

# vesta

CEO Compensation &  
Management Ownership



# Introduction

At Vesta, transparency and accountability are fundamental for the long-term success and resilience of our business model.

In terms of corporate governance, these practices not only improve the confidence of our shareholders but also drive the creation of sustainable value.

Therefore, we detail the metrics that make up the fixed and variable compensation of our CEO and Top Management, as well as their shareholding in the company.

This approach allows us to align the interests of our senior management with the company's strategic objectives.



# CEO Compensation

In this section, we detail the CEO compensation scheme, which is made up of by a fixed and variable compensation. Regarding the variable compensation, it is made up of two types:

- **Short-term variable**, is related to financial metrics such as income and total portfolio occupancy. On the other hand, it has a relative metric which is related to the value of the share in one year compared to other companies in the sector.
- **Long-term variable**, is made up of the same metric relative to the short term, but this is measured at the value of the stock over a three-year period compared to other peers.

This scheme allows us to aligned the CEO's interests with the strategic objectives of the company, as well as the interests of our shareholders.

In the next slide, we detail the compensation scheme. Likewise, we present the conditions under which it is possible to defer short-term variable compensation to long-term variable compensation, as well as its benefits.

# CEO Compensation

## Succes Metrics & Long Term Performance Alignment

Percentage (%)	Type of Compensation	Key Metrics	Payment Method	Accrual Period
100%	Fixed	-	Cash	-
40%	Short-term Variable	Relative Total Return to 1 year*	Cash	Annual
20%	Short-term Variable	Incomes	Cash	Annual
20%	Short-term Variable	Occupation of the stabilized portfolio	Cash	Annual
20%	Short-term Variable	Individual Objectives	Cash	Annual
100%	Long-term Variable**	Relative Total Return to 3 years	Vesta's Shares	3 years

*\*At the discretion/decision of the CEO, the short-term variable "Total Relative Return" may be deferred by a percentage of 1% to 100% to a long-term compensation plan with a 20% stock bonus.*

*\*\*The plan is stock-based and is calculated by comparing Vesta's "Total Relative Return" (the share price appreciation and dividend payments over the previous three years) to the same metric calculated for our peers. Under the plan, if Vesta is in the median of the group, the grant would be equal to the expected stock grant; if Vesta is the worst performer, there would be no award; and if Vesta is the best performer, the award would be 150% of the expected amount of shares. Additionally, for some executives, including the CEO, a portion of the annual bonus is granted following the guidelines of the long-term bonus. That is, the disbursement will accrue over the next three years ("Deferred Annual Bonus"), and, therefore, they are granted an "additional award" of 20% in shares.*

*\*\*\*We do not have any type of clause that prevents the CEO from accessing his variable compensation.*

# Management Ownership

In this section we present the value in multiples of the shareholding of both, the CEO and the Top Management of the company. The values presented were calculated based on the number of shares they hold, their value at the end of 2024 and the base salary of each of them.

For confidentiality and security reasons, it is not possible to share the base salary.

Finally, it is important to mention that at Vesta we do not have any mandatory requirement regarding shareholding for both, the General Director (CEO) and members of the top management team.

# Management Ownership



POSITION	NAME	NUMBER OF SHARES BY THE END OF 2024**	MULTIPLE OF BASE SALARY*
CEO	Lorenzo Dominique Berho	1,385,258	7.64
Top Management	Berho Corona Lorenzo Manuel	1,179,479	7.25
Top Management	Sottit Achutegui Juan Felipe	971,804	8.66
Top Management	Diaz Cupido Guillermo	518,880	5.86
Top Management	Berho Carranza Diego	609,348	8.06
Top Management	Pucheu Romero Alejandro	576,533	7.08
Top Management	Paredes Calderon Alfredo Marcos	202,472	3.08
Top Management	Estrada Gomezpezuela Francisco Eduardo	518,880	5.73
Top Management	Ortega Chávez Mario Adalberto	217,778	4.11
Top Management	Muñoz Pedrajo Alejandro Rafael	230,738	7.5
Top Management	Cueto Riestra Juan Carlos	230,613	3.59
Top Management	Chacon Gutierrez Mario Humberto	363,810	6.48
Top Management	Eguia Alaniz Adriana Eugenia	129,720	3.25
Top Management	Cueto Bosch Rodrigo	145,300	2.12

\*Multiple calculation: Share price at the end of the FY \* number of shares held / base salary

\*\*Share Price by the end of 2024: \$53.20 MXN



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