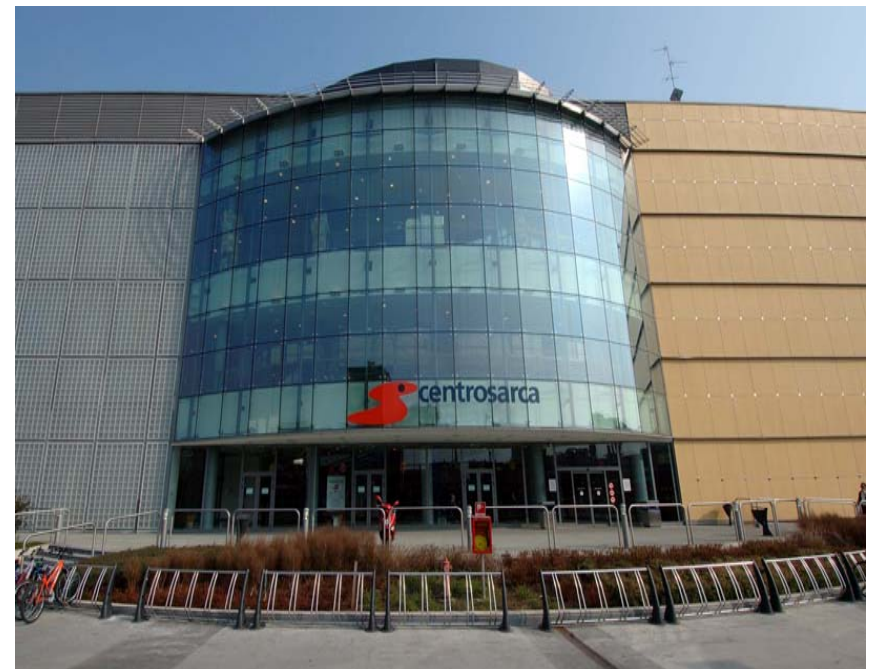


**igd**   
immobiliare  
grande distribuzione



## STAR Conference

London  
September, 28<sup>th</sup> 2006

# Agenda

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➤ RETAIL REAL ESTATE MARKET

➤ BUSINESS MODEL

➤ INVESTMENTS

➤ VALUE DRIVERS AND STOCK PRICE

➤ 1H FINANCIAL RESULTS

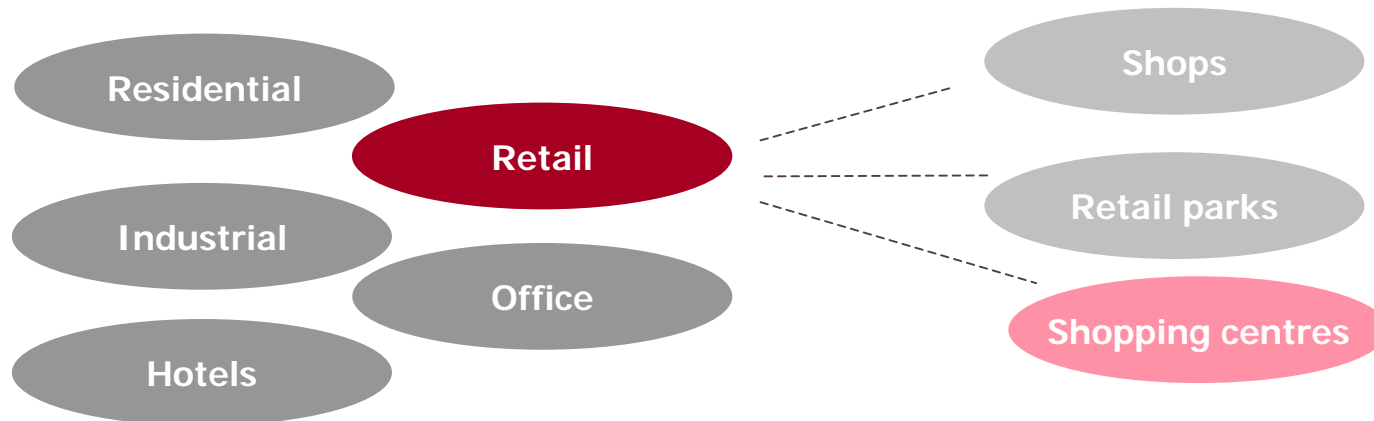
➤ APPENDICES

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# RETAIL REAL ESTATE MARKET

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# Italian Real Estate Market



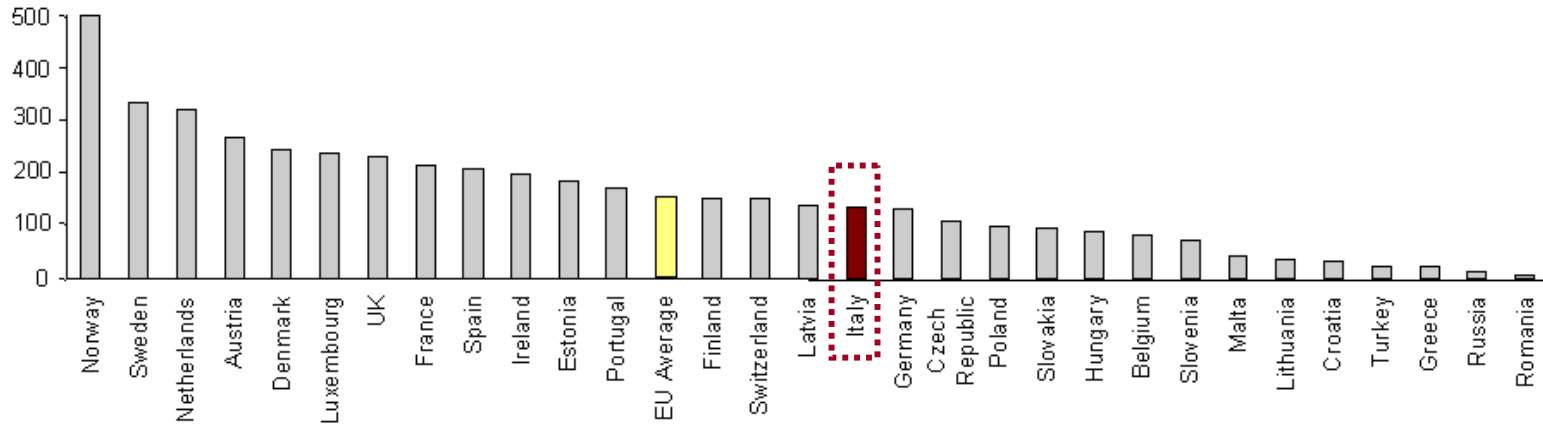
## Typical Italian Shopping Centre Lay Out



