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This presentation contains forwards-looking information and statements about IGD SIIQ SPA and its Group.

Forward-looking statements are statements that are not historical facts.

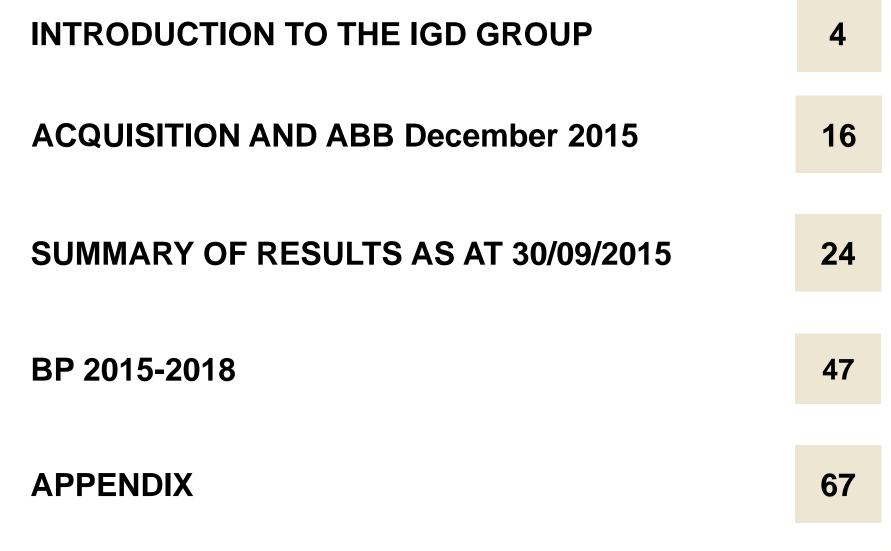
These statements include financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations with respect to future operations, products and services, and statements regarding plans, performance.

Although the management of IGD SIIQ SPA believes that the expectations reflected in such forward-looking statements are reasonable, investors and holders of IGD SIIQ are cautioned that forward-looking information and statements are subject to various risk and uncertainties, many of which are difficult to predict and generally beyond the control of IGD SIIQ; that could cause actual results and developments to differ materially from those expressed in, or implied or projected by, the forward-looking statements.

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Introduction to the IGD group

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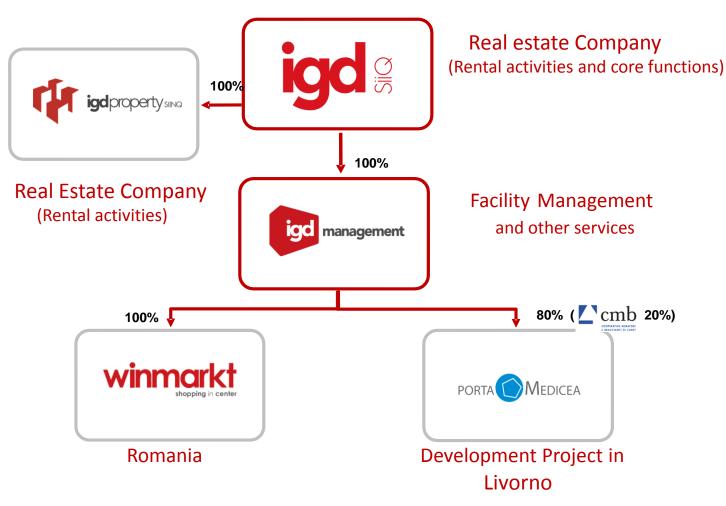
WHAT I

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IGD is one of the main player in the Italian retail real estate sector: develops and manages shopping centers across the country and has a significant presence in retail distribution in Romania

Presence throughout the territory, capital strength, processing power, control and management of all phases of the centers life cycle: these, in summary,

are the key strengths IGD





5

### DIRECT MANAGEMENT OF THE SHOPPING CENTRES

A careful merchandising mix, marketing activity adapted to each context and various customer related services but, especially in this economic environment, <u>careful attention paid to tenants'</u> <u>needs</u>

MEDIUM SIZED AND EASILY REACHABLE SHOPPING CENTERS

In line with the geographical structure of Italy which is characterized by a lot of MEDIUM SIZED provinces

PRESENCE IN THE WHOLE OF ITALY Presence from North to South in 11 of the most densely populated regions out of 20

In this moment of economic downturn LOCATION is rewarding

### SHOPPING CENTERS WITH FOOD ANCHORS

The presence of COOP which is completely integrated in the territory guarantees a high and steady level of footfalls



# 7

# Italian Portfolio: hypermarkets and shopping malls (as at 30/06/2015)

	21 SHOPPING MALLS	25 HYPERMARKETS	TENANTS OF HYPERMARKETS	
	CENTRO D'ABRUZZO - Pescara	CENTRO D'ABRUZZO - Pescara	Coop Adriatica	
	PORTO GRANDE - Porto d'Ascoli (AP)	PORTO GRANDE - Porto d'Ascoli (AP)	Coop Adriatica	
	ESP - Ravenna	ESP - Ravenna	Coop Adriatica	
	CENTRO BORGO - Bologna	CENTRO BORGO - Bologna	Coop Adriatica	
	CONE' RETAIL PARK - Conegliano (TV)	CONE' RETAIL PARK - Conegliano (TV)	Coop Adriatica	
	LE MAIOLICHE - Faenza	LE MAIOLICHE - Faenza	Coop Adriatica	
FULL OWNERSHIP OF	LUNGO SAVIO - Cesena	LUNGO SAVIO - Cesena	Coop Adriatica	
14 SHOPPING CENTRES	CITTA' DELLE STELLE - Ascoli Piceno	CITTA' DELLE STELLE - Ascoli Piceno	Coop Adriatica	
(MALL + HYPERMARKET)	KATANE' - Catania	KATANE' - Catania	Ipercoop Sicilia	
	TORRE INGASTONE - Palermo	TORRE INGASTONE - Palermo	Ipercoop Sicilia	
	CASILINO - Roma	CASILINO - Roma	Unicoop Tirreno	
	LE PORTE DI NAPOLI - Afragola (NA)	LE PORTE DI NAPOLI - Afragola (NA)	Campania distribuzione srl (ipercoop)	
	TIBURTINO - Guidonia (RM)	TIBURTINO - Guidonia (RM)	Unicoop Tirreno	
	CLODI' - Chioggia (VE)	CLODI' - Chioggia (VE)	Coop Adriatica	
	MILLENIUM GALLERY - Rovereto (TN) CENTRO SARCA - Sesto S. Giovanni (MI) PUNTADIFERRO - Forlì (FC)			
	MONDOVICINO RETAIL PARK - Mondovì	Hypermarkets not totally exped by ICD		
7SHOPPING MALLS	GRAND RONDO - Crema	Hypermarkets not totally owned by IGD		
	I BRICCHI - Isola d'Asti (AT) DARSENA CITY - Ferrara (50% owned by Beni Stabili)			
		Hypermkt Civita Castellana (Viterbo)	Unicoop Tirreno	
		Hypermkt Cecina (Livorno)	Unicoop Tirreno	
		Hypermkt Le Fonti del Corallo (Livorno)	Unicoop Tirreno	
		Hypermkt Schio (Vicenza)	Coop Adriatica	
		Hypermkt LAME - Bologna	Coop Adriatica	
11 HYPERMARKETS	Malls not owned by IGD	Hypermkt LEONARDO - Imola (BO)	Coop Adriatica	
		Hypermkt LUGO - Lugo (RA)	Coop Adriatica	
		Hypermkt IL MAESTRALE - Senigallia (AN)	Coop Adriatica	
		Hypermkt MIRALFIORE - Pesaro Coop Adriatica		
		Supermarkt AQUILEJA- Ravenna	Coop Adriatica	
		Hypermkt I MALATESTA - Rimini	Coop Adriatica	



### Main lease terms

tenants base, with limited credit risk, thanks

to a careful screening of potential new

tenants

Italian Shopping Malls	Italian Hypermarkets	Romanian Shopping Malls
Main lease terms:	Main lease terms:	Main lease terms:
Average maturity:          Image: Average maturity         Image: Average maturity </td <td>Average maturity: 6 to 18 years (+ 6 years) Rents indexation: 75% of CPI</td> <td>Average maturity: 2 years for local tenants</td>	Average maturity: 6 to 18 years (+ 6 years) Rents indexation: 75% of CPI	Average maturity: 2 years for local tenants
<ul> <li>(+ 6 years)</li> <li>Rental agreement (space + licence): 5 years</li> <li>Rental income: a minimum guaranteed rent</li> </ul>	<u>Maintenance:</u> ordinary and extraordinary maintenance works charged to the tenant. External maintenance of the properties (façade, etc.) payable by the landlord	<ul> <li>5 years for national tenants</li> <li>10 years for international tenants</li> </ul>
plus a percentage based on the occupier's sales Rents indexation:	Hypermarkets and supermarkets of IGD Portfolio are leased as follow	<b>Rents indexation</b> : all the contracts are EUROLINKED
<ul> <li>Lease agreement of the going concern: 75% of CPI</li> <li>Reptal agreement 100% of CPI</li> </ul>	16 hypermarkets and 1 supermarket to Coop Adriatica	The rents are paid in EURO
Rental agreement: 100% of CPI	3 hypermarkets and 2 supermarket to Unicoop Tirreno Group	
Lease of temporary spaces	2 hypermarket to Ipercoop Sicilia	
IGD can benefit from a very diversified	Coop Adriatica and Unicoop Tirreno are	

among the major cooperatives of Coop

Network, the first retailer in Italy

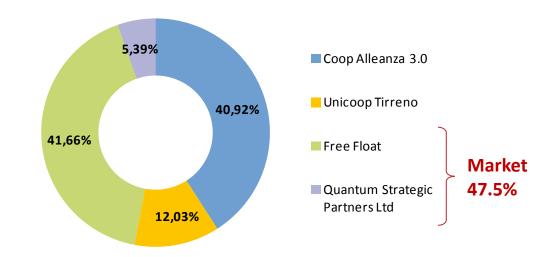


## 9 SIIQ regime: main features

SIIQ STAT	SIIQ STATUS FOR IGD SINCE 1 JANUARY 2008		
KEY PARAMETERS	At least 80% of total assets must be rental asset At least 80% of total positive components of P&L must be rental income (excluding change in FV)		
New SIIQ law*	Largest shareholder stake ≤ 60% (vs. previous 51%) Free float (shareholders < 2%) ≥ 25% (vs. previous 35%) (only at the time of admission to the regime)		
New DIVIDEND DISTRIBUTION	Dividend payout at least 70% (vs. previous 85%) of net rental income available for distribution		
New SliQ law*	Exemption from Italian corporate income tax (IRES and IRAP) Capital gains on the disposal of properties, SIINQ and SIIQ shares and real estate fund units are exempted from corporate income tax subject to distribution of at least 50% of the gain in the 2 years subsequent to the disposal (vs. previous full taxation of capital gains)		
ΕΧΙΤ ΤΑΧ	20% tax rate applies to capital gains from asset contributions		
(*) Law 133/2014, so called "Sblocca Italia" («Unlock Italy»)	ind		

### 10 IGD's shareholders and governance

### IGD IS LISTED ON THE STAR SEGMENT OF BORSA ITALIANA TOTAL SHARES 813,045,631 SHARE CAPITAL € 599,760,278.16



### MARKET SHAREHOLDING REFLECTED IN A GOVERNANCE STRUCTURE IN LINE WITH BEST STANDARDS

- **Board Composition:** 13 members, out of which **7 independent members**
- Ad-hoc committees led by independent members: nomination & compensation, control & risk and related party transactions
- BoD has been renewed by the AGM on 15 April, 2015



### **IGD** top management



#### **GILBERTO COFFARI (1946)** Chairman

- Chairman of IGD's Board since its creation in 2000
- Chairman of Coop Adriatica from 2006 to 2011
- Currently board member of the BancaSAI and of Federazione delle Cooperative di Ravenna
- Acted as Director and Chairman for a number of cooperatives. a world he has been part of for more than 40 years



#### **DANIELE CABULI (1958) Chief Operating Officer**

- More than 20 years of experience in the retail distribution
- Joined IGD in 2008 as Network Management Director and COO since 2009
- Worked for Coop Adriatica since 1986 with several roles: Head of Projects in the Marketing Division (1989), Head of different geographical areas and Hypermarket Manager (until 2003), Director of Marketing and Commercial Development (from 2003)

#### **GRAZIA MARGHERITA PIOLANTI (1953)** Director of Administration, Legal & Corporate Affairs

- Part of IGD since its creation, played a key role in SIIQ adoption
- Appointed Head of Legal Affairs, Tax and Subsidiaries of the new Coop Adriatica Group in 1995
- Appointed Administrative Director of Coop Romagna Marche in 1989, previously worked as Head of Accounting in a cooperative of constructors
- Registered Chartered Accountant and Official Financial Auditor



