sequence of the real estate cycle.

- Procurement law and state aid;
- Environmental law and spatial planning;
- Area development;
- Construction law;
- Tenancy law;
- Transaction practice/ Real Estate Merger & Acquisition/ Sale of complexes

Mission and vision

Our mission is as follows: *teamwork aimed at achieving the best result for our clients and if possible for society as an economy and as constitutional state.*

Our mission expresses our acknowledgement and the vision that the client and lawyer should work together. Without a client, there is no lawyer and vice versa. In addition, the company's interests come first, without losing sight of the interests of allies and opponents and the necessity of sustainable relationships.

In addition, the mission contains the term of constitutional state. WVA is aware of its responsibilities as legal specialist in the real estate industry and wishes to use its position to contribute to law formation from a conviction that law formation contributes to the proper functioning of the real estate industry.

II. Structure and method

Our firm employs a team of five lawyer-partners. This team daily engages in contract formation and procedures in the field of area development, the accompanying procurement law, classic civil construction law and spatial planning law, as well as rent, sales and establishing legal structures for the management and exploitation of (newly acquired) real estate. To this end, we have the help of lawyer-employees and we possess a vast network of consultants, including tax lawyers and notaries located in, among other locations, the provinces of North Brabant, South Holland, North Holland, Utrecht and Gelderland.

Lawyers:

Mw. mr. C.J.M. Weebers-Vrenken MRE (partner)

Mw. mr. A.J.L. Claassen (partner)

Mr. B. Poort (partner)

Mr. D. Berendsen (partner)

Mr. O.G. Tacoma MRE MRICS (partner)

Mw. mr. M.E.W.M. Pals-Reiniers

Mr. M. Cune

Mw. mr. L.M. Muetstege

Mw. mr. B. Broekman

Mr. E.P.W. Korevaar

Mw. mr. N.E.J.M. Hamers

Consultant: mr. L. van Loo (KPMG)

Partners and employees work together on files. This doubling in commitment of knowledge and skills is applied as a method to safeguard quality while maintaining optimal efficiency.

The partners are directly involved with each file so that the service is always provided at a partner level.

By collaborating with lawyer-employees, we organise critical mass, a fresh view and a more stringent research question. Our firm is organised in such a way that this 'four eyes principle' does not lead to higher costs for the client. In addition, each partner and employee has their own focus area/subspecialisation in addition to the general real estate practice and we regularly discuss the more complex issues with colleagues.

Thanks to our social engagement and participation/membership in multiple (real estate) networks, such as the PPS network, the Brabant Real estate Society, Lighthouseclub (chairmanship), Via Latus, Construction Network (Bouwnetwerk), Alumni Associations Master of Real Estate Tias Nimbas and the Amsterdam School of Real Estate and the RICS, we are always up to date on political/administrative developments as well as market developments. Of course, we include this knowledge in our consultation, which commonly takes place at the level of steering groups in which the involved stakeholders participate at a board/management level. A feeling for the market and the political/administrative mechanisms is second nature to us after being active as independent law firm for over a decade.

III. Client focus and constructive teamwork

We service a wide range of clients, including many municipalities and nationally operating companies. Our emphasis lies on developers and contractors in addition to governments and corporations. We are also further expanding our position to the market of the (private) real estate investors.

With many clients, we have built up a relation for many years. We highly value maintaining our relations and frequently evaluate the service we offer our customers. To this end, we inquire about our substantial legal qualities as well as whether our partnership is experienced as being constructive and as added value. The majority of our clients has been our client since our establishment.

Our focus lies on representing the interests of our clients in a pragmatic yet, of course, legally responsible manner. We wish to achieve results not for but together with the client. One of our clients concisely described the quality of our firm, the scope of our expertise and the measure in which it aligns with practice with an eye on the nature, scope and complexity of the files as follows:

“We are highly satisfied about the commitment of Weebers Vastgoed Advocaten. They exhibit broad (ready) knowledge and are able to properly and quickly estimate the situation and various interests with few words. They also express a lot of empathy for the political and strategic issues that play a role for a municipality or corporation, as they provide the board or management with good advice on these matters. We deem Weebers Vastgoed Advocaten as highly capable in the substantial legal field.”

IV. Legal areas in sequence of the real estate cycle

Procurement law and state aid

National governments, provinces, water boards, municipalities and other public institutions are subject to an obligation to tender. They deal with continuously changing European and national regulation and jurisdiction with regards to procurement law and state aid. Even the stakeholders focus more and more on the question if European law is properly complied to by a government or province.

Our service is based on extensive experience in (European and national) procurement law, especially for procurements related to area developments. In addition, we frequently advise on clients for the drafting and/or checking of procurement documents. Guiding and providing legal support for procurement procedures is originally the field of purchase consultants and project managers. Nonetheless, we are regularly involved thanks to our expertise of the market or in our role as project lawyer for long-term transformation tasks. For example, we guide the centre plan in the municipality of Valkenburg and work for healthcare institutions for the procurement of DBM contracts. Finally, we act for preliminary injunctions within the Stand still term. Damage claims based on unlawful government action resulting from procurement procedures rarely occur and are commonly settled extrajudicially.

Environmental law and spatial planning

Managers, owners, developers and/or users of real estate all have to deal with environmental law in the widest meaning of the word. Our environment is everywhere, and its interpretation is often decisive for (re)developments. Just like our environment, environmental law is also dynamic and encompasses many aspects. The lawyers of WVA are experienced both in advising and litigating in the field of licenses, zoning plans, expropriations, the Dutch Municipal Preferential Rights Act, planning compensation, monuments, subsidies and more. We also employ specialists for

environmental law. Our lawyers are specialised in such matters as noise, air quality, water, soil (pollution), environmental impact assessment procedures and external safety.