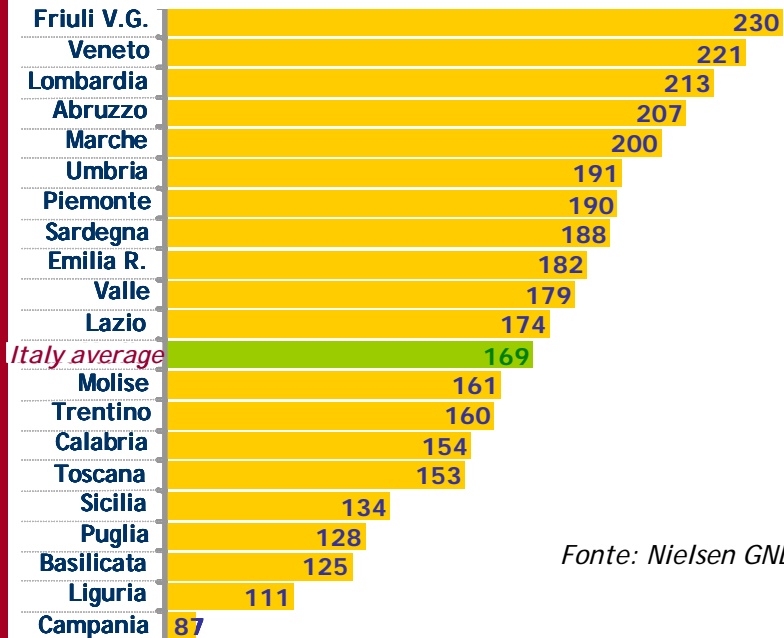


# Italian retail real estate market

## Shopping Centre Supply (m2 per '000 Inhabitants)



## Hypmkt + Sprmkt sqm/000 inhabitants as at dec 31th 2005

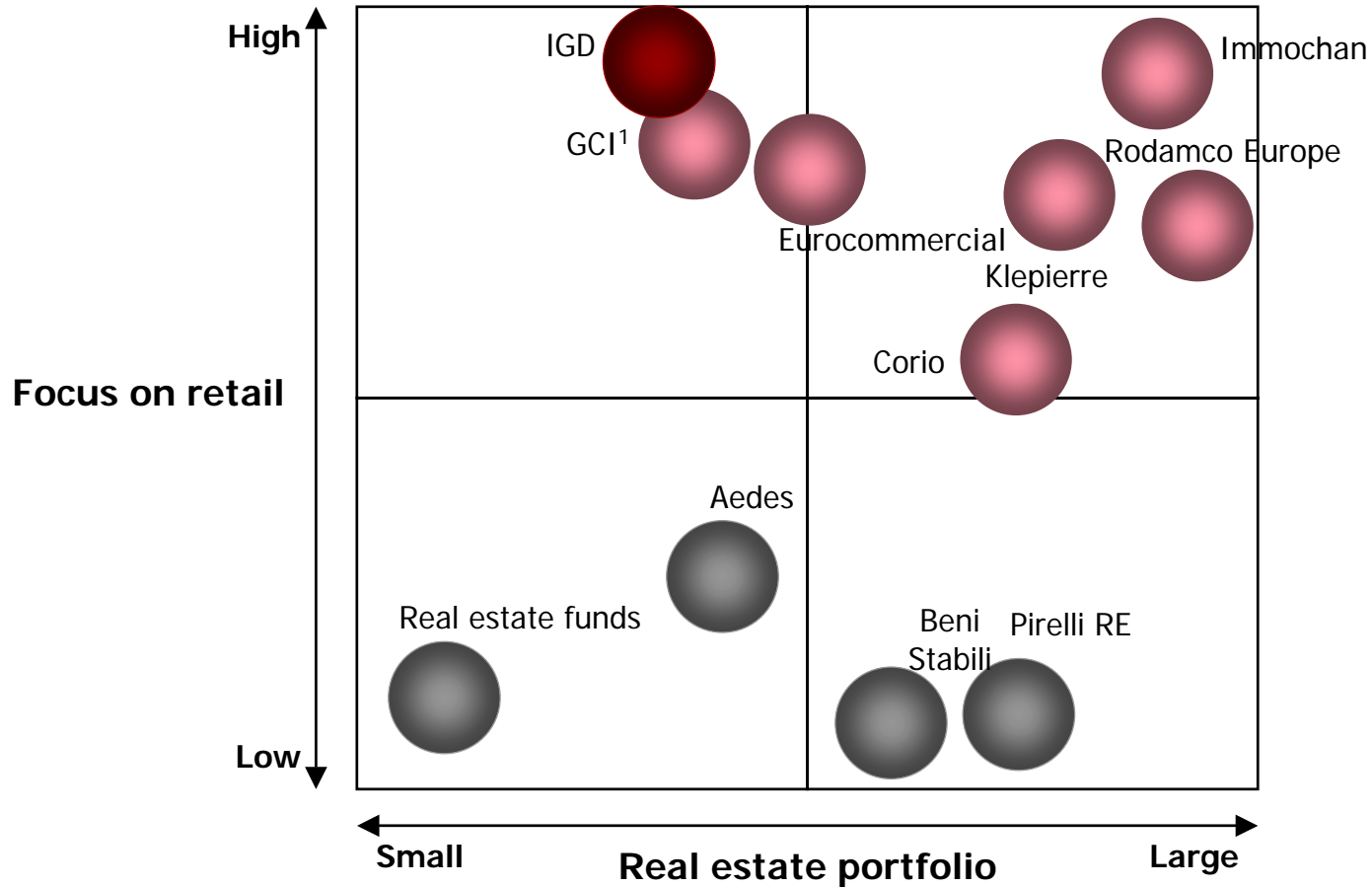


- **Outperformance** of real estate market in Italy and increasing flow of foreign capital in the past 2 years
- Attractive Italian retail property market, still **“under-retailed”**: low rental values and lowest shopping centre floorspace per capita in Western Europe
- **Central Italy** is growing faster but going forward **Southern Italy** will grow the most

Fonte: Nielsen GNLC



# Property activity - IGD's competitive environment



- Since hypermarket operators remain the main developers in the Italian market, the investment activity relies increasingly on strategic partnerships between large-scale retailers and the real estate companies (La Rinascente – Simon)

<sup>1</sup> Gallerie Commerciali Italia (49% Simon Properties – 51% Auchan)





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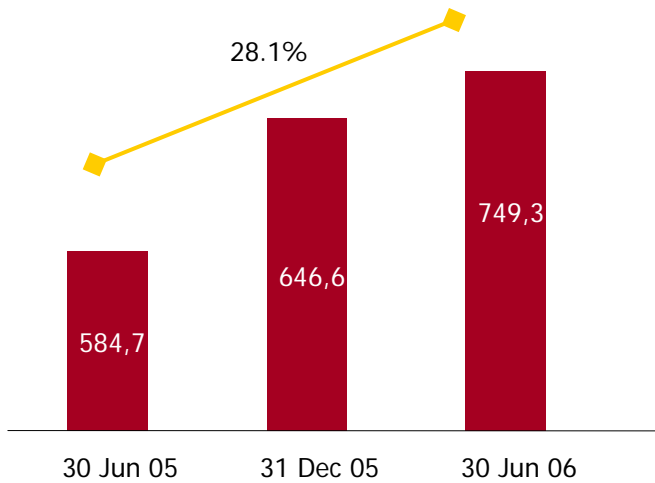
# BUSINESS MODEL

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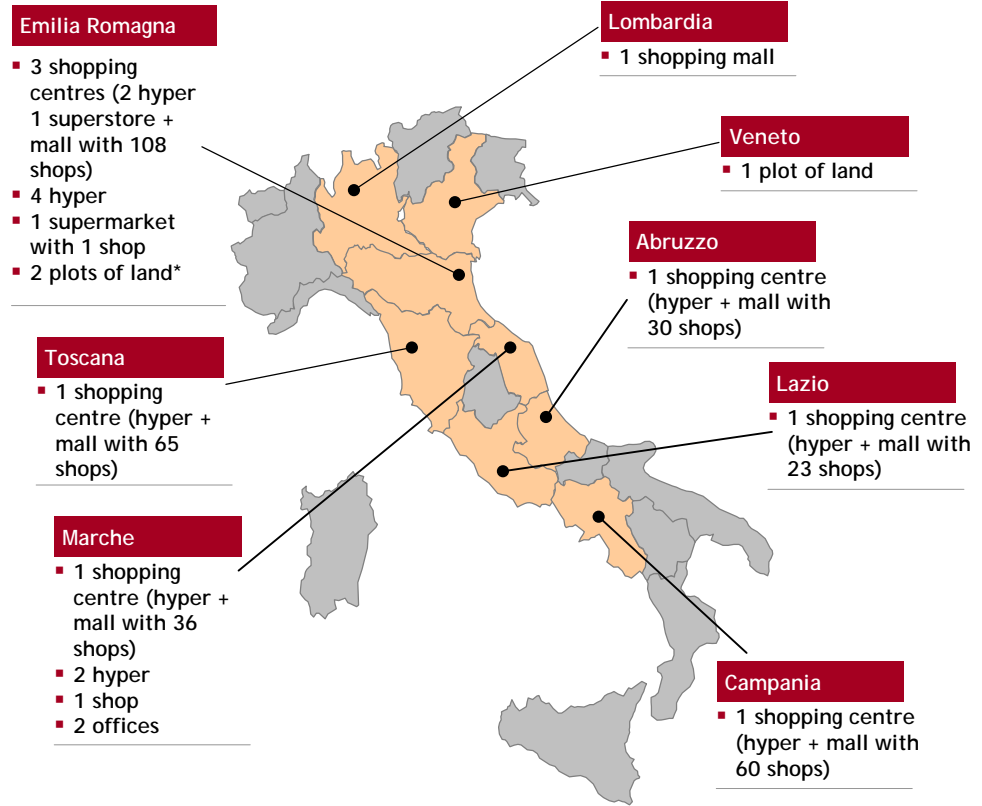
- IGD property management activity consists of:
  - **acquisition** and development of retail real estate assets
  - **increasing the capital value** of the current portfolio (via restructuring, refurbishment and enlargement)
  - **asset disposal**
- Total average **occupancy rate: 99.1%**
  - hypermarkets and supermarket: 100.0%
  - shopping malls: 98.2% \*

**Freehold properties Market Value\***



\* It does not include: Centrosarca, and all preliminary agreements

**Freehold properties – geographical distribution**



- 9 Shopping Malls
- 13 Hypermarkets
- 1 Superstore
- 1 Supermarket
- 3 Plots of land