#### **RAFFAELE NARDI (1976)** Head of Planning, Control and Investor Relations

- Head of the division to which 3 different departments report: planning, control and investor relations.
- Joined IGD in October 2010
- Formerly head of the Advisory Service of UGF Merchant, bank of the Unipol Financial Group, where he matured more than ten years of professional experience
- Holds a degree in Business Economics



#### **CLAUDIO ALBERTINI (1958) Chief Executive Officer**

- Appointed in May 2009
- Board member at IGD since 2006
- More than 20 years of experience with the Unipol Group, where he ultimately acts as General Manager of Unipol Merchant
- Certified financial auditor registered in Bologna



#### **ROBERTO ZOIA (1961)** Director of Asset Management and Development

- Director of Asset Management and Development since 2006
- Joined GS Carrefour Italia Group in 1999 as Head of Hypermarket and Shopping Center Development
- In 2005 becomes Head of Asset Management and Development for Carrefour Italia
- Previously, Business Manager at Coopsette with responsibility in projects involving mainly shopping centres (since 1986)



#### **ANDREA BONVICINI (1963)** Director of Finance Division

- Head of the IGD Group's Finance Division since September 2009
- In July 2012 he was appointed Director of Finance and Treasury Department
- More than 20 years of professional experience in the world of credit, first in Cooperbanca and, subsequent to 1997, in the Bank of Bologna



#### **CARLO BARBAN (1978)** Chief Executive Officer of Winmarkt Group

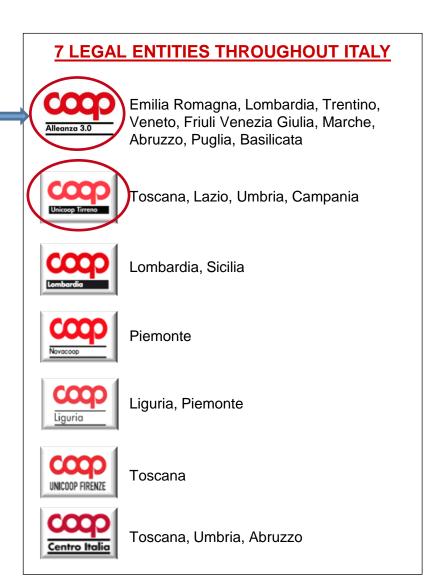
- Appointed CEO in April 2014
- Worked in Winmarkt as Operating & Reporting Manager since January 2009 with responsibilities also for administration, planning and control and finance
- Previously working as qualified accountant and for international consultancy companies
- Graduated in Economics and Commerce



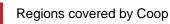




# 12 **CCCP WORLD** (1/2)









From 1<sup>st</sup> January 2016 by merging of Coop Adriatica, Coop Estense and Coop Consumatori Nordest





Market share in Italy: 19.1% (approx. equal to 2013)

**Turnover** : €12,421M

N° of point of sale: ~ 1,200

**Employees**: ~ 54,600

Members: 8,5 million people (+3.1% vs 2013)

### **COOP PRODUCTS AND SERVICES**

COOP voce

La telefonia Coop

coordinate coordinat

**Goods with Coop brand: Market share > 26% (+1% vs 2013)** 

- Coop Salute: 122 points of sale
- **Coop Voce: 1.4 million of new contracts**
- Enercoop: 15 gas station enercoop
- **Coop online: online from autumn 2013**





### From 1 of January 2016 COOP ALLEANZA 3.0 14 Alleanza 3.0

By merging of Coop Adriatica, Coop Estense and Coop Consumatori Nordest

Turnover : € 5 bn

N° of point of sale: ~419 (o.w. 56 hypermarkets)

**Employees**: ~ 22,000

Members: 2.7 million people

Deposits from members: € 7 bn

Presence in 12 Italian regions out of 20

New format and more services for their members

### STRATEGIC PARTNERSHIPS

UNIPOL GRUPPO FINANZIARIO (Insurance and banking) UnipolSai

IGD SIIQ SPA  $\mathbb{Z}$ 



### **UNICOOP TIRRENO HAS SET-UP 2 E-COMMERCE PLATFORMS**



allows you to purchase food products online and have them delivered directly to your home (active duty only in the area of Rome)



offers the opportunity to shop from home or from anywhere else using a handheld device, and switching to withdraw shopping at the supermarket (active duty only in Viareggio)



Acquisition and ABB Dec. 2015

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# 17 Transaction overview

### A NEW STEP CONFIRMING IGD ANNOUNCED STRATEGY ORIENTED TO VALUE-ACCRETIVE GROWTH INITIATIVES ALSO THROUGH AN ATTENTIVE MONITORING OF THE MARKET

#### On Dec 2, 2015, IGD announced:

The signing of the preliminary agreement for the purchase of shopping mall

- Implied valuation of the shopping mall being acquired € 124.5 M <sup>(1)</sup>
- Expected full year increase in EBITDA: ~ € 7.2M (~ 5.8% of total investment) (2)
- Prominent mall located in a key strategic area for IGD, featured by a spending capacity ~ 20% higher than the Italian average <sup>(3)</sup>
- Launch of capital increase exclusively reserved to qualified investors to be carried out through an accelerated bookbuilding

#### On Dec 3, 2015 IGD announced:

- Interpretation of the ~€ 50M of capital increase by mean of an accelerated book-building process, whose proceeds are aimed at funding part of the abovementioned acquisition
  - Issue of new shares corresponding to 7.495% of the existing share capital with exclusion of the preferential subscription rights in favour of existing shareholders

CAPITAL INCREASE
<ul> <li>~ €50M capital increase placed through an ABB</li> <li>New shares being issued representing 7.495% of the existing share capital of IGD with a subscription price in line with the average price of IGD over the last three months</li> </ul>

<sup>(1)</sup> Transaction to be completed through the acquisition of the shares in the SPV owning the asset for a total price of €127.9 M, including minor working capital items; such consideration will be subject to adjustments upon closing on the basis of customary provisions for similar transactions

(2) Net Theoretical Initial Yield based on the market value estimated in the context of the transaction





### 18 puntadiferro shopping mall



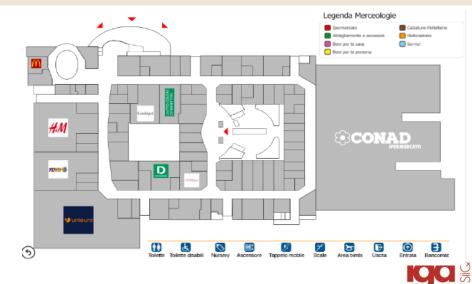
#### DESCRIPTION

- Mall opened in April 2011: first floor hosting hypermarket (Conad banner) and a large shopping gallery including 7 medium-surfaces, 81 stores, and 9 bar/restaurants
  - Shopping mall GLA: 21,223 sqm
  - Conad hypermarket GLA (1): 12,625 sqm
- Strategically located on the main road connecting Forlì city centre to A14 highway, at the cross-road with some main local roads (Ravegnana, Cervese)
- The catchment area (0-30 minutes): > 468k inhabitants
- Expected gross rental income:~ € 7.7vM
- Z Expected net rental income: ~€ 7.2 M
- Z Main tenants: H&M, Unieuro, Benetton, Deichman, Conbipel, Mondadori
- Acquisition price : €124.5M
- Net Theoretical yield: 5.8%
- Average mall cost occupancy ration: ~11.5%
- Average tenant sales /sqm: > 3,500€

#### PROPERTY PRE-VIEW



MALL PLAN



#### LOCATION



(1) Not included in the transaction perimeter

### 19 puntadiferro shopping mall: pre-view



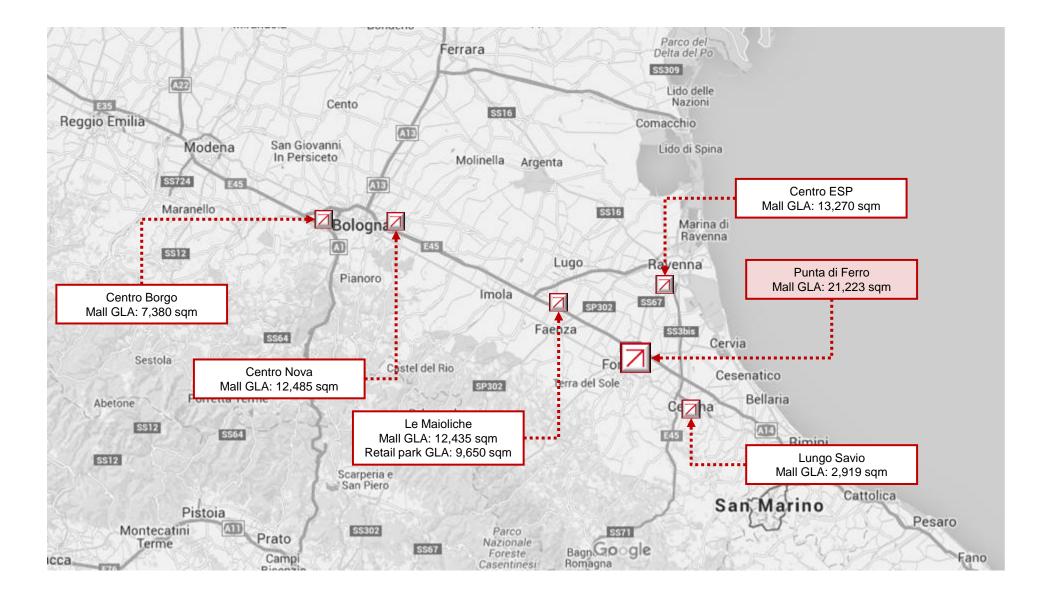








### 20 A key asset for IGD local territorial coverage strategy





# 21 Rationale of the transaction

STRATEGIC VALUE	<ul> <li>Leading mall in its reference area which is <ul> <li>Featured by a high spending capacity: disposable income + ~ 20% vs. Italian average</li> <li>Strategic for IGD from a territorial coverage perspective</li> </ul> </li> <li>Very good understanding of the asset and its competitive positioning thanks to direct presence of IGD in the same area (5 assets owned and managed in the area)</li> <li>Confirm the position of IGD as a primary player in the retail / commercial real estate in Italy</li> <li>Proved ability to selectively capture investment opportunities on the market</li> <li>Leverage on the existing asset management platform to run selected "plug &amp; play" acquisitions without increasing structure / G&amp;A costs</li> </ul>
GROW AND LEVERAGE IGD PLATFORM	<ul> <li>Punta di Ferro to increase IGD property portfolio by ~6% in term of asset value<sup>(1)</sup></li> <li>A run-rate increase of EBITDA by €7.2M (~ +8% vs. 9M 2015 annualised)</li> <li>Leverage on existing IGD asset management platform: direct contribution of asset net rental income on EBITDA</li> </ul>
FINANCIAL IMPACTS	<ul> <li>Transaction expected, at regime, to generate close to ~€5.6M improvement in FFO <sup>(2)</sup></li> <li>~5% accretion in FFO/share, at regime, after the completion of the ABB also considering the new number of shares<sup>(3)</sup></li> <li>Overall marginal impact on leverage structure (LTV expected to increase less than 1 percentage points vs pretransaction levels)</li> </ul>
LISTING PROFILE	<ul> <li>Increased share capital (+~7.5%) and free float (+~17%) post transaction</li> <li>Expected further improvement in stock liquidity and IGD weight in main reference indexes</li> <li>Pursuing a successful equity story of growth and value creation</li> </ul>
February 2016	<ul> <li>(1) Considering the market value of the portofolio as at June 30, 2015</li> <li>(2) Considering that the debt to complete the financing of the transaction is featured by a 2.1% all-in cost</li> <li>(3) Comparing new FFO at regime vs 9M2015 FFO/(share before ABB) annualised</li> </ul>

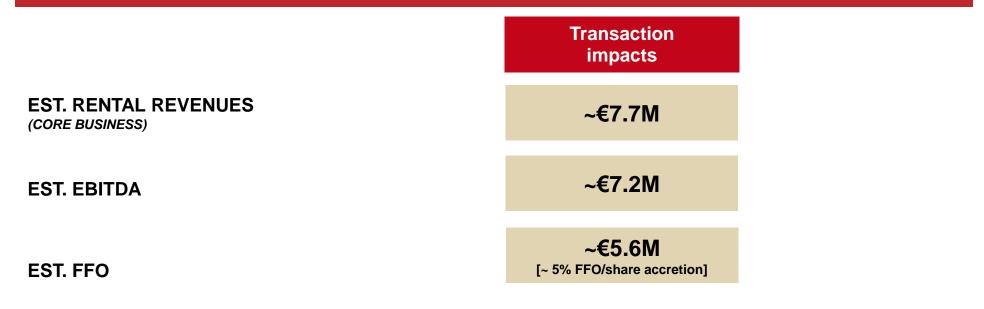
# 22 Key terms of the capital increase

ISSUER	Immobiliare Grande Distribuzione SIIQ S.p.A.
OFFER STRUCTURE	Accelerated book-building addressed to institutional investors Issuance of new shares without preferential subscription rights in favour of existing shareholders 144A offering, open to US investors
OFFER SIZE	56,689,342 new shares Amount: $\sim \in$ 50M at a price inline with the average price of IGD over the last three monts
LISTING	The new ordinary shares will be fungible with the existing ordinary shares and listed on the MTA (Italy)
BANK SYNDICATE	Sole Global Coordinator: Société Générale Joint bookrunners: BNP Paribas and Société Générale
EXPECTED TIMETABLE	02/12/2015: transaction announcement and ABB launch 07/12/2015: transaction settlement



