

*This is a press release by ER Capital N.V. (previously Titan N.V. and currently listed under the name Titan N.V. at Euronext Amsterdam), a public limited liability company incorporated under Dutch law. This press release is issued pursuant to Section 17, paragraph 1 of the European Market Abuse Regulation (596/2014).*

## **PRESS RELEASE**

### **ER Capital N.V. announces completion of statutory triangular legal division**

**Amsterdam, 30 June 2025** – ER Capital N.V. ("**ERC**" or the "**Company**"), previously Titan N.V., and currently listed under the name Titan N.V., announces that the statutory triangular division (*juridische driehoekssplitsing*), as previously announced in the joint press release of 13 May 2025 (the "**Triangular Division**"), has been successfully executed on 29 June 2025, with the effective date being today. As of the effective date of the Triangular Division, Mr. S.J. Eelkman Rooda has joined the Company's management board as Chief Executive Officer (CEO). The Triangular Division has been executed in the context of the Company's corporate restructuring.

As a result of the abovementioned Triangular Division, the Company has, through three newly incorporated subsidiaries acting as acquiring companies (*verkrijgende vennootschappen*), acquired under universal title all assets and liabilities of ER Capital N.V. (the former holding entity, "**ER Capital (old)**"), as a result of which ER Capital (old) ceased to exist. The Company holds 100% of the shares in these acquiring companies. The Triangular Division was implemented in accordance with Book 2 of the Dutch Civil Code.

In connection with the Triangular Division and pursuant to applicable law, approximately 19.5 million shares (of which approximately 15.5 million ordinary shares and approximately 4 million preference shares) in the Company have been allocated to a limited number of shareholders, being the former shareholders of ER Capital (old).

The newly allocated ordinary shares are currently not listed or admitted to trading on any stock exchange. As such, they are not publicly tradable at this stage and will remain registered in the shareholder register of the Company as maintained by ABN AMRO Bank N.V. ("**ABN AMRO**"), acting as listing and paying agent. The Company is taking steps to have such allocated ordinary shares being admitted to listing on Euronext Amsterdam.

However, admission to trading on Euronext Amsterdam requires prior approval of an information document by Euronext Amsterdam in accordance with the Euronext Amsterdam Reverse Listings Policy (the "**Information Document**"). The review process by Euronext is ongoing, with a remaining condition being the inclusion of IFRS-compliant audited consolidated financial statements of ER Capital (old) for the financial year ending 31 December 2024. These audited financial statements are expected to be finalized and included

in the Information Document in September 2025. Once available, Euronext may proceed with the approval of the Information Document and the admission of the allocated ordinary shares in the Company to trading. In accordance with applicable Euronext rules, the application for admission to trading by the Company shall be made no later than 90 days following the allocation of the ordinary shares.

### **Important Note on Name**

Although the Company's statutory name has been amended from Titan N.V. to ER Capital N.V. as per its amended articles of association on 29 June 2025, (part of) its ordinary shares remain listed under the name "Titan N.V." and the ticker symbol "TITAN" on Euronext Amsterdam. The Company's name and ticker symbol at Euronext Amsterdam are expected to be formally updated upon admission to trading of the newly allocated ordinary shares, in accordance with applicable Euronext rules. Investors and other market participants are advised that the listed entity referred to as "Titan N.V." on Euronext Amsterdam is the same legal entity which is now legally named "ER Capital N.V.". Until the Euronext process is completed in accordance with its Euronext Amsterdam Reverse Listings Policy, the name "Titan N.V." will continue to appear on the Euronext website ([link](#)).

Further details regarding the listing process as pursued by the Company will be made available via a press release and the Company's website upon completion of the listing process, including the required Information Document once approved by Euronext Amsterdam.

### **About ER Capital N.V.**

ER Capital N.V. (statutory name, previously Titan N.V. and formerly TIE Kinetix N.V.) is a real estate investment and operating company headquartered in Rotterdam, the Netherlands. The group specialises in the strategic acquisition, (re)development, enhancement and active management of residential and commercial real estate assets across the Netherlands. With an integrated approach, ER Capital combines long-term capital investment with hands-on operational expertise.

ER Capital N.V. is active in three complementary business segments: (i) initiating and managing real estate investment funds; (ii) operating and actively managing its own real estate portfolio; and (iii) (re)developing real estate positions held in ownership. At the end of 2024, the Company owned a real estate portfolio valued at approximately EUR 60 million. As of 30 June 2025, in its opinion, ER Capital N.V. has a healthy liquidity position. It operates with a team of around 10 experienced professionals.

The authorised share capital of the Company currently consists of 17,503,062 ordinary shares with a nominal value of EUR 0.10 each (of which 2,050,154 are currently listed), 4,051,868 preference shares with a nominal value of EUR 0.10 each, and 100 class M shares with a nominal value of EUR 0.10 each.

### **Forward Looking Statements**

This press release may include “forward-looking statements” and language that indicates trends, such as “anticipated” and “expected”, including statements regarding the future listing and admission of shares, regulatory approvals and financial disclosures. These forward-looking statements are based on current expectations and involve risks and uncertainties that could cause actual results to differ materially from those expressed or implied. ER Capital N.V. undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

### **For more information:**

#### **ER Capital N.V.**

Westplein 9 A  
3016 BM Rotterdam, The Netherlands  
[www.ercapital.nl](http://www.ercapital.nl)  
[info@ercapital.nl](mailto:info@ercapital.nl)

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