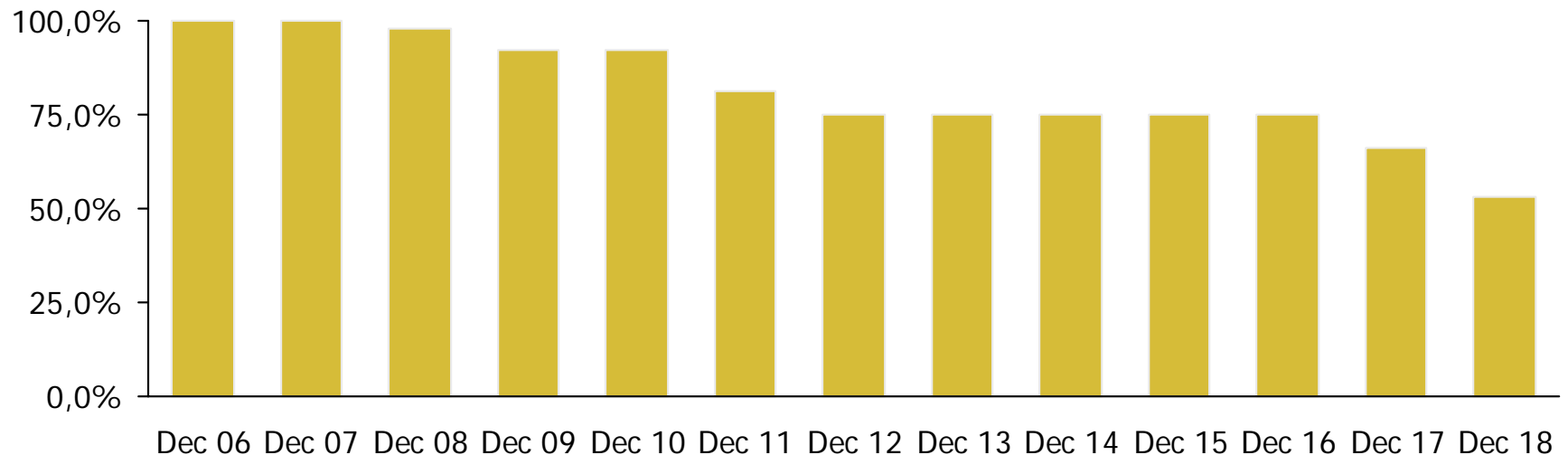


## Hypermarkets and supermarket: lease terms and main tenants

### Main lease terms:

- Average maturity: from 6 to 18 years + 6 years
- Rents indexation: 75% of inflation rate
- Maintenance: ordinary and extraordinary maintenance works charged to the tenant. External maintenance of the properties (façade, etc.) payable by the landlord
- Hypermarkets and supermarket of IGD Portfolio are leased as follow
  - 10 hypermarkets and 1 supermarket to Coop Adriatica
  - 3 hypermarkets to Unicoop Tirreno Group
  - 1 superstore to Interspar
- Coop Adriatica and Unicoop Tirreno are among the major cooperatives of Coop, the first retailer in Italy

### 2005 freehold rents arising from hypermarkets still rented at a certain date



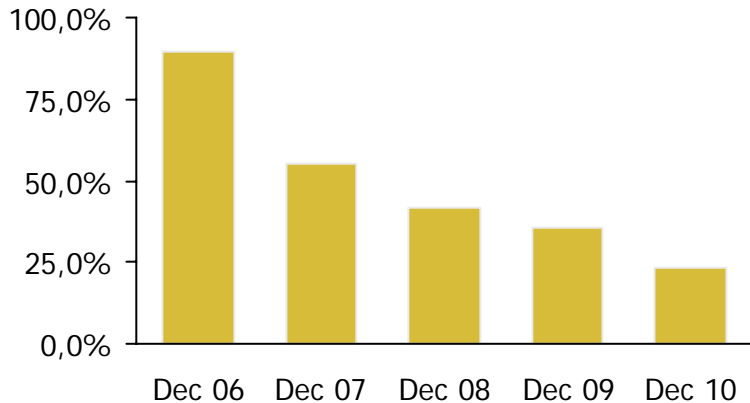


# Shopping malls: lease terms and tenant mix

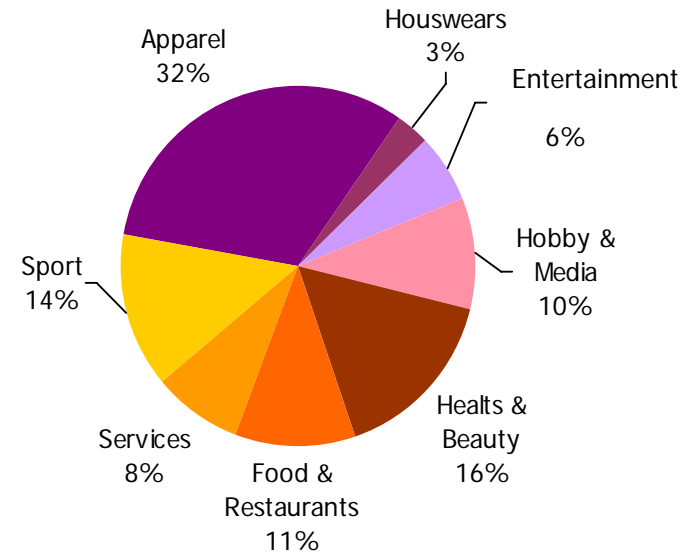
Main lease terms:

- Average maturity:
  - lease agreement of the going concern<sup>1</sup>: 5 years
  - rental agreement: 6 years
- Rental income: a minimum guaranteed rent plus a percentage based on the occupier's sales
- Key money (non-recurrent): approximately 20% of annual rent
- Rents indexation
  - lease agreement of the going concern<sup>1</sup>: 100% of inflation rate
  - rental agreement: 75% of inflation rate
- Lease of temporary spaces
- IGD can benefit from a very diversified tenants base, with limited credit risk, thanks to a careful screening of potential new tenants

**Rents arising from shopping malls still rented at a certain date**



**Surface breakdown by retail sector\***



<sup>1</sup> Rental agreement regarding the shop and the commercial licences

\*Analysis based on shop operators. Source: company data

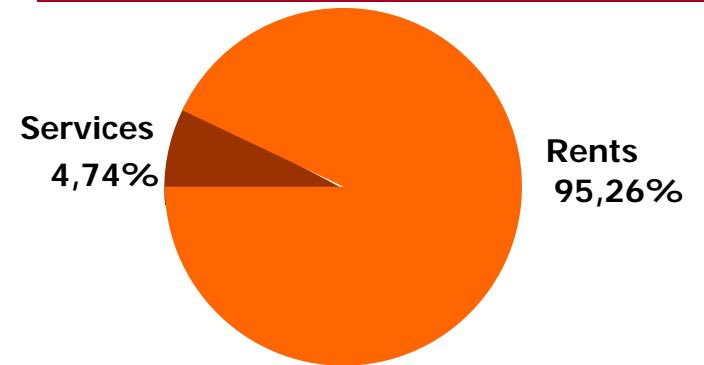






- The **facility management** activity includes:
  - preparation and implementation of the shopping centre's marketing plan
  - shopping centre's internal budgeting and reporting system
  - organisation of security, cleaning, and maintenance services
  
- The **agency** activity includes:
  - Marketing/promotion activity of the shopping centre and management of mall expansion
  - analysis of potential synergies
  - tenant mix definition and screening
  - lease negotiations with shop operators
  
- Revenues from Agency only refers to **activities towards third parties**
  
- Revenues from Agency develop around the **shopping centre opening** date that mainly occurs in the **2nd Half of the year**
  
- **Highly fragmented market** which represents opportunity to grow
  
- **Beaten** the stated **4% target**

IGD's 1H06 revenues breakdown





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# INVESTMENTS

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# Investments

## 1H06 Investments

### ■ Catania Shopping Mall in (Gravina)

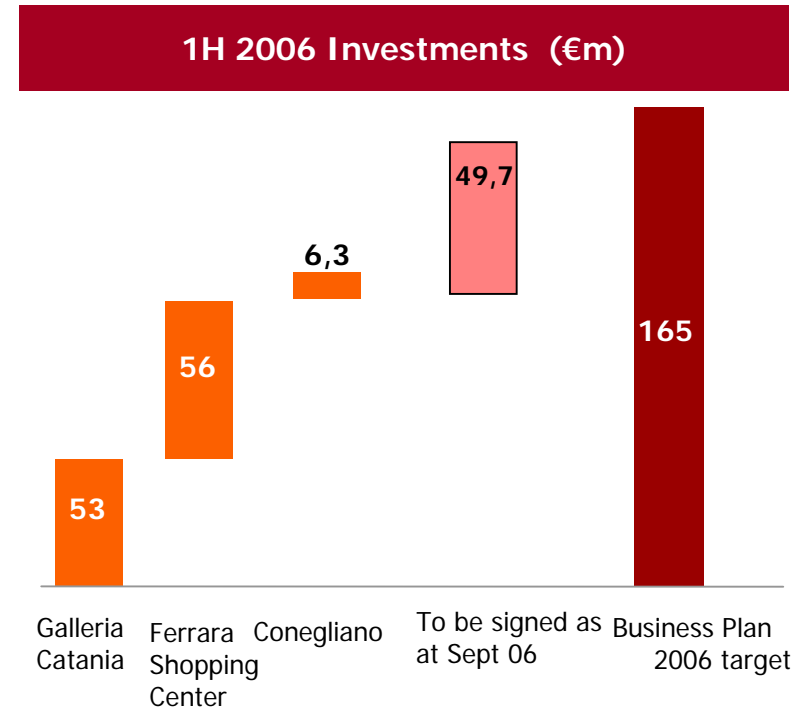
- On January 12th a preliminary agreement for the construction of a shopping mall in a prestigious zone (Gravina) of Catania was bought for € 53 m;
- 1Q07 expected beginning of works
- Since IPO, it's the second investment in Sicily one of the most underretailed market in Italy

### ■ Darsena City Shopping Centre in Ferrara:

- On May 15th a fully operative Shopping Centre in the historic city centre of Ferrara was bought for € 56 m
- The price includes the preliminary agreements for the acquisition of a future enlargement

### ■ Plot of land in Conegliano

- On June 6<sup>th</sup> a plot of land was acquired for € 6.3 m
- The acquisition completes the project for the realization of a Retail Park: the land will host big boxes while the one bought in October will host a Shopping Centre and a common car park