### 23 Highlights on main financial impacts

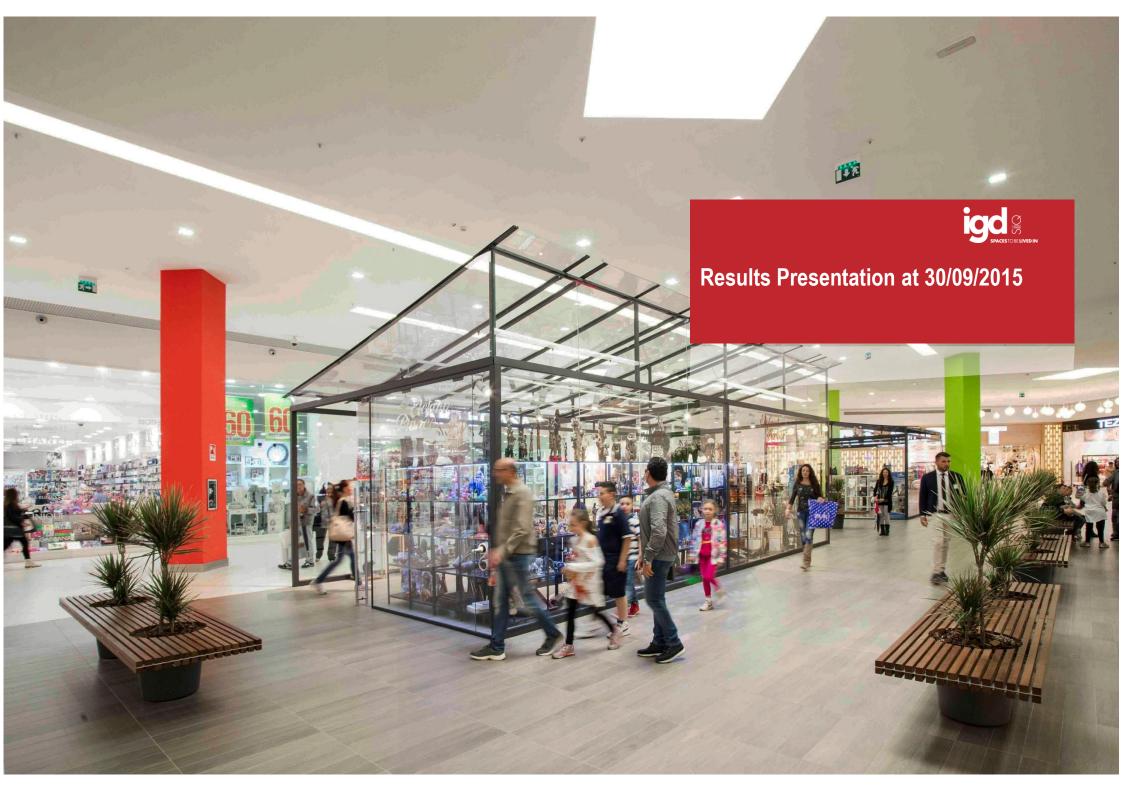
### IGD TO PURSUE ITS GROWTH STRATEGY IN FULL CONSISTENCY WITH 2015-2018 BP OBJECTIVES



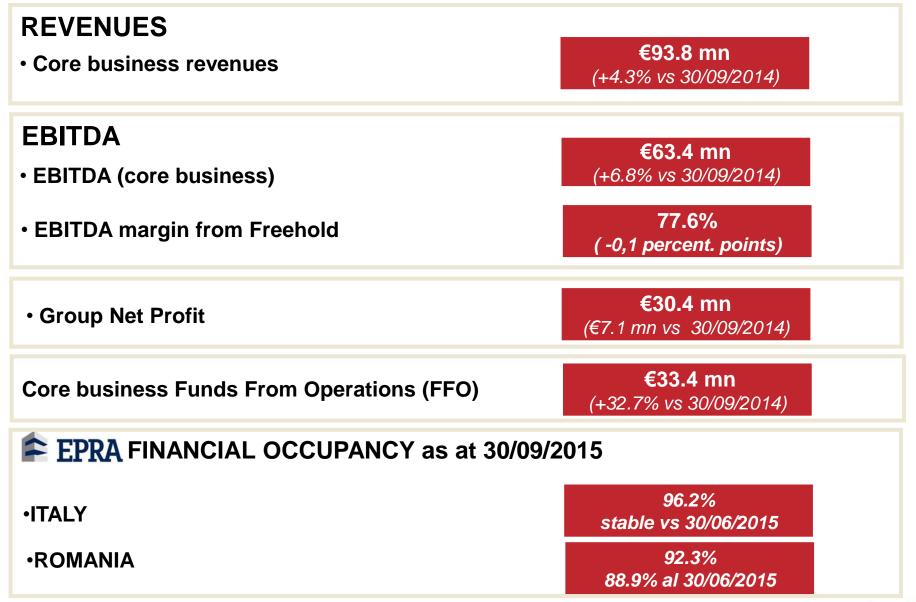
	9M 2015	Transaction impacts	Reminder of 2015-18 BP targets <sup>(1)</sup>
LOAN TO VALUE	47.9%	slight increase	45-50%
INTEREST COVER RATIO	2.12X	slight improvement	> 3x



(1)





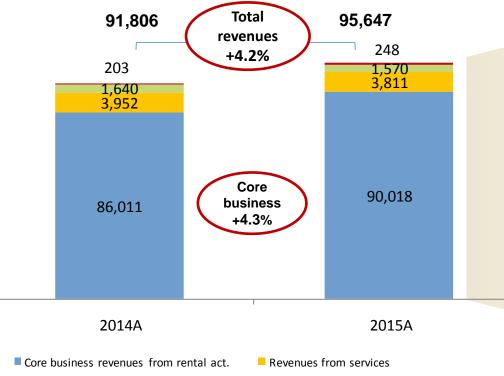








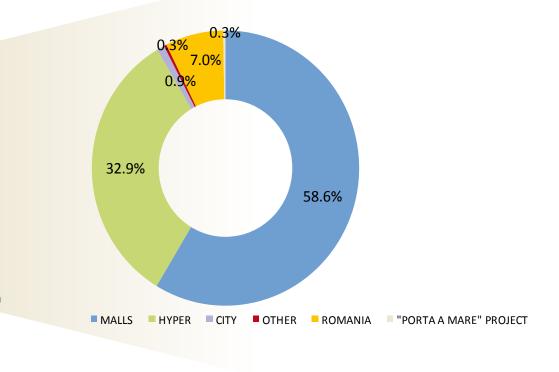




#### Revenues from trading

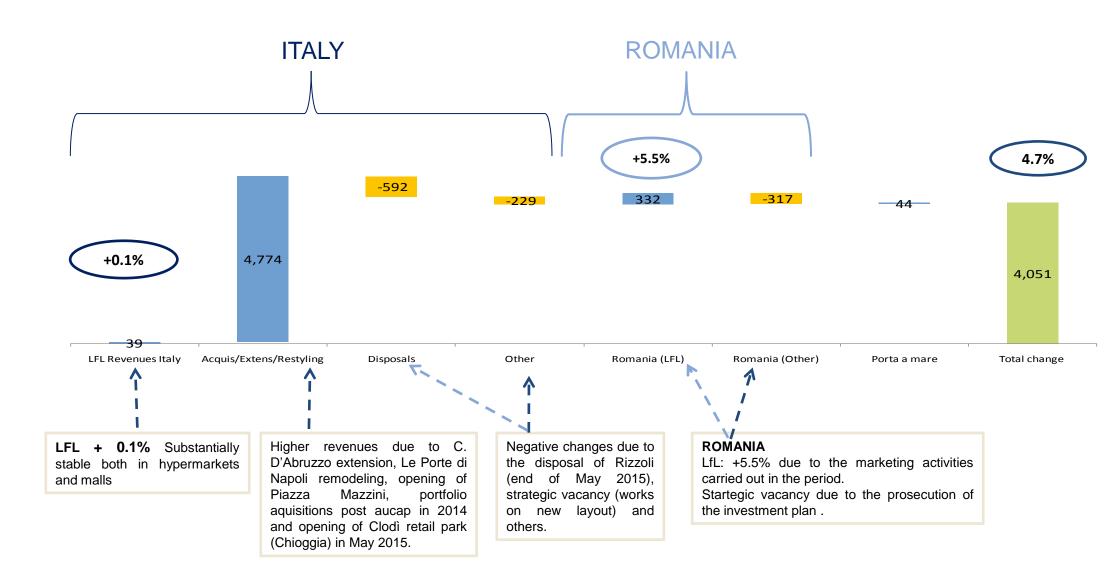
Non-core business revenues from rental act.

### BREAKDOWN OF TOTAL REVENUES BY TYPE OF ASSET





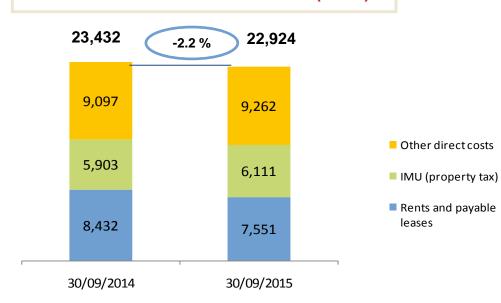
# 28 | Rental income drivers (€/000)





### 29 Core business direct costs and G&A expenses

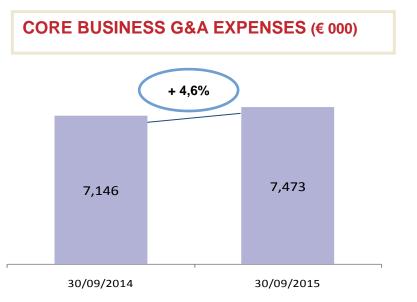
#### CORE BUSINESS DIRECT COSTS (€ 000)



Core business direct costs show a decrease of **2.2%** vs 2014 (**lower effects on core business revenues** from 26% in 2014 to 24.4%).

Main changes compared to 2014:

- considerable saving in rents and payable leases (Città delle Stelle became Freehold);
- Other direct costs: less provisions for doubtful accounts; increase in condominium fees (more vacancies in the period and signing of new contracts with caps on condominium fees);
- increase in IMU (property tax) due to the increase of the portfolio and the introduction of TASI



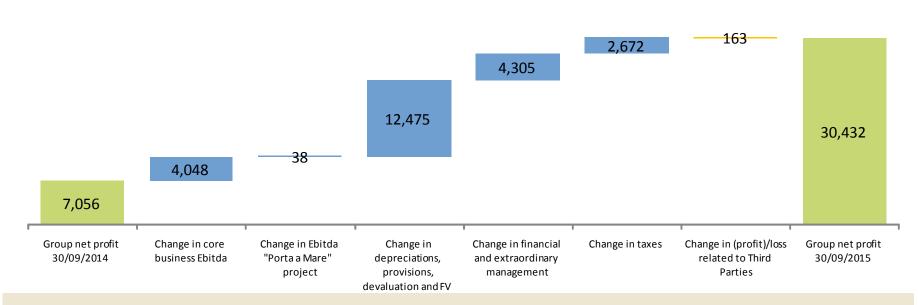
G&A expenses show an **increase** of approx. €0.3 mn compared to 2014

G&A expenses' effects on core business revenues is equal to 8% in line with 2014



### 30 Group net profit: €30.4 MN

**NET PROFIT EVOLUTION** (€ 000)



#### PERFORMANCE OF GROUP NET PROFIT, EQUAL TO €30.4MN COMPARED TO 30/09/2014, REFLECTS:

- + A positive change of core business Ebitda (+ €4mn)
  - An improvement in extraordinary and financial management of + €4.3mn mainly due to a decrease of Net
  - Debt, a decrease of Euribor and spread, and the bond swap operation ended in April 2015.
  - Positive change of taxes (+ €2.7mn) due to ACE effects and one-off effect of €1.9mn due to the law
     "Sblocca Italia" in 2014.



