

**First Supplement dated 27 February 2023
to the Base Prospectus dated 30 December 2022**



COVIVIO

(A *société anonyme* established under the laws of France)

€4,000,000,000

Euro Medium Term Note Programme

This first supplement (the **First Supplement**) is supplemental to, and should be read in conjunction with, the base prospectus dated 30 December 2022 which was granted the approval no. 22-506 on 30 December 2022 by the *Autorité des Marchés Financiers* (the **AMF**) (the **Base Prospectus**) prepared by Covivio (the **Issuer** or **Covivio**) with respect to its €4,000,000,000 Euro Medium Term Note Programme (the **Programme**).

The Base Prospectus as supplemented constitutes a base prospectus in accordance with Article 8 of Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**).

Application has been made for approval of this First Supplement to the AMF in its capacity as competent authority pursuant to the Prospectus Regulation.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meanings when used in this First Supplement. To the extent that there is any inconsistency between any statement in this First Supplement and any other statement in, or incorporated by reference in, the Base Prospectus, the statements of this First Supplement shall prevail.

This First Supplement has been prepared pursuant to Article 23.1 of the Prospectus Regulation, for the purposes of giving information which amends or is additional to the information already contained in the Base Prospectus.

This First Supplement has been prepared for the purposes of:

- (a) Incorporating in the recent developments section the English language press release dated 21 February 2023 containing the Issuer unaudited 2022 key figures; and
- (b) Amending the section entitled “General Information” of the Base Prospectus.

Copies of this First Supplement, the Base Prospectus and any documents incorporated by reference therein will be available on the websites of (a) the AMF (www.amf-france.org) and (b) the Issuer (www.covivio.eu/en/).

TABLE OF CONTENTS

	Page
Recent Developments	3
General Information	4
Person Responsible for the First Supplement.....	5

RECENT DEVELOPMENTS

The section entitled “**Recent Developments**” appearing on pages 79 to 82 of the Base Prospectus is amended as follows:

A fourth point is included at the end of the section and contains the following:

4. On 21 February 2023, the Issuer published the following press release:

GENERAL INFORMATION

The section entitled “**General Information**” appearing on pages 112 to 115 of the Base Prospectus is amended as follows:

- The paragraph 3 entitled “**Significant Change and Material Adverse Change**” on page 86 of the Base Prospectus is deleted in its entirety and replaced with the following:

“3. Significant Change and Material Adverse Change

3.1 Significant Change in the Financial Position or Financial Performance of the Issuer or the Group

There has been no significant change in the financial position or financial performance of the Issuer or the Group since 31 December 2022.

3.2 Material Adverse Change in the Prospects of the Issuer or the Group

There has been no material adverse change in the prospects of the Issuer or the Group since 31 December 2021.”

PERSON RESPONSIBLE FOR THE FIRST SUPPLEMENT

Person assuming responsibility for this First Supplement

Mr. Paul Arkwright, Chief Financial Officer (*Directeur Financier*) of the Issuer

Declaration by person responsible for this First Supplement

I hereby certify that the information contained in this First Supplement is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

Paris, 27 February 2023

COVIVIO

18, avenue François Mitterrand
57000 Metz
France

Duly represented by:

Mr. Paul Arkwright, Chief Financial Officer (*Directeur Financier*) of the Issuer



This First Supplement has been approved on 27 February 2023 by the AMF, in its capacity as competent authority under Regulation (EU) 2017/1129, as amended.

The AMF has approved this First Supplement after having verified that the information it contains is complete, coherent and comprehensible within the meaning of Regulation (EU) 2017/1129, as amended.

This approval is not a favourable opinion on the Issuer and on the quality of the Notes described in this First Supplement. Investors should make their own assessment of the opportunity to invest in such Notes.

This First Supplement has received the following approval number: 23-057.