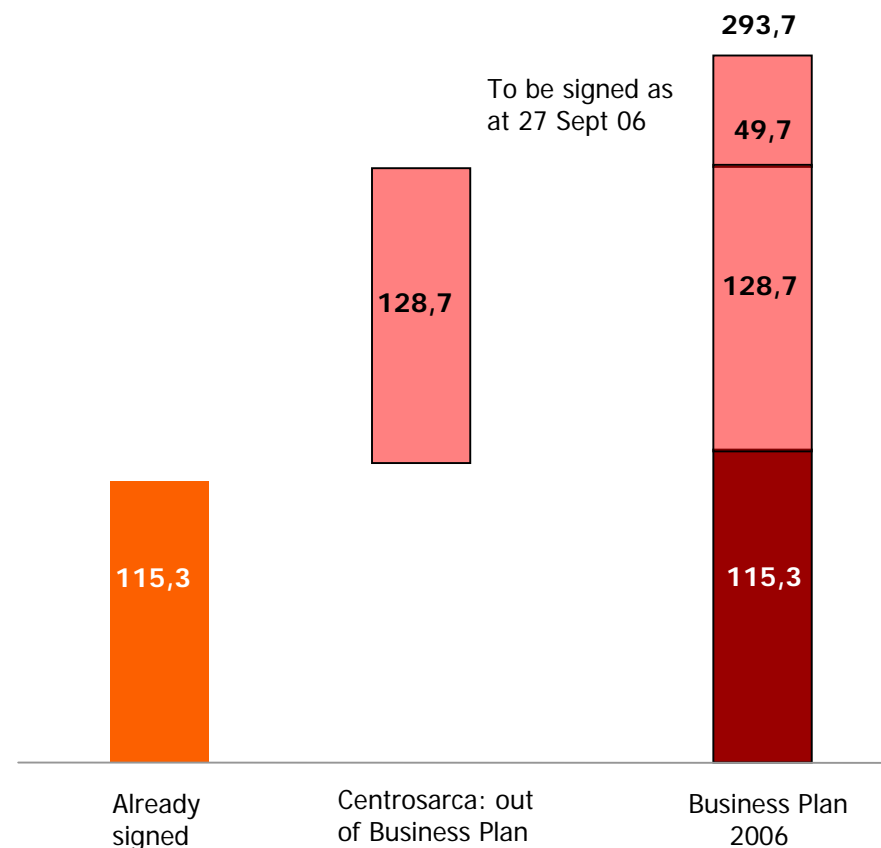
# Investments

## Investments undertaken after 1H06

### ■ Centrosarca Shopping Mall (Milan)

- On July 26<sup>th</sup> a shopping mall hosting 80 shops, 7 of which medium size surfaces, was bought for € 128.75 mln and it was not included in the € 810 mln business plan:
- Coop Lombardia sold to Igd instead of national and international competitors for:
  - Igd investment and management skills;
  - Igd and Coop system relationship.
- A very strategic investment:
  - Coop Lombardia
  - Milan Market
  - High increase in shops managed by Gescom (critical mass)

### 2H 2006 Investments (€m)







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# VALUE DRIVERS, BUSINESS PLAN and STOCK PRICE

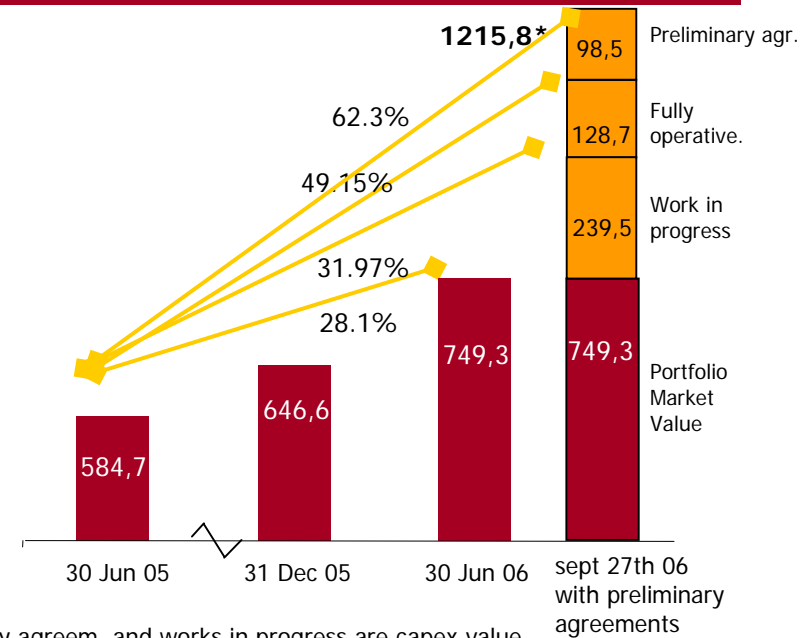
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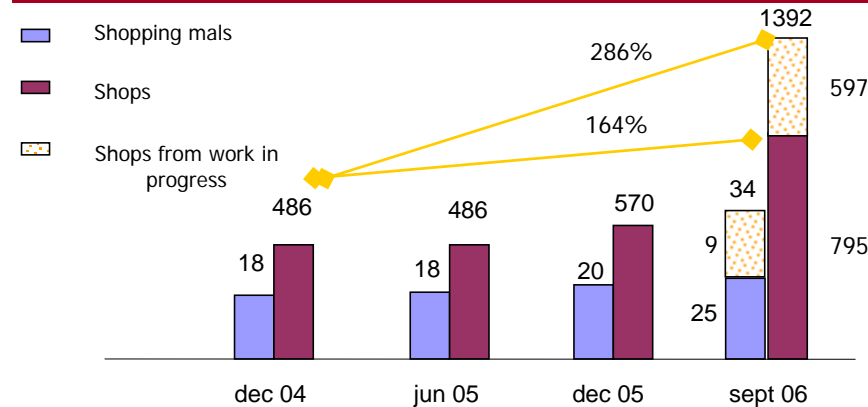
# Value creation through growth and portfolio management

- **Growth** is the first value drivers in Igd
- **Focus on the South** but capability to get good opportunities in Northern Italy: 65% of realized Igd growth
- **Strong visibility** on the pipeline
- **Out of Business Plan Investment**
- Igd competitive hedge vs competitors: **direct management** of Igd and third party properties

Igd's Properties fair value and capex value of acquisition made since IPO(€ m)



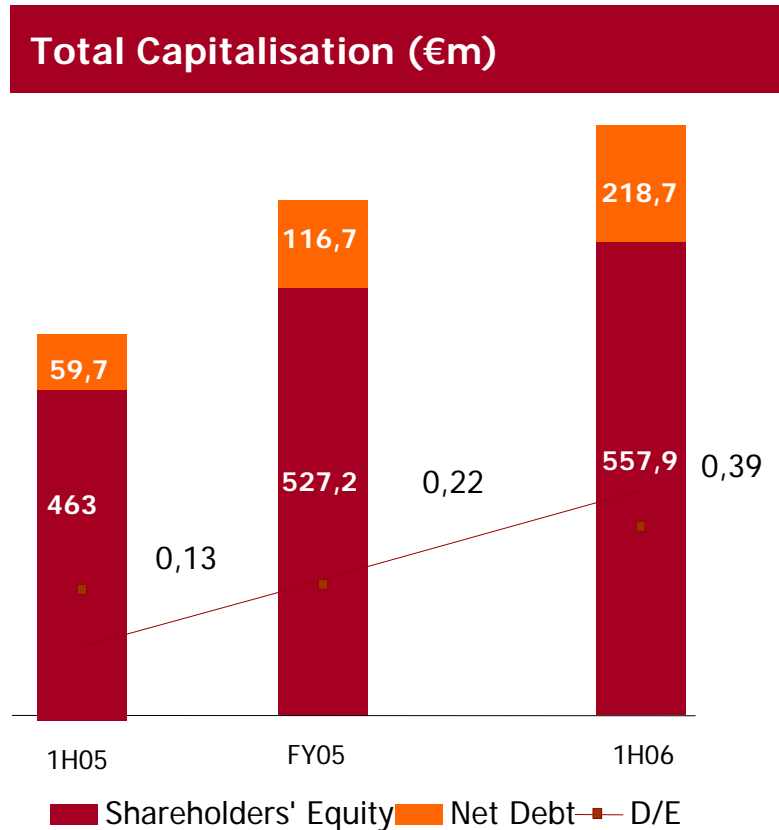
Sh. Malls and Points of sales managed





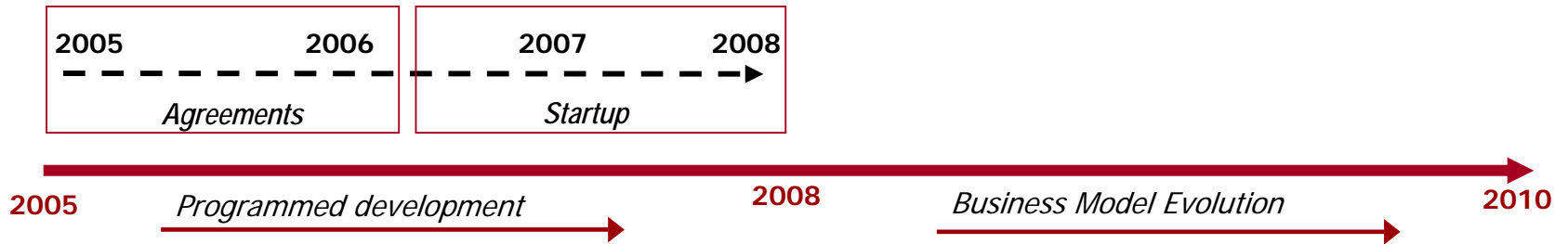
# Value Creation through the Financial Structure