# 31 Funds From Operations

30/09/2014	30/09/2015	Δ	Δ%
13,981	31,569	17,588	125.8%
1,178	1,101	-78	-6.6%
10,279	981	-9,298	-90.5%
-120	355	477	-395.4%
0	0	0	n.a.
297	87	-210	-70.9%
-450	-694	-245	54.4%
	1,178 10,279 -120 0 297	1,178     1,101       10,279     981       -120     355       0     0       297     87	1,1781,101-7810,279981-9,298-12035547700029787-210

**FFO TREND** (€/000)

25,165

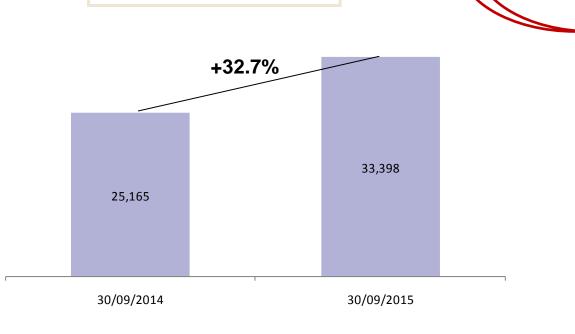
#### Of which: • + €4.0mn due to Ebitda increase; • + €4,3mn thanks to improvements in financial management (net of non-recurrent charges); •- €0.1mn due to other changes

30/06/2015

the change was equal to +23.8%

At

32.7%

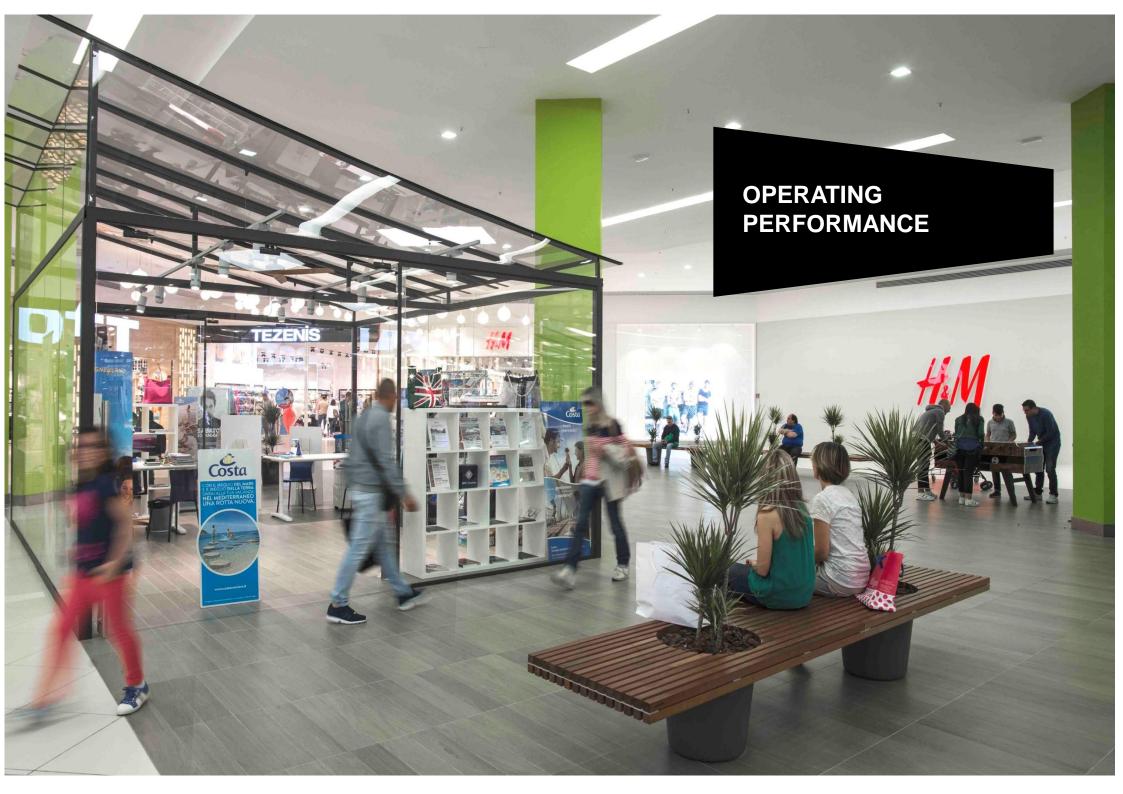


33,398

8,233



FFO



### **Commercial Highlights** 33





No extensions

### 34 IGD's reporting awarded

### BOTH IGD'S FINANCIAL REPORT AND SUSTAINABILITY REPORT AWARDED BY EPRA



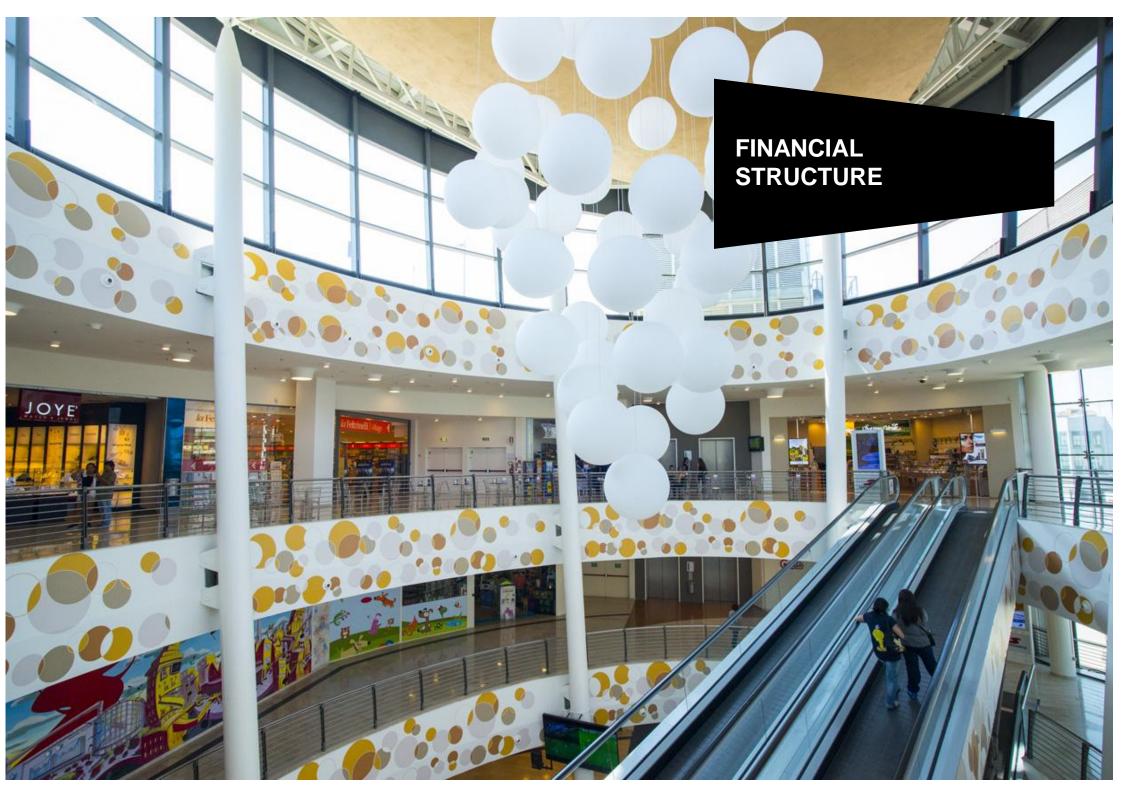
IGD has been the only Italian company to win the Bronze Award that EPRA confers every year to the financial report of the European real estate companies, assessing transparency, comparability and relevance of the information provided.



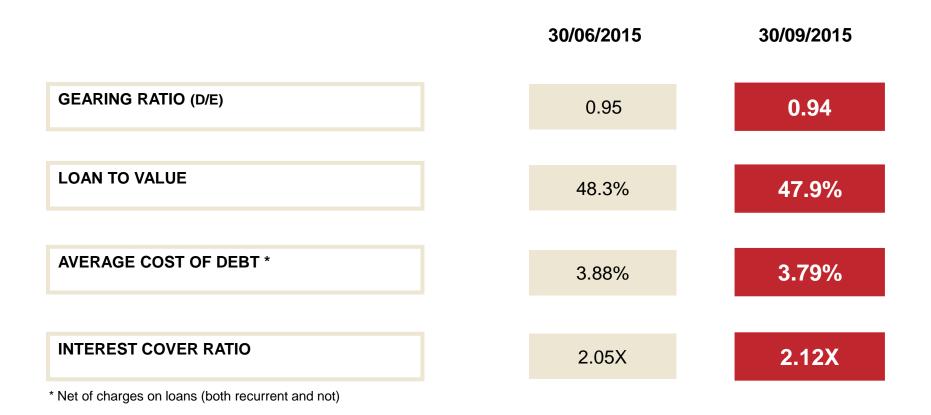
IGD won the Gold Award that EPRA confers every year to the sustainability report. EPRA highlighted:

- the considerable improvement of *disclosure*
- the implementation of sustainability goals described in the business plan





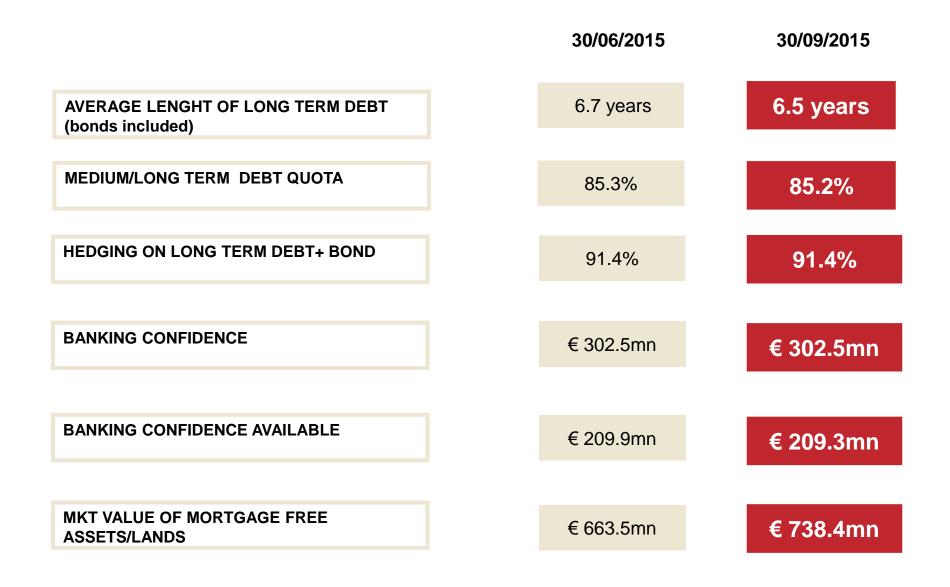
# 36 Financial Highlights 1/2



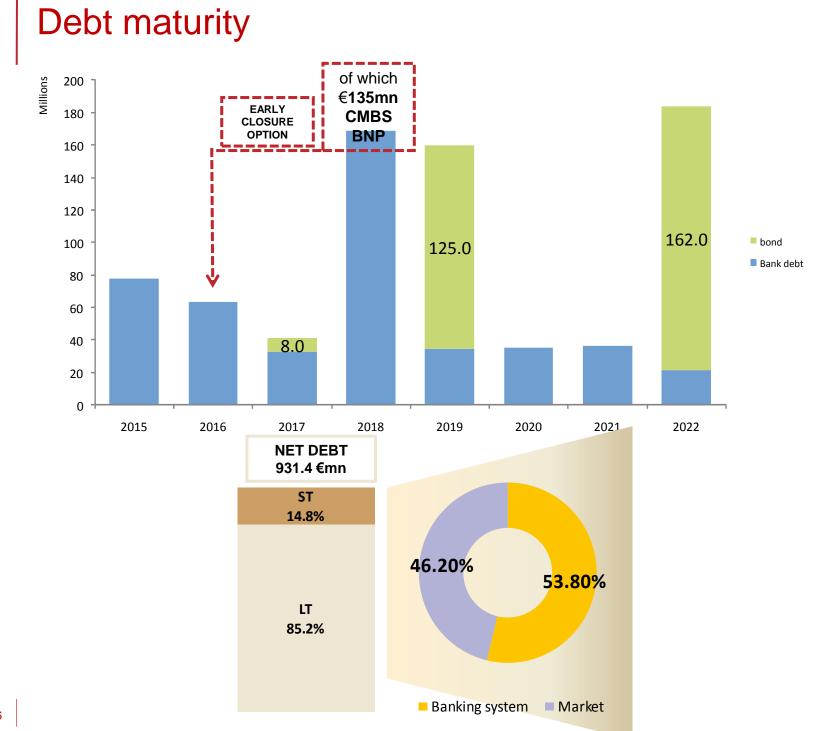
Improvement in Financial Management due also to the bond swap operation ended in April.