For all actors in environmental law, it is important to not only have clarity early on regarding the intended development / transformation, but to also be acquainted beforehand with the strategic (legal) decisions that must be made. Our lawyers are used to strategically think along with you, preferably from the initiation phase of the (re)development projects. After all, it is very important for the lead times and financing risks of such projects to have as much certainty and clarity beforehand regarding feasibility and any (process) risks.

Our lawyers are also proficient in guiding and consulting municipalities and provinces with a land position or an active land policy. Support in planning and, for example, guiding comprehensive licensing procedures are part of our daily activities. Here, too, we deal with the legal options strategically, creatively and practically. For example, think of the instruments of the Crisis and Repair Act, the Environmental Permitting (General Provisions) Act and the Spatial Planning Act.

Area development

Since its establishment in 2004, WVA has been very actively involved in area developments in various regions in the Netherlands. We also act as project lawyer for a number of projects. In those scenarios, our role has changed from being a consultant of the developer or the municipality to that of a consultant of the partnership. The objective is always to monitor the interests of the project and thus of both parties.

Unfortunately, many partnerships also come to an end. WVA supports parties in taking the right decision at the right time. By means of a thorough scenario and risk analysis, we draw up a responsible plan of action for unbundling together with the client.

Increasingly more disciplines come together in area development, such as purchasing, sales, adoption, government liability, management and exploitation of real estate. These topics are covered in the IOK, SOK and ROK, commonly designated as exploitation agreements. Corporate law, neighbour law, common ownership, condominium, qualitative obligations and other usage laws also always play a role in the transformation of an area.

Without thorough knowledge of general contract law and administrative law in general and in the field of spatial planning and land exploitation, a consultant is not capable of supporting governments with to be established, ongoing or to be terminated area developments. An increasingly major part of land exploitation is the commitment of the instrument of expropriation and eviction (squatting is a common occurrence, although it is decreasing). WVA also currently treats various files on this topic. We expect the number of governmental decisions to increase in the upcoming years. Expertise regarding valuation, which WVA employs, will be very beneficial.

WVA advises regarding the choice for partnership models, financing and land routing. With regards to Dutch corporate law, we possess the knowledge needed to correctly implement these in partnership agreements and to prepare the notarial activities. One component of this is tax law (transfer tax, VAT and corporate tax). To this end, WVA is partnered with Mr. Leo van Loo, associate at KPMG, formerly Deloitte and tax inspector in a previous life. Mr. van Loo advises regarding tax structures, guides the rules together with the tax authority and advises in objection and appeal procedures.

Construction law

WVA evaluates and conceives all contracts relevant within construction law, such as building contracts, construction team contracts, turnkey contracts, contractor and architect contracts (consultant contracts) as well as DBFMO contracts. As a result, all our lawyers possess specialised knowledge regarding the typical General Conditions for this market segment, such as the UAV 1989, UAV-TI, UAV-GC, DNR 2005 and 2011 (and its predecessors, SR 1997 and RVOI 2001), AVA 1992 and they can “read” and legally interpret STABU and RAW documents.

In case of a dispute, arbitration by the Dutch Arbitration Board (RvA) is often prescribed. However, increasingly more parties in construction law realise that a civil court is also highly capable of evaluating a construction dispute, or that mediation offers a solution. Dispute settlement in the construction industry requires particular experience and our firm possesses more than enough. We are used to participating in the project team with multiple representatives of the principal and consultants in order to bridge the gap between the work floor or construction crew and the legal world.

Tenancy law

Tenancy law is traditionally a subspecialisation of real estate law. Due to the specific and mandatory elements, it requires knowledge and experience. In this field, WVA acts for housing corporations; breweries and restaurant exploiters; investors in retail; developers and (semi) governments. In addition, WVA’s lawyers advise and litigate in the fields of leasing, managing and terminating lease and rental contracts, nuisance by tenants, renovation, rental price disputes, special forms of contracts and housing fraud. Our lawyers also frequently engage in legal issues on the interface of real estate and healthcare and they advise healthcare and wellbeing institutions about the developments in this industry.

The implementation of the Revision Act and related regulations, developments in healthcare and the changing playing field all have consequences for the exercise of the tasks of municipalities, housing corporations and related (market) players. Specialist knowledge of the rental, process, construction and real estate law and the new regulation and legislation is imperative.

Especially for housing corporations, we have composed a team that possesses the required specialist knowledge and that can advise you on these matters. We are also fully familiar with the activities and issues that arise for the leasing of (social) housing by housing corporations. We are at your service for questions or disputes regarding, among other topics, housing fraud, co-tenancy, decease of the tenant, nuisance, housing guidance, administration, Airbnb, debt restructuring, hemp cultivation, delivery and faults. This also applies to issues surrounding the purchase/sale of accommodations, the public regulations, corporate governance for corporations, procurement law and construction law.

Transaction practice / Real Estate Merger & Acquisition/ Sale of complexes

It is becoming more common for real estate portfolios of investors or corporations to be sold via tenders. Such a sale does not only require meticulous preparation with the broker, notary and a tax lawyer, but also a sound legal inventory of the to be sold complexes. Especially that legal inventory, the vendor due diligence, offers you the opportunity to optimise the sales result beforehand by timely mapping out and eliminating risks. Both the vendor due diligence prior to the sales and the due diligence prior to the purchase are familiar terrain to our Merger & Acquisition specialists.

In addition, well-drafted sales conditions, a sound description of the bidding process, a well-structured digital data room and a proper purchase agreement are imperative for the success of the sales tender.

V. In conclusion

Thanks to an enthusiastic team of eleven lawyers and multiple external specialists, WVA possesses the capacity to assist you thoroughly and decisively in the exercise of your real estate activities.

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