- **Reaching Optimal Financial structure** is the other value driver in Igd
- **Target D/E: 1,5**
- **Proactive management of Debt structure**
  - Low interest rate: 3,70% on the outstanding debt
  - Low interest rate risk: variable rates hedged by IRS





# Business Plan: Development Strategy



- Growth of the Portfolio
  - Framework agreement
  - Other projects at an advanced stage of negotiation
- Extract value from existing portfolio

- Extract value from upgraded portfolio
- Framework agreement upgrade
- Fair value increase
- Evolution and diversification of the portfolio

- Focus on growth opportunities**
- Financial structure evolution
  - Potential capex level
  - Market monitoring

- Focus on growth drivers**
- Revenues increase
  - EBITDA
  - Cost of Capital
  - Financial Structure





# Business Plan: 2005 – 2008 New Investments for some € 810 m

## Revenues From growth

- Expected initial gross yield from capex in the range of 6.5% - 7.0% (IRR of 7.0% - 8.0%)
- Pilotage* - one off agency activity (approximately 20% of the tenant's annual rent)
- Key money* – 20 to 30% of tenant's annual rent

## Revenues from existing portfolio

### Rent Revenues

- Like for like 2008 **CAGR 3.0% - 3.5%** (1.5% net of inflation)

### Services Revenues

- 4%** of 2008 revenues (like for like)

### Disposals

- Centro Leonardo** (Imola) shopping mall expansion to be completed and disposed by 2006 for some € 38m

## Costs

- 2008 G&A: 5.0% of revenues

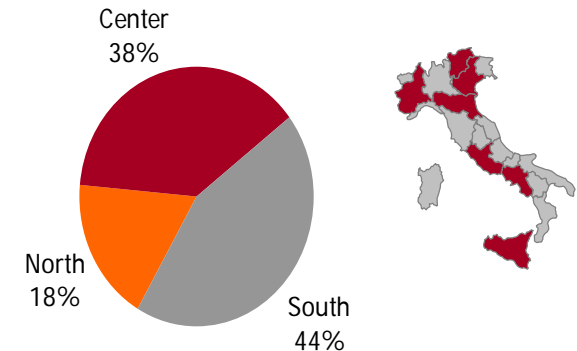
## EBITDA

- 2008 EBITDA margin range of **65 - 68%**

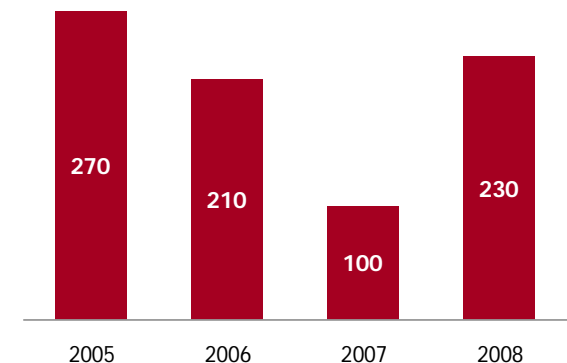
## Debt

- Aimed D/E: 60% Debt, 40% Equity
- Debt maturity: 10 – 15 years
- LT debt fully hedged, expected fixed average rate of 4.0%
- Short term debt in the range of 8-10% of total debt (Euribor plus a spread from 0,5% to 0,85%)

## Total Capex by region



## Total Capex by Year (€ m)





## To beat the target: evolution of the strategy

As IGD follows the evolution of the sector cycle of life the company already started to work on the development of the strategy:

- Diversification
  - Retail Park: under-retailed segment in Italy
  - Service/neighbourhood shopping centre: Darsena City acquisition as the vehicle investment to fully enter this sector
  - Already operative Shopping Centres with lower cap rates but higher opportunity to grow through management
  
- Partnership with developers
  
- Italian leadership in Service Activity

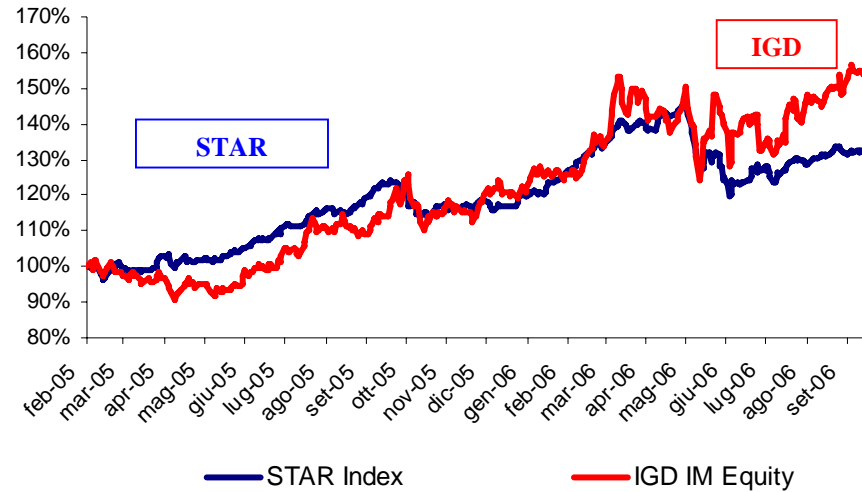


# Stock performance: capital market endorsement

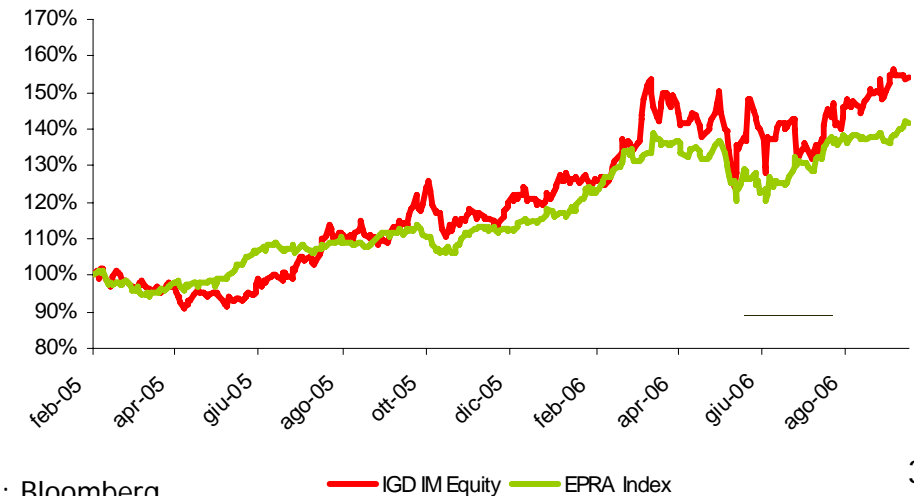
**IGD stock beat** the comparables as the market understood value created through:

- High visibility on the pipeline
- Capability to shoot the target
- Tough and clear communication

## IGD vs STAR



## IGD vs EPRA Euro Zone



Source: Bloomberg

IGD IM Equity EPRA Index





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# 1H 2006 FINANCIALS

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# 1H2006 Financial Highlights