## 37 Financial Highlights 2/2









February 2016

38



# 40 Consolidated Financial Statement

	C	CONSOLIDATED		cc	CORE BUSINESS			PORTA A MARE PROJECT	
€/0	00 <b>30/09/2014</b>	30/09/2015	Δ%	30/09/2014	30/09/2015	$\Delta\%$	30/09/2014	30/09/2015	Δ%
Revenues from freehold real estate and rental activities	76,628	81,038	5.8%	76,425	80,790	5.7%	203	248	21.8
Revenues from leasehold and real estate rental activities	9,586	9,228	-3.7%	9,586	9,228	-3.7%	0	0	n.
Total revenues from real estate and rental activities	86,214	90,266	4.7%	86,011	90,018	4.7%	203	248	21.8
Revenues from services	3,952	3,811	-3.6%	3,952	3,811	-3.6%	0	0	n.
Revenues from trading	1,640	1,570	-4.2%	0	0	n.a.	1,640	1,570	-4.2
OPERATING REVENUES	91,806	95,647	4.2%	89,963	93,829	4.3%	1,843	1,818	-1.4
INCREASES, COST OF SALES AND OTHER COST	(1,363)	(1,467)	7.6%	0		n.a.	(1,363)		7.6
Rents and payable leases	(8,432)	(7,552)	-10.4%	(8,432)	(7,552)	-10.4%	0		n.
Personnel expenses	(2,679)	(2,780)	3.8%	(2,679)	(2,780)	3.8%	0	-	n.
Direct costs	(12,623)	(12,860)	1.9%	(12,321)	(12,592)	2.2%	(302)	(268)	-11.3
DIRECT COSTS	(23,734)	(23,192)	-2.3%	(23,432)	(22,924)	-2.2%	(302)	(268)	-11.3
GROSS MARGIN	66,709	70,988	6.4%	66,531		6.6%			-53.7
Headquarters personnel	(4,502)	(4,562)	1.3%	.,,,,	(4,506)	1.9%	(79)	(56)	-28.9
G&A expenses	(3,118)	(3,250)	4.2%	(2,723)	(2,967)	8.9%	(395)	(283)	-28.4
G&A EXPENSES	(7,620)	(7,812)	2.5%	• • •		4.6%		(339)	-28.4
EBITDA	59,089	63,176	6.9%	59,384	63,431	6.8%	(295)	(257)	-13.0
Ebitda Margin	64.4%	66.1%		66.0%	67.6%				
Other provisions	(94)	(162)	73.1%						
Impairment and fair value adjustments	(14,117)	(1,717)	-87.8%						
Depreciations	(1,087)	(943)	-13.2%			Total	at all the annual		
DEPRECIATIONS AND IMPAIRMENTS	(15,298)	(2,822)	-81.6%			l otal rei	ntal income:		
EBIT	43,791	60,354	37.8%		€90,3mn				
				From	From <b>Shopping Malls</b> : €59.2 mn of which:				
NET FINANCIAL RESULT	(34,541)	(29,981)	-13.2%		Italian malls: €52.9 mn				
EXTRAORDINARY MANAGEMENT	120	(137)	n.a.	Winmarkt malls: $\in 6.3 \text{ mn}$					
PRE-TAX INCOME	9,370	30,236	n.a.						
Taxes	(2,691)	(19)	-99.3%	From <b>Hypermarkets</b> : €29.7mn					
NET PROFIT FOR THE PERIOD	6,679	30,217	n.a.	From City Center Project – P.za Mazzini : €0.8 mn					
(Profit)/Loss for the period related to third parties	377	215	-43.1%	From <b>other</b> : €0.6mn					
GROUP NET PROFIT	7,056	30,432	n.a.						

February 2016

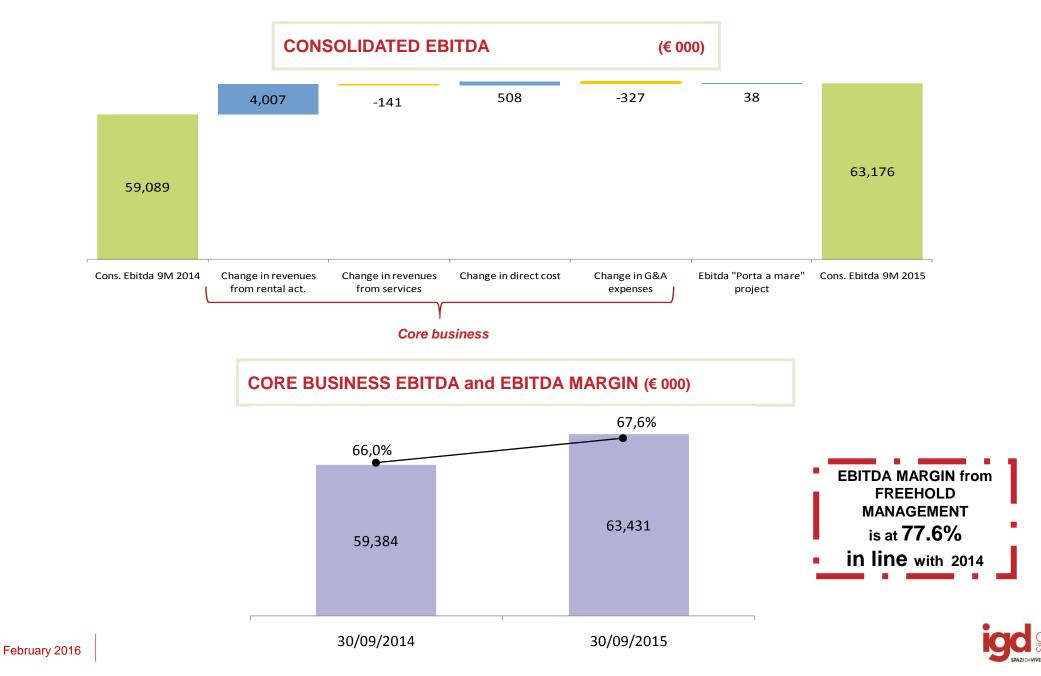
# 41 | Margin from activities

	CONSOLIDATED			CORE BUSINESS			PORTA A MARE PROJECT		
€/000	30/09/2014	30/09/2015	%	30/09/2014	30/09/2015	%	30/09/2014	30/09/2015	%
Margin from freehold properties	65,616	69,338	5.7%	65,488	69,106	5.5%	128	232	81.7%
Margin from leasehold properties	667	1,481	n.a.	667	1,481	n.a.	0	0	n.a.
Margin from services	376	318	-15.2%	376	318	-15.3%	(0)	0	n.a.
Margin from trading	50	(150)	n.a.	0	0	n.a.	50	(150)	n.a.
Gross margin	66,709	70,987	6.4%	66,531	70,905	6.6%	178	82	-53.7%

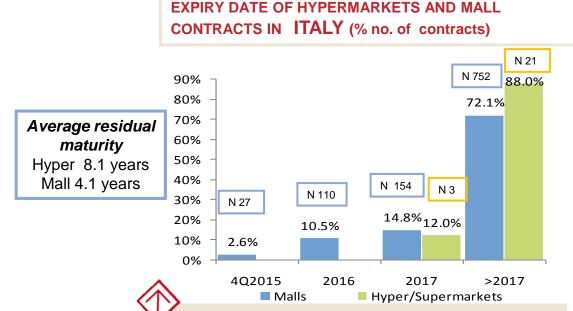
Margin from freehold properties: 85.6% in line with the previous year Margin from leasehold properties: considerable increase up to 16% from 7% in 2014 mainly due to lower operating costs thanks to the passage of Città delle Stelle as freehold property



## 42 | Total consolidated Ebitda: €63.2mn Ebitda (core business): €63.4mn (6.8%)



## 43 Contracts in Italy and Romania



ITALY

### (total MALLS CONTRACTS 1043; HYPERMARKETS CONTRACT 25)

In the first 9 months of 2015, 130 contracts <u>were signed</u>, of which 67 were <u>turnover</u> and 63 <u>renewals.</u>

**Renewals with downside equal to -1.2%** (due to the renewals of contracts signed before the economic crises)

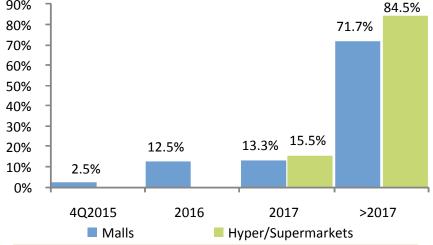
#### **ROMANIA**



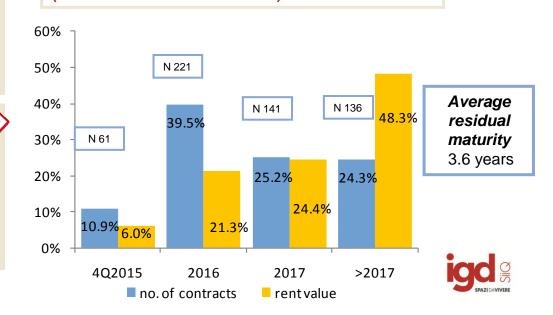
### (Total no. of contracts 559)

In the first 9 months of 2015, 69 contracts were renewed (**upside +0.3%**) and 24 new contracts were signed. (Renewals and new contracts of the first 9 months represent respectively the 7% and the 3% of the Winmarkt's total revenuest).

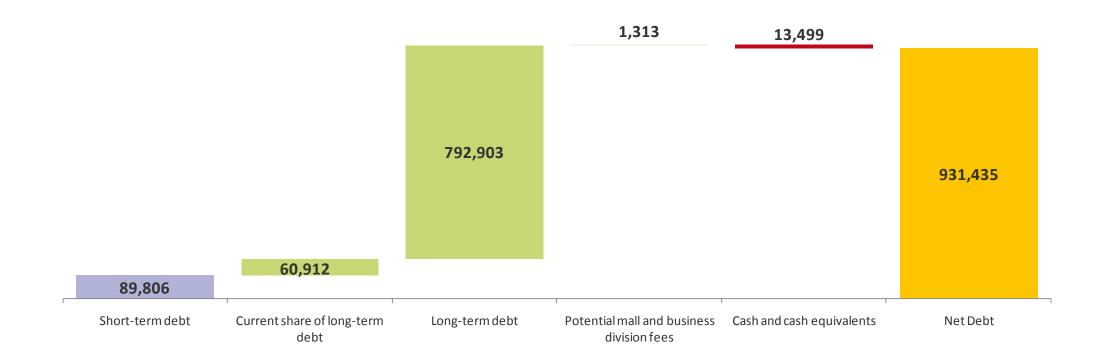




EXPIRY DATE OF MALL CONTRACTS IN **ROMANIA** (no. of contracts and % of value)

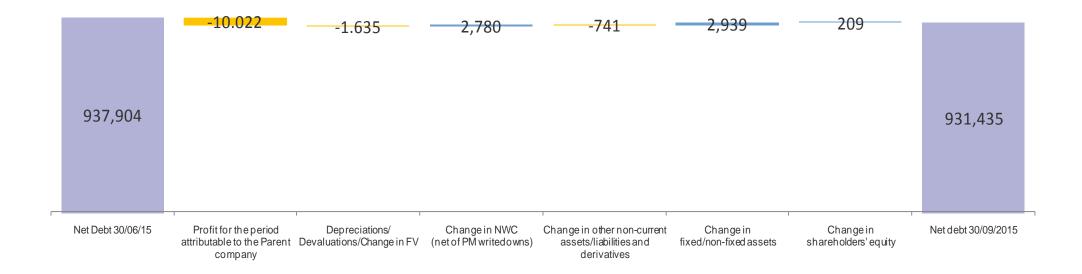


## 44 Net Debt composition (€000)





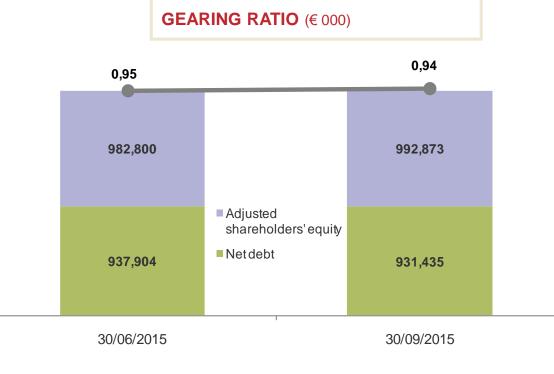
# 45 Net Debt evolution(€000)