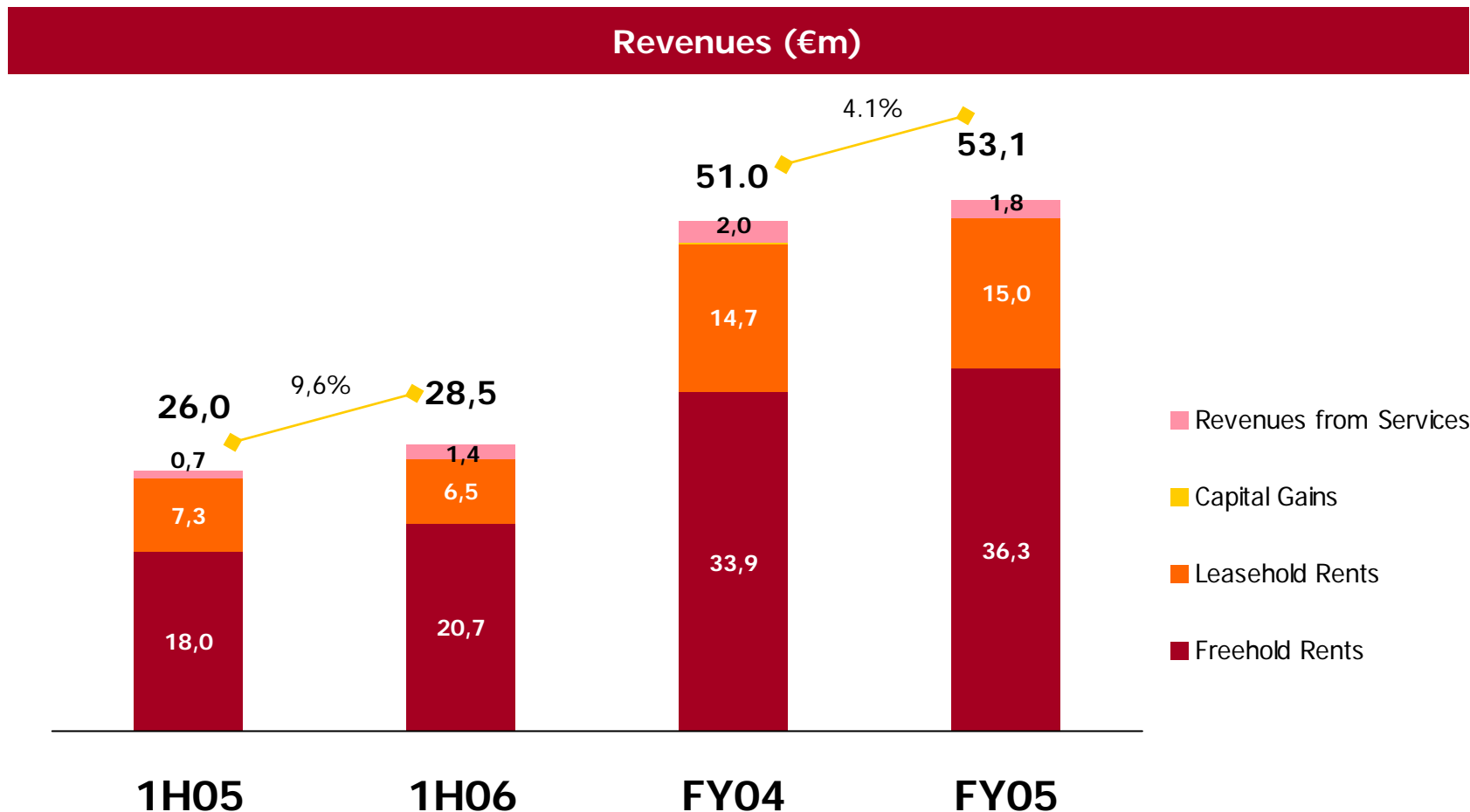
- **Increase in Total Revenues** for the acquisition of the already operative shopping centres of Rimini and Ferrara
- **EBITDA**: increase for the combined effect of revenues increase and cost reduction
- **EBIT**: high fair value impact
- **TAX**: low impact of the new law as:
  - 1% tax on rents (0,5% paid by tenants)
  - 4% Imposta di registro e catastale (indirect) tax on new acquisition with low impact
    - Normally IGD buys the property and licences
    - IGD manages its properties so the effect can be spread over a long period

## IGD's 1H06 Highlights

- Total Revenues € 28.5 mln
- EBITDA € 18.3 mln
- EBIT € 57,7 mln
- Fair Value € 39,9 mln
- Net Profit € 32.8 mln



# Revenue growth and breakdown



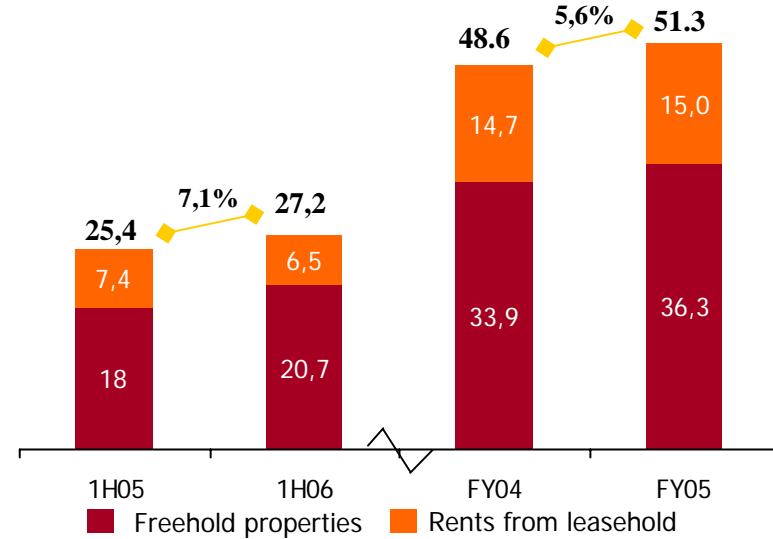


# Existing Portfolio

## Property management

- Revenues from **freehold properties** increased of 14,98%
- Revenues from **leasehold properties** decreased of 12,19%

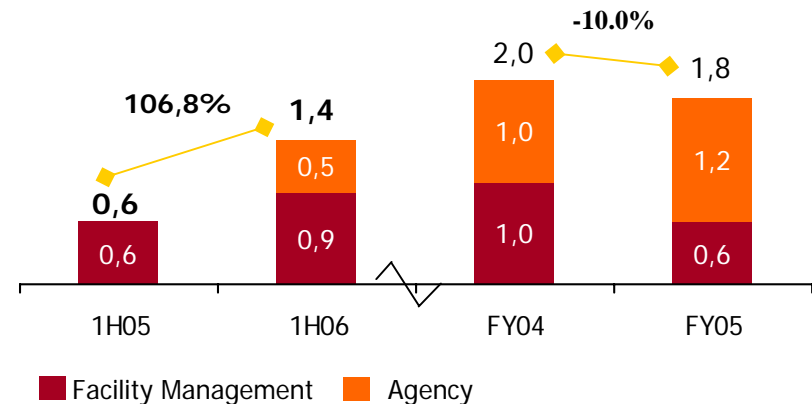
Total gross rents revenues (€ m)



## Service activity

- Revenues from **facility management** increased of 39,26%
- Revenues from **agency** are mostly due to *Minganti shopping centre*

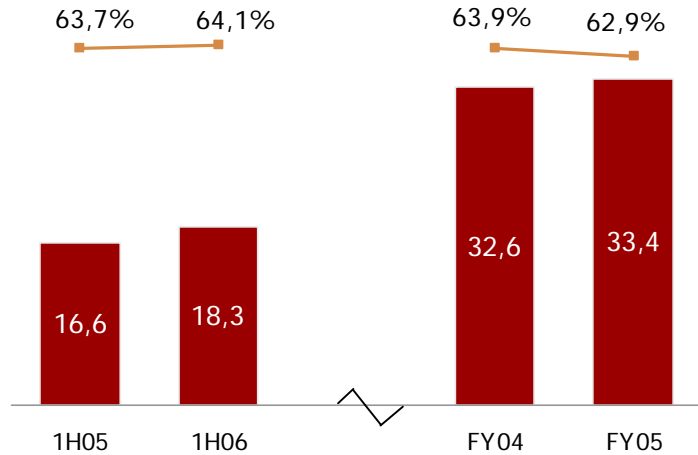
Real estate service revenues (€ m)