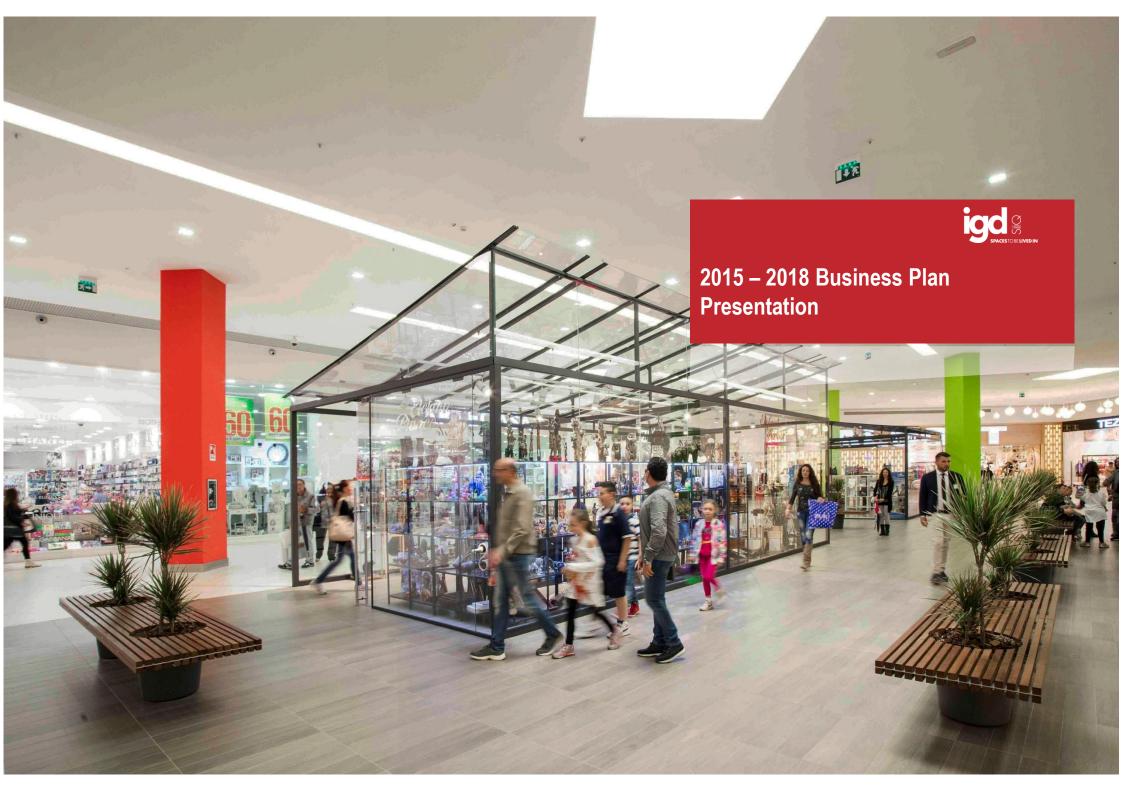


## 46 Reclassified Balance Sheet

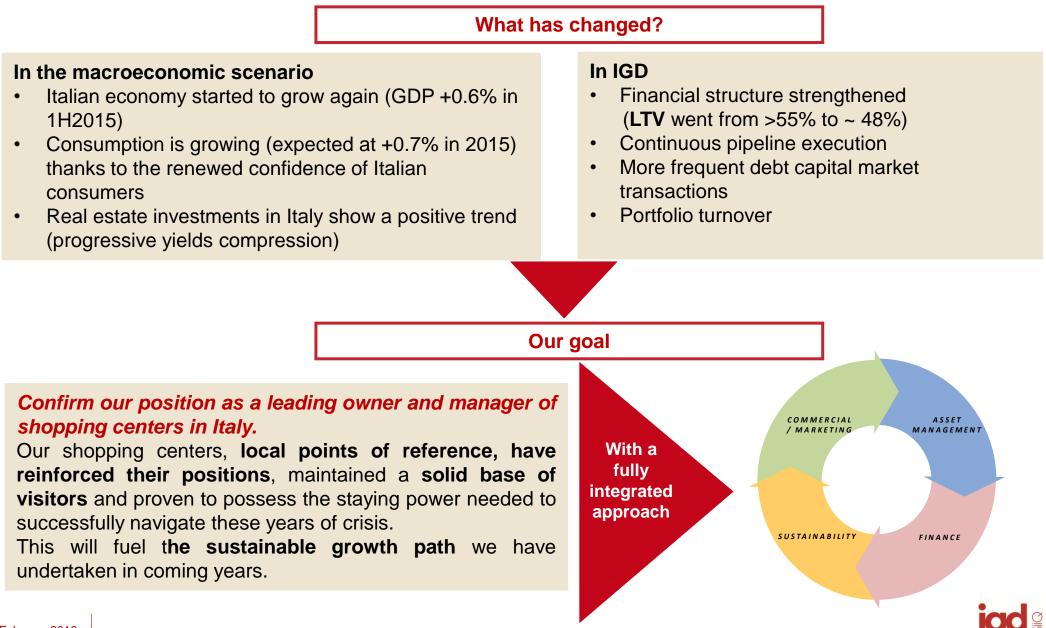
Sources-Use of funds	30/06/2015	30/09/2015	Δ	Δ%
Investment property	1,832,410	1,832,410	-1	0.0%
Assets under construction	51,631	53,229	1,598	3.1%
Other non-current assets	30,216	30,000	-216	-0.7%
Other non-current liabilities	-26,655	-26,973		
NWC	61,155	63,935	2,780	4.5%
Net deferred tax loss/(gain)	-16,692	-16,670	22	-0.1%
TOTAL USE OF FUNDS	1,932,065	1,935,930	3,865	0.2%
net debt	937,904	931,435	-6,469	-0.7%
Shareholders' equity	958,142	967,956	9,814	1.0%
Net (assets) and liabilities for derivative instruments	36,019	36,539	520	1.4%
TOTAL SOURCES	1,932,065	1,935,930	3,865	0.2%



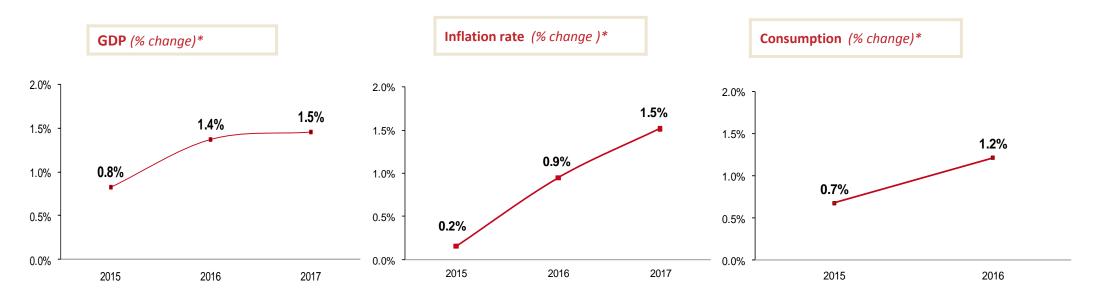




## 48 New Business Plan 2015-2018: it is time to grow!!!



## 49 Macro economic scenario in Italy



Commissione europea

"In 2016, real GDP is expected to increase by 1.5% driven by domestic demand. Low inflation, employment growth and tax cuts are set to support real disposable income and thus private consumption."

European Commission – November 2015



\*Source: Internal processing on research institutes' panel

## 50 Commercial/marketing area (1/2)

## Close attention to consumers' changing needs and, therefore, to the innovation that retail offers

Ability to understand and react to changes in consumer trends: new food anchor needs, development of temporary shops, introduction of traditional shops selling typical products and food design, a new second-hand area (both clothing and electronics).

### Dynamic merchandising mix:

- Capture new national/international brands that are considering the shopping center sector and which may help to overcome the concept of standardized centers
- Not only shopping but also personal services (such as dental clinics..) 
   the shopping center as a place providing integrated solutions



New hypermarket in Tiburtino, after restyling



"Le Porte di Napoli" extension with kiosks and temporary shops



New brands in last 5 years (in 2014 21 new brands)





Dental clinics

## 51 Commercial/marketing area (2/2)

### Marketing/management

- Shopping centers as "Spaces to be lived in"
- Centrally coordinated marketing plans shared identity and cost optimization
- Planning/hosting of events with widespread appeal (relating to charities, recreation/sports, as well as commercial and local/regional initiatives)
- Use of social networks to create a community loyal to the shopping centre (content marketing)
- Constant quest for reduction in facility management costs (maintaining the quality)

### E-commerce/new technologies

- Monitor development and growth carefully
- Shopping center as the showcase for the virtual platform
- Spaces that can be used as showrooms by retailers committed to multichannel commerce
- Social network: active presence of IGD and its shopping centers



February 2016



- 0
- The macroeconomic outlook confirms a moderate but clear recovery trend with an expected positive effect over consumption and retail perfomance of the assets
- Completion of refurbishment pipeline began in 2010; focus on retail investment and energetic efficiency
- Continuation of national/international brand research in order to strenghten the market positioning of assets
- Occupancy increase (target > 95% at the end of BP timespan)
- Steady increase of cash generating capacity distributable to the Parent Company





Omnia Ploiesti





### Revision/remodeling of the internal spaces based on

commercial needs and consumer trends (ie: structural remodeling of spaces, creation of medium surface areas with particularly attractive tenants...)

**Restyling** in prime shopping centers to maintain high level of appeal

Restyling Centro Borgo

Extensions dictated by commercial needs and to maintain high level

of appeal

Strong focus on energy efficiency in both maintenance and new systems in order to limit general

expenses, as well as attract tenants sensitive to environmental issues





remodeled interiors and downsized

hypermarket









0

We will continue to work on and complete the **commited pipeline** presented in the business plan 2009-2013

### 2009 - 2014

- Total investments 2009-2014: €790 mn\*
- 13 new assets in the portfolio\*\*
- Total GLA added: 227,220 m<sup>2</sup>

### 2015 - 2018

- Total investments: approx. €260 mn
- approx. €185 mn of which in development
- Average yield on cost (for development: ≈ 7%

•

• New GLA ca 80,000 m<sup>2</sup>

The new financial and capital structure leaves space for new investment opportunities, already assumed in the plan timespan (possibility of making a new acquisition in 2016, in addition to GROSSETO)

\*Including €94.8 mn portfolio acquired post cap increase February 2016







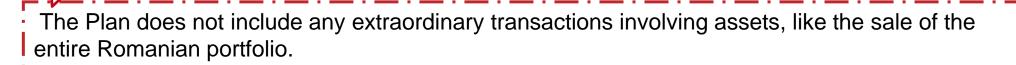
✓ We will complete the disposals included in the previous BP
 (2/3 of the €150mn in disposals planned already completed) at levels equal to or higher than book value (as already demonstrated in the previous disposals)

✓ Total disposals planned for the **Porta a Mare project:** ca € 40mn

With a view to both **financing the pipeline**, as well as **portfolio turnover** 



Monitor the market, as we did for the shopping mall acquisition in Grosseto





## 56 Business Plan 2015-2018: Investments





Clodì – Chioggia *New opening* 36.4 €mn total



Grosseto *New opening* 47 €mn total



ESP – Ravenna *Extension* 54.1 €mn total



Porto Grande – Porto d'Ascoli *Extension* 9.2 €mn total



Officine Storiche – Livorno *New opening* 52.5 €mn (tot. Retail area )



Gran Rondò – Crema *Extension* 6.3 €mn total



# 57 | Investment Pipeline



		Openings e	xpectations						Total
	Investment	month	year	Before 2015	2015	2016	2017	2018	in BP ('15-'18)
V	CHIOGGIA	may	2015	30.0					6.4
	PORTO GRANDE - Medium surface areas	apr	2017	4.3					4.9
	ESP EXTENSION	apr	2017	18.6					35.5
	CREMA EXTENSION	sep	2018						6.3
	OFFICINE STORICHE (Porta Medicea works)		2010	18.5					28.2
	OFFICINE STORICHE (IGD works)	jan	2018						5.8
	GROSSETO	sep	2016						47.0
	INVESTMENT X	jan	2016						50.0

Total development	71.3	23.8	135.2	20.2	4.8	184.1
Capex Italia						48.1
Capex Romania						6.3
Total Capex		27.5	10.9	8.6	7.4	238.5
Porta Medicea (not retail)	102.0					19.5
TOTAL	173.3	55.0	150.3	32.1	20.5	258.0







### What we worked on

- Accessing the bond market more frequently which resulted in a substantial balance between resources gathered through debt capital markets and the banking system
- Extending the average debt maturity
- Starting to reduce the cost of debt (after a period in which the spread increased)
- Increasing the assets unencumbered by mortgages/liens

**NB:** for an update on the current situation see slide 31







### **Targets**

• Maintain rigorous financial discipline and a conservative capital structure

LTV >45% - < 50% (BP time span) GEARING (D/E) <1 (BP time span)

Improve financial management and reduce the average cost of debt

ICR >3 (end of 2018) Average cost of debt about 3% (end of 2018)

• Receive a rating from a premier rating agency by the end of the plan.

Assumed that this will reduce the costs (lower spread) of future issues.



## 60 Sustainability area

### The strategy

"Between 2015 and 2018 we want to work for an IGD that is increasingly more green, open to dialogue with all its stakeholders and innovative in its core business, with its Shopping Centersas local landmarks both for shopping and leisure time."

(Gilberto Coffari, IGD's Chairman)

### The actions implemented



**Planned investments** 

To achieve its goals, IGD in 2015-2018 plans to invest ~ EUR 10 million\* in sustainability

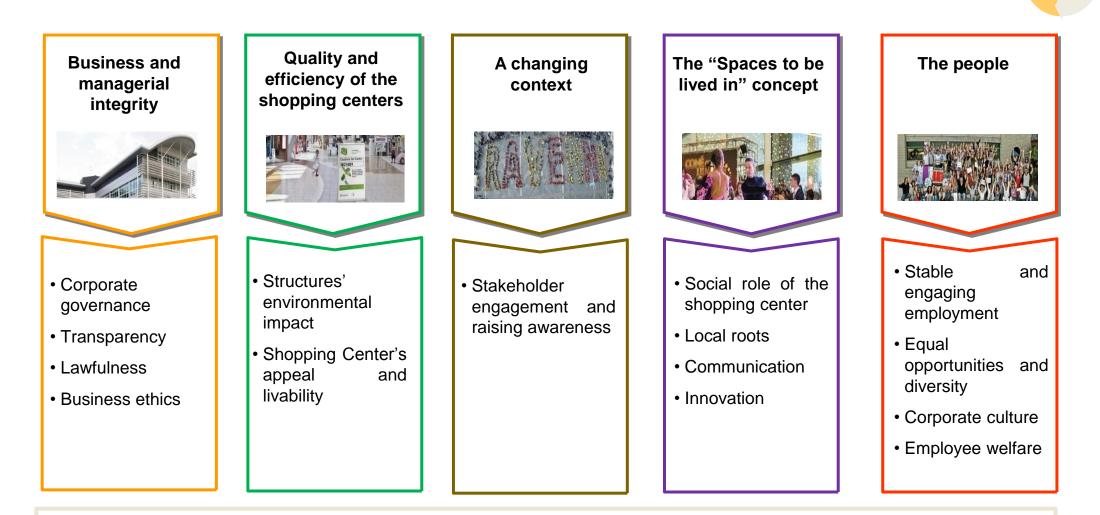
\* This amount, among capex, include only investments in energy efficiency



2011	2012	2013	2014	2015
<ul> <li>Creation of the Sustainability</li> <li>Committee</li> <li>Edited IGD's first</li> <li>Sustainability</li> <li>Report</li> </ul>	<ul> <li>Monitoring and monthly evaluation of the energy consumption</li> <li>Integration of CSR issues in the marketing plan</li> </ul>	<ul> <li>Social         <ul> <li>responsibilities</li> <li>issues incorporated</li> <li>in the Business</li> </ul> </li> <li>Plan         <ul> <li>Achievement and</li> <li>implementation of</li> <li>ISO14001</li> <li>Environmental</li> <li>Certification</li> <li>Disabled audit</li> <li>carried out in 6</li> <li>Shopping Centers</li> </ul> </li> </ul>	<ul> <li>Structural works in order to reduce consumptions and improve the disabled accessibility in the Shopping Centers</li> <li>Trained all the employees on CSR issues</li> </ul>	<ul> <li>Defined the first three-years sustainability plan, integrated in the 2015-2018 Business Plan</li> <li>Realization of "Happy Hand On Tour": disabled and not disabled together for art and sport events</li> </ul>



## 62 Sustainability area: *material* topics



There are qualitative and quantititative targets for each of the *material* topics that IGD will be working to achieve in the period 2015/2018\*

\* Details can be found on IGD's website and in the Company's Sustainabillity Report 2014



## 63 Key figures - Business Plan 2015-2018

RENTAL REVENUE	Total growth approx. > +20% cagr > 5% cagr LFL approx. + 2%
EBITDA MARGIN Core Business	>70% (end of 2018)

	EBITDA MARGIN Freehold	>80% (end of 2018)	Growth concentrated at the end of the business plan when
Γ	Funds From Operations Core Busines	s Approx. € 70mn (end of 2018)) cagr > 15%	the impact of the investments made will materialize

LTV	>45% <50% (BP time span)

PIPELINE	About € 260mn in BP time span (of which about € 185mn for development)





Committed to maintaining an attractive dividend policy

linked to FFO

( $\approx$  2/3 of the gross FFO)

### and

### **Dividend Reinvestment Option (DRO)**

As announced at the time of the share capital increase,

the DRO will not be offered in 2015

But it will continue to be an option that we will consider moving forward, financial market

conditions permitting.





Over the next years IGD will continue its investment pipeline, increase its cash flows (FFO) and strengthen the visibility of the dividends that will be paid, by leveraging solely on ORGANIC growth and while respecting all the predetermined financial constraints



Leader of shopping center segment in Italy with assets of more than Euro 2 billion





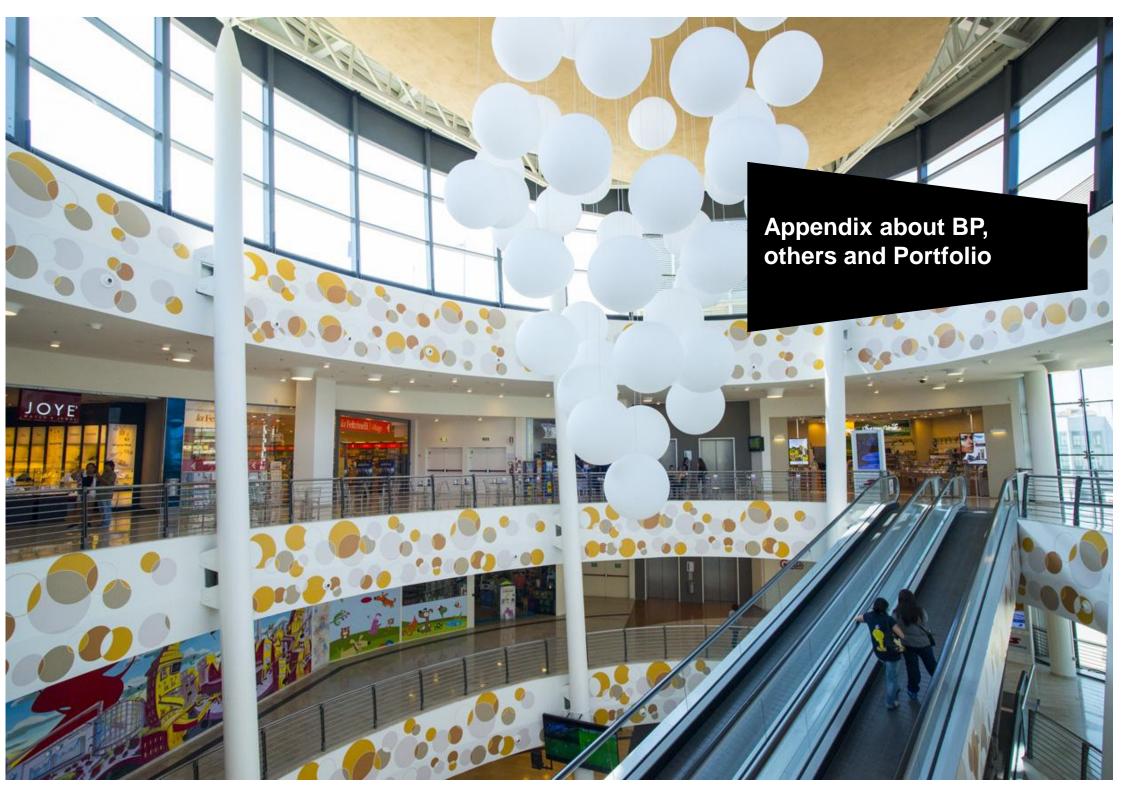
HOWEVER if we also consider: ✓ the recent SIIQ reform ✓ that the market is still very fragmented



The context appears favourable to completing, over the next few years, contribution transactions at market conditions and/or entering into partnerships with industrial/financial players

that would create even more value for our shareholders





## 68 Pipeline Focus: Clodì Retail Park - Chioggia (Ve)

Start of work: November 2013 End of work: Opened on May 14, 2015



The project comprises a total GLA of 16,900 m<sup>2</sup>, which includes a 7,490 m<sup>2</sup> Hypercoop (sales area of 4,500 m<sup>2</sup>), 8 medium surface areas for a total of 9,575 m<sup>2</sup> and 8 stores, one of which will be used for a restaurant, for a total of 9,410 m<sup>2</sup>. Parking places should amount to some 1,465.

### Total expected investment about € 36 mn









## 69 Pipeline Focus: Grosseto

### *Start of work:* work in progress *End of work:* second half 2016

The new mall comprises a total GLA of 17,050m<sup>2</sup>, and it will house 45 stores, 6 of which medium surface areas. The mall will be adjacent to a hypermarket with a sales area of 4,200m<sup>2</sup> for a GLA of 7,346m<sup>2</sup>, owned by Unicoop Tirreno. Unicoop Tirreno will also continue to be the owner of outdoor areas covering 8,000 m<sup>2</sup>.

#### Total investment about € 47 mn











## 70 Pipeline Focus: Officine Storiche – Livorno

### Start of work: 1 Half 2015 End of work: 2 Half 2017

Requalification of the industrial warehouses of the former Cantieri Navali Orlando inside of which vast reception facilities and accommodations will be created housing personal services (fitness centers, leisure time activities, restaurants, etc), in addition to the completion of the shops and services already present in Piazza Mazzini, finished in July 2014.

### Total expected investment about €52 mn









Start of work: June 2014 End of work: April 2017



The project calls for an increase in the mall's GLA of 19,000  $m^2$  and the creation of 1,100 parking places.

### Total expected investment about € 54 mn



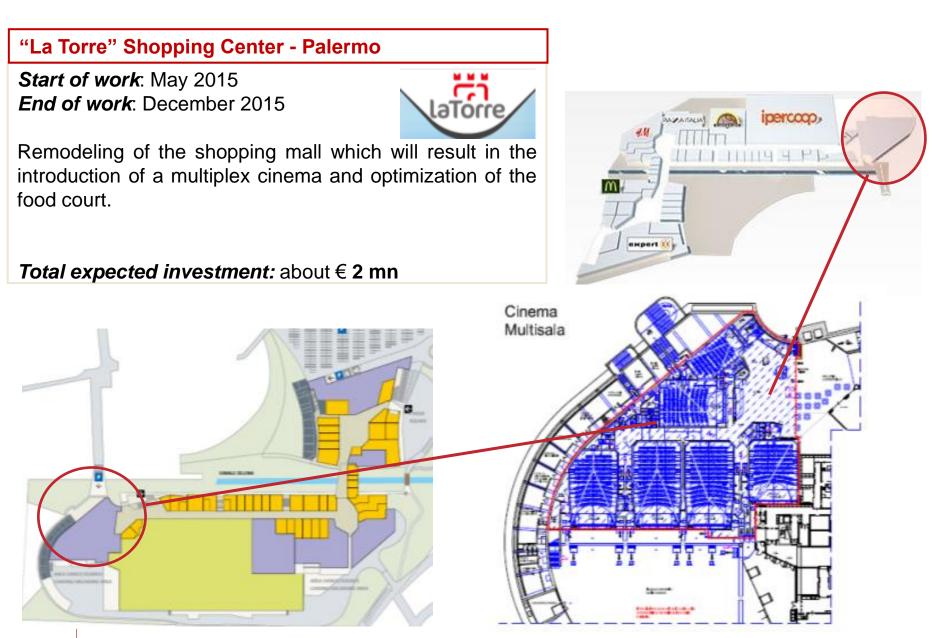


Rendering of the extension's interior and exterior.





## 72 Pipeline Focus: remodeling of spaces







#### **CENTRO SARCA RESTYLING**

Start of work: 2013 End of work: November 2015



The first part of the restyling (involving underground parking and connecting stairs) has already been completed. The internal restyling was completed and the external restyling is expected to be finished by 2015.

#### Total expected investment about € 5.5 mn





#### **CENTRO BORGO RESTYLING**

Start of work: 2014 End of work: October 2015



Restyling of the mall interior and of the external facade of the shopping center.

Total expected investment about € 4.2 mn



### 74 Pipeline Focus: other extensions

#### **GRAN RONDO' - RESTYLING and EXTENSION**

Start of work: 2015 End of work: May 2018



The project calls for the creation of a new medium surface area, with a total GLA of 2,850  $m^2$ , and the complete restyling of the shopping mall.