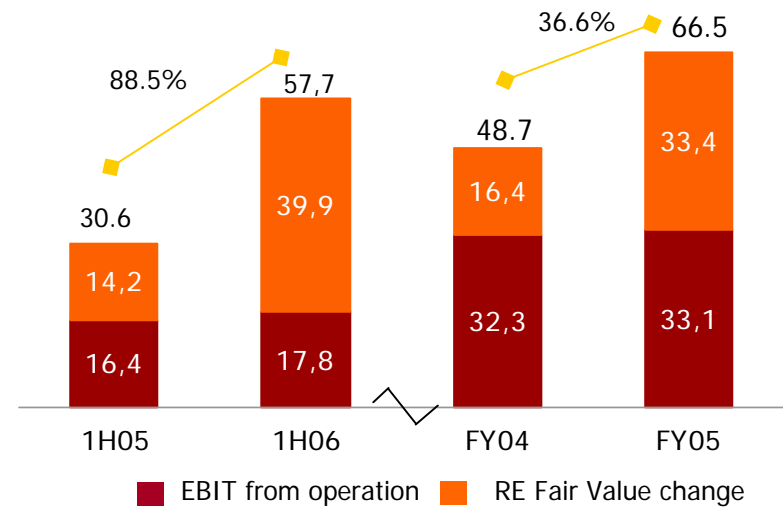


# EBITDA and EBIT Trend

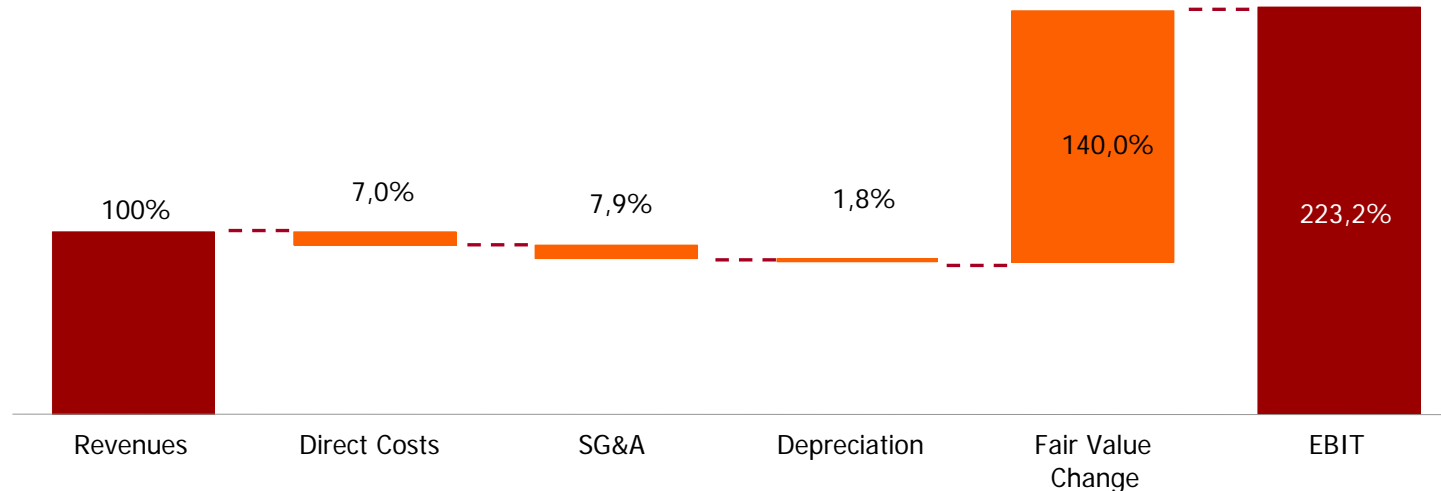
**EBITDA (€m) and EBITDA margin (%)**



**EBIT (€m)**



**Cost reconciliation to 1H2006 EBIT (pre-passive rents) —% of sales**

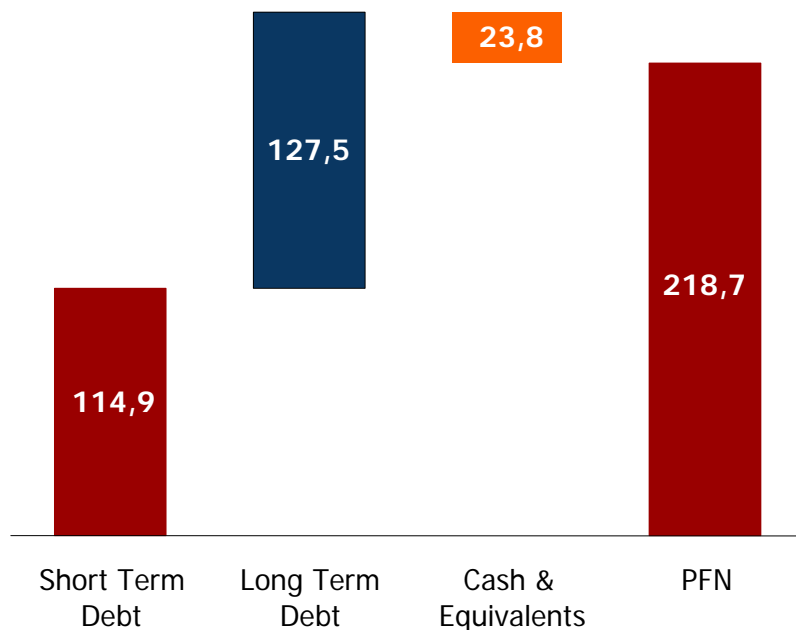




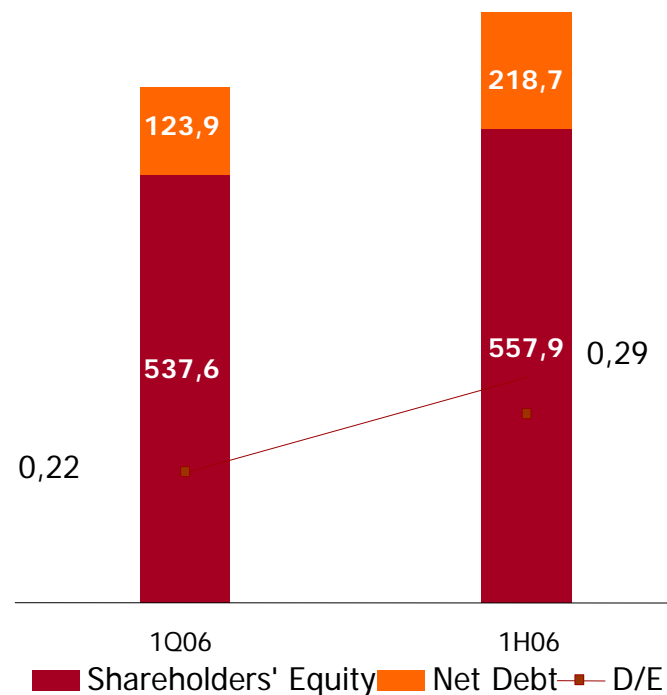


# Capital Structure

## Net Debt – 30 June 2006 (€m)



## Total Capitalisation (€m)



## Interest Expense

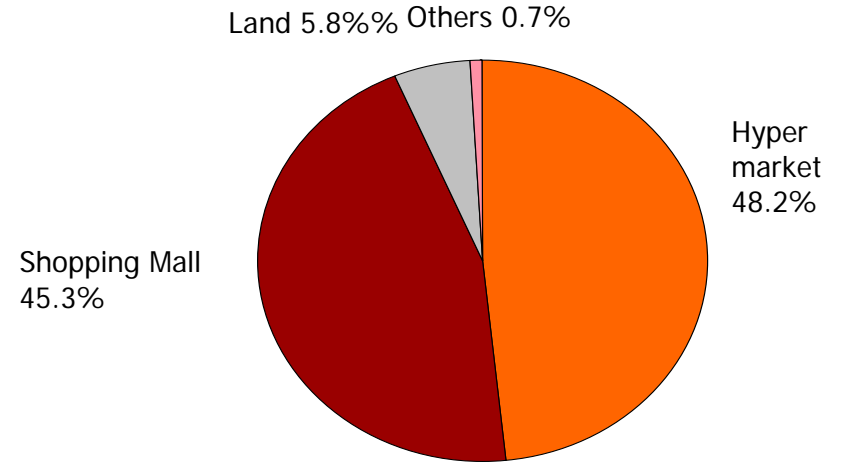
- 100% long term debt is hedged with Interest Rate Swaps at a fixed average rate of 3.59%
- Short term debt is due to new investment financing while waiting to convert it into long term debt
- On August Rimini long term financing was undertaken:
  - Cost: Euribor + 0,4%
  - IRS hedge: 3,84%



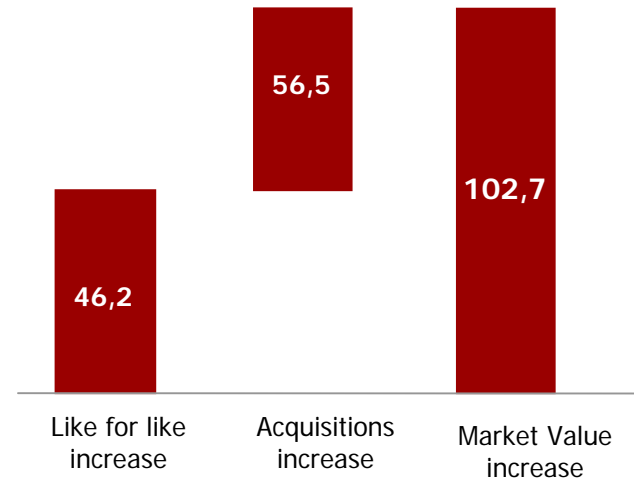
# Increase in Portfolio Value

- **Market value** of IGD freehold properties is € **749.3 m** as of June 06 (CB Richard Ellis)
- 1H change in fair value was affected by:
  - **Exit Cap Rates decrease**
    - improvements of the existing portfolio
    - market trend
  - **Acquisition of a hypermarket in Ferrara**

Igd's Freehold Properties fair value (€ m) breakdown



Igd's Market Value increase breakdown





## NAV as of June 30 2006

**Double Net NAV per Share (€)**

Total Portfolio market value - 30 June 2006	749,3
Total Portfolio book value	712,9
<b>Embedded capital gain</b>	<b>36,4</b>
Shareholders' Equity	557,9
<b>NAV</b>	<b>594,3</b>
Estimated Tax on capital gain (37.25%)	-13,6
<b>Net NAV</b>	<b>580,8</b>
<b>Net NAV / share</b>	<b>2,06</b>

- Net NAV includes both direct and indirect costs
- Net NAV includes taxes
- NAV per share increased as a consequence of the new portfolio appraisal

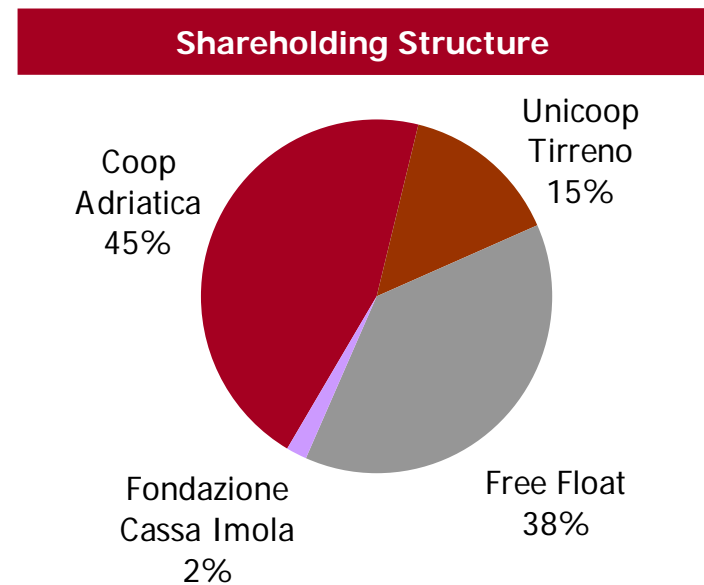


# Appendices



# Corporate Governance

- **Board of Directors:** 15 members, of which 8 independent non executive directors. The Annual General meeting on April 28th appointed 3 directors representative of the minorities.
- **Internal control committee,** consisting of 3 non executive Board members of which 2 independent
- Internal dealing code
- Treatment of confidential information
- Lean and flexible organisation structure
- 30% of the top managers' total compensation is based on IGD financial results
- Outsourcing of non-core functions (legal, IT, tax...)