#### Total expected investment about € 6 mn





#### PORTO GRANDE EXTENSION

Start of work: September 2016 End of work: April 2017



The urban planning is underway with the municipality. The extension calls for 2 new medium surface areas covering 5,000 m<sup>2</sup>, in addition to green areas of 1,700 m<sup>2</sup> of and a new parking lot of 10,531 m<sup>2</sup>.

Total expected investment about € 9 mn



### 75 | Focus Pipeline - Porta a Mare (1/4)



#### **PORTA A MARE PROJECT - LIVORNO**

The purpose of the project is to transform an area of the port of Livorno, near the city center, with the construction of a multi-purpose complex of about 70,000 m<sup>2</sup> which will house shops, residential units, services, accommodations and leisure time facilities, as well as a newly built marina. IGD will retain ownership of the entire retail section.







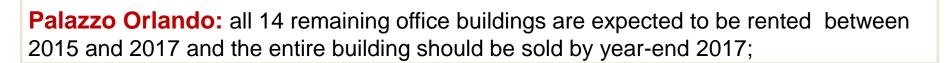






Pipeline	e Focus - P	orta a	a Mar	<b>e</b> (3/4)	LI\ A	/ORNO PORTA MARE	
		2013-2014 Piazza Mazzini Retail and Residential			Ma Off	7-2018 zzini: Residential + o cine: Retail ar idential sales	
PORTA MEDICEA - Re	evenue development		Ante 2015	2015	2016	2017	201
Total			36,0	3,3	5,4	75,9	9
Cumulative Total			130,3				
PORTA MEDICEA - Bu	uilding development		Ante 2015	2015	2016	2017	20
Total			120,5	9,8	18,4	11,1	8
				The wor	ks include also		
				to the re	tail area Officine	e that is	
Cumulative Total			168,2		tail area Officine to be sold to IC		
Cumulative Total Sub area	Use	Start of wo		intendeo		3D	
	Use retail, residential and offices	Start of wo 2010		intendeo	to be sold to IC	3D	
Sub area Piazza Mazzini			ork	intendeo	to be sold to IC	akdown	
Sub area Piazza Mazzini	retail, residential and offices	2010	ork	intendeo	to be sold to IC	AKDOWN	
Sub area Piazza Mazzini Officine storiche	retail, residential and offices retail and residential	2010 in progress	ork	intendeo	to be sold to IC	akdown	





**Piazza Mazzini:** 28 flats were sold at 1Q 2015 and the remaining 45 residential units are expected to be sold between 2015 and 2018; the pre-letting of the retail area is expected to be completed;

**Officine Storiche (retail):** work in progress; it should be completed in second half 2017. The retail portion will then be sold to IGD.

Officine Storiche (residential): 40 residential units are planned, 20 of which are expected to be sold by 2018 which will generate revenue of €6.8 mn;

**Lips:** work is expected to begin in 2018 and will be completed after the end of Business Plan, when disposals will also begin.



### 79 Commercial and asset management activities

**Restyling and new tenants in Centro Borgo** Switch between Unieuro and Magnosfera Restaurant. New dental clinic "Identi.coop" on the first floor (area dedicated to services)

End of work: October 2015



### Restyling and new medium surface in Centro Sarca

A new tenant, OVS Industry, with a medium surface of 1,635m<sup>2</sup> completing the product mix on thre first floor

End of work: November 2015









14 May Opening of the new Retail Park Clodì in Chioggia





New tenants introduced in the first half

Gioielli di Valenza



casa

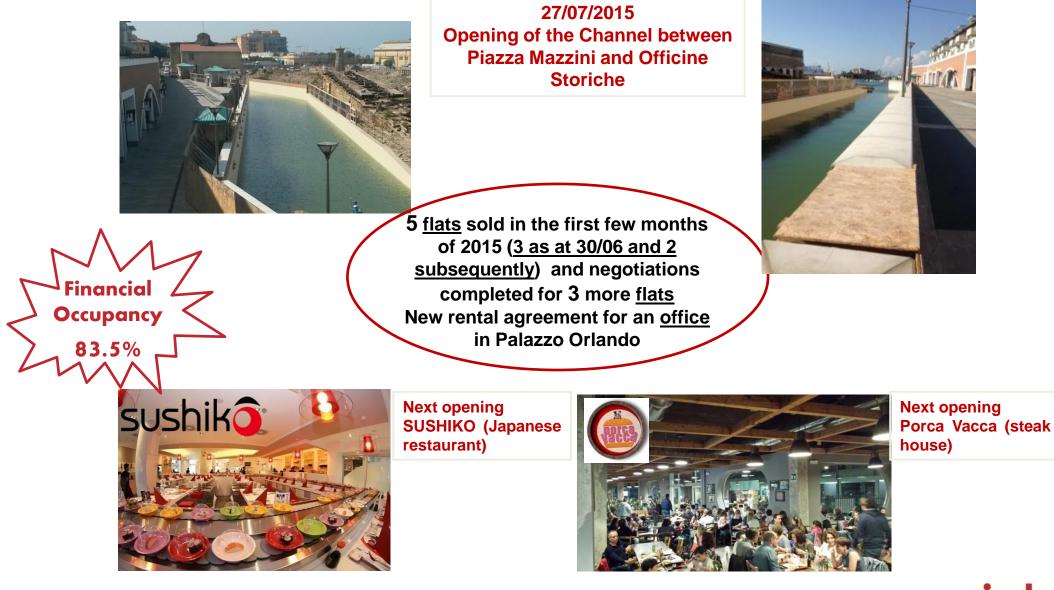


February 2016



### Focus Porta a Mare

opening of the channel and next openng food court area



## 81 Focus Romania





**Tulcea**: restyling completed and opening of 5th H&M (April)



Ploiesti Omnia: facade restyling narly completed



**Turda and Bistrita:** opening of two new children areas (Game Land) (February and June)



**Ploiesti:** opening of La Plàcinte restaurant in order to create a new food court (June) and opening of a new shop dedicated to children



**3** contracts signed in June (Bistrita, Ploiesti and Bazau) and 4 more contracts are being negotiated with



Polish retailer specialized in clothing and households goods with more than 200 shops in Poland





# 82 Portfolio characteristics as at 30/06/2015

		ITALY			ROMANIA
		HYPERMARKETS	MALLS	AVERAGE	MALLS
🚔 EPRA	Financial occupancy	100%	94.13%	96.24%	88.94%
Market value as a	at 30 June 2015 €mn	624.90	1,004.10		169.30
Compounded average yield of total portfolio (gross initial yield)		6.45%	6.42%		6.37%
Gla mq		268.650	292.887		77.969

The increase in Fair Value of assets (also because of the renewed confidence in the recovery of real estate market and consumption) affected, for the ITALIAN portfolio, the gross initial yields of:

HYPERMARKETS: weighted average gross initial yield as at 30 June 2015 reduced by -0.07% compared to 31/12/2014

**MALLS AND RETAIL PARK**: weighted average gross initial yield as at 30 June 2015 reduced by -0.16% compared to 31/12/2014

**ROMANIAN MALLS**: gross initial yield reduced by -0.35% compared to 31/12/2014 due to the downward realignment of market rents thanks to vacancy evaluation



## 83 Market Value evolution as at 30/06/2015

€mn	Mkt Value 31/12/2014	Mkt Value 30/06/2015	
Malls+Hypermarkets+Other Italy	1,579.09	1,634.91	
City Center (Piazza Mazzini)	56,5*	24.90	
Total income related portfolio in ITALY	1,635.58	1,659.81	
Total income related portfolio in ROMANIA	175.30	172.60	
TOTAL IGD INCOME RELATED PORTFOLIO	1,810.87	1,832.41	
Porta a Mare + plots of land	140.33	109.97	
TOTAL IGD PORTFOLIO	1,951.20	1,942.38	$\leq$

\*included Via Rizzoli complex sold to UBS in 25 May 2015

**HYPERMARKETS**: at 30/06/2015 the change in Fair Value, like for like (not including the effect of the Clodì Retail Park opening in May) was equal to **+ €9.0 mn** showing **+1.5%** compared to 31/12/2014

MALLS and RETAIL PARK: at 30/06/2015 the Fair Value, like for like (not including the effect of the Clodì Retail Park opening in May) was re-evaluated by + €11.6 mn equal to +1.2% compared to 2014

CITY CENTER (Mazzini retail portion in Porta a Mare project in Livorno): at 30/06/2015 the Fair Value shows a decrease of - €3.0 mn (-19.3%) compared to 2014

**ROMANIAN MALLS**: at 30/06/2015 the Fair Value decreased by about -**1.5% (- €2.7mn**) compared to 31/12/2014

Rotation

Disposals

approx. €30mn

Investiments
approx. €20mn

Asset

Netofcapexandotherchangesin realestatethebalancein PnLis - €0.4m



# 84 EPRA NNNAV as at 30/06/2015

### Despite the distribution of dividends equal to €28.4 mn, the NNNAV as at 30 June 2015 results in line with that of FY 2014

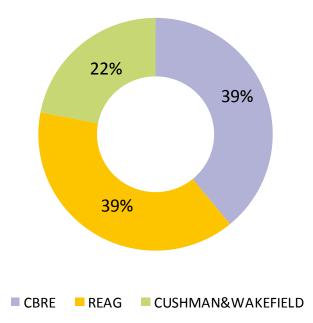
The F	<b>PRA</b> NNNAV Calculation	31-Dec-14		30-Jun-15	
			€p.s.	€'000	€p.s.
	Share total number		756,356,289		756,356,289
1)	NAV per the financial statement	950,229	1.26	947,739	1.25
	Includes				
	Revaluation intangibles and operating assets	0		0	
	Excludes				
	Fair Value of financial instruments	43,912		36,020	
	Deferred taxes on balance sheet	18,093		19,406	
	Goodwill as a result of deferred taxes	10,095		13,400	
	Goodwill as a result of deletted taxes				
2)	EPRA NAV	1,012,234	1.34	1,003,165	1.33
	Includes				
	Fair Value of financial instruments	(43,912)		(36,020)	
	Fair Value of debt	(16,697)		(19,945)	
	Effective deferred taxes	(18,093)		(19,406)	
3)	EPRA NNNAV	933,532	1.23	927,794	1.23



## 85 Market Value Evolution as at 30/06/2015

### **Breakdown of the Portfolio appraisals**

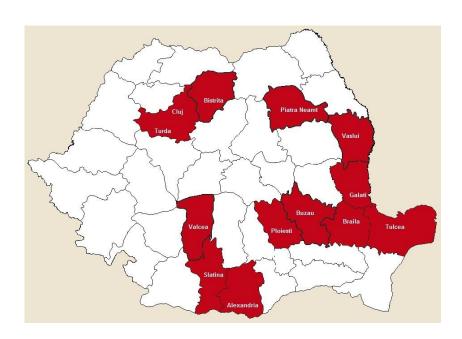
As at 30 June 2015 IGD Group's real estate portfolio has been appraised by 3 independent experts: **CBRE, REAG and CUSHMAN&WAKEFIELD** 





## 86 Italian and Romanian Portfolio as at 30/06/2015





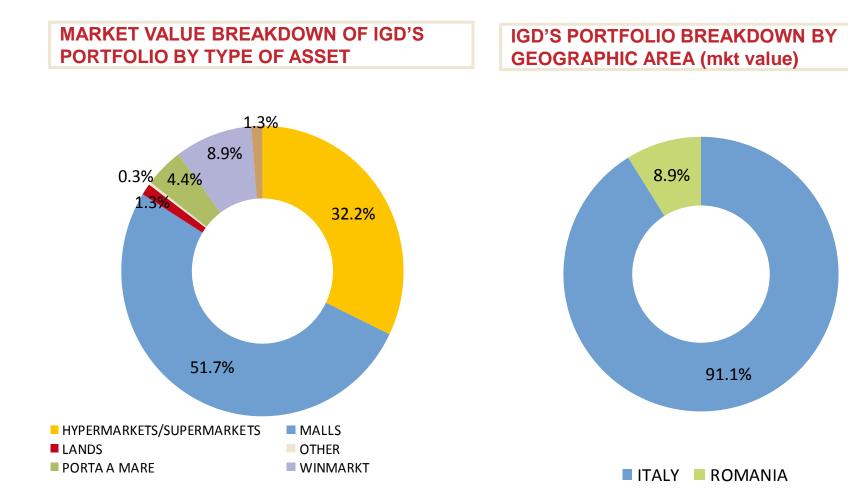
### 56 REAL ESTATE UNITS IN 11 ITALIAN REGIONS:

20 shopping malls and retail parks 25 hypermarkets and supermarkets 1 city center 2 plots of lands for development 1 property held for trading 7 other

### 14 SHOPPING CENTERS + 1 OFFICE BUILDING IN 13 DIFFERENT ROMANIAN MEDIUM SIZED CITIES



## 87 Italian and Romanian Portfolio as at 30/06/2015









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