# Centrosarca – Out of Business Plan Shopping Mall Acquisition



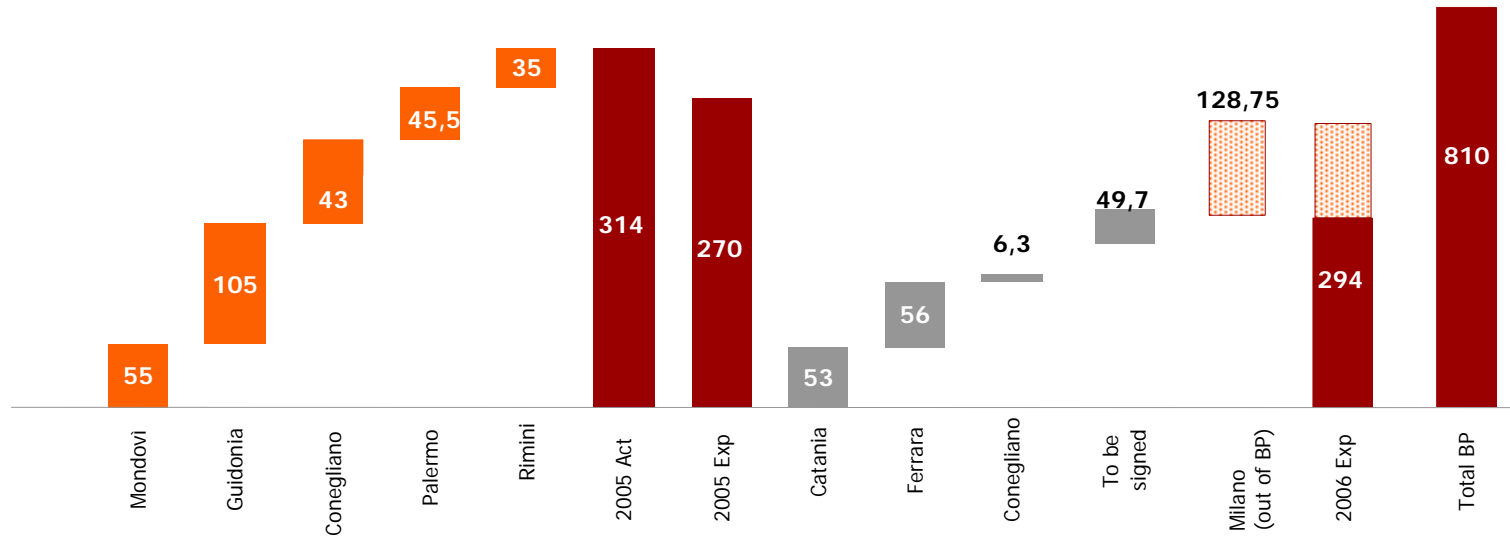
# Centrosarca – Out of Business Plan Shopping Mall Acquisition

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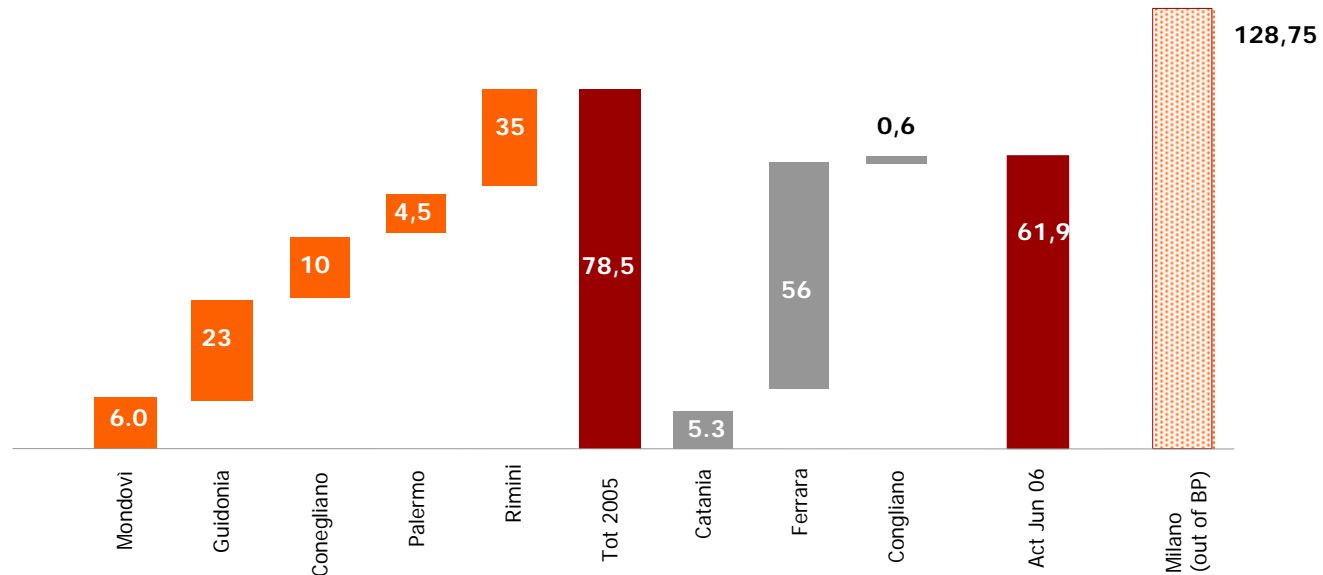
- Acquired the **Shopping Mall** in **Milan** from Coop Lombardia thanks to the relationship with Coop System
- The shopping centre is located in the city of Milan with a strong potential in terms of clients situated in a zone with an high concentration of inhabitants
- 8,000 sqm Hypermarket (Coop Lombardia) surface, 22,270 sqm of **GLA**
- **73 shops, and 7 medium size surface shops**
- **Investment** of € **128,75** million.
- Totally financed through Debt
- **Out of Business Plan** investment which foresees an € 810 m capex in 2005-2008 period

# Achievements and relative cashout

## Signed Agreements (€ m)



## Cash-out on signed Agreements (€ m)



# Consolidated Balance Sheet

€ m	1H06	FY05
Intangible Assets	2,6	2,9
Tangible Assets	775,4	661,5
<b>Total Assets</b>	<b>778,0</b>	<b>664,4</b>
Inventories	25,8	14,0
Receivables	5,4	7,7
Other receivables	17	13,1
Payables	(7,4)	(10,0)
Other Payables	(3,7)	(26,6)
<b>Net Working Capital</b>	<b>37,10</b>	<b>(1,8)</b>
Long term payables	(38,6)	(18,8)
<b>Invested Capital</b>	<b>776,5</b>	<b>643,8</b>
<i>Funded by:</i>		
<b>Shareholder's Equity</b>	<b>557,9</b>	<b>527,2</b>
Cash & Cash Equivalents	23,8	61,0
ST Financial Debt	(114,9)	(37,8)
LT Financial Debt	(127,5)	(139,8)
<b>NFP</b>	<b>(218,6)</b>	<b>(116,6)</b>
<b>Total Funding</b>	<b>776,5</b>	<b>643,8</b>

# Consolidated Income Statement

€ m	1H05	2H06	Var %	FY05
Freehold rents	18,0	20,7	15,0%	36,3
Leasehold rents	7,4	6,5	-12,2%	15,0
Revenues from services	0,7	1,4	106,9%	1,8
<b>Total Revenues</b>	<b>26,0</b>	<b>28,5</b>	<b>9,6%</b>	<b>53,1</b>
Direct costs	(8,0)	(8,0)	-0,9%	(16,6)
<i>of which passive rents</i>	<i>(6,5)</i>	<i>(6,0)</i>	<i>-8,3%</i>	<i>(13,2)</i>
SG&A	(1,4)	(2,3)	60,6%	(3,3)
<b>EBITDA</b>	<b>16,6</b>	<b>18,3</b>	<b>10,3%</b>	<b>33,2</b>
<b>EBITDA %</b>	<b>63,71%</b>	<b>64,14%</b>		<b>62,5%</b>
Depreciation	(0,2)	(0,5)	233,1%	(0,3)
Fair Value Change	14,18	39,9	181,5%	33,4
<b>EBIT</b>	<b>30,6</b>	<b>57,7</b>	<b>88,5%</b>	<b>66,3</b>
Net Financial Income/(charges)	(2,0)	(2,5)	27,0%	(3,8)
<b>Profit Before Tax</b>	<b>28,6</b>	<b>55,2</b>	<b>92,8%</b>	<b>62,5</b>
<b>Net Profit</b>	<b>17,7</b>	<b>32,8</b>	<b>85,1%</b>	<b>62,5</b>